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MARY AXE LONDON X0 EC3A 8BE CLARIVATE Plc 20200507 Clarivate Analytics PLC 20190108 10-Q 1 clvt-20240930.htm 10-Q clvt-20240930001764046falseDecember 312024Q300-0000000xbrli:sharesiso4217:USDiso4217:USDxbrli:sharesxbrli:pureclvt:segmentiso4217:EUR0001764046 2024-01-012024-09-30 0001764046 2024-10-31 0001764046 2024-09-30 0001764046 2023-12-31 0001764046 2024-07-012024-09-30 0001764046 2023-07-012023-09-30 0001764046 2023-01-012023-09-30 0001764046us-gaap:CommonStockMember 2023-12-31 0001764046us-gaap:PreferredStockMember 2023-12-31 0001764046us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-12-31 0001764046us-gaap:RetainedEarningsMember 2023-12-31 0001764046us-gaap:CommonStockMember 2024-01-012024-03-31 0001764046 2024-01-012024-03-31 0001764046us-gaap:RetainedEarningsMember 2024-01-012024-03-31 0001764046us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-01-012024-03-31 0001764046us-gaap:CommonStockMember 2024-03-31 0001764046us-gaap:PreferredStockMember 2024-03-31 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EmployerIdentification No.)70 St. Mary AxeLondon EC3A 8BEUnited Kingdom(Address of principal executive offices)Not applicable(Zip Code)Registrantâ€™s telephone number, including area code: +44 207 4334000Securities registered pursuant to SectionÂ 12(b) of the Act:Title of each classTrading Symbol(s)Name of each exchange on which registeredOrdinary Shares, no par valueCLVTNew York Stock ExchangeIndicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 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)Â has been subject to such filing requirements for the past 90 days.Â Â Â Â YesÂ Â â˜’Â Â Â Â NoÂ Â â˜Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).Â Â Â Â YesÂ Â â˜’Â Â Â Â NoÂ Â â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act.Large accelerated filerâ˜’AcceleratedÂ filerâ˜Non-accelerated filerâ˜SmallerÂ reportingÂ companyâ˜Emerging growth companyâ˜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 Exchange Act).Â Â Â Â YesÂ â˜Â Â Â Â NoÂ â˜’The number of ordinary shares of the Company outstanding as of OctoberÂ 31, 2024, was 710,403,567.Table of ContentsTABLE OF CONTENTSPagePart I. Financial Information5Item 1. Financial Statements (Unaudited)5Condensed Consolidated Balance Sheets5Condensed Consolidated Statements of Operations6Condensed Consolidated Statements of Comprehensive Income (Loss)7Condensed Consolidated Statements of Changes in Equity8Condensed Consolidated Statements of Cash Flows10Notes to the Condensed Consolidated Financial Statements11Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations23Item 3. Quantitative and Qualitative Disclosures About Market Risk31Item 4. Controls and Procedures31Part II. Other Information32Item 1. Legal Proceedings32Item 1A. Risk Factors32Item 2. Unregistered Sales of Equity Securities and Use of Proceeds32Item 5. Other Information32Item 6. Exhibits33Signature332Table of ContentsCautionary Note Regarding Forward-Looking StatementsThis quarterly report includes statements that express our opinions, expectations, beliefs, plans, objectives, assumptions, or projections regarding future events or future results and therefore are, or may be deemed to be, â€œforward-looking statementsâ€ within the meaning of the â€œsafe harbor provisionsâ€ of the Private Securities Litigation Reform Act of 1995. These forward-looking statements can generally be identified by the use of forward-looking terminology, including the terms â€œbelieves,â€ â€œestimates,â€ â€œanticipates,â€ â€œexpects,â€ â€œseeks,â€ â€œprojects,â€ â€œintends,â€ â€œplans,â€ â€œmay,â€ â€œwill,â€ or â€œshouldâ€ or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this quarterly report and include statements regarding our intentions, beliefs, or current expectations concerning, among other things, anticipated cost savings, results of operations, financial condition, liquidity, prospects, growth, strategies, and the markets in which we operate. Such forward-looking statements are based on available current market material and managementâ€™s expectations, beliefs, and forecasts concerning future events impacting us. Factors that may impact such forward-looking statements include:â€¢our dependence on third parties, including public sources, for data, information, and other services, and our relationships with such third parties;â€¢increased accessibility to free or relatively inexpensive information sources;â€¢our ability to compete in the highly competitive industries in which we operate, and potential adverse effects of this competition;â€¢our ability to maintain high annual renewal rates;â€¢our ability to leverage artificial intelligence technologies (â€œAIâ€) in our products and services, including generative AI, large language models (â€œLLMsâ€), machine learning, and other AI tools;â€¢regulatory and legislative developments affecting our use of AI;â€¢our ability to obtain, protect, defend, or enforce our intellectual property rights;â€¢our use of â€œopen sourceâ€ software in our products and services;â€¢any significant disruption in or unauthorized access to or breaches of our information technology systems or those of third parties that we utilize in our operations, including those relating to cybersecurity or arising from cyberattacks;â€¢our ability to maintain revenues if our products and services do not achieve and maintain broad market acceptance, or if we are unable to keep pace with or adapt to rapidly changing technology, evolving industry standards, macroeconomic market conditions, and changing regulatory requirements;â€¢our loss of, or inability to attract and retain, key personnel;â€¢our ability to comply with applicable data protection and privacy laws;â€¢the effectiveness of our business continuity plans;â€¢our ability to derive fully the anticipated benefits from organic growth, existing or future acquisitions, joint ventures, investments, or dispositions; â€¢the strength of our brand and reputation;â€¢our exposure to risk from the international scope of our operations, including potentially adverse tax consequences from the international scope of our operations and our corporate and financing structure;â€¢our level of indebtedness, which could adversely affect our business, financial condition, and results of operations; andâ€¢other factors beyond our control.The forward-looking statements contained in this quarterly report are based on our current expectations and beliefs concerning future developments and their potential effects on us. There can be no assurance that future developments affecting us will be those that we have anticipated. These forward-looking statements involve a number of risks and uncertainties (some of which are beyond our control) or other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks and uncertainties include, but are not limited to, those factors described in Item 1A. Risk Factors of this quarterly report and Item 1A. Risk Factors in our most recently filed annual report on Form 10-K. Should one or more of these risks or uncertainties 3Table of Contentsmaterialize, or should any of the assumptions prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. We do not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as may be required under applicable securities laws.Defined Terms and PresentationWe employ a number of defined terms in this quarterly report for clarity and ease of reference, which we have capitalized so that you may recognize them as such. As used throughout this quarterly report, unless otherwise indicated or the context otherwise requires, the terms â€œClarivate,â€ the â€œCompany,â€ â€œour,â€ â€œus,â€ and â€œweâ€ refer to Clarivate Plc and its consolidated subsidiaries.Unless otherwise indicated, dollar amounts throughout this quarterly report are presented in millions of dollars, except for per share amounts. Website and Social Media DisclosureWe use our website (www.clarivate.com) and corporate social media accounts on Facebook, X, and LinkedIn (@Clarivate) as routine channels of distribution of company information, including news releases, analyst presentations, and supplemental financial information, as a means of disclosing material non-public information and for complying with our disclosure obligations under Regulation FD promulgated by the Securities and Exchange Commission (the â€œSECâ€) under the Securities Act of 1933, as amended (the â€œSecurities Actâ€) and the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€). Accordingly, investors should monitor our website and our corporate Facebook, X, and LinkedIn accounts in addition to following press releases, SEC filings, and public conference calls and webcasts. Additionally, we provide notifications of news or announcements as part of our investor relations website. Investors and others can receive notifications of new information posted on our investor relations website in real time by signing up for email alerts.None of the information provided on our website, in our press releases, public conference calls, and webcasts, or through social media channels is incorporated into, or deemed to be a part of, this quarterly report or in any other report or document we file with or furnish to the SEC, and any references to our website or our social media channels are intended to be inactive textual references only.4Table of ContentsPART I. Financial InformationItem 1. Financial Statements.CLARIVATE PLCCondensed Consolidated Balance Sheets (Unaudited)(In millions)September 30, 2024December 31, 2023ASSETSCurrent assets:Cash and cash equivalents, including restricted cash$388.5Â $370.7Â Accounts receivable, net771.8Â 908.3Â Prepaid expenses97.7Â 88.5Â Other current assets81.1Â 68.0Â Assets held for saleâ€”Â 26.7Â Total current assets1,339.1Â 1,462.2Â Property and equipment, net47.3Â 51.6Â Other intangible assets, net8,726.7Â 9,006.6Â Goodwill1,736.8Â 2,023.7Â Other non-current assets71.8Â 60.8Â Deferred income taxes50.8Â 46.7Â Operating lease right-of-use assets58.1Â 55.2Â Total assets$12,030.6Â $12,706.8Â LIABILITIES AND SHAREHOLDERS' EQUITYCurrent liabilities:Accounts payable$126.5Â $144.1Â Accrued compensation111.7Â 126.5Â Accrued expenses and other current liabilities375.1Â 315.2Â Current portion of deferred revenues890.2Â 983.1Â Current portion of operating lease liability22.1Â 24.4Â Liabilities held for saleâ€”Â 6.7Â Total current

liabilities1,525.6Â 1,600.0Â Long-term debt4,632.5Â 4,721.1Â Non-current portion of deferred revenues21.6Â 38.7Â Other non-current liabilities52.5Â 41.9Â Deferred income taxes227.0Â 249.6Â Operating lease liabilities57.9Â 63.2Â Total liabilities6,517.1Â 6,714.5Â Commitments and contingencies (Note 14)Shareholders' equity:Preferred Shares, no par value; 14.4 shares authorized; 5.25% Mandatory Convertible Preferred Shares, Series A, zero and 14.4 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectivelyâ€”Â 1,392.6Â Ordinary Shares, no par value; unlimited shares authorized; 710.3 and 666.1 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively13,069.0Â 11,740.5Â Accumulated other comprehensive loss(433.8)(495.3)Accumulated deficit(7,121.7)(6,645.5)Total shareholders' equity5,513.5Â 5,992.3Â Total liabilities and shareholders' equity$12,030.6Â $12,706.8Â The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements.5Table of ContentsCLARIVATE PLCCondensed Consolidated Statements of Operations (Unaudited)Three Months Ended September 30,Nine Months Ended September 30,(In millions, except per share data)20242023202420232024Revenues$622.2Â $647.2Â $1,893.7Â $1,945.1Â Operating expenses:Cost of revenues210.1Â 220.6Â 641.5Â 674.8Â Selling, general and administrative costs169.7Â 171.9Â 546.8Â 559.3Â Depreciation and amortization177.2Â 176.8Â 541.0Â 527.5Â Goodwill and intangible asset impairments13.8Â â€”Â 316.6Â 135.2Â Restructuring and other impairments4.0Â 3.7Â 14.2Â 25.3Â Other operating expense (income), net25.7Â (13.0)46.9Â (30.5)Total operating expenses600.5Â 560.0Â 2,107.0Â 1,891.6Â Income (loss) from operations21.7Â 87.2Â (213.3)53.5Â Fair value adjustment of warrantsâ€”Â (12.6)(5.2)(14.4)Interest expense, net72.2Â 71.9Â 213.5Â 218.5Â Income (loss) before income taxes(50.5)27.9Â (421.6)(150.6)Provision (benefit) for income taxes15.1Â 15.6Â 23.3Â (83.3)Net income (loss)(65.6)12.3Â (444.9)(67.3)Dividends on preferred sharesâ€”Â 18.9Â 31.3Â 56.3Â Net income (loss) attributable to ordinary shares(65.6)(6.6)(476.2)(123.6)Per share:Basic(0.09)(0.01)(0.69)(0.18)Diluted(0.09)(0.01)(0.69)(0.18)Weighted average shares used to compute earnings per share:Basic718.7Â 670.9Â 690.5Â 673.9Â Diluted718.7Â 670.9Â 690.5Â 673.9Â The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements.6Table of ContentsCLARIVATE PLCCondensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited)Three Months Ended September 30,(In millions)20242023Net income (loss)(65.6)12.3Â Other comprehensive income (loss), net of tax:Interest rate swaps, net of tax of $(4.4) and $0.3(13.0)(0.4)Defined benefit pension plansâ€”Â (0.1)Foreign currency translation adjustment76.2Â (169.7)Other comprehensive income (loss), net of tax63.2Â (170.2)Comprehensive income (loss)(2.4)(157.9)Nine Months Ended September 30,(In millions)20242023Net 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activities:Depreciation and amortization541.0Â 527.5Â Share-based compensation48.9Â 97.1Â Restructuring and other impairments, including goodwill314.5Â 138.9Â Gain on legal settlementâ€”Â (49.4)Deferred income taxes(28.8)(51.3)Amortization of debt issuance costs11.1Â 12.9Â Other operating activities36.1Â 2.4Â Changes in operating assets and liabilities:Accounts receivable148.2Â 110.3Â Prepaid expenses(8.5)(10.6)Other assets(9.8)19.5Â Accounts payable(16.5)(2.4)Accrued expenses and other current liabilities22.1Â (33.8)Deferred revenues(102.3)(56.9)Operating leases, net(7.8)(6.2)Other liabilities2.0Â (77.4)Net cash provided by operating activities505.3Â 553.3Â Cash Flows From Investing ActivitiesCapital expenditures(206.9)(178.6)Payments for acquisitions, net of cash acquired(32.0)(2.3)Proceeds from divestitures, net of cash divested(19.2)10.5Â Net cash provided by (used for) investing activities(258.1)(170.4)Cash Flows From Financing ActivitiesPrincipal payments on term loans(58.1)(150.0)Payment of debt issuance costs and discounts(20.1)0.1Â Repurchases of ordinary shares(100.0)(100.0)Cash dividends on preferred shares(37.7)(56.7)Payments related to finance lease(0.7)(0.8)Payments related to tax withholding for share-based compensation(13.9)(14.8)Net cash provided by (used for) financing activities(230.5)(322.2)Effects of exchange rates1.1Â (10.3)Net change in cash and cash equivalents, including restricted cash17.8Â 50.4Â Cash and cash equivalents, including restricted cash, beginning of period370.7Â 356.8Â Cash and cash equivalents, including restricted cash, end of period$388.5Â $407.2Â The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements.10Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Note 1: Nature of Operations and Summary of Significant Accounting Policies Clarivate Plc (â€œClarivate,â€ â€œus,â€ â€œwe,â€ â€œour,â€ or the â€œCompanyâ€) is a public limited company incorporated under the laws of Jersey, Channel Islands.We are a provider of proprietary and comprehensive information, analytics, professional services, and workflow software that enable users across government and academic institutions, life science and healthcare companies, corporations, and law firms to power the entire innovation lifecycle, from cultivating curiosity to protecting the worldâ€™s critical intellectual property assets. We have three reportable segments: Academia & Government (â€œA&Gâ€), Intellectual Property (â€œIPâ€), and Life Sciences & Healthcare (â€œLS&Hâ€). Our segment structure is organized based on the products we offer and the markets they serve. For additional information on our reportable segments, see Note 13 - Segment Information.Basis of PresentationThe accompanying Condensed Consolidated Financial Statements have been prepared in accordance with U.S. generally accepted accounting principles (â€œGAAPâ€) and include our accounts and the accounts of our wholly owned subsidiaries. In our opinion, these interim statements reflect all adjustments necessary to a fair statement of the results for the periods presented, and such adjustments are of a normal, recurring nature. Results from interim periods should not be considered indicative of results for the full year. The financial statements included herein should be read in conjunction with the financial statements and notes included in our Form 10-K for the year ended December 31, 2023. The year-end condensed balance sheet data was derived from audited financial statements, but does not include all disclosures required by GAAP. All significant intercompany transactions and balances have been eliminated in consolidation.Certain reclassifications of prior period amounts have been made to conform to the current period presentation.Significant Accounting PoliciesOur significant accounting policies are those that we believe are important to the portrayal of our financial condition and results of operations, as well as those that involve significant judgments or estimates about matters that are inherently uncertain. There have been no material changes to the significant accounting policies discussed in Note 1 - Nature of Operations and Summary of Significant Accounting Policies included in Part II, Item 8 of our annual report on Form 10-K for the year ended December 31, 2023.Recently Issued Accounting StandardsIn November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued ASU 2023-07, Improvements to Reportable Segment Disclosures, which requires disclosure of incremental segment information on an annual and interim basis. The amendments in this update are effective for fiscal years beginning after December 15, 2023, and

interim periods within fiscal years beginning after December 15, 2024 on a retrospective basis. We do not expect that the adoption of this ASU will have a material impact on our consolidated financial statements.In December 2023, the FASB issued ASU 2023-09, Improvements to Income Tax Disclosures, which is designed to provide greater income tax disclosure transparency by requiring (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. The amendments in this update are effective for fiscal years beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. We are currently assessing the impact of this update on our related disclosures.Note 2: Acquisitions and Divestitures During the second quarter of 2023, we entered into a commercial agreement to sell a small product group within our IP segment for approximately $34, payable in annual installments over ten years. The fair value of this contingent consideration receivable is $28.2 as of September 30, 2024, of which almost all is classified as Other non-current assets in the Condensed Consolidated Balance Sheets. We will remeasure the fair value of contingent consideration on a recurring basis and record adjustments, as needed, based on the length of time remaining under the commercial agreement and changes in the amount to be realized each year based on actual financial results. Changes in fair value measurement of the contingent consideration is based on Level 3 inputs. The transaction closed on April 1, 2024 and a loss of $14.8 was recognized in connection with the sale, which is included in Other operating expense (income), net in the Condensed Consolidated Statements of Operations.11Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Prior to the held-for-sale determination and accompanying impairment testing as of June 30, 2023, the carrying amount of the expected assets to be disposed of consisted almost entirely of purchase-related identifiable customer relationship intangible assets of approximately $158. These intangible assets were reduced to estimated fair value of $26.1 based on the estimated present value of the consideration to be paid over ten years. The related impairment charge of $132.2 is included in Goodwill and intangible asset impairments in the Condensed Consolidated Statements of Operations for the nine months ended September 30, 2023.On October 25, 2024, in connection with streamlining our A&G portfolio and focusing our efforts around our core A&G business assets, we entered into a commercial agreement to sell our ScholarOne business for $110.0 payable in cash at the closing of the transaction and a potential earnout payable in cash that we estimate may approach $20.0 contingent on the achievement of certain financial metrics through 2030. The sale is expected to close during the fourth quarter of 2024.Note 3: RevenueWe derive revenue through subscriptions to our product offerings, re-occurring contracts in our IP segment, and transactional sales that are typically quoted on a product, data set, or project basis.â€¢Subscription-based revenues are recurring revenues that we typically earn under annual contracts, pursuant to which we license the right to use our products to our customers or provide maintenance services over a contractual term. We invoice and collect the subscription fee at the beginning of the subscription period. For multi-year agreements, we generally invoice customers annually at the beginning of each annual coverage period. Cash received or receivable in advance of completing the performance obligations is included in deferred revenue. We recognize subscription revenue ratably over the contract term as the access or service is provided. â€¢Re-occurring revenues are derived solely from the patent and trademark maintenance services provided by our IP segment. Patents and trademarks are renewed regularly, and our services help customers maintain and protect those patents and trademarks in multiple jurisdictions around the world. Because of the re-occurring nature of the patent and trademark lifecycle, our customer base engages us to manage the renewal process on their behalf. These contracts typically include evergreen clauses or are multi-year agreements. We invoice and recognize revenue upon delivery of the service. â€¢Transactional and other revenues are earned for specific deliverables that are typically quoted on a product, data set, or project basis. Transactional and other revenues include content sales (including single-document and aggregated collection sales), consulting engagements, and other professional services such as software implementation services. We typically invoice and record revenue for this revenue stream upon delivery of the product, data set, or project, although for longer software implementation projects, we will periodically invoice and recognize revenue in connection with the completion of related performance obligations.The following table presents our revenues disaggregated by transaction type (see Note 13 - Segment Information for our revenues disaggregated by segment):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Subscription revenues$411.1Â $408.1Â $1,219.8Â $1,207.3Â Re-occurring revenues106.7Â 106.8Â 317.8Â 325.5Â Transactional and other revenues104.4Â 132.3Â 356.1Â 412.3Â Revenues$622.2Â $647.2Â $1,893.7Â $1,945.1Â The following table presents our contract balances:September 30, 2024December 31, 2023Accounts receivable, net771.8Â 908.3Â Current portion of deferred revenues890.2Â 983.1Â Non-current portion of deferred revenues21.6Â 38.7Â During the nine months ended September 30, 2024, we recognized revenues of $778.1 attributable to deferred revenues recorded at the beginning of the period, primarily consisting of subscription revenues recognized ratably over the contract term.12Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Our remaining performance obligations are included in the current or non-current portion of deferred revenues on the Condensed Consolidated Balance Sheets. The majority of these obligations relate to customer contracts where we license the right to use our products or provide maintenance services over a contractual term, generally one year or less.Note 4: Other Intangible Assets, Net and GoodwillOther intangible assets, netThe following table is a summary of the gross carrying amounts and accumulated amortization of our identifiable intangible assets by major class:September 30, 2024December 31, 2023GrossAccumulated AmortizationNetGrossAccumulated AmortizationNetCustomer relationships$7,850.2Â $(1,445.1)$6,405.1Â $7,819.9Â $(1,177.2)$6,642.7Â Technology and content2,858.8Â (1,190.3)1,668.5Â 2,798.3Â (1,009.1)1,789.2Â Computer software1,062.6Â (598.5)464.1Â 897.9Â (516.4)381.5Â Trade names and other89.5Â (57.4)32.1Â 88.9Â (52.6)36.3Â Definite-lived intangible assets$11,861.1Â $(3,291.3)$8,569.8Â $11,605.0Â $(2,755.3)$8,849.7Â Indefinite-lived trade names156.9Â â€”Â 156.9Â 156.9Â â€”Â 156.9Â Other intangible assets, net$12,018.0Â $(3,291.3)$8,726.7Â $11,761.9Â $(2,755.3)$9,006.6Â During the three months ended September 30, 2024, and 2023, intangible assets amortization expense was $172.8 and $170.9, respectively, and during the nine months ended September 30, 2024, and 2023, intangible assets amortization expense was $527.2 and $510.3, respectively.GoodwillThe following table is a summary of the change in the carrying amount of goodwill, both in total and as allocated to our reportable segments:A&GIPLS&HTotalBalance as of December 31, 2023$1,109.8Â $â€”Â $913.9Â $2,023.7Â Acquisitionâ€”Â 13.8Â 15.8Â 29.6Â Goodwill impairmentâ€”Â (13.8)(302.8)(316.6)Impact of foreign currency fluctuations0.1Â â€”Â â€”Â 0.1Â Balance as of September 30, 2024$1,109.9Â $â€”Â $626.9Â $1,736.8Â In the second quarter of 2024, primarily due to sustained declines in our share price, we determined that it was appropriate to perform an interim quantitative goodwill impairment assessment. We performed the assessment, consistent with our goodwill impairment testing policy and procedures, by comparing the estimated fair value to the carrying value for both of our segment reporting units carrying a goodwill balance. Based on the quantitative assessment performed, we concluded that the estimated fair value of the A&G reporting unit continues to be substantially in excess of its carrying value. For the LS&H reporting unit, we determined the carrying value exceeded its fair value; consequently, we recorded a goodwill impairment charge of $302.8 in the second quarter of 2024.In the third quarter of 2024, we recorded $13.8 of goodwill associated with a small acquisition within the IP reporting unit. We recorded an impairment to the goodwill because the IP reporting unitâ€™s fair value was significantly below its carrying value based on the results of our most recent interim quantitative impairment assessment described above.Note 5: Derivative InstrumentsWe are exposed to various market risks, including foreign currency exchange rate risk and interest rate risk. We use derivative instruments to manage these risk exposures. We enter into foreign currency contracts and cross-currency swaps to help manage our exposure to foreign currency exchange rate risk, and we use interest rate swaps to mitigate interest rate risk. We assess the fair value of these instruments by considering current and anticipated movements in future interest rates and the relevant currency spot and future rates available in the market. Accordingly, these instruments are classified within Level 2 of the fair value hierarchy.13Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Interest Rate SwapsWe have interest rate swap arrangements with counterparties to reduce our exposure to variability in cash flows relating to interest payments on our outstanding term loan arrangements. We have designated the interest rate swaps as cash flow hedges of the risk associated with floating interest rates on designated future monthly interest payments. For additional information on our outstanding term loan facility, see Note 6 - Debt. As of September 30, 2024, our outstanding interest rate swaps have an aggregate notional value of $753.7 and mature in October 2026.The fair value of the interest rate swaps is the estimated amount that we would receive or pay to terminate such agreements, taking into account market interest rates and the remaining time to maturities or using market inputs with mid-market pricing as a practical expedient for bid-ask spread. Changes in fair value are recorded in Accumulated other comprehensive loss (â€œAOCLâ€) in the Condensed Consolidated Balance Sheets with a related offset in derivative asset or liability, and the amounts reclassified out of AOCL are recorded to Interest expense, net in the Condensed Consolidated Statements of Operations. Any gain or loss will be subsequently reclassified into net earnings in the same period during which transactions affect earnings, or upon termination of the arrangements. For additional information on changes recorded to AOCL, see Note 7 - Shareholders' Equity. As of September 30, 2024, we estimate that approximately $6.5 of pre-tax gain related to interest rate swaps recorded in AOCL will be reclassified into earnings within the next 12 months.Cross-Currency SwapsIn July 2023, we entered into a cross-currency swap that matures in 2026 to mitigate foreign currency exposure related to our net investment in various euro-functional-currency consolidated subsidiaries. This swap is designated and qualifies as a net investment hedge. We elected to assess the effectiveness of this net investment hedge

based on changes in spot rates and are amortizing the portion of the net investment hedge that was excluded from the assessment of effectiveness over the life of the swap within Interest expense, net in the Condensed Consolidated Statements of Operations. The notional amount of the cross-currency swap associated with euro-denominated subsidiary net investments was â‚¬100.0 as of September 30, 2024. Changes in fair value are recorded in AOCL (as a foreign currency translation adjustment) in the Condensed Consolidated Balance Sheets, with a related offset in derivative asset or liability. Any gain or loss will be subsequently reclassified into net earnings when the hedged net investment is either sold or substantially liquidated. For additional information on changes recorded to AOCL, see Note 7 - Shareholders' Equity.Foreign Currency Forward ContractsWe periodically enter into foreign currency contracts, which generally do not exceed 180 days in duration, to help manage our exposure to foreign exchange rate risks. We have not designated these contracts as accounting hedges. We initially recognize these contracts at fair value on the execution date and subsequently remeasure the contracts to their fair value at the end of each reporting period. We assess the fair value of these instruments by considering current and anticipated movements in future interest rates and the relevant currency spot and future rates available in the market. We receive third-party valuation reports to corroborate our determination of fair value. We recognize the associated realized and unrealized gains and losses in Other operating expense (income), net in the Condensed Consolidated Statements of Operations. We recognized a loss (gain) from the fair value adjustment of $(4.2) and $4.0, for the three months ended September 30, 2024 and 2023, respectively, and $(1.9) and $3.7, for the nine months ended September 30, 2024 and 2023, respectively. The notional amount of outstanding foreign currency contracts was $154.0 and $140.5 as of September 30, 2024 and December 31, 2023, respectively.14Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)The following table provides information on the location and fair value amounts of our derivative instruments as of September 30, 2024 and December 31, 2023:Balance Sheet ClassificationSeptember 30, 2024December 31, 2023Asset DerivativesDesignated as accounting hedges:Interest rate swapsOther current assets$â€”Â $4.1Â Interest rate swapsOther non-current assets7.4Â 17.7Â Not designated as accounting hedges:Foreign currency forwardsOther current assets3.1Â 1.3Â Total Asset Derivatives$10.5Â $23.1Â Liability DerivativesDesignated as accounting hedges:Cross-currency swapsOther non-current liabilities$2.9Â $2.0Â Not designated as accounting hedges:Foreign currency forwardsAccrued expenses and other current liabilitiesâ€”Â 0.1Â Total Liability Derivatives$2.9Â $2.1Â Note 6: DebtThe following table summarizes our total indebtedness:September 30, 2024December 31, 2023TypeMaturityEffectiveInterestRateCarryingValueEffectiveInterestRateCarryingValueSenior Notes20294.875%921.4Â 4.875%921.4Â Senior Secured Notes20283.875%921.2Â 3.875%921.2Â Senior Secured Notes20264.500%700.0Â 4.500%700.0Â Revolving Credit Facility20297.595%â€”Â 8.206%â€”Â Term Loan Facility 20317.595%2,139.3Â 8.470%2,197.4Â Finance lease20366.936%29.6Â 6.936%30.3Â Total debt outstanding$4,711.5Â $4,770.3Â Debt discounts and issuance costs(56.2)(48.0)Current portion of long-term debt(1)(22.8)(1.2)Long-term debt$4,632.5Â $4,721.1Â (1) Included in Accrued expenses and other current liabilities on the Condensed Consolidated Balance Sheets.Senior Notes (2029) and Senior Secured Notes (2028)Interest on the Senior Notes due 2029 and the Senior Secured Notes due 2028 is payable semi-annually to holders of record on June 30 and December 30 of each year. The Senior Secured Notes due 2028 are secured on a first-lien pari passu basis with borrowings under our credit facilities and Senior Secured Notes due 2026. Both of these series of Notes are guaranteed on a joint and several basis by each of our indirect subsidiaries that is an obligor or guarantor under our credit facilities and Senior Secured Notes due 2026.Senior Secured Notes (2026)Interest on the Senior Secured Notes due 2026 is payable semi-annually to holders of record on May 1 and November 1 of each year. The Senior Secured Notes due 2026 are secured on a first-lien pari passu basis with borrowings under our credit facilities and Senior Secured Notes due 2028. These Notes are guaranteed on a joint and several basis by each of our indirect subsidiaries that is an obligor or guarantor under our credit facilities and are secured on a first-priority basis by the collateral 15Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)now owned or hereafter acquired by Camelot Finance S.A. (the issuer) and each of the guarantors that secures the issuerâ€™s and such guarantorâ€™s obligations under our credit facilities (subject to permitted liens and other exceptions).The Credit FacilitiesAs further discussed below, in January 2024, we refinanced our existing credit facilities to provide improved financial flexibility, including extending our debt maturities and lowering our annual cash interest costs.Revolving Credit FacilityOur revolving credit facility provides for revolving loans, same-day borrowings, and letters of credit. Proceeds of loans made under the revolving credit facility may be borrowed, repaid, and reborrowed prior to maturity.As part of the January 2024 refinancing, we amended our $750.0 revolving credit facility by reducing it to a $700.0 facility (with a letter of credit sublimit of $77.0) and extending the maturity date to January 31, 2029, subject to a â€œspringingâ€ maturity date that is 91 days prior to the maturity date of the Senior Secured Notes due 2026 and the Senior Secured Notes due 2028, but only to the extent that those notes have not been refinanced or extended prior to their original maturity dates. All other terms related to the revolving credit facility were substantively unchanged.As of September 30, 2024, letters of credit totaling $8.1 were collateralized by the revolving credit facility.Term Loan FacilityAs part of the January 2024 refinancing, we made a prepayment of $47.4 on the existing term loans due in 2026 and then refinanced the remaining term loans with a new $2,150.0 tranche of term loans maturing in 2031. The interest rate margin for the new term loan facility decreased from 300 to 275 basis points per annum in the case of loans bearing interest by reference to term SOFR. The term loans amortize in equal quarterly installments (the first installment was paid on June 28, 2024) equivalent to a rate of 1.00% per annum, with the balance due at maturity.The carrying value of our variable interest rate debt, excluding unamortized debt issuance costs, approximates fair value due to the short-term nature of the interest rate benchmark rates. The fair value of the fixed rate debt is estimated based on market observable data for debt with similar prepayment features. The fair value of our debt was $4,617.0 and $4,615.3 as of September 30, 2024 and December 31, 2023, respectively, and is considered Level 2 under the fair value hierarchy.Note 7: Shareholders' EquityConversion of Preferred Shares into Ordinary SharesOn June 3, 2024, all 14.4Â million outstanding shares of our 5.25% Series A Mandatory Convertible Preferred Shares (â€œMCPSâ€) automatically converted into 55.3 million ordinary shares at a conversion rate of 3.8462 ordinary shares per MCPS share. All accumulated preferred dividends were paid prior to the conversion.Share Repurchase ProgramIn May 2023, our Board of Directors authorized the purchase of up to $500.0 of our ordinary shares through December 31, 2024. We repurchased approximately 13.8Â million ordinary shares for $100.0 at an average price of $7.22 per share during the year ended December 31, 2023 and approximately 15.2 million ordinary shares for $100.0 at an average price of $6.59 per share during the three months ended September 30, 2024. All repurchased shares were immediately retired and restored as authorized but unissued ordinary shares. As of September 30, 2024, we had $300.0 of availability remaining under the share repurchase program.Accumulated Other Comprehensive Loss (â€œAOCLâ€)The tables below provide information about the changes in AOCL by component and the related amounts reclassified to net earnings during the periods indicated (net of tax). The foreign currency translation adjustment component of AOCL represents the impact of translating foreign subsidiary asset and liability balances from their local currency to USD. The change in both periods below was primarily related to foreign subsidiaries whose local currency is GBP.16Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Nine Months Ended September 30, 2024Interest rate swapsDefined benefit pension plansForeign currency translation adjustmentTotalBalance as of December 31, 2023$16.2Â $0.4Â (511.9)(495.3)Other comprehensive income (loss) before reclassifications7.4Â â€”Â 73.2Â 80.6Â Reclassifications from AOCL to net earnings(18.2)â€”Â (0.9)(19.1)Net other comprehensive (loss) income(10.8)â€”Â 72.3Â 61.5Â Balance as of September 30, 2024$5.4Â $0.4Â (439.6)(433.8)Nine Months Ended September 30, 2023Interest rate swapsDefined benefit pension plansForeign currency translation adjustmentTotalBalance as of December 31, 2022$38.1Â $1.5Â (705.5)(665.9)Other comprehensive income (loss) before reclassifications22.2Â (0.1)14.0Â 36.1Â Reclassifications from AOCL to net earnings(27.7)â€”Â (0.3)(28.0)Net other comprehensive income (loss)(5.5)(0.1)13.7Â 8.1Â Balance as of September 30, 2023$32.6Â $1.4Â (691.8)(657.8)Note 8: Private Placement WarrantsIn May 2024, the remaining 17.8 million private placement warrants expired unexercised. These warrants had an exercise price of $11.50 per share and were valued using a Black-Scholes option valuation model and classified as Level 3 financial instruments within the fair value hierarchy. The warrants were subject to remeasurement at each balance sheet date and represented a liability balance of zero and $5.1 as of September 30, 2024 and December 31, 2023, respectively, classified within Accrued expenses and other current liabilities in the Condensed Consolidated Balance Sheets. The change in fair value was recognized as a fair value adjustment of warrants in the Condensed Consolidated Statements of Operations.Note 9: Restructuring and Other ImpairmentsWe have engaged in various restructuring programs to strengthen our business and streamline our operations, including taking actions related to the location and use of leased facilities. Our recent restructuring programs include the following:â€¢Segment Optimization Program - During the second quarter of 2023, we approved a restructuring plan to streamline operations within targeted areas of the Company to reduce operational costs, with the primary cost savings driver being from a reduction in workforce.â€¢ProQuest Acquisition Integration Program - During the fourth quarter of 2021, we approved a restructuring plan to streamline operations within targeted areas of the Company to reduce operational costs, with the primary cost savings driver being from a reduction in workforce.As of September 30, 2024, we have incurred $31.4 of cumulative costs associated with the Segment Optimization Program and we expect to incur approximately $4 of additional restructuring costs associated with this program, primarily within 2024.The following table summarizes the pre-tax charges by activity and program during the periods indicated:17Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Severance and related benefit costs:ProQuest Acquisition Integration Program$â€”Â (0.2)(0.1)$16.7Â Segment Optimization Program4.2Â 2.6Â 16.3Â 4.9Â Total Severance and related benefit

costs$4.2Â $2.4Â $16.2Â $21.6Â Exit and disposal costs:ProQuest Acquisition Integration Program$â€”Â $â€”Â $â€”Â $0.1Â Segment Optimization Program0.1Â â€”Â 0.3Â â€”Â Total Exit and disposal costs$0.1Â $â€”Â $0.3Â $0.1Â Lease abandonment costs:Segment Optimization Program(0.3)1.4Â (2.3)3.7Â Other Restructuring Programsâ€”Â (0.1)â€”Â (0.1)Total Lease abandonment costs(0.3)1.3Â (2.3)3.6Â Restructuring and other impairments$4.0Â $3.7Â $14.2Â $25.3Â The following table summarizes the pre-tax charges by program and segment during the periods indicated:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Academia & Government:ProQuest Acquisition Integration Program$â€”Â (0.2)(0.1)$9.1Â Segment Optimization Program1.7Â 1.4Â 5.5Â 3.0Â Other Restructuring Programsâ€”Â (0.1)â€”Â (0.1)Total A&G$1.7Â $1.1Â $5.4Â $12.0Â Intellectual Property:ProQuest Acquisition Integration Program$â€”Â $â€”Â $â€”Â $4.6Â Segment Optimization Program0.2Â 0.5Â 3.2Â 1.9Â Total IP$0.2Â $0.5Â $3.2Â $6.5Â Life Sciences & Healthcare:ProQuest Acquisition Integration Program$â€”Â $â€”Â $â€”Â $3.1Â Segment Optimization Program2.1Â 2.1Â 5.6Â 3.7Â Total LS&H$2.1Â $2.1Â $5.6Â $6.8Â Restructuring and other impairments$4.0Â $3.7Â $14.2Â $25.3Â The following table summarizes the changes in our restructuring reserves by activity during the periods indicated:Severance andrelated benefit costsExit, disposal,and abandonment costsTotalReserve Balance as of December 31, 2023$5.9Â $1.4Â $7.3Â Expenses recorded16.2Â (2.0)14.2Â Payments made(18.9)(4.7)(23.6)Noncash items(1.0)5.3Â 4.3Â Reserve Balance as of September 30, 2024$2.2Â $â€”Â $2.2Â Reserve Balance as of December 31, 2022$11.5Â $0.1Â $11.6Â Expenses recorded21.6Â 3.7Â 25.3Â Payments made(27.7)(2.4)(30.1)Noncash items(2.9)â€”Â (2.9)Reserve Balance as of September 30, 2023$2.5Â $1.4Â $3.9Â 18Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Note 10: Other Operating Expense (Income), NetOther operating expense (income), net, consisted of the following for the three and nine months ended September 30, 2024 and 2023:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Loss on divestiture(1)$â€”Â $â€”Â $14.8Â $â€”Â Gain on legal settlement(2)â€”Â â€”Â â€”Â (49.4)Net foreign exchange loss (gain)(3)31.5Â (17.0)36.1Â 15.3Â Miscellaneous expense (income), net(5.8)4.0Â (4.0)3.6Â Other operating expense (income), net$25.7Â (13.0)46.9Â $(30.5)(1) Refer to Note 2 - Acquisitions and Divestitures for further information.(2) Refer to Note 14 - Commitments and Contingencies for further information.(3) Relates to realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP.Note 11: Income TaxesWe compute our provision (benefit) for income taxes by applying the estimated annual effective tax rate to year-to-date pre-tax income (loss) and adjust the provision for discrete tax items recorded in the period.The income tax provision of $15.1 and $15.6 for the three months ended September 30, 2024 and 2023, respectively, was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized.The income tax provision of $23.3 for the nine months ended September 30, 2024 was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized, partially offset by a $14.2 tax benefit related to the goodwill impairment. The income tax benefit of $83.3 for the nine months ended September 30, 2023 was driven by a $70.4 tax benefit recorded on the settlement of an open tax dispute, a $33.0 tax benefit associated with the impairment of intangible assets, and a $17.1 tax benefit relating to the partial release of valuation allowance, partially offset by the mix of taxing jurisdictions in which pre-tax profits and losses were recognized.Note 12: Earnings Per ShareBasic earnings per share (â€œEPSâ€) is calculated by dividing net income (loss) attributable to ordinary shares by the weighted average number of ordinary shares outstanding for the applicable period. Diluted EPS is computed by dividing net income (loss) attributable to ordinary shares, adjusted for the change in fair value of the private placement warrants, by the weighted average number of ordinary shares and dilutive potential ordinary shares outstanding for the applicable period. Diluted EPS reflects the potential dilution that could occur if securities were exercised or converted into ordinary shares, as calculated using the treasury stock method.The basic and diluted EPS computations for our ordinary shares are calculated as follows:19Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Basic EPSNet income (loss)(65.6)12.3Â (444.9)(67.3)Dividends on preferred sharesâ€”Â 18.9Â 31.3Â 56.3Â Net income (loss) attributable to ordinary shares(65.6)(6.6)(476.2)(123.6)Weighted average shares, basic718.7Â 670.9Â 690.5Â 673.9Â Basic EPS(0.09)(0.01)(0.69)(0.18)Diluted EPSNet income (loss) attributable to ordinary shares(65.6)(6.6)(476.2)(123.6)Change in fair value of private placement warrantsâ€”Â â€”Â â€”Â â€”Â Net income (loss) attributable to ordinary shares, diluted(65.6)(6.6)(476.2)(123.6)Weighted average shares, basic718.7Â 670.9Â 690.5Â 673.9Â Weighted average effect of potentially dilutive sharesâ€”Â â€”Â â€”Â â€”Â Weighted average shares, diluted718.7Â 670.9Â 690.5Â 673.9Â Diluted EPS(0.09)(0.01)(0.69)(0.18)Potential ordinary shares on a gross basis related to share-based awards and private placement warrants were excluded from diluted EPS in each period presented as their inclusion would have been antidilutive. Potential shares of 14.2Â million and 29.4Â million were excluded for the three months ended September 30, 2024 and 2023, respectively, and 22.3Â million and 30.3Â million were excluded for the nine months ended September 30, 2024 and 2023, respectively.As a result of the MCPS conversion described in Note 7 - Shareholders' Equity, for the three and nine months ended September 30, 2024, the converted MCPS shares were included in basic EPS for the period subsequent to the conversion and were evaluated for inclusion in diluted EPS for the period prior to the conversion using the if-converted method. Because the pre-conversion weighted-average ordinary shares related to our MCPS would have been antidilutive for each period presented, they were excluded from the diluted EPS calculation for the pre-conversion portion within the three and nine months ended September 30, 2024 and the three and nine months ended September 30, 2023.Note 13: Segment InformationOperating segments are components of an enterprise for which separate financial information is available that is evaluated regularly by the chief operating decision maker (â€œCODMâ€) in deciding how to allocate resources and in assessing performance. As discussed in Note 1 - Nature of Operations and Summary of Significant Accounting Policies, we have three reportable operating segments: Academia & Government (â€œA&Gâ€), Intellectual Property (â€œIPâ€), and Life Sciences & Healthcare (â€œLS&Hâ€). An overview of our segment structure, organized based on the products we offer and the markets they serve, is as follows:â€¢A&G: Trusted content, intelligence, and workflow solutions that help academic and government institutions advance knowledge to transform our world. Within the A&G segment, we provide Research and Analytics, Content Solutions, Books and Marketplaces, and Library Software Solutions. â€¢IP: Our comprehensiveâ€¯intellectual property data, software, and expertise helps companies drive innovation, law firms achieve practice excellence, and organizations worldwide effectively manage and protect critical IP assets. Within the IP segment, we provide IP Management Software, IP Services, Patent Intelligence, and Brand IP Intelligence.â€¢LS&H: Empowers customers to advance innovation and accelerate patient outcomes that improve patient lives and create a healthier tomorrow. Our intelligence solutions, transformative data, and technology equip our customers with the insight and foresight needed across the entire healthcare ecosystem. Within the LS&H segment, we provide solutions for Research and Development, Real World Data, MedTech, Market Access, and Commercialization.20Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)Our Chief Executive Officer is identified as the CODM, who evaluates performance based primarily on segment revenues and Adjusted EBITDA. The CODM does not review assets by segment for the purpose of assessing performance or allocating resources.Adjusted EBITDA represents Net income (loss) before the Provision (benefit) for income taxes, Depreciation and amortization, and Interest expense, net, adjusted to exclude acquisition and/or disposal-related transaction costs, share-based compensation, restructuring expenses, impairments, the impact of certain non-cash fair value adjustments on financial instruments, unrealized foreign currency gains/losses, legal settlements, and other items that are included in Net income (loss) for the period that we do not consider indicative of our ongoing operating performance.The following table summarizes revenues by reportable segment for the periods indicated:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Academia & Government$321.3Â $327.2Â $983.5Â $983.9Â Intellectual Property199.8Â 211.7Â 602.3Â 637.1Â Life Sciences & Healthcare101.1Â 108.3Â 307.9Â 324.1Â Total Revenues$622.2Â $647.2Â $1,893.7Â $1,945.1Â The following table presents segment profitability and a reconciliation to Net income (loss) for the periods indicated:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Academia & Government$139.8Â $144.0Â $415.4Â $416.2Â Intellectual Property91.0Â 98.5Â 263.2Â 293.2Â Life Sciences & Healthcare33.6Â 38.9Â 96.5Â 109.6Â Total Adjusted EBITDA$264.4Â $281.4Â $775.1Â $819.0Â Provision (benefit) for income taxes(15.1)(15.6)(23.3)83.3Â Depreciation and amortization(177.2)(176.8)(541.0)(527.5)Interest expense, net(72.2)(71.9)(213.5)(218.5)Transaction related costs(6.1)(2.7)(13.6)(5.1)Share-based compensation expense(15.4)(25.4)(49.7)(97.1)Goodwill and intangible asset impairments(13.8)â€”Â (316.6)(135.2)Restructuring and other impairments(4.0)(3.7)(14.2)(25.3)Fair value adjustment of warrantsâ€”Â 12.6Â 5.2Â 14.4Â Other(1)(26.2)14.4Â (53.3)24.7Â Net income (loss)(65.6)12.3Â (444.9)(67.3)(1) Primarily reflects the net impact of foreign exchange gains and losses related to the remeasurement of balances and other items that do not reflect our ongoing operating performance. In addition to the net unrealized foreign exchange loss, the nine months ended September 30, 2024 also includes a $14.8 loss on the divestiture discussed in Note 2 - Acquisitions and Divestitures and the nine months ended September 30, 2023 includes a $49.4 gain on legal settlement discussed in Note 14 - Commitments and Contingencies. Note 14: Commitments and ContingenciesLawsuits and Legal ClaimsWe are engaged in various legal proceedings, claims, audits, and investigations that have arisen in the ordinary course of business. These matters may include among others, antitrust/competition claims, intellectual property infringement claims, employment matters, and commercial matters. The outcomes of the matters against us are subject to future resolution, including the uncertainties of litigation.From time to time, we are involved in litigation in the ordinary course of our business, including claims or contingencies that may arise related to matters occurring prior to our acquisition of businesses. At the present time, primarily because the

matters are generally in early stages, we can give no assurance as to the outcome of any pending litigation to which we are currently a party, and we are unable to determine the ultimate resolution of these matters or the effect they may have on us.21Table of ContentsCLARIVATE PLCNotes to the Condensed Consolidated Financial Statements (Unaudited)(In millions or as otherwise noted)We have and will continue to vigorously defend ourselves against these claims. We maintain appropriate levels of insurance, which we expect are likely to provide coverage for some of these liabilities or other losses that may arise from these litigation matters.During the nine months ended September 30, 2023, we reached settlement related to a large legal claim, which was covered by insurance. We recognized a total gain on settlement of $49.4 which is included in Other operating expense (income), net in the Condensed Consolidated Statement of Operations.Between January and March 2022, three putative securities class action complaints were filed in the United States District Court for the Eastern District of New York against Clarivate and certain of its executives and directors alleging that there were weaknesses in the Companyâ€™s internal controls over financial reporting and financial reporting procedures that it failed to disclose in violation of federal securities law. The complaints were consolidated into a single proceeding on May 18, 2022. On August 8, 2022, plaintiffs filed a consolidated amended complaint, seeking damages on behalf of a putative class of shareholders who acquired Clarivate securities between July 30, 2020, and February 2, 2022, and/or acquired Clarivate ordinary or preferred shares in connection with offerings on June 10, 2021, or Clarivate ordinary shares in connection with a September 13, 2021, offering. The amended complaint, like the prior complaints, references an error in the accounting treatment of an equity plan included in the Companyâ€™s 2020 business combination with CPA Global that was disclosed on December 27, 2021, and related restatements issued on February 3, 2022, of certain of the Companyâ€™s previously issued financial statements. The amended complaint also alleges that the Company and certain of its executives and directors made false or misleading statements relating to the Companyâ€™s product quality and expected organic revenues and organic growth rate, and that they failed to disclose significant known changes to the Companyâ€™s business model. Defendants moved to dismiss the amended complaint on October 7, 2022. Without deciding the motion, the court entered an order on June 23, 2023, allowing plaintiffs limited leave to amend, and plaintiffs filed an amended complaint on July 14, 2023. On August 10, 2023, the court issued an order deeming defendantsâ€™ prior motions and briefs to be directed at the amended complaint and permitting defendants to file supplemental briefs to address the new allegations in the amended complaint. Supplemental briefing on the motions was completed on September 8, 2023. Defendantsâ€™ motions to dismiss the amended complaint are currently pending.In a separate but related litigation, on June 7, 2022, a class action was filed in Pennsylvania state court in the Court of Common Pleas of Philadelphia asserting claims under the Securities Act of 1933, based on substantially similar allegations, with respect to alleged misstatements and omissions in the offering documents for two issuances of Clarivate ordinary shares in June and September 2021. The Company moved to stay this proceeding on August 19, 2022, and filed its preliminary objections to the state court complaint on October 21, 2022. After granting a partial stay on January 4, 2023, the court denied a further stay of the proceedings on April 17, 2023. On April 24, 2024, the court sustained the Companyâ€™s preliminary objections, but permitted plaintiff leave to file an amended complaint, which plaintiff filed on May 28, 2024. On August 29, 2024, plaintiff filed a second amended complaint, to which the Company filed preliminary objections on September 30, 2024. Clarivate does not believe that the claims alleged in the complaints have merit and will vigorously defend against them. Given the early stage of the proceedings, we are unable to estimate the reasonably possible loss or range of loss, if any, arising from these matters.22Table of ContentsItem 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.The following discussion should be read in conjunction with our historical financial statements and related notes included in our annual report on Form 10-K for the year ended December 31, 2023 and the financial statements and related notes included elsewhere in this quarterly report on Form 10-Q. Certain statements in this section are forward-looking statements as described in the Cautionary Note Regarding Forward-Looking Statements section of this quarterly report. A detailed discussion of risks and uncertainties that could cause actual results and events to differ materially from such forward-looking statements is outlined under Item 1A. Risk Factors of this quarterly report.OverviewWe are a leading global provider of transformative intelligence. We offer enriched data, insights & analytics, workflow solutions and expert services in the areas of Academia & Government (â€œA&Gâ€), Intellectual Property (â€œIPâ€) and Life Sciences & Healthcare (â€œLS&Hâ€), which form the basis of our reportable segment structure. This structure allows us to provide substantial scale for our vertical market customers while still leveraging our shared services to operate efficiently across horizontal workflows and functions. Within each of our three segments, we provide the following information, solution, and service capabilities:â€¢Enriched data - comprehensive, curated content collections.â€¢Insights and analytics - on-demand predictive analytics capabilities to inform decision-making.â€¢Workflow solutions - automated workflow, including SaaS, to enable decisions and manage resources.â€¢Expert services - business-critical regulatory and compliance activities support.Key Performance Indicators We regularly monitor the following key performance indicators to evaluate our business and trends, measure our performance, prepare financial projections, and make strategic decisions. Organic revenue growth, Annualized contract value, Annual renewal rates, Adjusted EBITDA, Adjusted EBITDA margin, and Free cash flow are key performance indicators because they are a basis upon which management assesses our performance, and we believe they reflect the underlying trends and indicators of our business by allowing management to focus on the most meaningful indicators of our continuous operational performance. Adjusted EBITDA, Adjusted EBITDA margin, and Free cash flow are financial measures that are not prepared in accordance with U.S. generally accepted accounting principles (â€œnon-GAAPâ€). Although we believe these measures may be useful to investors for the same reasons described above, these measures are not a substitute for GAAP financial measures or disclosures. Reconciliations of our non-GAAP measures to the corresponding most closely related measures calculated in accordance with GAAP are provided further below. Organic revenue growthWe review year-over-year organic revenue growth in our segments as a key measure of our success in addressing customer needs. We also review year-over-year organic revenue growth by transaction type to help us identify and address broad changes in product mix, and by geography to help us identify and address changes and revenue trends by region. We measure organic revenue growth excluding acquisitions, disposals, and foreign currency impacts. We define these components as follows:â€¢Organic: Revenue generated from pricing, up-selling, securing new customers, sales of new or enhanced product offerings, and any other revenue change drivers except for changes from acquisitions, disposals, and foreign currency.â€¢Acquisitions: Revenue generated from acquired products and services from the date of acquisition to the first anniversary date of that acquisition.â€¢Disposals: Revenue generated in the comparative prior year period from product lines, services, and/or businesses divested from the date of the sale in the current period presented or included within a disposal group.â€¢Foreign Currency (â€œFXâ€): The difference between current revenue at current exchange rates and current revenue at the corresponding prior period exchange rates.23Table of ContentsAnnualized contract value Annualized contract value (â€œACVâ€), at a given point in time, represents the annualized value for the next 12Â months of subscription-based license agreements with our customers, assuming that all expiring license agreements during that period are renewed at their current price level. The renewal period for our subscriptions generally starts 90Â days before the end of the current subscription period. Our calculation of ACV includes the impact of downgrades, upgrades, price increases, and cancellations during the reporting period.We monitor ACV because it represents a leading indicator of the potential subscription revenues that may be generated from our existing customer base over the upcoming 12-month period. Measurement of subscription revenues as a key operating metric is particularly relevant because a majority of our revenues are generated from subscription-based license agreements. Actual subscription revenues that we recognize during any 12-month period are likely to differ from ACV at the beginning of that period, sometimes significantly. This may occur for various reasons, including subsequent changes in annual renewal rates, impacts of price increases (or decreases), cancellations, upgrades and downgrades, and acquisitions and divestitures. We calculate and monitor ACV for each of our segments and use the metric as part of our evaluation of our business and trends.Our ACV was $1,596.4 and $1,579.2 as of September 30, 2024 and 2023, respectively, which corresponds to an increase of 1.1%. The increase in ACV was primarily due to the impact of price increases, partially offset by volume declines.Annual renewal rateOur revenues are primarily subscription based, which leads to high revenue predictability. Our ability to retain existing subscription customers is a key performance indicator that helps explain the evolution of our historical results and is a leading indicator of our revenues and cash flows for the subsequent reporting period.Annual renewal rate is the metric we use to determine renewal levels by existing customers across our segments, and is a leading indicator of renewal trends, which impact the evolution of our ACV and results of operations. We calculate the annual renewal rate for a given period by dividing (a)Â the annualized dollar value of existing subscription product license agreements that are renewed during that period, including the value of any product downgrades, by (b)Â the annualized dollar value of existing subscription product license agreements that come up for renewal in that period. â€œOpen renewals,â€ which we define as existing subscription product license agreements that come up for renewal but are neither renewed nor canceled by customers during the applicable reporting period, are excluded from both the numerator and denominator of the calculation. We calculate the annual renewal rate to reflect the impact of product downgrades but not the impact of product upgrades upon renewal, because upgrades reflect the purchase of additional products and services.The impact of upgrades, new subscriptions, and product price increases is reflected in ACV, but not in annual renewal rates. Our annual renewal rate was 92% and 92% for the nine months ended September 30, 2024 and 2023.Adjusted EBITDA and Adjusted EBITDA margin Adjusted EBITDA is presented because it is a basis upon which our management assesses our performance, and we believe it is useful for investors to understand the underlying trends of our operations. Adjusted EBITDA represents Net income (loss) before the Provision (benefit) for income taxes, Depreciation and amortization, and Interest expense, net, adjusted to exclude acquisition and/or disposal-related transaction costs, share-based compensation, restructuring expenses, impairments, the impact of certain non-cash fair value adjustments on financial instruments, unrealized foreign currency gains/losses, legal settlements, and other items that are

included in Net income (loss) for the period that we do not consider indicative of our ongoing operating performance. Adjusted EBITDA margin is calculated by dividing Adjusted EBITDA by Revenues.Our presentation of Adjusted EBITDA and Adjusted EBITDA margin should not be construed as an inference that our future results will be unaffected by any of the adjusted items, or that our projections and estimates will be realized in their entirety or at all. In addition, because of these limitations, Adjusted EBITDA should not be considered as a measure of liquidity or discretionary cash available to us to fund our cash needs, including investing in the growth of our business and meeting our obligations. For a reconciliation of Adjusted EBITDA and Adjusted EBITDA margin to Net income (loss) and Net income (loss) margin, refer to Adjusted EBITDA and Adjusted EBITDA margin (non-GAAP measures) below. 24Table of ContentsFree cash flowWe use Free cash flow in our operational and financial decision-making and believe it is useful to investors because similar measures are frequently used by securities analysts, investors, ratings agencies, and other interested parties to measure the ability of a company to service its debt. Our presentation of Free cash flow should not be construed as a measure of liquidity or discretionary cash available to us to fund our cash needs, including investing in the growth of our business and meeting our obligations.We define Free cash flow as Net cash provided by operating activities less Capital expenditures. For further discussion related to Free cash flow, including a reconciliation to Net cash provided by operating activities, refer toâ€‰Liquidity and Capital Resourcesâ€‰-â€‰Cash Flows below.Results of OperationsThree Months Ended September 30,Nine Months Ended September 30,% Change20242023202420232023QTDYTDRevenues$622.2Â $647.2Â $1,893.7Â $1,945.1Â (4)%(3)%Operating expenses:Cost of revenues210.1Â 220.6Â 641.5Â 674.8Â (5)%(5)%Selling, general and administrative costs169.7Â 171.9Â 546.8Â 559.3Â (1)%(2)%Depreciation and amortization177.2Â 176.8Â 541.0Â 527.5Â â€”%3%Goodwill and intangible asset impairments13.8Â â€”Â 316.6Â 135.2Â N/MN/MRestructuring and other impairments4.0Â 3.7Â 14.2Â 25.3Â 8%(44)%Other operating expense (income), net25.7Â (13.0)46.9Â (30.5)N/MN/MTotal operating expenses600.5Â 560.0Â 2,107.0Â 1,891.6Â Income (loss) from operations21.7Â 87.2Â (213.3)53.5Â Fair value adjustment of warrantsâ€”Â (12.6)(5.2)(14.4)N/M(64)%Interest expense, net72.2Â 71.9Â 213.5Â 218.5Â â€”%(2)%Income (loss) before income taxes(50.5)27.9Â (421.6)(150.6)Provision (benefit) for income taxes15.1Â 15.6Â 23.3Â (83.3)(3)%N/MNet income (loss)(65.6)12.3Â (444.9)(67.3)Dividends on preferred sharesâ€”Â 18.9Â 31.3Â 56.3Â N/M(44)%Net income (loss) attributable to ordinary shares(65.6)(6.6)(476.2)(123.6)N/M - Represents a change approximately equal or in excess of 100% or not meaningful.There were no material changes to the business or other factors having a significant impact on the comparability of our results of operations between the periods presented.RevenuesThe tables below present the changes in revenues by transaction type, segment, and geography, as well as the components driving the changes between periods.Revenues by transaction typeThree Months Ended September 30,Change% of Change20242023$%AcquisitionsDisposalsFXOrganicSubscription$411.1Â $408.1Â $3.0Â 0.7Â %0.2%â€”%(0.1)%0.6%Re-occurring106.7Â 106.8Â (0.1)(0.1)%â€”%â€”%1.0%(1.1)%Transactional and other104.4Â 132.3Â (27.9)(21.1)%0.5%(8.1)%0.1%(13.6)%Revenues$622.2Â $647.2Â $(25.0)(3.9)%0.2%(1.6)%0.1%(2.6)%25Table of ContentsSubscription revenues increased primarily due to organic growth driven by price increases, partially offset by lower net volume in IP and LS&H. Re-occurring revenues were flat, but re-occurring organic revenue declined primarily due to lower IP patent renewal volume. Transactional and other revenues decreased primarily due to lower A&G, IP, and LS&H sales, as well as the IP product group divestiture.Nine Months Ended September 30,Change% of Change20242023$%AcquisitionsDisposalsFXOrganicSubscription$1,219.8Â $1,207.3Â $12.5Â 1.0Â %0.1%â€”%(0.3)%1.2%Re-occurring317.8Â 325.5Â (7.7)(2.4)%â€”%â€”%(0.1)%(2.3)%Transactional and other356.1Â 412.3Â (56.2)(13.6)%0.2%(4.5)%â€”%(9.3)%Revenues$1,893.7Â $1,945.1Â $(51.4)(2.6)%0.1%(1.0)%(0.2)%(1.5)%Subscription revenues increased primarily due to organic growth driven by price increases, partially offset by lower net volume in IP and LS&H. Re-occurring revenues decreased primarily due to lower IP patent renewal volume. Transactional and other revenues decreased primarily due to lower A&G, IP, and LS&H sales, as well as the IP product group divestiture. Revenues by segmentThree Months Ended September 30,Change% of Change20242023$%AcquisitionsDisposalsFXOrganicA&G$321.3Â $327.2Â $(5.9)(1.8)%â€”%â€”%(0.1)%(1.7)%IP199.8Â 211.7Â (11.9)(5.6)%0.1%(4.6)%0.7%(1.8)%LS&H101.1Â 108.3Â (7.2)(6.6)%0.9%(0.7)%(0.3)%(6.5)%Revenues$622.2Â $647.2Â $(25.0)(3.9)%0.2%(1.6)%0.1%(2.6)%A&G segment revenues decreased due to a decline in transactional volume, partially offset by subscription growth driven by price increases. IP segment revenues decreased primarily due to the product group divestiture and lower transactional and subscription revenues. LS&H segment revenues decreased primarily due to lower transactional and subscription revenues.Nine Months Ended September 30,Change% of Change20242023$%AcquisitionsDisposalsFXOrganicA&G$983.5Â $983.9Â $(0.4)0.0Â %â€”%â€”%(0.1)%0.1%IP602.3Â 637.1Â (34.8)(5.5)%â€”%(2.6)%(0.2)%(2.7)%LS&H307.9Â 324.1Â (16.2)(5.0)%0.5%(0.6)%(0.5)%(4.4)%Revenues$1,893.7Â $1,945.1Â $(51.4)(2.6)%0.1%(1.0)%(0.2)%(1.5)%A&G segment revenues were flat, as subscription growth driven by price increases was offset by a decline in transactional volume. IP segment revenues decreased primarily due to lower transactional and subscription revenues, lower IP patent renewal volume, and the product group divestiture. LS&H segment revenues decreased primarily due to lower transactional and subscription revenues.Revenues by geographyThree Months Ended September 30,Change% of Change20242023$%AcquisitionsDisposalsFXOrganicAmericas$335.4Â $342.8Â $(7.4)(2.2)%0.4%(0.3)%â€”%(2.3)%EMEA158.8Â 176.3Â (17.5)(9.9)%â€”%(4.8)%0.7%(5.8)%APAC128.0Â 128.1Â (0.1)(0.1)%â€”%(0.9)%(0.4)%1.2%Revenues$622.2Â $647.2Â $(25.0)(3.9)%0.2%(1.6)%0.1%(2.6)%Americas revenues decreased primarily due to lower contributions from A&G and LS&H. EMEA (Europe/Middle East/Africa) revenues decreased primarily due to the IP product group divestiture and lower IP contribution. APAC (Asia Pacific) revenues decreased primarily due to the IP product group divestiture, partially offset by A&G growth.26Table of ContentsNine Months Ended September 30,Change% of Change20242023$%AcquisitionsDisposalsFXOrganicAmericas$1,020.6Â $1,043.5Â $(22.9)(2.2)%0.2%(0.2)%(0.1)%(2.1)%EMEA497.3Â 523.5Â (26.2)(5.0)%â€”%(2.8)%0.4%(2.6)%APAC375.8Â 378.1Â (2.3)(0.6)%â€”%(0.5)%(1.3)%1.2%Revenues$1,893.7Â $1,945.1Â $(51.4)(2.6)%0.1%(1.0)%(0.2)%(1.5)%Americas revenues decreased primarily due to lower contributions from A&G and LS&H. EMEA revenues decreased primarily due to the IP product group divestiture and lower IP contribution. APAC revenues decreased due to a stronger dollar against APAC currencies and the IP product group divestiture, partially offset by A&G growth.Cost of revenuesCost of revenues consists of costs related to the production, servicing, and maintenance of our products and are composed primarily of personnel costs, data center services and licensing costs, and costs to acquire or produce content, including royalty fees.The decrease of 4.8% and 4.9% compared to the three and nine months ended September 30, 2023, respectively, was primarily driven by a reduction in share-based compensation expense and reduced product-related royalty fees and content costs. As a percentage of revenues, cost of revenues decreased by 0.3% and 0.8%, compared to the three and nine months ended September 30, 2023, respectively, primarily as a result of lower share-based compensation expense. Selling, general and administrative costsSelling, general and administrative (â€œSG&Aâ€) costs include nearly all business costs not directly attributable to the production, servicing, and maintenance of our products and are composed primarily of personnel costs, third-party professional services fees, facility costs like rent and utilities, technology costs associated with our corporate infrastructure, and transaction expenses associated with acquisitions, divestitures, and capital market activities including advisory, legal, and other professional and consulting costs.The decrease of 1.3% and 2.2% compared to the three and nine months ended September 30, 2023, respectively, was primarily driven by a reduction in share-based compensation expense. As a percentage of revenues, SG&A costs were largely unchanged compared to the respective comparative prior year periods.Depreciation and amortizationDepreciation expense relates to our fixed assets, including computer hardware, leasehold improvements, and furniture and fixtures. Amortization expense relates to our definite-lived intangible assets, including customer relationships, technology and content, internally developed computer software, and trade names.The increase of 0.2% and 2.6% compared to the three and nine months ended September 30, 2023, respectively, was primarily driven by increased investment in internally developed software and content assets.Goodwill and intangible asset impairmentsIn the second quarter of 2024, primarily due to sustained declines in our share price, we performed an interim quantitative goodwill impairment assessment by comparing the estimated fair value to the carrying value for both of our segment reporting units carrying a goodwill balance. The carrying value of the LS&H segment reporting unit exceeded its fair value, resulting in a goodwill impairment charge of $302.8. In the third quarter of 2024, we recorded $13.8 of goodwill associated with a small acquisition within the IP reporting unit. We recorded an impairment to the goodwill because the carrying value of the IP reporting unit was still below its fair value based on the results of our most recent interim quantitative impairment assessment described above. For additional information, see Note 4 - Other Intangible Assets, Net and Goodwill included in Part I, Item 1 of this quarterly report. In the second quarter of 2023, in connection with the divestiture of a small product group within our IP segment, we recorded an intangible assets impairment charge of $132.2 and a $3.0 goodwill impairment charge associated with the disposal groupâ€™s allocated portion of the IP segment reporting unitâ€™s goodwill balance. For additional information, see Note 2 - Acquisitions and Divestitures included in Part I, Item 1 of this quarterly report.27Table of ContentsRestructuring and other impairmentsThe three and nine months ended September 30, 2024 charges were primarily associated with the Segment Optimization Program, which began in the second quarter of 2023 and is expected to continue through the end of 2024. The three and nine months ended September 30, 2023 charges were primarily associated with the ProQuest Acquisition Integration Program, which was substantively completed in 2023. For further information regarding each of our restructuring initiatives and impairment impacts, see Note 9 - Restructuring and Other Impairments included in Part I, Item 1 of this quarterly report.Other operating expense (income), netThe change of $38.7 compared to the three months ended September 30, 2023 was driven by the net impact of

realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP.The change of $77.4 compared to the nine months ended September 30, 2023 was driven by a $(49.4) gain on legal settlement in the comparative prior year period; the net impact of realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP; and a $14.8 loss on divestiture in the current year period. For further information, see Note 10 - Other Operating Expense (Income), Net included in Part I, Item 1 of this quarterly report.Fair value adjustment of warrantsThe adjustment in fair value, resulting in gains in both the current and comparative prior year periods, was driven primarily by decreases in our share price and the remaining exercise period, both of which reduce the warrant value in the option valuation model. In May 2024, all remaining private placement warrants expired unexercised.Interest expense, netInterest expense was largely unchanged compared to the three months ended September 30, 2023. The decrease of (2.3)% compared to the nine months ended September 30, 2023 was driven by lower outstanding borrowings on our new term loan facility.Provision (benefit) for income taxesThe income tax provision of $15.1 and $15.6 for the three months ended September 30, 2024 and 2023, respectively, was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized.The income tax provision of $23.3 for the nine months ended September 30, 2024 was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized, partially offset by a $14.2 tax benefit related to the goodwill impairment. The income tax benefit of $83.3 for the nine months ended September 30, 2023 was driven by a $70.4 tax benefit recorded on the settlement of an open tax dispute, a $33.0 tax benefit associated with the impairment of intangible assets, and a $17.1 tax benefit relating to the partial release of valuation allowance, partially offset by the mix of taxing jurisdictions in which pre-tax profits and losses were recognized.The current quarter effective tax rate may not be indicative of our effective tax rates for future periods.In December 2021, the Organization for Economic Co-operation and Development (â€œOECDâ€) issued model rules for a new global minimum tax framework under its â€œPillar Twoâ€ initiative, and various governments around the world have issued, or have announced that they plan to issue, legislation consistent with the OECD model rules. We are within the scope of the OECD Pillar Two model rules.During the third quarter of 2023, the United Kingdom enacted legislation consistent with the OECD model rules, which became effective January 1, 2024. Based on our most recent tax filings, country-by-country reporting, and financial information available, we believe that most of the jurisdictions in which we operate will meet the requirements for transitional safe harbor relief. Therefore, we do not expect the global minimum tax to have a material impact in 2024. However, future legislation or changes in our financial results could materially increase our global minimum tax expense.Dividends on preferred sharesDividends on our MCPS were calculated and accrued at an annual rate of 5.25% of the liquidation preference of $100.00 per share. In June 2024, all outstanding MCPS automatically converted into 55.3 million ordinary shares at a conversion rate of 28Table of Contents3.8462 ordinary shares per MCPS share. All accumulated preferred dividends were paid prior to the conversion, and as a result of the conversion, no further dividends will be accrued or paid.Adjusted EBITDA and Adjusted EBITDA margin (non-GAAP measures)The following table presents our calculation of Adjusted EBITDA and Adjusted EBITDA margin for the three and nine months ended September 30, 2024 and 2023, and reconciles these non-GAAP measures to our Net income (loss) and Net income (loss) margin for the same periods: Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Net income (loss)(65.6)12.3(444.9)(67.3)Provision (benefit) for income taxes15.115.623.3Â (83.3)Depreciation and amortization177.2176.8541.0Â 527.5Interest expense, net72.271.9213.5Â 218.5Transaction related costs6.12.713.6Â 5.1Share-based compensation expense15.425.449.7Â 97.1Goodwill and intangible asset impairments13.8â€”316.6135.2Restructuring and other impairments4.03.714.225.3Fair value adjustment of warrantsâ€”(12.6)(5.2)(14.4)Other(1)26.2(14.4)53.3Â (24.7)Adjusted EBITDA$264.4$281.4$775.1$819.0Net income (loss) margin(10.5)%1.9%(23.5)%(3.5)%Adjusted EBITDA margin42.5%43.5%40.9%42.1%(1) Primarily reflects the net impact of unrealized foreign currency gains and losses, as well as other items that do not reflect our ongoing operating performance. For the nine months ended September 30, 2024, the amount includes a $14.8 loss on the divestiture discussed in Note 2 - Acquisitions and Divestitures and for the nine months ended September 30, 2023, the amount includes a $49.4 gain on legal settlement discussed in Note 14 - Commitments and Contingencies. Liquidity and Capital ResourcesWe finance our operations primarily through cash generated by operating activities and through borrowing activities. As of September 30, 2024, we had $388.5 of cash and cash equivalents (including restricted cash of $7.7) and $691.9 of available borrowing capacity under our revolving credit facility.Cash Flows We have historically generated significant cash flows from our operating activities. Our subscription-based revenue model provides a steady and predictable source of revenue and cash flow for us, as we typically receive payments from our customers at the start of the subscription period (usually 12 months) and recognize revenue ratably throughout that period. Our high customer renewal rate, stable margins, and efforts to improve operating efficiencies and working capital management also contribute to our ability to generate solid operating cash flows.The following table discloses our cash flows by activity for the periods presented:Nine Months Ended September 30,Change20242023$%Net cash provided by operating activities$505.3Â $553.3Â (48.0)(9)%Net cash provided by (used for) investing activities(258.1)(170.4)(87.7)51Â %Net cash provided by (used for) financing activities(230.5)(322.2)91.7Â (28)%The decrease in net cash provided by operating activities was driven by lower operating results, partially offset by timing of working capital changes.The increase in net cash used for investing activities was due to increased acquisition and divestiture activity, as well as increased capital spending.29Table of ContentsThe decrease in net cash used for financing activities was due to lower payments on our term loans and MCPS dividends, partially offset by payments for fees associated with the refinancing of our existing credit facilities in January 2024. During both periods presented, we used $100.0 of cash on hand to repurchase our ordinary shares.Free cash flow (non-GAAP measure)The following table reconciles our non-GAAP Free cash flow measure to Net cash provided by operating activities for the periods presented:Nine Months Ended September 30,20242023Net cash provided by operating activities$505.3Â $553.3Â Capital expenditures(206.9)(178.6)Free cash flow$298.4Â $374.7Â The decrease in Free cash flow was driven by lower operating results and increased capital expenditures, partially offset by timing of working capital changes. Our capital expenditures in both periods presented consisted primarily of capitalized labor, contract services, and other costs associated with product and content development.BorrowingsAs of September 30, 2024, we had $4,681.9 of outstanding borrowings under our notes and credit facilities. We incurred $213.5 and $218.5 of interest expense associated with our debt obligations during the nine months ended September 30, 2024 and 2023, respectively. Our contingent liabilities consist primarily of letters of credit and performance bonds and other similar obligations in the ordinary course of business.In January 2024, we refinanced our existing credit facilities to provide improved financial flexibility, including extending our debt maturities and lowering our annual cash interest costs. We amended our $750.0 revolving credit facility by reducing it to a $700.0 facility (with a letter of credit sublimit of $77.0) and extending the maturity date to January 31, 2029. We also made a prepayment of $47.4 on our existing term loans due in 2026 and then refinanced the remaining term loans with a new $2,150 tranche of term loans maturing in 2031. The interest rate margin for the new term loan facility decreased from 300 to 275 basis points per annum in the case of loans bearing interest by reference to term SOFR. The term loans amortize in equal quarterly installments (the first installment was paid on June 28, 2024) equivalent to a rate of 1.00% per annum, with the balance due at maturity.For further discussion related to our outstanding borrowings, see Note 6 - Debt included in Part I, Item 1 of this quarterly report.Commitments and ContingenciesIn addition to the scheduled future debt repayments that we will need to make, we also have commitments and plans related to our share repurchase program, capital expenditures, and other commitments in the ordinary course of business, primarily for cloud computing services and software license costs. Any amounts for which we are currently liable are reflected in our Condensed Consolidated Balance Sheets as Accounts payable or Accrued expenses and other current liabilities.As of September 30, 2024, we had $300.0 of availability remaining under our current share repurchase program, which is valid through December 31, 2024.In addition, we are engaged in various legal proceedings and claims that have arisen in the ordinary course of business and have taken what we believe to be adequate reserves related to the litigation and threatened claims. We maintain appropriate insurance policies, which are likely to provide some coverage for these liabilities or other losses that may arise from litigation matters. For additional information about our legal proceedings and claims, see Note 14 - Commitments and Contingencies included in Part I, Item 1 of this quarterly report.We require and will continue to need significant cash resources to, among other things, meet our debt service requirements, fund our working capital requirements, make capital expenditures (including product and content development), and expand our business through acquisitions. Based on our forecasts, we believe that cash flow from operations, available cash on hand, borrowing capacity, and access to capital markets will be adequate to service debt, meet liquidity needs, and fund capital expenditures and other business plans for both the next 12 months and the foreseeable future. Our future capital requirements will depend on many factors, including the number of future acquisitions and the timing and extent of 30Table of Contentsspending to support product development efforts. We could be required, or could elect, to seek additional funding through public or private equity or debt financings; however, additional funds may not be available on terms acceptable to us.Critical Accounting Policies and Estimates Other than as discussed below, there have been no material changes to our critical accounting policies, estimates, and assumptions from those reported under Part I, Item 7. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations - Critical Accounting Policies and Estimates in our annual report on Form 10-K for the year ended December 31, 2023.GoodwillWe perform goodwill impairment testing during the fourth quarter of each year, or more frequently if events or changes in circumstances indicate that carrying value may not be recoverable. In the second quarter of 2024, we performed an interim quantitative goodwill impairment assessment, primarily due to sustained declines in our share price. Consistent with our policy, we estimated the fair value of our segment reporting units using a discounted cash flow (â€œDCFâ€) model. The most significant change in assumptions compared to our most recent

analysis (performed in the fourth quarter of 2023) was the estimated discount rates. We updated the discount rate assumptions to 10.5% and 11.5% for our A&G and LS&H segment reporting units, respectively, compared to 9.5% and 10% for the same respective segment reporting units in the fourth quarter 2023 analysis. As a result of the quantitative analysis performed, we recorded a $302.8 goodwill impairment charge for the LS&H segment reporting unit in the second quarter of 2024. The use of a different set of assumptions and estimates could have resulted in materially different results. A 50 basis point increase in the discount rate assumption would have resulted in an incremental impairment charge for the LS&H segment reporting unit of approximately $60, while the fair value of the A&G segment reporting unit would still be substantially in excess of its carrying value. Future events or changes in circumstances could result in additional changes to our DCF assumptions and estimates that would materially affect the determination of estimated fair value and result in additional impairment charges.Recently Issued and Adopted Accounting PronouncementsFor recently issued and adopted accounting pronouncements, see Note 1 - Nature of Operations and Summary of Significant Accounting Policies included in Part I, Item 1 of this quarterly report.Item 3. Quantitative and Qualitative Disclosures About Market Risk.Market risk is the risk that changes in market prices, such as foreign currency exchange rates and interest rates, will affect our cash flows or the fair value of our holdings of financial instruments. Market risks as of September 30, 2024 have not materially changed from those discussed under Part I, Item 7A. Quantitative and Qualitative Disclosures About Market Risk in our annual report on Form 10-K for the year ended December 31, 2023.Item 4. Controls and Procedures.Evaluation of Disclosure Controls and ProceduresPursuant to Rules 13a-15(b) and 15d-15(b) under the Securities Exchange Act, we have evaluated, under the supervision and with the participation of our management, including our Chief Executive Officer (â€œCEOâ€) and Chief Financial Officer (â€œCFOâ€), the effectiveness of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act as of the end of the period covered by this report. In designing and evaluating 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 the desired control objectives. In addition, the design of disclosure controls and procedures must reflect the fact that there are resource constraints and that management is required to apply judgment in evaluating the benefits of our controls and procedures relative to their costs.Based on that evaluation, our CEO and CFO concluded that, as of September 30, 2024 our disclosure controls and procedures were effective to provide reasonable assurance that the information required to be disclosed in the reports to be filed or submitted under the Securities Exchange Act is (i) recorded, processed, summarized, and reported within the time periods specified in the SECâ€™s rules and forms, and (ii) accumulated and communicated to our management, including our CEO and CFO, as appropriate, to allow timely decisions regarding required disclosure.31Table of ContentsChanges in Internal Control Over Financial ReportingThere were no changes in our internal control over financial reporting during the three months ended September 30, 2024 that materially affected, or are reasonably likely to materially affect, internal control over financial reporting.PART II. Other InformationItem 1. Legal Proceedings.For information related to legal proceedings, see Note 14 - Commitments and Contingencies included in Part I, Item 1 of this quarterly report.Item 1A. Risk Factors.There have been no material changes to the risk factors associated with our business from those reported under Part I, Item 1A. Risk Factors in our annual report on Form 10-K for the year ended December 31, 2023.Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.Issuer Purchases of Equity SecuritiesThe following table sets forth the total number of shares purchased, the average price paid per share, the total number of shares purchased as part of publicly announced programs, and the approximate dollar value of shares that may yet be purchased under the programs for each month during the three months ended September 30, 2024.PeriodTotal Number of Shares Purchased(1)Average Price Paid Per ShareTotal Number of Shares Purchased As Part of Publicly Announced Plans or ProgramsApproximate Dollar Value of Shares That May Yet Be Purchased Under Plans or Programs(2)July 1, 2024 - July 31, 202454,845Â $5.68Â â€”Â $400Â August 1, 2024 - August 31, 202410,549,052Â $6.54Â 10,535,504Â $331Â September 1, 2024 - September 30, 20245,287,548Â $6.69Â 4,645,399Â $300Â Total 15,891,445Â 15,180,903Â (1) Includes shares withheld to satisfy tax withholding obligations on behalf of employees that occur upon vesting and delivery of outstanding shares underlying equity awards under the 2019 Incentive Award Plan. (2) In May 2023, the Company's Board of Directors approved the extension of its share repurchase authorization through December 31, 2024, and reduced the authorization from $1,000.0 to $500.0. To enable the buybacks under the Board's authorization, the Company obtained shareholder approval on July 27, 2023 to permit it to conduct open-market purchases of up to 100.0 million of its ordinary shares from time to time as approved by the Board of Directors at a minimum purchase price of $1 per share and maximum purchase price of $35 per share. As of September 30, 2024, the Company had $300.0 of availability remaining under the Board's current authorization.Item 5. Other Information.During the quarter ended September 30, 2024, no director or officer (as defined in Rule 16a-1 under the Exchange Act) of the Company adopted or terminated a Rule 10b5-1 trading plan or adopted or terminated a non-Rule 10b5-1 trading arrangement (as such terms are defined in Item 408(a) of Regulation S-K).32Table of ContentsItem 6. Exhibits.EXHIBIT INDEX4.1*Fourth Supplemental Indenture dated as of April 14, 2022, to the indenture dated as of October 31, 2019 among Camelot Finance S.A., as Issuer, the guarantors party thereto and Wilmington Trust, National Association, as trustee and collateral agent, governing the Issuerâ€™s 4.50% Senior Secured Notes due 2026 4.2*Fifth Supplemental Indenture dated as of September 13, 2024, to the indenture dated as of October 31, 2019 among Camelot Finance S.A., as Issuer, the guarantors party thereto and Wilmington Trust, National Association, as trustee and collateral agent, governing the Issuerâ€™s 4.50% Senior Secured Notes due 20264.3*Second Supplemental Indenture dated as of April 14, 2022, to the indenture dated as of August 19, 2021 among Clarivate Science Holdings Corporation, as Issuer, the guarantors party thereto and Wilmington Trust, National Association, as trustee and collateral agent, governing the Issuerâ€™s 3.875% Senior Secured Notes due 2028 4.4*Third Supplemental Indenture dated as of September 13, 2024, to the indenture dated as of August 19, 2021 among Clarivate Science Holdings Corporation, as Issuer, the guarantors party thereto and Wilmington Trust, National Association, as trustee and collateral agent, governing the Issuerâ€™s 3.875% Senior Secured Notes due 20284.5*Second Supplemental Indenture dated as of April 14, 2022, to the indenture dated as of August 19, 2021 among Clarivate Science Holdings Corporation, as Issuer, the guarantors party thereto and Wilmington Trust, National Association, as trustee, governing the Issuerâ€™s 4.875% Senior Notes due 2029 4.6*Third Supplemental Indenture dated as of September 13, 2024, to the indenture dated as of August 19, 2021 among Clarivate Science Holdings Corporation, as Issuer, the guarantors party thereto and Wilmington Trust, National Association, as trustee, governing the Issuerâ€™s 4.875% Senior Notes due 2029 10.1*+Separation agreement, dated August 1, 2024, by and between Clarivate Plc and Jonathan Gear10.2*+Employment agreement, dated August 1, 2024, by and between Ex Libris Ltd. and Matitiahu (Matti) Shem Tov31*Certification of our Chief Executive Officer and our Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 200232*Certification of our Chief Executive Officer and our Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002101*The following information from our Form 10-Q for the quarter ended September 30, 2024, formatted in Inline Extensible Business Reporting Language: (i) Condensed Consolidated Balance Sheets (Unaudited), (ii) Condensed Consolidated Statements of Operations (Unaudited), (iii) Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited), (iv) Condensed Consolidated Statements of Changes in Equity (Unaudited), (v) Condensed Consolidated Statements of Cash Flows (Unaudited), and (vi) Notes to the Condensed Consolidated Financial Statements (Unaudited).104*Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101)*Â Â Â Â Filed herewith.+ Â Â Â Â Compensatory plan or arrangement.SIGNATUREPursuant 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 in the City of London, United Kingdom on NovemberÂ 6, 2024.CLARIVATE PLCBy:/s/ Jonathan M. CollinsName: Jonathan M. CollinsTitle: Executive Vice President & Chief Financial Officer33 EX-4.1 2 ex41fourthsupplementalinde.htm EX-4.1 DocumentÂ Â Â Â Â Â Â Â SUPPLEMENTAL INDENTUREFOURTH SUPPLEMENTAL INDENTURE (this â€œSupplemental Indentureâ€) dated as of April 14, 2022, among the Guarantors listed on Annex I attached hereto (each a â€œNew Guarantorâ€ and collectively the â€œNew Guarantorsâ€), each a subsidiary of Camelot UK Bidco Limited, a private limited liability company incorporated under the laws of England and Wales (â€œUK Holdcoâ€), Camelot Finance S.A., a public limited liability company (sociÃ©tÃ© anonyme) organized and established under the laws of the Grand Duchy of Luxembourg, having its registered office at 14 rue Edward Steichen, L-2540 Luxembourg, and registered with the Luxembourg Trade and Companies Register under number B 208514 (the â€œIssuerâ€), and WILMINGTON TRUST, NATIONAL ASSOCIATION, as trustee (the â€œTrusteeâ€) and collateral agent (â€œthe Collateral Agentâ€).W I T N E S S E T H :WHEREAS the Issuer has heretofore executed and delivered to the Trustee and the Collateral Agent an Indenture (as amended, supplemented or otherwise modified, the â€œIndentureâ€) dated as of October 31, 2019, providing for the issuance of the Issuerâ€™s 4.50% Senior Secured Notes due 2026 initially in the aggregate principal amount of $700,000,000 (the â€œSecuritiesâ€);WHEREAS SectionÂ 4.10 of the Indenture provides that under certain circumstances the Issuer is required to cause each New Guarantor to execute and deliver to the Trustee a supplemental indenture pursuant to which such New Guarantor shall unconditionally guarantee all the Issuerâ€™s obligations under the Securities pursuant to a Guarantee on the terms and conditions set forth herein; andWHEREAS pursuant to SectionÂ 9.01 of the Indenture, the Trustee, the Collateral Agent and the Issuer are authorized to execute and deliver this Supplemental Indenture without consent of the Holders;NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, the New Guarantors, the Issuer, the Trustee and the Collateral Agent mutually covenant and agree for the equal and ratable benefit of the Holders as follows:1.Â Â Â Â Defined Terms. As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined, except that the term â€œHoldersâ€ in this Supplemental Indenture shall refer to the term â€œHoldersâ€ as defined in the Indenture and the Trustee acting on behalf of and for the benefit of such Holders. The words

â€œherein,â€ â€œhereofâ€ and hereby and other words of similar import used in this Supplemental Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.2.Â Â Â Â Agreement to Guarantee. Each New Guarantor hereby agrees, jointly and severally with all existing Guarantors, to unconditionally guarantee the Issuerâ€™s #95541521v6Â Â Â Â obligations under the Securities on the terms and subject to the conditions and limitations set forth in Article 11 of the Indenture and to be bound by all other applicable provisions of the Indenture and the Securities and to perform all of the obligations and agreements of a Guarantor under the Indenture.3.Â Â Â Â Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every holder of Securities heretofore or hereafter authenticated and delivered shall be bound hereby.4.Â Â Â Â Notices. All notices or other communications to each New Guarantor shall be given as provided in Section 12.02 of the Indenture.5.Â Â Â Â Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK APPLICABLE TO AGREEMENTS MADE AND TO BE PERFORMED IN SUCH STATE WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THEREOF TO THE EXTENT THE LAW OF ANOTHER JURISDICTION WOULD BE APPLIED THEREBY. (a)Consent to Jurisdiction. Any legal suit, action or proceeding arising out of or based upon the Indenture, this Supplemental Indenture, the Securities, the Guarantees or the transactions contemplated hereby (â€œRelated Proceedingsâ€) may be instituted in the federal courts of the United States of America located in the City and County of New York or the courts of the State of New York in each case located in the City and County of New York (collectively, the â€œSpecified Courtsâ€), and, subject to the final sentence of this Section 5(a), each party irrevocably submits to the non-exclusive jurisdiction of the Specified Courts in any Related Proceeding. Service of any process, summons, notice or document by mail to such partyâ€™s address set forth above shall be effective service of process for any Related Proceeding brought in any Specified Court. The parties irrevocably and unconditionally waive any objection to the laying of venue of any Related Proceeding in the Specified Courts and irrevocably and unconditionally waive and agree not to plead or claim in any Specified Court that any Related Proceeding brought in any Specified Court has been brought in an inconvenient forum. The Trustee and Collateral Agent reserve the right to bring an action in any court that has jurisdiction over the trust estate, which may be a court other than the Specified Courts, when seeking a direction from a court in the administration of the trust estate. Each New Guarantor that is not located in the United States hereby appoints Camelot U.S. Acquisition 1 Co., a Delaware corporation (â€œCamelot Acquisition Co.â€), as agent for service of process or other legal summons for purposes of any Related Proceedings that may be instituted in any Specified Courts. The address for Camelot Acquisition Co., the initial agent for #95541521v6Â Â Â Â service of process, is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington Delaware 19808, United States.(b)Waiver of Immunity. With respect to any Related Proceeding, each party irrevocably waives, to the fullest extent permitted by applicable law, all immunity (whether on the basis of sovereignty or otherwise) from jurisdiction, service of process, attachment (both before and after judgment) and execution to which it might otherwise be entitled in the Specified Courts, and with respect to any suits, actions, or proceedings instituted in regard to the enforcement of a judgment of any Specified Court in a Related Proceeding (a â€œRelated Judgmentâ€), each party waives any such immunity in the Specified Courts or any other court of competent jurisdiction, and will not raise or claim or cause to be pleaded any such immunity at or in respect of any such Related Proceeding or Related Judgment, including, without limitation, any immunity pursuant to the United States Foreign Sovereign Immunities Act of 1976, as amended.6.Â Â Â Â Trustee and Collateral Agent Make No Representation. Neither the Trustee nor the Collateral Agent makes any representation as to the validity or sufficiency of this Supplemental Indenture.7.Â Â Â Â Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Supplemental Indenture. The exchange of copies of this Supplemental Indenture and of signature pagesÂ by facsimile or PDF transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Supplemental Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile or PDF shall be deemed to be their original signatures for all purposes.8.Â Â Â Â Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.#95541521v6Â Â Â Â IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.CAMELOT FINANCE S.A.,as Issuer,By:Â Â Â Â /s/ Andrew Graham WrightÂ Â Â Â Name: Andrew Graham WrightÂ Â Â Â Title: Class A DirectorBy:Â Â Â Â /s/ Adrien CenniÂ Â Â Â Â Â Â Â Name: Adrien CenniÂ Â Â Â Title: Class B Director[Signature Page to Fourth Supplemental Indenture]#95541521v6CLARIVATE EL CORPORATIONCLARIVATE US SCIENCE HOLDINGS CORPORATIONPROQUEST LPPROQUEST LLCPROQUEST NOTES COMPANYENERGY ABSTRACTS LLCSIPX LLCDIALOG LLCPROQUEST INFORMATION AND LEARNING LLCALEXANDER STREET PRESS, LLCMICROTRAINING ASSOCIATES, LLCEX LIBRIS GLOBAL HOLDINGS, INC.EX LIBRIS GROUP HOLDINGS CORPEX LIBRIS GROUP LLCEX LIBRIS (USA), INC.III ACQUISITION CORP.PLS SOLUTIONS, INC.INNOVATIVE INTERFACES INCORPORATEDGIS INFORMATION SYSTEMS, INC.,as New Subsidiary GuarantorsBy:Â Â Â Â /s/ Jonathan CollinsÂ Â Â Â Â Â Â Â Name: Jonathan CollinsÂ Â Â Â Title: Chief Financial OfficerPROQUEST HOLDINGS CANADA LLC,as New Subsidiary GuarantorBy:Â Â Â Â /s/ Kathleen SullivanÂ Â Â Â Â Â Â Â Name: Kathleen SullivanÂ Â Â Â Title: Vice President[Signature Page to Fourth Supplemental Indenture]#95541521v6PROQUEST EUROPEAN HOLDINGS LIMITEDPI2 SOLUTIONS LTDPROQUEST UK HOLDINGS LTDPROQUEST INFORMATION AND LEARNING LIMITED,as New Subsidiary GuarantorsBy:Â Â Â Â /s/ Andrew WrightÂ Â Â Â Â Â Â Â Name: Andrew WrightÂ Â Â Â Title: Director[Signature Page to Fourth Supplemental Indenture]#95541521v6WILMINGTON TRUST, NATIONALASSOCIATION, as TrusteeBy:Â Â Â Â /s/ Barry D. SomrockÂ Â Â Â Â Â Â Â Name: Barry D. SomrockÂ Â Â Â Title: Vice President WILMINGTON TRUST, NATIONALASSOCIATION, as Collateral AgentBy:Â Â Â Â /s/ Barry D. SomrockÂ Â Â Â Â Â Â Â Name: Barry D. SomrockÂ Â Â Â Title: Vice President[Signature Page to Fourth Supplemental Indenture]#95541521v6Annex I toSupplemental Indenture1.Clarivate EL Corporation, a Delaware corporation2.Clarivate US Science Holdings Corporation, a Delaware corporation3.ProQuest LP, a Maryland limited partnership4.ProQuest LLC, a Delaware limited liability company5.ProQuest Notes Company, a Delaware corporation6.Energy Abstracts LLC, a Delaware limited liability company7.SIPX LLC, a Delaware limited liability company8.Dialog LLC, a Delaware limited liability company9.ProQuest Information and Learning LLC, a Delaware limited liability company10.ProQuest Holdings Canada LLC, a Delaware limited liability company11.Alexander Street Press, LLC, a Delaware limited liability company12.Microtraining Associates, LLC, a Massachusetts limited liability company13.Ex Libris Global Holdings, Inc., a Delaware corporation14.Ex Libris Group Holdings Corp., a Delaware corporation15.Ex Libris Group LLC, a Delaware limited liability company16.Ex Libris (USA), Inc., a New York corporation17.III Acquisition Corp., a Delaware corporation18.PLS Solutions, Inc., a New York corporation19.Innovative Interfaces Incorporated, a California corporation20.GIS Information Systems, Inc., a New York corporation21.ProQuest European Holdings Limited, an England and Wales private limited company22.Pi2 Solutions Ltd, an England and Wales private limited company23.ProQuest UK Holdings Ltd, an England and Wales private limited company24.ProQuest Information and Learning Limited, an England and Wales private limited company#95541521v6 EX-4.2 3 ex42fifthsupplementalinden.htm EX-4.2 DocumentSUPPLEMENTAL INDENTUREFIFTH SUPPLEMENTAL INDENTURE (this â€œSupplemental Indentureâ€) dated as of September 13, 2024, among the Guarantors listed on Annex I attached hereto (each, a â€œNew Guarantorâ€ and collectively, the â€œNew Guarantorsâ€), each a subsidiary of Camelot UK Bidco Limited, a private limited liability company incorporated under the laws of England and Wales (â€œUK Holdcoâ€), Camelot Finance S.A., a public limited liability company (sociÃ©tÃ© anonyme) organized and established under the laws of the Grand Duchy of Luxembourg, having its registered office at 16 rue EugÃ¨ne Ruppert, L-2453 Luxembourg, Grand Duchy of Luxembourg, and registered with the Luxembourg Trade and Companies Register (R.C.S. Luxembourg) under number B 208514 (the â€œIssuerâ€), and WILMINGTON TRUST, NATIONAL ASSOCIATION, as trustee (the â€œTrusteeâ€) and collateral agent (â€œthe Collateral Agentâ€).W I T N E S S E T H :WHEREAS the Issuer has heretofore executed and delivered to the Trustee and the Collateral Agent an Indenture (as amended, supplemented or otherwise modified, the â€œIndentureâ€) dated as of October 31, 2019, providing for the issuance of the Issuerâ€™s 4.50% Senior Secured Notes due 2026 initially in the aggregate principal amount of $700,000,000 (the â€œSecuritiesâ€);WHEREAS SectionÂ 4.10 of the Indenture provides that under certain circumstances the Issuer is required to cause each New Guarantor to execute and deliver to the Trustee a supplemental indenture pursuant to which such New Guarantor shall unconditionally guarantee all the Issuerâ€™s obligations under the Securities pursuant to a Guarantee on the terms and conditions set forth herein; andWHEREAS pursuant to SectionÂ 9.01 of the Indenture, the Trustee, the Collateral Agent and the Issuer are authorized to execute and deliver this Supplemental Indenture without consent of the Holders;NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, the New Guarantors, the Issuer, the Trustee and the Collateral Agent mutually covenant and agree for the equal and ratable benefit of the Holders as follows:1.Â Â Â Â Defined Terms. As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined, except that the term â€œHoldersâ€ in this Supplemental Indenture shall refer to the term â€œHoldersâ€ as defined in the Indenture and the Trustee acting on behalf of and for the benefit of such Holders. The words â€œherein,â€ â€œhereofâ€ and hereby and other words of similar import used in this Supplemental Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.2.Â Â Â Â Agreement to Guarantee. Each New Guarantor hereby agrees, jointly and severally with all existing Guarantors, to unconditionally guarantee the Issuerâ€™s obligations under the Securities on the terms and subject to the conditions and limitations set forth in Article 11 of the Indenture and to be bound by all other applicable provisions of the Indenture and the

Securities and to perform all of the obligations and agreements of a Guarantor under the Indenture.3.Â Â Â Â Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every holder of Securities heretofore or hereafter authenticated and delivered shall be bound hereby.4.Â Â Â Â Notices. All notices or other communications to each New Guarantor shall be given as provided in Section 12.02 of the Indenture.5.Â Â Â Â Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK APPLICABLE TO AGREEMENTS MADE AND TO BE PERFORMED IN SUCH STATE WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THEREOF TO THE EXTENT THE LAW OF ANOTHER JURISDICTION WOULD BE APPLIED THEREBY. (a)Consent to Jurisdiction. Any legal suit, action or proceeding arising out of or based upon the Indenture, this Supplemental Indenture, the Securities, the Guarantees or the transactions contemplated hereby (â€œRelated Proceedingsâ€) may be instituted in the federal courts of the United States of America located in the City and County of New York or the courts of the State of New York in each case located in the City and County of New York (collectively, the â€œSpecified Courtsâ€), and, subject to the final sentence of this Section 5(a), each party irrevocably submits to the non-exclusive jurisdiction of the Specified Courts in any Related Proceeding. Service of any process, summons, notice or document by mail to such partyâ€™s address set forth above shall be effective service of process for any Related Proceeding brought in any Specified Court. The parties irrevocably and unconditionally waive any objection to the laying of venue of any Related Proceeding in the Specified Courts and irrevocably and unconditionally waive and agree not to plead or claim in any Specified Court that any Related Proceeding brought in any Specified Court has been brought in an inconvenient forum. The Trustee and Collateral Agent reserve the right to bring an action in any court that has jurisdiction over the trust estate, which may be a court other than the Specified Courts, when seeking a direction from a court in the administration of the trust estate. (b)Waiver of Immunity. With respect to any Related Proceeding, each party irrevocably waives, to the fullest extent permitted by applicable law, all immunity (whether on the basis of sovereignty or otherwise) from jurisdiction, service of process, attachment (both before and after judgment) and execution to which it might otherwise be entitled in the Specified Courts, and with respect to any suits, actions, or proceedings instituted in regard to the enforcement of a judgment of any Specified Court in a Related Proceeding (a â€œRelated Judgmentâ€), each party waives any such immunity in the Specified Courts or any other court of competent jurisdiction, and will not raise or claim or cause to be pleaded any such immunity at or in respect of any such Related Proceeding or Related Judgment, including, without limitation, any immunity pursuant to the United States Foreign Sovereign Immunities Act of 1976, as amended.6.Â Â Â Â Trustee and Collateral Agent Make No Representation. Neither the Trustee nor the Collateral Agent makes any representation as to the validity or sufficiency of this Supplemental Indenture.7.Â Â Â Â Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Supplemental Indenture. The exchange of copies of this Supplemental Indenture and of signature pagesÂ by facsimile or PDF transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Supplemental Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile or PDF shall be deemed to be their original signatures for all purposes.8.Â Â Â Â Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.Rowan TELS Corp.,Bruin Holdco, Inc.,Global QMS, Inc.,as the New GuarantorsBy:Â Â Â Â /s/ John Doulamis Â Â Â Â Â Â Â Â Name: John DoulamisÂ Â Â Â Title: Vice President, Deputy General Counsel and Secretary CAMELOT FINANCE S.A.,as Issuer,By:Â Â Â Â /s/ Andrew WrightÂ Â Â Â Â Â Â Â Name: Andrew WrightÂ Â Â Â Title: Class A DirectorBy:Â Â Â Â /s/ Adrien CenniÂ Â Â Â Â Â Â Â Name: Adrien CenniÂ Â Â Â Title: Class B Director[Signature Page to Fifth Supplemental Indenture]WILMINGTON TRUST, NATIONALASSOCIATION, as TrusteeBy:Â Â Â Â /s/ Barry D. SomrockÂ Â Â Â Â Â Â Â Name: Barry D. SomrockÂ Â Â Â Title: Vice PresidentWILMINGTON TRUST, NATIONALASSOCIATION, as Collateral AgentBy:Â Â Â Â /s/ Barry D. SomrockÂ Â Â Â Â Â Â Â Name: Barry D. SomrockÂ Â Â Â Title: Vice President[Signature Page to Fifth Supplemental Indenture]Annex I1.Rowan TELS Corp., a Delaware corporation2.Bruin Holdco, Inc, a Delaware corporation3.Global QMS, Inc., a Massachusetts corporation EX-4.3 4 ex43secondsupplementalinde.htm EX-4.3 DocumentSECOND SUPPLEMENTAL INDENTURE (this â€œSupplemental Indentureâ€) dated as of April 14, 2022, among the Guarantors listed on Annex I attached hereto (each a â€œNew Guarantorâ€ and collectively the â€œNew Guarantorsâ€), each a subsidiary of Camelot UK Bidco Limited, a private limited liability company incorporated under the laws of England and Wales (â€œUK Holdcoâ€), Clarivate Science Holdings Corporation, a Delaware corporation (the â€œIssuerâ€), and WILMINGTON TRUST, NATIONAL ASSOCIATION, as trustee (the â€œTrusteeâ€) and collateral agent (the â€œCollateral Agentâ€).W I T N E S E T H :WHEREAS the Issuer has heretofore executed and delivered to the Trustee and the Collateral Agent an Indenture (as amended, supplemented or otherwise modified, the â€œIndentureâ€) dated as of August 19, 2021, providing for the issuance of the Issuerâ€™s 3.875% Senior Secured Notes due 2028 initially in the aggregate principal amount of $921,177,000 (the â€œSecuritiesâ€);WHEREAS SectionÂ 4.10 of the Indenture provides that under certain circumstances the Issuer is required to cause each New Guarantor to execute and deliver to the Trustee a supplemental indenture pursuant to which each New Guarantor shall unconditionally guarantee all the Issuerâ€™s obligations under the Securities pursuant to a Guarantee on the terms and conditions set forth herein; andWHEREAS pursuant to SectionÂ 9.01 of the Indenture, the Trustee, the Collateral Agent and the Issuer are authorized to execute and deliver this Supplemental Indenture without consent of the Holders;NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, each New Guarantor, the Issuer, the Trustee and the Collateral Agent mutually covenant and agree for the equal and ratable benefit of the Holders as follows:1.Â Â Â Â Defined Terms. As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined, except that the term â€œHoldersâ€ in this Supplemental Indenture shall refer to the term â€œHoldersâ€ as defined in the Indenture and the Trustee acting on behalf of and for the benefit of such Holders. The words â€œherein,â€ â€œhereofâ€ and hereby and other words of similar import used in this Supplemental Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.2.Â Â Â Â Agreement to Guarantee. Each New Guarantor hereby agrees, jointly and severally with all existing Guarantors (if any), to unconditionally guarantee the Issuerâ€™s obligations under the Securities on the terms and subject to the conditions and limitations set forth in Article 11 of the Indenture and to be bound by all other applicable provisions of the Indenture and the Securities and to perform all of the obligations and agreements of a Guarantor under the Indenture.#95541496v6Â Â Â Â 3.Â Â Â Â Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every holder of Securities heretofore or hereafter authenticated and delivered shall be bound hereby.4.Â Â Â Â Notices. All notices or other communications to each New Guarantor shall be given as provided in Section 12.02 of the Indenture.5.Â Â Â Â Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK APPLICABLE TO AGREEMENTS MADE AND TO BE PERFORMED IN SUCH STATE WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THEREOF TO THE EXTENT THE LAW OF ANOTHER JURISDICTION WOULD BE APPLIED THEREBY. (a)Consent to Jurisdiction. Any legal suit, action or proceeding arising out of or based upon the Indenture, this Supplemental Indenture, the Securities, the Guarantees or the transactions contemplated hereby (â€œRelated Proceedingsâ€) may be instituted in the federal courts of the United States of America located in the City and County of New York or the courts of the State of New York in each case located in the City and County of New York (collectively, the â€œSpecified Courtsâ€), and, subject to the final sentence of this Section 5(a), each party irrevocably submits to the non-exclusive jurisdiction of the Specified Courts in any Related Proceeding. Service of any process, summons, notice or document by mail to such partyâ€™s address set forth above shall be effective service of process for any Related Proceeding brought in any Specified Court. The parties irrevocably and unconditionally waive any objection to the laying of venue of any Related Proceeding in the Specified Courts and irrevocably and unconditionally waive and agree not to plead or claim in any Specified Court that any Related Proceeding brought in any Specified Court has been brought in an inconvenient forum. The Trustee and Collateral Agent reserve the right to bring an action in any court that has jurisdiction over the trust estate, which may be a court other than the Specified Courts, when seeking a direction from a court in the administration of the trust estate. Each New Guarantor not located in the United States hereby appoints the Issuer as its agent for service of process or other legal summons for purposes of any Related Proceedings that may be instituted in any Specified Courts. The address for Clarivate Science Holdings Corporation, the initial agent for service of process, is Clarivate Science Holdings Corporation, c/o Clarivate Plc, Friarâ€™s House, 160 Blackfriars Road, London SEI 8EZ, UK, Attention: General Counsel. (b)Waiver of Immunity. With respect to any Related Proceeding, each party irrevocably waives, to the fullest extent permitted by applicable law, all immunity (whether on the basis of sovereignty or otherwise) from jurisdiction, service of process, attachment (both before and after judgment) and execution to which it might 2#95541496v6Â Â Â Â otherwise be entitled in the Specified Courts, and with respect to any suits, actions, or proceedings instituted in regard to the enforcement of a judgment of any Specified Court in a Related Proceeding (a â€œRelated Judgmentâ€), each party waives any such immunity in the Specified Courts or any other court of competent jurisdiction, and will not raise or claim or cause to be pleaded any such immunity at or in respect of any such Related Proceeding or Related Judgment, including, without limitation, any immunity pursuant to the United States Foreign Sovereign Immunities Act of 1976, as amended.6.Â Â Â Â Trustee and

Collateral Agent Make No Representation. Neither the Trustee nor the Collateral Agent makes any representation as to the validity or sufficiency of this Supplemental Indenture.7.Â Â Â Â Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Supplemental Indenture. The exchange of copies of this Supplemental Indenture and of signature pagesÂ by facsimile, PDF or other electronic transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Supplemental Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile, PDF or other electronic methods shall be deemed to be their original signatures for all purposes.8.Â Â Â Â Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.3#95541496v6Â Â Â Â IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.CLARIVATE EL CORPORATIONCLARIVATE US SCIENCE HOLDINGS CORPORATIONPROQUEST LPPROQUEST LLCPROQUEST NOTES COMPANYENERGY ABSTRACTS LLCSIPX LLCDIALOG LLCPROQUEST INFORMATION AND LEARNING LLCALEXANDER STREET PRESS, LLCMICROTRAINING ASSOCIATES, LLCEX LIBRIS GLOBAL HOLDINGS, INC.EX LIBRIS GROUP HOLDINGS CORPEX LIBRIS GROUP LLCEX LIBRIS (USA), INC.III ACQUISITION CORP.PLS SOLUTIONS, INC.INNOVATIVE INTERFACES INCORPORATEDGIS INFORMATION SYSTEMS, INC.,as New Subsidiary GuarantorsBy:Â Â Â Â /s/ Jonathan CollinsÂ Â Â Â Â Â Â Â Name: Jonathan CollinsÂ Â Â Â Title: Chief Financial OfficerPROQUEST HOLDINGS CANADA LLC,as New Subsidiary GuarantorBy:Â Â Â Â /s/ Kathleen SullivanÂ Â Â Â Â Â Â Â Name: Kathleen SullivanÂ Â Â Â Title: Vice President[Signature Page to Second Supplemental Indenture to Secured Notes Indenture]PROQUEST EUROPEAN HOLDINGS LIMITEDPI2 SOLUTIONS LTDPROQUEST UK HOLDINGS LTDPROQUEST INFORMATION AND LEARNING LIMITED,as New Subsidiary GuarantorsBy:Â Â Â Â /s/ Andrew WrightÂ Â Â Â Â Â Â Â Name: Andrew WrightÂ Â Â Â Title: DirectorCLARIVATE SCIENCE HOLDINGS CORPORATION By:Â Â Â Â /s/ Jonathan CollinsÂ Â Â Â Â Â Â Â Â Â Â Â Name: Â Â Â Â Jonathan CollinsÂ Â Â Â Title:Â Â Â Â Chief Financial Officer[Signature Page to Second Supplemental Indenture to Secured Notes Indenture]WILMINGTON TRUST, NATIONAL ASSOCIATION,as Trustee By: /s/ Barry D. SomrockÂ Name: Barry D. SomrockÂ Â Â Â Title: Vice President WILMINGTON TRUST, NATIONAL ASSOCIATION,as Collateral AgentBy: /s/ Barry D. SomrockÂ Name: Barry D. SomrockÂ Â Â Â Title: Vice President[Signature Page to Second Supplemental Indenture to Secured Notes Indenture]ANNEX I1.Clarivate EL Corporation, a Delaware corporation2.Clarivate US Science Holdings Corporation, a Delaware corporation3.ProQuest LP, a Maryland limited partnership4.ProQuest LLC, a Delaware limited liability company5.ProQuest Notes Company, a Delaware corporation6.Energy Abstracts LLC, a Delaware limited liability company7.SIPX LLC, a Delaware limited liability company8.Dialog LLC, a Delaware limited liability company9.ProQuest Information and Learning LLC, a Delaware limited liability company10.ProQuest Holdings Canada LLC, a Delaware limited liability company11.Alexander Street Press, LLC, a Delaware limited liability company12.Microtraining Associates, LLC, a Massachusetts limited liability company13.Ex Libris Global Holdings, Inc., a Delaware corporation14.Ex Libris Group Holdings Corp., a Delaware corporation15.Ex Libris Group LLC, a Delaware limited liability company16.Ex Libris (USA), Inc., a New York corporation17.III Acquisition Corp., a Delaware corporation18.PLS Solutions, Inc., a New York corporation19.Innovative Interfaces Incorporated, a California corporation20.GIS Information Systems, Inc., a New York corporation21.ProQuest European Holdings Limited, an England and Wales private limited company22.Pi2 Solutions Ltd, an England and Wales private limited company23.ProQuest UK Holdings Ltd, an England and Wales private limited company#95541496v6Â Â Â Â 24.ProQuest Information and Learning Limited, an England and Wales private limited company#95541496v6Â Â Â Â EX-4.4 5 ex44thirdsupplementalinden.htm EX-4.4 DocumentTHIRD SUPPLEMENTAL INDENTURE (this â€œSupplemental Indentureâ€) dated as of September 13, 2024, among the Guarantors listed on Annex I attached hereto (each, a â€œNew Guarantorâ€ and collectively, the â€œNew Guarantorsâ€), each a subsidiary of Camelot UK Bidco Limited, a private limited liability company incorporated under the laws of England and Wales (â€œUK Holdcoâ€), Clarivate Science Holdings Corporation, a Delaware corporation (the â€œIssuerâ€), and WILMINGTON TRUST, NATIONAL ASSOCIATION, as trustee (the â€œTrusteeâ€) and collateral agent (the â€œCollateral Agentâ€).W I T N E S S E T H :WHEREAS the Issuer has heretofore executed and delivered to the Trustee and the Collateral Agent an Indenture (as amended, supplemented or otherwise modified, the â€œIndentureâ€) dated as of August 19, 2021, providing for the issuance of the Issuerâ€™s 3.875% Senior Secured Notes due 2028 initially in the aggregate principal amount of $921,177,000 (the â€œSecuritiesâ€);WHEREAS SectionÂ 4.10 of the Indenture provides that under certain circumstances the Issuer is required to cause each New Guarantor to execute and deliver to the Trustee a supplemental indenture pursuant to which such New Guarantor shall unconditionally guarantee all the Issuerâ€™s obligations under the Securities pursuant to a Guarantee on the terms and conditions set forth herein; andWHEREAS pursuant to SectionÂ 9.01 of the Indenture, the Trustee, the Collateral Agent and the Issuer are authorized to execute and deliver this Supplemental Indenture without consent of the Holders;NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, each New Guarantor, the Issuer, the Trustee and the Collateral Agent mutually covenant and agree for the equal and ratable benefit of the Holders as follows:1.Â Â Â Â Defined Terms. As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined, except that the term â€œHoldersâ€ in this Supplemental Indenture shall refer to the term â€œHoldersâ€ as defined in the Indenture and the Trustee acting on behalf of and for the benefit of such Holders. The words â€œherein,â€ â€œhereofâ€ and hereby and other words of similar import used in this Supplemental Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.2.Â Â Â Â Agreement to Guarantee. Each New Guarantor hereby agrees, jointly and severally with all existing Guarantors (if any), to unconditionally guarantee the Issuerâ€™s obligations under the Securities on the terms and subject to the conditions and limitations set forth in Article 11 of the Indenture and to be bound by all other applicable provisions of the Indenture and the Securities and to perform all of the obligations and agreements of a Guarantor under the Indenture.3.Â Â Â Â Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every holder of Securities heretofore or hereafter authenticated and delivered shall be bound hereby.4.Â Â Â Â Notices. All notices or other communications to each New Guarantor shall be given as provided in Section 12.02 of the Indenture.5.Â Â Â Â Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK APPLICABLE TO AGREEMENTS MADE AND TO BE PERFORMED IN SUCH STATE WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THEREOF TO THE EXTENT THE LAW OF ANOTHER JURISDICTION WOULD BE APPLIED THEREBY. (a)Consent to Jurisdiction. Any legal suit, action or proceeding arising out of or based upon the Indenture, this Supplemental Indenture, the Securities, the Guarantees or the transactions contemplated hereby (â€œRelated Proceedingsâ€) may be instituted in the federal courts of the United States of America located in the City and County of New York or the courts of the State of New York in each case located in the City and County of New York (collectively, the â€œSpecified Courtsâ€), and, subject to the final sentence of this Section 5(a), each party irrevocably submits to the non-exclusive jurisdiction of the Specified Courts in any Related Proceeding. Service of any process, summons, notice or document by mail to such partyâ€™s address set forth above shall be effective service of process for any Related Proceeding brought in any Specified Court. The parties irrevocably and unconditionally waive any objection to the laying of venue of any Related Proceeding in the Specified Courts and irrevocably and unconditionally waive and agree not to plead or claim in any Specified Court that any Related Proceeding brought in any Specified Court has been brought in an inconvenient forum. The Trustee and Collateral Agent reserve the right to bring an action in any court that has jurisdiction over the trust estate, which may be a court other than the Specified Courts, when seeking a direction from a court in the administration of the trust estate. (b)Waiver of Immunity. With respect to any Related Proceeding, each party irrevocably waives, to the fullest extent permitted by applicable law, all immunity (whether on the basis of sovereignty or otherwise) from jurisdiction, service of process, attachment (both before and after judgment) and execution to which it might otherwise be entitled in the Specified Courts, and with respect to any suits, actions, or proceedings instituted in regard to the enforcement of a judgment of any Specified Court in a Related Proceeding (a â€œRelated Judgmentâ€), each party waives any such immunity in the Specified Courts or any other court of competent jurisdiction, and will not raise or claim or cause to be pleaded any such immunity at or in respect of any such Related 2Proceeding or Related Judgment, including, without limitation, any immunity pursuant to the United States Foreign Sovereign Immunities Act of 1976, as amended.6.Â Â Â Â Trustee and Collateral Agent Make No Representation. Neither the Trustee nor the Collateral Agent makes any representation as to the validity or sufficiency of this Supplemental Indenture.7.Â Â Â Â Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Supplemental Indenture. The exchange of copies of this Supplemental Indenture and of signature pagesÂ by facsimile, PDF or other electronic transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Supplemental Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile, PDF or other electronic methods shall be deemed to be their original signatures for all purposes.8.Â Â Â Â Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.3IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.Rowan TELS Corp.,Bruin Holdco, Inc.,Global QMS, Inc.,as the New GuarantorsBy:Â Â Â Â /s/ John DoulamisÂ Â Â Â Name: Â Â Â Â John DoulamisTitle:Â Â Â Â Vice President, DeputyÂ Â Â Â General Counsel and Secretary CLARIVATE SCIENCE HOLDINGS

CORPORATION By:Â Â Â Â /s/Amit SinglaÂ Â Â Â Name: Â Â Â Â Amit Singla Title:Â Â Â Â Senior Vice President and Group Treasurer[Signature Page to Third Supplemental Indenture to Secured Notes Indenture]WILMINGTON TRUST, NATIONAL ASSOCIATION,as Trustee By: /s/ Barry D. SomrockÂ Name: Barry D. SomrockÂ Â Â Â Title: Vice PresidentWILMINGTON TRUST, NATIONAL ASSOCIATION,as Collateral AgentBy: /s/ Barry D. SomrockÂ Name: Barry D. SomrockÂ Â Â Â Title: Vice President[Signature Page to Third Supplemental Indenture to Secured Notes Indenture]Annex I1.Rowan TELS Corp., a Delaware corporation2.Bruin Holdco, Inc, a Delaware corporation3.Global QMS, Inc., a Massachusetts corporation EX-4.5 6 ex45secondsupplementalinde.htm EX-4.5 DocumentÂ Â Â Â Â Â Â SECOND SUPPLEMENTAL INDENTURE (this â€œSupplemental Indentureâ€) dated as of April 14, 2022, among the Guarantors listed on Annex I attached hereto (each a â€œNew Guarantorâ€ and collectively the â€œNew Guarantorsâ€), each a subsidiary of Camelot UK Bidco Limited, a private limited liability company incorporated under the laws of England and Wales (â€œUK Holdcoâ€), Clarivate Science Holdings Corporation, a Delaware corporation (the â€œIssuerâ€), and WILMINGTON TRUST, NATIONAL ASSOCIATION, as trustee (the â€œTrusteeâ€).W I T N E S S E T H :WHEREAS the Issuer has heretofore executed and delivered to the Trustee an Indenture (as amended, supplemented or otherwise modified, the â€œIndentureâ€) dated as of August 19, 2021, providing for the issuance of the Issuerâ€™s 4.875% Senior Notes due 2029 initially in the aggregate principal amount of $921,399,000 (the â€œSecuritiesâ€);WHEREAS SectionÂ 4.10 of the Indenture provides that under certain circumstances the Issuer is required to cause each New Guarantor to execute and deliver to the Trustee a supplemental indenture pursuant to which each New Guarantor shall unconditionally guarantee all the Issuerâ€™s obligations under the Securities pursuant to a Guarantee on the terms and conditions set forth herein; andWHEREAS pursuant to SectionÂ 9.01 of the Indenture, the Trustee and the Issuer are authorized to execute and deliver this Supplemental Indenture without consent of the Holders;NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, each New Guarantor, the Issuer and the Trustee mutually covenant and agree for the equal and ratable benefit of the Holders as follows:1.Â Â Â Â Defined Terms. As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined, except that the term â€œHoldersâ€ in this Supplemental Indenture shall refer to the term â€œHoldersâ€ as defined in the Indenture and the Trustee acting on behalf of and for the benefit of such Holders. The words â€œherein,â€ â€œhereofâ€ and hereby and other words of similar import used in this Supplemental Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.2.Â Â Â Â Agreement to Guarantee. Each New Guarantor hereby agrees, jointly and severally with all existing Guarantors (if any), to unconditionally guarantee the Issuerâ€™s obligations under the Securities on the terms and subject to the conditions and limitations set forth in Article 11 of the Indenture and to be bound by all other applicable provisions of the Indenture and the Securities and to perform all of the obligations and agreements of a Guarantor under the Indenture.#95541375v6Â Â Â Â 3.Â Â Â Â Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every holder of Securities heretofore or hereafter authenticated and delivered shall be bound hereby.4.Â Â Â Â Notices. All notices or other communications to each New Guarantor shall be given as provided in Section 12.02 of the Indenture.5.Â Â Â Â Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK APPLICABLE TO AGREEMENTS MADE AND TO BE PERFORMED IN SUCH STATE WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THEREOF TO THE EXTENT THE LAW OF ANOTHER JURISDICTION WOULD BE APPLIED THEREBY. Consent to Jurisdiction. Any legal suit, action or proceeding arising out of or based upon the Indenture, this Supplemental Indenture, the Securities, the Guarantees or the transactions contemplated hereby (â€œRelated Proceedingsâ€) may be instituted in the federal courts of the United States of America located in the City and County of New York or the courts of the State of New York in each case located in the City and County of New York (collectively, the â€œSpecified Courtsâ€), and, subject to the final sentence of this Section 5(a), each party irrevocably submits to the non-exclusive jurisdiction of the Specified Courts in any Related Proceeding. Service of any process, summons, notice or document by mail to such partyâ€™s address set forth above shall be effective service of process for any Related Proceeding brought in any Specified Court. The parties irrevocably and unconditionally waive any objection to the laying of venue of any Related Proceeding in the Specified Courts and irrevocably and unconditionally waive and agree not to plead or claim in any Specified Court that any Related Proceeding brought in any Specified Court has been brought in an inconvenient forum. The Trustee reserves the right to bring an action in any court that has jurisdiction over the trust estate, which may be a court other than the Specified Courts, when seeking a direction from a court in the administration of the trust estate. Each New Guarantor not located in the United States hereby appoints the Issuer as its agent for service of process or other legal summons for purposes of any Related Proceedings that may be instituted in any Specified Courts. The address for Clarivate Science Holdings Corporation, the initial agent for service of process, is Clarivate Science Holdings Corporation, c/o Clarivate Plc, Friarâ€™s House, 160 Blackfriars Road, London SEI 8EZ, UK, Attention: General Counsel.Waiver of Immunity. With respect to any Related Proceeding, each party irrevocably waives, to the fullest extent permitted by applicable law, all immunity (whether on the basis of sovereignty or otherwise) from jurisdiction, service of process, attachment (both before and after judgment) and execution to which it might otherwise be 2#95541375v6Â Â Â Â entitled in the Specified Courts, and with respect to any suits, actions, or proceedings instituted in regard to the enforcement of a judgment of any Specified Court in a Related Proceeding (a â€œRelated Judgmentâ€), each party waives any such immunity in the Specified Courts or any other court of competent jurisdiction, and will not raise or claim or cause to be pleaded any such immunity at or in respect of any such Related Proceeding or Related Judgment, including, without limitation, any immunity pursuant to the United States Foreign Sovereign Immunities Act of 1976, as amended.6.Â Â Â Â Trustee Makes No Representation. The Trustee makes no representation as to the validity or sufficiency of this Supplemental Indenture.7.Â Â Â Â Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Supplemental Indenture. The exchange of copies of this Supplemental Indenture and of signature pagesÂ by facsimile, PDF or other electronic transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Supplemental Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile, PDF or other electronic methods shall be deemed to be their original signatures for all purposes.8.Â Â Â Â Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.3#95541375v6Â Â Â Â IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.CLARIVATE EL CORPORATIONCLARIVATE US SCIENCE HOLDINGS CORPORATIONPROQUEST LPPROQUEST LLCPROQUEST NOTES COMPANYENERGY ABSTRACTS LLCSIPX LLCDIALOG LLCPROQUEST INFORMATION AND LEARNING LLCALEXANDER STREET PRESS, LLCMICROTRAINING ASSOCIATES, LLCEX LIBRIS GLOBAL HOLDINGS, INC.EX LIBRIS GROUP HOLDINGS CORPEX LIBRIS GROUP LLCEX LIBRIS (USA), INC.III ACQUISITION CORP.PLS SOLUTIONS, INC.INNOVATIVE INTERFACES INCORPORATEDGIS INFORMATION SYSTEMS, INC.,as New Subsidiary GuarantorsBy:Â Â Â Â /s/ Jonathan CollinsÂ Â Â Â Â Â Â Â Name: Jonathan CollinsÂ Â Â Title: Chief Financial OfficerPROQUEST HOLDINGS CANADA LLC,as New Subsidiary GuarantorBy:Â Â Â Â /s/ Kathleen SullivanÂ Â Â Â Â Â Â Â Name: Kathleen SullivanÂ Â Â Title: Vice President[Signature Page to Second Supplemental Indenture Unsecured Notes Indenture]PROQUEST EUROPEAN HOLDINGS LIMITEDPI2 SOLUTIONS LTDPROQUEST UK HOLDINGS LTDPROQUEST INFORMATION AND LEARNING LIMITED,as New Subsidiary GuarantorsBy:Â Â Â Â /s/ Andrew WrightÂ Â Â Â Â Â Â Â Name: Andrew WrightÂ Â Â Title: DirectorCLARIVATE SCIENCE HOLDINGS CORPORATIONBy:Â Â Â Â /s/ Jonathan CollinsÂ Â Â Â Â Â Â Â Name: Jonathan CollinsÂ Â Â Title: Chief Financial Officer[Signature Page to Second Supplemental Indenture Unsecured Notes Indenture]WILMINGTON TRUST, NATIONAL ASSOCIATION,as Trustee By: /s/ Barry D. SomrockÂ Name: Barry D. SomrockÂ Â Â Title: Vice President[Signature Page to Second Supplemental Indenture Unsecured Notes Indenture]ANNEX I1.Clarivate EL Corporation, a Delaware corporation2.Clarivate US Science Holdings Corporation, a Delaware corporation3.ProQuest LP, a Maryland limited partnership4.ProQuest LLC, a Delaware limited liability company5.ProQuest Notes Company, a Delaware corporation6.Energy Abstracts LLC, a Delaware limited liability company7.SIPX LLC, a Delaware limited liability company8.Dialog LLC, a Delaware limited liability company9.ProQuest Information and Learning LLC, a Delaware limited liability company10.ProQuest Holdings Canada LLC, a Delaware limited liability company11.Alexander Street Press, LLC, a Delaware limited liability company12.Microtraining Associates, LLC, a Massachusetts limited liability company13.Ex Libris Global Holdings, Inc., a Delaware corporation14.Ex Libris Group Holdings Corp., a Delaware corporation15.Ex Libris Group LLC, a Delaware limited liability company16.Ex Libris (USA), Inc., a New York corporation17.III Acquisition Corp., a Delaware corporation18.PLS Solutions, Inc., a New York corporation19.Innovative Interfaces Incorporated, a California corporation20.GIS Information Systems, Inc., a New York corporation21.ProQuest European Holdings Limited, an England and Wales private limited company22.Pi2 Solutions Ltd, an England and Wales private limited company23.ProQuest UK Holdings Ltd, an England and Wales private limited company#95541375v6Â Â Â Â 24.ProQuest Information and Learning Limited, an England and Wales private limited company#95541375v6Â Â Â Â EX-4.6 7 ex46thirdsupplementalinden.htm EX-4.6 DocumentTHIRD SUPPLEMENTAL INDENTURE (this â€œSupplemental Indentureâ€) dated as of September 13, 2024, among the Guarantors listed on Annex I attached hereto (each, a â€œNew Guarantorâ€ and collectively, the â€œNew Guarantorsâ€), each a subsidiary of Camelot UK Bidco Limited, a private limited liability company incorporated under the laws of England and Wales (â€œUK Holdcoâ€), Clarivate Science

Holdings Corporation, a Delaware corporation (the â€œIssuerâ€), and WILMINGTON TRUST, NATIONAL ASSOCIATION, as trustee (the â€œTrusteeâ€).W I T N E S S E T H :WHEREAS the Issuer has heretofore executed and delivered to the Trustee an Indenture (as amended, supplemented or otherwise modified, the â€œIndentureâ€) dated as of August 19, 2021, providing for the issuance of the Issuerâ€™s 4.875% Senior Notes due 2029 initially in the aggregate principal amount of $921,399,000 (the â€œSecuritiesâ€);WHEREAS SectionÂ 4.10 of the Indenture provides that under certain circumstances the Issuer is required to cause each New Guarantor to execute and deliver to the Trustee a supplemental indenture pursuant to which such New Guarantor shall unconditionally guarantee all the Issuerâ€™s obligations under the Securities pursuant to a Guarantee on the terms and conditions set forth herein; andWHEREAS pursuant to SectionÂ 9.01 of the Indenture, the Trustee and the Issuer are authorized to execute and deliver this Supplemental Indenture without consent of the Holders;NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, each New Guarantor, the Issuer and the Trustee mutually covenant and agree for the equal and ratable benefit of the Holders as follows:1.Â Â Â Â Defined Terms. As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined, except that the term â€œHoldersâ€ in this Supplemental Indenture shall refer to the term â€œHoldersâ€ as defined in the Indenture and the Trustee acting on behalf of and for the benefit of such Holders. The words â€œherein,â€ â€œhereofâ€ and hereby and other words of similar import used in this Supplemental Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.2.Â Â Â Â Agreement to Guarantee. Each New Guarantor hereby agrees, jointly and severally with all existing Guarantors (if any), to unconditionally guarantee the Issuerâ€™s obligations under the Securities on the terms and subject to the conditions and limitations set forth in Article 11 of the Indenture and to be bound by all other applicable provisions of the Indenture and the Securities and to perform all of the obligations and agreements of a Guarantor under the Indenture.Â Â Â Â 3.Â Â Â Â Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every holder of Securities heretofore or hereafter authenticated and delivered shall be bound hereby.4.Â Â Â Â Notices. All notices or other communications to each New Guarantor shall be given as provided in Section 12.02 of the Indenture.5.Â Â Â Â Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK APPLICABLE TO AGREEMENTS MADE AND TO BE PERFORMED IN SUCH STATE WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THEREOF TO THE EXTENT THE LAW OF ANOTHER JURISDICTION WOULD BE APPLIED THEREBY. Consent to Jurisdiction. Any legal suit, action or proceeding arising out of or based upon the Indenture, this Supplemental Indenture, the Securities, the Guarantees or the transactions contemplated hereby (â€œRelated Proceedingsâ€) may be instituted in the federal courts of the United States of America located in the City and County of New York or the courts of the State of New York in each case located in the City and County of New York (collectively, the â€œSpecified Courtsâ€), and, subject to the final sentence of this Section 5(a), each party irrevocably submits to the non-exclusive jurisdiction of the Specified Courts in any Related Proceeding. Service of any process, summons, notice or document by mail to such partyâ€™s address set forth above shall be effective service of process for any Related Proceeding brought in any Specified Court. The parties irrevocably and unconditionally waive any objection to the laying of venue of any Related Proceeding in the Specified Courts and irrevocably and unconditionally waive and agree not to plead or claim in any Specified Court that any Related Proceeding brought in any Specified Court has been brought in an inconvenient forum. The Trustee reserves the right to bring an action in any court that has jurisdiction over the trust estate, which may be a court other than the Specified Courts, when seeking a direction from a court in the administration of the trust estate. Waiver of Immunity. With respect to any Related Proceeding, each party irrevocably waives, to the fullest extent permitted by applicable law, all immunity (whether on the basis of sovereignty or otherwise) from jurisdiction, service of process, attachment (both before and after judgment) and execution to which it might otherwise be entitled in the Specified Courts, and with respect to any suits, actions, or proceedings instituted in regard to the enforcement of a judgment of any Specified Court in a Related Proceeding (a â€œRelated Judgmentâ€), each party waives any such immunity in the Specified Courts or any other court of competent jurisdiction, and will not raise or claim or cause to be pleaded any such immunity at or in respect of any such Related Proceeding 2or Related Judgment, including, without limitation, any immunity pursuant to the United States Foreign Sovereign Immunities Act of 1976, as amended.6.Â Â Â Â Trustee Makes No Representation. The Trustee makes no representation as to the validity or sufficiency of this Supplemental Indenture.7.Â Â Â Â Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Supplemental Indenture. The exchange of copies of this Supplemental Indenture and of signature pagesÂ by facsimile, PDF or other electronic transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Supplemental Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile, PDF or other electronic methods shall be deemed to be their original signatures for all purposes.8.Â Â Â Â Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.3IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.Rowan TELS Corp.,Bruin Holdco, Inc.,Global QMS, Inc.,as the New GuarantorsBy:Â Â Â Â /s/ John DoulamisÂ Â Â Â Â Â Â Â Name: John DoulamisÂ Â Â Â Title: Vice President, Deputy General Counsel and Secretary CLARIVATE SCIENCE HOLDINGS CORPORATION By:Â Â Â Â /s/ Amit SinglaÂ Â Â Â Â Â Â Â Â Â Â Â Â Name: Amit Singla Â Â Â Â Title: Senior Vice President and Group Treasurer [Signature Page to Third Supplemental Indenture Unsecured Notes Indenture]WILMINGTON TRUST, NATIONAL ASSOCIATION,as Trustee By: /s/ Barry D. SomrockÂ Name: Barry D. SomrockÂ Â Â Â Title: Vice President[Signature Page to Third Supplemental Indenture Unsecured Notes Indenture]Annex I1.Rowan TELS Corp., a Delaware corporation2.Bruin Holdco, Inc, a Delaware corporation3.Global QMS, Inc., a Massachusetts corporation EX-10.1 8 exhibit101-q32024.htm EX-10.1 DocumentAugust 1, 2024Jonathan Gear[ADDRESS REDACTED]Dear Jonathan:This letter agreement (â€œAgreementâ€) outlines the terms of the agreement between you and the Clarivate group of companies and their affiliated or related organizations (the â€œCompanyâ€) regarding your transition to a non-executive employment role and subsequent termination of employment.We have agreed to the following:â–ªTransition: From now through August 9, 2024 (the â€œTransition Dateâ€), you will remain employed with the Company as Chief Executive Officer and will work with the Board of Directors of the Company (the â€œBoardâ€) and the Companyâ€™s executive officers to help facilitate a smooth transition of responsibilities.Effective as of the Transition Date, you will continued to be employed by the Company for a period beginning on the Transition Date and ending on November 1, 2024 (such date, the â€œSeparation Dateâ€)). During this time, your services will consist of such services, and shall be provided at such times, as may be required from time to time by the Board or the interim Chief Executive Officer of the Company, including providing transition services.In connection with entering into this Agreement, you acknowledge and agree that, effective as of the Transition Date, you will automatically resign from all your director and officer positions of the Company, including your position as Chief Executive Officer of the Company and as a member of the Board, and that you will execute such further documents and instruments as may be reasonably necessary or appropriate to effectuate such resignations. Effective as of the Transition Date, you will not be an â€œexecutive officerâ€ of the Company for the purposes of the rules and regulations of the U.S. Securities and Exchange Commission or an â€œofficerâ€ of the Company for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.â–ªSalary and Benefits: From now through the Separation Date, you will continue to receive your current annual base salary of $900,000, paid in accordance with the Companyâ€™s normal payroll practices and applicable withholdings. You will continue to receive benefits, as elected by you, from the Company.To the extent you are enrolled in the Companyâ€™s medical, dental, vision and/or health savings account as of the Separation Date, your enrollment in these plans will end on the last day of the month that includes the Separation Date. All other applicable employee Â Â Â Â benefits including, without limitation, participation in the following Company plans shall continue until the Separation Date: 401(k) plan, dependent care flexible spending account, health care flexible spending account, life insurance, short- and long-term disability, management incentive and any paid time off programs on the first day of the month following the Separation Date. After the Separation Date, you will not be entitled to receive any employee benefits, except for group health coverage continuation in accordance with COBRA and 401(k) benefits, if any, and the Separation Benefits outlined below.â–ªSeparation Benefits: Subject to your compliance with your obligations under this Agreement (including, for the avoidance of doubt, any of the Restrictive Covenants (as defined below)) and provided you execute (and do not subsequently revoke) (x) the release included on Attachment A hereto (the â€œReleaseâ€) and (y) the Bring-Down Release (as defined on Attachment A), in each case in accordance with the time periods required therein , the Company will provide you with the following payments and benefits (collectively, the â€œSeparation Benefitsâ€):â€¢Severance: You will receive a lump sum payment of $3,375,000 (equivalent to eighteen (18) monthsâ€™ of annual base salary and bonus at target under the Annual Incentive Plan (the â€œAIPâ€) regardless of Company performance), less applicable deductions and withholdings, within thirty (30) days of the Bring-Down Release Effective Date (as defined in the Release) (and, in no event later than March 15th of the calendar year following the Separation Date).â€¢Additional Cash Payment: In addition to the payments and benefits above, in recognition of the restructuring of the Company into three end-market segments, you will receive a one-time lump sum cash payment of $1,000,000, less applicable deductions and withholdings, within thirty (30) days of the Bring-Down Release Effective Date (and, in no event later than March 15th of the calendar year following the Separation Date).â€¢2024 Bonus: You will receive a cash payment equal to your target bonus under the AIP for plan year 2024, pro-rated based on the time elapsed between the beginning of such plan year and the Separation Date, less applicable deductions and withholdings,

within thirty (30) days of the Bring-Down Release Effective Date (and, in no event later than March 15th of the calendar year following the Separation Date). You acknowledge and agree you will be ineligible to receive an AIP bonus for plan year 2025 or any subsequent plan year.â€¢COBRA Payment: The Company will provide a payment to you for the average monthly amount based on your then current benefits election, of eighteen (18) months of COBRA costs in one lump sum, less applicable deductions and withholdings, within thirty (30) days of the Bring-Down Release Effective Date (and, in no event later than March 15th of the calendar year following the Separation Date). This lump sum will be calculated on your then current elections and 2024 COBRA rates. The lump sum payment described in this subparagraph Â Â Â Â will be referred to as the â€œCOBRA Reimbursement Amount.â€ The COBRA Reimbursement Amount will be paid to you using the same method you have elected as of the Separation Date to receive your regular paychecks from the Company. You will receive additional information regarding COBRA and other benefits under separate cover.â€¢Equity: From now until the Separation Date, any outstanding equity grants will remain subject to the vesting and forfeiture rights and obligations in the Plan and any equity award agreement(s) you may have signed. Except as otherwise noted in this subparagraph, all unvested restricted stock units (â€œRSUsâ€) or performance stock units (â€œPSUsâ€) granted under Companyâ€™s Incentive Award Plan (the â€œPlanâ€) will be forfeited on the Separation Date. Notwithstanding the foregoing, and notwithstanding your separation from employment on the Separation Date:â–ªThe following unvested and outstanding RSUs will vest and be settled on the fifteenth (15th) day of the month that is immediately after the month of the Bring-Down Release Effective Date (and, in no event later than March 15th of the calendar year following the Separation Date): 50,542 unvested RSUs with respect to a new-hire grant originally granted on July 15, 2022, 78,219 unvested RSUs originally granted on July 15, 2022, 109,457 unvested RSUs originally granted on March 1, 2023 and 177,053 unvested RSUs originally granted on March 15, 2024.â–ªThe following unvested and outstanding PSUs (at target) will remain outstanding and eligible to vest subject to achievement of the applicable performance metrics and be settled within 60 days of the Determination Date (as defined in the applicable award agreement governing such PSUs): 234,657 unvested PSUs originally granted on July 15, 2022 and 492,556 unvested PSUs originally granted on March 1, 2023. In determining achievement of the applicable performance metrics, you shall be treated no less favorably than active employees holding comparable PSUs.â–ªExpenses: The Company will reimburse you for any authorized business expenses incurred through the Separation Date, provided they were incurred and submitted in a timely manner and otherwise in accordance with the Companyâ€™s policy. For so long as you receive taxable income from the Company, the Company will pay for the preparation of any tax filing by you in the United Kingdom, consistent with the Companyâ€™s policy with respect to UK taxation for executive officers and in your role as a director (including, if applicable, any taxes arising from such payment). Â If you are subject to any incremental tax liability that is not offset by a U.S. foreign tax credit, the Company will provide you with a tax equalization payment in an amount equal to such tax liability (and any taxes on such payment), provided that you provide any reasonably requested back-up information to the Company or its tax preparers.â–ªRestrictive Covenants: You acknowledge and agree that you are, and will remain, subject to your Non-Competition and Non-Solicitation Agreement, Confidential Â Â Â Â Information and Invention Assignment Agreement and the restrictive covenants set forth in your equity award agreements (collectively, the â€œRestrictive Covenantsâ€).â–ªRemedies: In addition to any other remedies the Company may have, the Companyâ€™s obligations under this Agreement shall terminate if you breach any of the provisions of this Agreement (including any of the Restrictive Covenants) in a material respect. If, prior to the Separation Date, you voluntarily terminate or give notice of your intent to voluntarily terminate your employment or service with the Company (other than for Good Reason (as defined under the letter agreement between you and the Company dated July 6, 2022 (the â€œOffer Letterâ€)), or are terminated for Cause (as defined in the Offer Letter), you will be ineligible to receive the Separation Benefits or any other benefits under this Agreement or the Offer Letter.In addition to any other remedies the Company may have, if, following the Separation Date, the Company discovers or otherwise learns of a serious conduct or performance issue(s) that would have provided the Company with Cause to terminate your employment effective immediately if you were still employed by the Company, you acknowledge and agree that, to the extent not already received, you will forfeit all benefits provided to you under this Agreement, including the Separation Benefits, and any amounts or benefits already paid or received by you under this Agreement shall, upon written request by the Company, become immediately repayable to the Company. In consideration for the payments and benefits described herein, you agree to the following:â–ªExecuting Agreement: You agree to execute and return this Agreement within fourteen (14) days of the date of this letter and execute and return Attachment A within the Consideration Period defined in the Release. If you do not execute and return both this Agreement and Attachment A by the designated deadlines, and/or if you revoke your acceptance of the Release in Attachment A, this Agreement and your eligibility for a Separation Benefits, as well as any severance benefits under the Offer Letter will be deemed to be automatically withdrawn and of no legal effect.â–ªConfidentiality: You agree to treat as confidential and not disclose the terms, contents, or execution of this Agreement or Attachment A, except as required by law, other than to your spouse, legal counsel, or tax advisor, with the understanding that s/he will maintain its confidentiality. This provision is not intended to restrict your legal right to discuss the terms and conditions of your employment, as more specifically set forth in Section 5 (Protected Rights) of the Release.â–ªClawback Policies. Further, you agree and acknowledge that you shall be subject to the Clarivate Plc Executive Compensation Recoupment Policy and the Clarivate Plc Detrimental Conduct Compensation Recoupment Policies (together, the â€œClawback Policiesâ€), in each case subject to the terms and conditions thereof and, accordingly, any Covered Compensation (as defined in the Clawback Policies) may be subject to forfeiture and/or recoupment in accordance with the terms of such applicable Clawback Policy.Â Â Â Â â–ªEntire Agreement: This Agreement represents the entire agreement of the parties about the subject matter hereof, and may not be contradicted by evidence prior, contemporaneous, or subsequent oral agreements of the parties. Any modifications of the terms of this Agreement must be made in writing and signed by all parties to the Agreement. All prior understandings relating to the subject matter of this Agreement, whether oral or written, are hereby superseded by this Agreement other than any documents expressly referenced in this Agreement, defined in Attachment A, or incorporated herein by reference. For the avoidance of doubt, other than the payments and benefits described in this Agreement, you will not be entitled to any other payments or benefits, including without limitation under the Offer Letter or the Executive Severance Plan of Clarivate Plc, effective June 30, 2021. Notwithstanding anything contained herein to the contrary, this Agreement and the Release shall not supersede, but shall supplement and, where applicable, incorporate and extend, any prior confidentiality, non-competition and non-solicitation agreements and provisions (including, without limitation, the Restrictive Covenants) entered into between you and the Company (and any other nonÂdisclosure or other confidentiality agreement or provision, including those contained in any bonus, stock grant or other incentive program plan of any kind), and such obligations shall continue in full force and effect.Please execute and return this Agreement within fourteen (14) days to Melanie Margolin at Melanie.Margolin@Clarivate.com.Let me take this opportunity to express my personal thanks for your services and support and to wish you every success in your future endeavors.Sincerely,/s/ Andrew M. Snyder Andrew M. SnyderChair of the Board of DirectorsClarivate PlcAccepted and Agreed by:/s/ Jonathan GearName: Jonathan GearDate: 1 August, 2024Â Â Â Â Attachment â€œAâ€ Release & Separation TermsPursuant to the Agreement to which this Release & Separation Terms (the â€œReleaseâ€) is attached, you hereby agree as follows:1.Release: In consideration for the payments and benefits described herein and within the Agreement, on behalf of yourself, your predecessors, heirs, executors, administrators, successors and assigns, you hereby irrevocably and unconditionally release and discharge the Company (as that term is defined in the Agreement) and its and their past, present, and future parents, subsidiaries, branches, divisions, and affiliates, and its and their past, present, and future shareholders, employees, officers, directors, agents, representatives, fiduciaries and attorneys, individually and in their official capacities (collectively, the â€œReleased Partiesâ€), from any and all causes of action, suits, debts, claims, liabilities, demands, costs, expenses, attorneysâ€™ fees, damages, indemnities and obligations of any kind or nature, in law, equity or otherwise, known and unknown, suspected and unsuspected, disclosed and undisclosed, foreseeable and unforeseeable, which have existed or may have existed, or which do exist, at any time prior to and including the date on which you sign this Release, other than any claims that cannot lawfully be waived. This release includes, but is not limited to, any claims related to your employment with the Company, including, but not limited to, any claims under federal, state or local fair employment laws or practices or other employee relations statutes and amendments, including without limitation the Civil Rights Acts of 1866 and 1991, Title VII of the Civil Rights Act of 1964 as amended, the Lilly Ledbetter Fair Pay Act of 2009, 42 U.S.C. Â§ 1981, Section 503 of the Rehabilitation Act of 1973, the Equal Pay Act, the Genetic Information Nondiscrimination Act, the Age Discrimination in Employment Act (â€œADEAâ€), the Americans with Disabilities Act or the Americans with Disabilities Act Amendments Act, the Family and Medical Leave Act, as allowed by law, the Fair Labor Standards Act, the Immigration Reform and Control Act, the Occupational Safety and Health Act, the Employee Retirement Income Security Act of 1974, and all amendments of any of these laws, the Colorado Anti-Discrimination Act, the Lawful Off-Duty Activities Statute, the Personnel Files Employee Inspection Right Statute, the Colorado Labor Peace Act, the Colorado Labor Relations Act, the Colorado Equal Pay Act, the Colorado Overtime and Minimum Pay Standards Order, the Colorado Healthy Families and Workplaces Act, Colorado FAMLI, any claims arising under the Worker Adjustment and Retraining Notification Act (â€œWARNâ€), and any applicable state laws that provide for benefits similar to WARN, any claims pursuant to any other federal, state or local statutes, regulations, ordinances or executive order including providing for the recovery of attorneysâ€™ fees or costs (and any and all amendments to the foregoing laws); any claims based on any rule, common law or public policy; any claims based in contract, whether oral or written, express or implied; any claims based in tort or other common-law theories, including Â Â Â Â claims for wrongful or retaliatory discharge; any practice, handbook or manual of the Company, or any other obligation, in each case to the extent allowed by law. You confirm and acknowledge that the Release and Agreement reflects any and all separation, severance, bonus,

compensation, and/or other payments to which you are entitled under any applicable plan, agreement or practice.Further, you understand that this Release does not constitute an admission of liabilities on the part of the Released Parties, by whom any liability is expressly denied.This Release does not affect or limit my rights to any benefits to which you may otherwise be entitled pursuant to (i) any relevant 401(k) savings and/or health and welfare plans (if any); (ii) workersâ€™ compensation or unemployment insurance; (iii) my entitlement to indemnification for liabilities incurred in the execution of my duties to the Company; or (iv) as set forth in the Agreement, the Plan or any grant agreement(s) you have signed.You acknowledge that you have no knowledge of any medical or other facts that would give rise to a claim for workersâ€™ compensation benefits with respect to your employment with the Company, and further acknowledge and agree that, as it relates to your employment with the Company, the Company has complied in all respects with its obligations under the Family Medical Leave Act, the Fair Labor Standards Act. and all Colorado laws pertaining to wage and hour requirements.2.Return Company Property: Subject to Section 5 (Protected Rights), you will return all materials, equipment and/or property of the Company, including all confidential information and trade secrets, and will not retain any copies upon the Separation Date.3.Reasonable Cooperation: Following the Separation Date, you agree to make yourself reasonably available to cooperate in good faith with the Company regarding subpoenas, investigations, litigation, arbitration, government inquiries, or any other proceedings/claims made against the Company. The Company will reimburse you for reasonable travel costs related to such participation.4.Post-Employment Obligations:i.You re-acknowledge and reaffirm the confidentiality, non-disclosure and employee invention and assignment obligations set forth in your signed Clarivate Confidential Information and Invention Assignment Agreement (â€œConfidentiality Agreementâ€).ii.You re-acknowledge and reaffirm your non-solicitation (of both customers and employees) and non-compete obligations outlined in your NonÂ Competition and Non-Solicitation Agreement (â€œNon-Compete Agreementâ€).Â Â Â Â iii.You acknowledge and re-affirm your non-solicitation (of both customers and employees), non-compete obligations and nondisparagement obligations outlined in any equity award agreement(s) you may have signed; iv.You agree that you will not engage in any disparagement of the Company and will refrain from making any adverse, false, negative, or critical statements, implied or expressed, concerning the Company or the Released Parties. The Company agrees to take all reasonable efforts to ensure its executive leadership and/or board members do not make any statements about you to any third parties that would in any manner damage your business or personal reputation.v.In addition to any remedies the Company may have in law or in equity, you will forfeit all benefits under the Agreement and Release in the event you engage in any of the activities prohibited by the paragraphs related to post-employment obligations, and you may be obligated to repay the Company for any benefits previously paid under this Agreement.5.Protected Rights: Nothing in this Agreement or otherwise, including the release of claims clause, restricts or prohibits you from initiating communications directly with, responding to any inquiries from, providing testimony before, providing confidential information to, reporting possible violations of law or regulation to, from filing a claim or assisting with an investigation directly with, or from otherwise communicating with a self-regulatory authority or a government agency or entity, including the U. S. Equal Employment Opportunity Commission, the Department of Labor, the National Labor Relations Board, the Department of Justice, the Securities and Exchange Commission, the Congress, and any agency Inspector General (collectively, the â€œRegulatorsâ€), or from making other disclosures that are protected under the whistleblower provisions of state or federal law or regulation. The Company may not retaliate against the you for any of these activities, and nothing in this Agreement or otherwise requires you to waive any monetary award or other payment you might become entitled to from the Regulators (subject to the following paragraph). You do not need the prior authorization of the Company to engage in such communications with Regulators, respond to such inquiries from the Regulators, provide confidential information or documents to the Regulators. or make any such reports or disclosures to the Regulators. You are not required to notify the Company that you have engaged in such communications with the Regulators.Further, nothing in this Agreement or otherwise shall interfere with your right to file a charge of discrimination or unfair labor practice with or cooperate or participate in an investigation or proceeding conducted by the Equal Employment Opportunity Commission or a like charge or complaint with a state or local fair employment or labor Regulator. However, the consideration provided by this Agreement shall be the sole relief provided to you and you agree to waive any monetary benefits or recovery Â Â Â Â against the Company in connection with any such charge, claim or proceeding without regard to who has brought such charge, claim or proceeding.Pursuant to the Defend Trade Secrets Act of 2016, you and the Company acknowledge and agree that you will not have criminal or civil liability under any federal or state trade secret law for the disclosure of a trade secret that (i) is made (A) in confidence to a federal, state, or local government official, either directly or indirectly, or to an attorney and (B) solely for the purpose of reporting or investigating a suspected violation of law or (ii) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal. In addition, and without limiting the preceding sentence, if you file a lawsuit for retaliation by the Company for reporting a suspected violation of law, you may disclose the trade secret to your attorney and may use the trade secret information in the court proceeding, if you (x) file any document containing the trade secret under seal and (y) do not disclose the trade secret, except pursuant to court order.6.Tax Treatment: To the maximum extent permitted under all applicable law, the parties intend that this Agreement will be interpreted and administered to be exempt from or conform to the requirements of Internal Revenue Code Section 409A (â€œSection 409Aâ€). The Agreement is intended to be exempt from or comply with the provisions of Section 409A so as to prevent the imposition of tax pursuant to Section 409A and shall be interpreted and/or amended to avoid a violation of Section 409A. However, the Company does not guarantee the tax treatment of any payments or benefits under this Agreement including, without limitation, under the Internal Revenue Code and/or any other federal, state, municipal, local or foreign laws, including Section 409A. You shall be solely responsible for all taxes that result from any payments due to you under this Agreement. 7.Governing Law: Subject to Section 5 (Protected Rights), the laws of the State of Colorado will apply to any dispute concerning this Agreement (determined without regard to the choice of law provisions thereof or the choice of law provisions of any other jurisdiction that would cause the application of any other law than that of the State of Colorado). Should any provision of this Agreement be declared illegal or unenforceable by any court of competent jurisdiction and cannot be modified to be enforceable, excluding the PostÂEmployment Obligations as defined in Section 4, such provision shall immediately become null and void, leaving the remainder of the Agreement in full force and effect. The Post-Employment Obligations referenced herein shall be interpreted and enforced in accordance with the terms contained in Section 4, the Confidentiality Agreement and/or the Non-Compete Agreement.8.Material Breach: You will forfeit all payments and benefits under this Agreement if you materially breach any of the terms of this Agreement. To the extent a payment has already been made, you may be asked to repay payments already made in connection with this Agreement.Â Â Â Â 9.Acknowledgement of Rights and Waiver of Claims under the Age Discrimination in Employment Act (the â€œADEAâ€):In connection with your release of claims under the ADEA, you further acknowledge that:i.You have read and understand this Release in its entirety and have waived your ADEA claims knowingly and voluntarily in exchange for the benefits set forth in the Agreement that you would not otherwise have been entitled to receive;ii.By giving you this Release, the Company advised you in writing that you may consult with an attorney before signing this Release;iii.Your execution of this Release has not been forced by any employee or agent of the Company and you have had adequate time outside of the presence of any Company representative to consider its terms;iv.You have had an opportunity to engage counsel and to have counsel review, explain and advise you as to the terms of the Release subsequent to receiving the Release;v.The Company has given you up to forty-five (45) days from the date of the Agreement to consider this Release (the â€œConsideration Periodâ€);vi.As set forth in Schedule A hereto, you have been advised in writing by the Company of the class, unit, or group of individuals covered by the reduction in force, the eligibility factors for the reduction in force, and the job titles and ages of all individuals who were and were not selected;vii.You understand that you may execute this Release at any time within the Consideration Period (the â€œAcceptance Dateâ€). If you choose not to execute this Release within the Consideration Period, you understand that you will forfeit the right to receive the Separation Benefits and other benefits provided in the Agreement. You agree that if there are any changes to the terms of the Release, whether material or immaterial, such changes will not restart the running of the Consideration Period; andviii.You further understand that you may revoke your acceptance of this Release after signing it by delivering a written notice of your decision to revoke within seven (7) calendar days after the Acceptance Date (the â€œRevocation Periodâ€). You also understand that your written revocation must be sent to Melanie Margolin at Melanie.Margolin@Clarivate.com and that this Release and your right to receive the Separation Benefits and other benefits outlined in the Agreement shall be forfeited if you revoke your signature within the seven (7) calendar day Revocation Period. You acknowledge and agree that this Release Â Â Â Â shall become effective on the first day after the seven (7) calendar day Revocation Period (the â€œGeneral Release Effective Dateâ€).10.Bring-Down Release: You hereby agree to re-execute this Release and confirm all terms and conditions thereof within forty-five (45) days of the Separation Date (the â€œBring-Down Consideration Periodâ€) by signing the second signature line hereto and providing such executed Release in the manner set forth below (the â€œBring-Down Releaseâ€). You understand that you may execute the Bring-Down Release at any time within the Bring-Down Consideration Period (the â€œBring-Down Acceptance Dateâ€). You may revoke the Bring-Down Release after signing it by delivering a written notice of your decision to revoke within seven (7) calendar days after the Bring-Down Release Acceptance Date (the â€œBring-Down Revocation Periodâ€). You also understand that your written revocation must be sent to Melanie Margolin at Melanie.Margolin@Clarivate.com and that this Bring-Down Release and your right to receive the Severance Benefits and other benefits outlined in the Agreement conditioned thereon shall be forfeited if you revoke your signature within the seven (7) calendar day Bring-Down Revocation Period. You acknowledge and agree that this Bring-Down Release shall become effective on the first day after the seven (7) calendar day Bring-Down Revocation Period (the â€œBring-Down Release Effective Dateâ€).BY SIGNING BELOW, I ACKNOWLEDGE THAT I HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS RELEASE, AND THAT I AM GIVING UP ANY RIGHT I MIGHT HAVE

TO BRING A CLAIM AGAINST THE COMPANY, INCLUDING CLAIMS FOR AGE DISCRIMINATION. I ALSO UNDERSTAND THAT I WOULD NOT RECEIVE THE BENEFITS HEREIN IF I DID NOT KNOWINGLY AND VOLUNTARILY ENTER INTO THIS AGREEMENT. I FURTHER STATE THAT I AM SIGNING THIS AGREEMENT AND RELEASE COMPLETELY WILLINGLY AND VOLUNTARILY, AND THERE IS NO MEDICAL OR OTHER CONDITION THAT WOULD PREVENT ME FROM DOING SO.I acknowledge and agree that I must return an executed copy of this Release to Melanie Margolin at Melanie.Margolin@Clarivate.com.Accepted and Agreed by:/s/ Jonathan GearName: Jonathan GearDate: 1 August, 2024Â Â Â Â BRING-DOWN RELEASEThe Release and the terms and conditions thereof are ratified and confirmed as of the Separation Date.Accepted and Agreed by:Name:Date:Â Â Â Â Schedule AThis program provides severance benefits and is being offered to certain employees of the Company as selected by the Company in its sole discretion. The decisional unit of employees considered for participant in this program was comprised of the Companyâ€™s executive officers. Individuals in the Same Job Class, Unit or Group Who are Not Being TerminatedJob Title AgeExecutive Vice President and Chief Financial Officer45President, Life Sciences & Healthcare52Executive Vice President and Chief Legal Officer52President, Intellectual Property58President, Academia and Government52Executive Vice President and Chief Information Officer59Individuals in the Same Job Class, Unit or Group Who are Being TerminatedJob Title AgeChief Executive Officer53Executive Vice President and Chief People Officer62Â Â Â Â EX-10.2 9 exhibit102-q32024.htm EX-10.2 DocumentAugust 1, 2024 To: Matitiahu (Matti) Shem TovID: [ID REDACTED]Address: [ADDRESS REDACTED]Employment AgreementDear Matti,We are pleased to extend you this offer to be employed by Ex Libris Ltd., company number 511138026 of Technology Park, Malha, Jerusalem. This letter (this â€œEmployment Agreementâ€) sets forth the terms of your employment, which, if you accept by countersigning below, will govern your employment with the Company (as defined below), beginning on August 6, 2024.1.Duties, Obligations and Consents1.1.Effective as of August 9, 2024 (the â€œCommencement Dateâ€), you will be engaged in the position of Chief Executive Officer of Clarivate Plc (â€œClarivateâ€), an affiliate of the Company, and will report to the Chairman of the Board of Directors (the â€œBoardâ€) of Clarivate. You will also be appointed to the Board, effective as of the Commencement Date.1.2.During your employment, you shall have such responsibilities, duties and authority that are customary for your position and as are reasonably determined from time to time by the Board, including, without limitation, overseeing global operations, working with the Board to set and drive organizational vision and mission, corporate strategy and hiring needs, developing actionable business strategies, objectives and plans that align with short- and long-term objectives.1.3.You will use your best endeavors to promote the interests of the Company. You will devote all of your business and professional time, attention, energy, skill, learning and best efforts to the business and affairs of the Company. You will use your best endeavors to protect the good name of the Company and will not perform any act that is likely to bring the Company into disrepute.1.4.â€œCompanyâ€ in this Employment Agreement will mean Ex Libris Ltd. and its affiliates, being entities which control, are controlled by or are under common control with Ex Libris Ltd. now or in the future, including any parent, subsidiary, or any company that is a successor (including, without limitation, by change of name, dissolution, merger, consolidation, reorganization, sale or other disposition) to any such company, Clarivate, Clarivate Analytics (UK) Limited, and any other company within the Clarivate group.Â Â Â Â 1.5.In the event that you discover that you have, or might have at some point in the future, any direct or indirect personal interest in any of the Companyâ€™s business, or a conflict of interest with your employment duties and functions, you will immediately inform the Company upon such discovery.1.6.You will not engage, directly or indirectly, in any business, professional or commercial occupation outside your employment with the Company, whether or not such occupation is rendered for any gain, without the prior written approval of the Company, and subject to the terms of such approval. The Company may cancel or change such approval at any time, in its sole and absolute discretion, by providing prior written notice to you. Notwithstanding the foregoing, you may serve on the board of another business or organization not competing with the Companyâ€™s business subject to compliance with Company policies and prior written approval of the Company.1.7.You will not, directly or indirectly, accept any commission, rebate, discount or gratuity in cash or in kind, from any third party which has or is likely to have a business relationship with the Company.1.8.You hereby represent that you are not bound by any agreement that prohibits you from entering into this Employment Agreement and fulfilling all its terms.1.9.You hereby undertake to comply with all Company disciplinary regulations, work rules, policies, procedures and objectives, as in effect from time to time, including the applicable Prevention of Sexual Harassment Rules (â€œRulesâ€). By signing this Employment Agreement, you confirm that you received a copy of the Rules, have read it and fully understood it.1.10.Your normal place of work is Israel. During your employment, the Company may require you to work at such other place within Israel which the Company may reasonably require for the proper performance and exercise of your duties. You are aware of the need for frequent travel outside of Israel, and hereby agree to perform such travel overseas as may be necessary to fulfill your duties hereunder.1.11.You consent, of your own free will and although not required to do so under law, that the information in this Employment Agreement and any information concerning you gathered by the Company, will be held and managed by the Company or on its behalf, inter alia, on databases according to law, and that the Company will be entitled to transfer such information to third parties, in Israel or abroad (including to countries that have a different level of data protection than that existing in Israel). The Company undertakes that the information will be used, and transferred for legitimate business purposes only. Without derogating from the generality of the above, such purposes may include human resources management and assessment of potential transactions, to the extent required while maintaining your right to privacy.2Â Â Â Â 1.12.As an Executive Officer of Clarivate, you will be subject to applicable U.S. SEC rules, including Section 16 of the Securities Exchange Act of 1934, which articulates the regulatory filing responsibilities to which certain officers are legally required to adhere. Additionally, as the Chief Executive Officer, you will be required to comply with Clarivateâ€™s Share Ownership Guidelines which require you to own shares of Clarivate equal to 6 times your base salary by the end of a 5-year compliance period.1.13.Subject to the Protected Rights set forth in Appendix B to this Employment Agreement, you hereby undertake to keep the contents of this Employment Agreement confidential and not to disclose the existence or contents of this Employment Agreement to any third party without the prior written consent of the Company except for your immediate family members and your personal advisors who are subject to confidentiality obligations.2.Salary and Benefits2.1.Your salary and benefits will be as detailed in Appendix A to this Employment Agreement, which forms an integral part hereof.2.2.As you are employed hereunder in a management position which requires a special degree of trust, the Hours of Work and Rest Law 1951, and any other law amending or replacing such law, do not apply to you or to your employment with the Company. You acknowledge that the consideration set for you hereunder nevertheless includes consideration that would otherwise have been due to you pursuant to such law.3.Confidentiality, Non-Competition, Non-Solicitation, and Assignment of Inventions UndertakingUpon the signing of this Employment Agreement, you will sign a Confidentiality, Non-Competition, Non-Solicitation, and Assignment of Inventions Undertaking in the form attached hereto as Appendix B, and the Companyâ€™s Confidential Information and Invention Assignment Agreement (â€œCIIAAâ€), each of which constitutes an integral part hereof. Your employment compensation has been calculated to include special consideration for your commitments under the terms of Appendix B and the CIIAA.4.Termination of Employment4.1.Your employment with the Company will be for an indefinite period, until terminated by either party by a prior written notice of 3 months or such other notice period as required in accordance with the applicable law (â€œPrior Noticeâ€). During the Prior Notice period, you will continue to receive your salary and other benefits set forth in Appendix A.3Â Â Â Â 4.2.During the Prior Notice period, you shall work in the Company, continue to perform your position within the Company and assist in the training of your successor, unless the Company instructs otherwise in writing.4.3.Notwithstanding Section 4.1 above, the Company may, in its sole discretion:4.3.1.Terminate your employment without Prior Notice in whole or in part, by giving you written notice together with payment in lieu of all or part of the Prior Notice period, as the case may be, according to law, and your employment will be deemed to have ceased on the date of the receipt of such notice from the Company; or 4.3.2.Instruct you not to attend work during the Prior Notice period or any part of it. In such case, you will continue to receive your salary and other benefits set forth in Appendix A.4.4.Notwithstanding the above, the Company will be entitled to terminate this Employment Agreement without Prior Notice, payment in lieu of notice or severance pay (if any), if you have committed acts that would have justified a termination for Cause (as defined in the Executive Severance Plan of Clarivate PLC and Summary Plan Description, Effective June 30, 2021 (the â€œESPâ€)). For clarity, a copy of the ESP as in effect on the date hereof has been publicly filed as an exhibit to Clarivateâ€™s Form 10-Q for the quarterly period ended March 31, 2024.4.5.Upon termination of this Employment Agreement, or at such other time as directed by the Company, you will immediately return to the Company each and every asset (including documents and information) in your possession or control which belongs, or has been entrusted, to the Company. Notwithstanding the foregoing and for the avoidance of doubt, you may retain originals or copies of this Employment Agreement, any employment or benefits plan or policy applicable to you after the termination of your employment and any documents distributed to you in your capacity as a holder of Company securities. 4.6.Furthermore, upon termination of this Employment Agreement, or at such other time as directed by the Company, you will provide the Company with, to the best of your recollection, a list of all passwords, write-protect codes and similar access codes used on the Companyâ€™s systems in the context of your work.4.7.On the termination of your employment for any reason, you shall immediately resign from any and all other positions or committees that you hold or are a member of with the Company or any of its affiliates, including as an officer, director or member of the Board, and shall, in the absence of further action, be deemed to have so resigned from all such positions.4Â Â Â Â 5.Relocation5.1.You agree that upon request of the Board, you shall relocate to, and your primary place of employment shall be, Clarivateâ€™s office located in either London or New York, NY (your â€œRelocationâ€); provided that the Company shall not require your Relocation unless and until you have a proper work visa applicable for such Relocation. In connection with your Relocation, you will be provided with reimbursement for reasonable relocation and immigration costs upon presentation of reasonable documentation thereof. In addition, in the

event your Relocation involves a temporary relocation to London pending your receipt of an appropriate US work visa (but not, for the avoidance of doubt, in the event of your permanent relocation to London), Clarivate will obtain and provide reasonable corporate housing during your temporary employment in London for up to eighteen (18) months. Following such eighteen-(18)-month period, or in the event your temporary relocation to London is converted to a permanent relocation in London (including, without limitation, as a result of your failure to obtain an appropriate US work visa), you shall thereafter obtain your own housing and Clarivate will cease to have any obligation to provide corporate housing or any other housing-related benefits effective as such time.5.2.For the avoidance of doubt, your Relocation (including an initial Relocation to London followed by a permanent Relocation to New York, NY) and the entering into a new employment agreement (and termination of this Employment Agreement) (including, as contemplated by Section 6 below) shall not constitute a termination of employment under Section 7 of Appendix A or under the ESP.6.Revised Employment Agreement6.1.In connection with any Relocation, the parties agree to enter into a new employment agreement appropriate to the relevant jurisdiction, and such new employment agreement will be on substantially the same terms as this Employment Agreement, with appropriate revisions (i) as are applicable to such new jurisdiction and (ii) to reflect the removal of Sections 6 and 8 of Appendix A.7.Company Computers; Mobile Phone; Privacy7.1.For the performance of your duties, the Company may allow you to use the Companyâ€™s computer equipment and systems, including any desktop computer, laptop, software, hardware, Internet server and professional e-mail account (the â€œComputersâ€). You acknowledge and agree that the Company may allow others to use the Computers. 7.2.Subject to the Companyâ€™s policies as may be in effect from time to time, you: (i) shall not store personal files on the Computers (except on folders clearly labeled by you as â€œPersonalâ€); and (ii) may not store the Companyâ€™s files on personal or external storage space. 5Â Â Â Â 7.3.The e-mail account assigned to you is strictly a professional one and shall be strictly used for professional matters. For personal matters, you may use external email services (such as Gmail). 7.4.You acknowledge and agree that in order to maintain the security of the Computers and to protect the Companyâ€™s legitimate interests, the Company shall have the right to monitor, inspect and review your activity on the Computers, including usage habits and content transmission, and to collect, copy, transfer, examine and review content stored on the Computers, including, emails, electronic communications, documents and other files, as well as content distributed on all kinds of the Company's internal media platforms, including (without limitation to) emails, text messages, posts, electronic communications, documents and other files, professional WhatsApp groups (including groups opened by the employees themselves for the purposes of professional discussions), Slack, HiBob, intranet, the Company website, etc., all findings of which shall be admissible as evidence in any legal proceedings. In light of your understanding of the above, you shall have no right to privacy in any content of the Computers, except with respect to folders which contain private information and which are clearly labeled as â€œPersonalâ€. 7.5.Sections 7.2 through 7.4 above shall apply also with respect to any mobile phone provided by the Company to you (if provided) when used for the purpose of performing your work, to the extent pertains to unique professional apps, to professional WhatsApp groups or other professional media (including the internal media platforms referred to above) or messaging groups and to a connection to your professional e-mail account.7.6.You acknowledge that the Companyâ€™s facilities may be covered by security cameras, the locations of which have been identified to you. The location of the cameras may change from time to time. The use of cameras in the Companyâ€™s facilities is for security purpose and such cameras shall not be used for monitoring personal workspaces (except in cases permitted by law).8.General8.1.All of the payments and benefits provided to you under this Employment Agreement are gross amounts and will be subject to the withholding of all applicable taxes and deductions required by any applicable law.8.2.This Employment Agreement may only be amended in writing and signed by both parties.8.3.The Company will be entitled to set-off any amount owed to the Company by you which are incurred in connection with your employment from any amount owed by the Company to you from any source whatsoever.6Â Â Â Â 8.4.This Employment Agreement is personal, and the terms and conditions of your employment will be solely as set forth herein. You will not be entitled to any payment, right or benefit which is not expressly mentioned in this Employment Agreement (including all documents attached hereto), including, without limitation, any payments, rights or benefits of any current or future general or special collective labor agreements or arrangements or extension orders, any custom or practice, and/or any other agreements between the Company and its employees unless required under law.8.5.This Employment Agreement (including all Appendices hereto), after confirmed by you, will contain the entire understanding between the Company and yourself with respect to your employment by the Company and all prior negotiations, agreements, offer letters, commitments and understandings (whether written or oral) not expressly contained herein will be null and void in their entirety.8.6.This Employment Agreement and your employment by the Company will be governed by and construed in accordance with the laws of Israel without regard to its conflicts of laws principles.8.7.This Employment Agreement constitutes a form regarding Notification of Employment Conditions pursuant to the Notice to the Employee and Job Candidate Law (Employment Conditions and Candidate Screening and Selection), 5762-2002.
[Remainder of page intentionally blank]7Â Â Â Â PLEASE READ THIS EMPLOYMENT AGREEMENT CAREFULLY AND RETURN IT SIGNED TO THE COMPANY BY NO LATER THAN AUGUST 5, 2024.Yours sincerely,By:/s/ Andrew M. SnyderAndrew M. SnyderChair of the Board of DirectorsAugust 1, 2024CONFIRMATIONI hereby confirm that I have read the above Employment Agreement, and I understand it and agree with its contents.Matti Shem Tov/s/ Matti Shem Tov1-August-2024EmployeeSignatureDate8Â Â Â Â Appendix ASalary and Benefits1.Salary1.1You will receive a gross annual salary of USD $900,000 (â€œSalaryâ€), which will be paid in NIS in 12 equal monthly installments. The monthly installments will be calculated based on the USD/NIS exchange rate at the time of each payment.1.2The Salary will be paid to you by the 9th day of the month, after deduction of applicable taxes and like payments.2.Vacation2.1.You will be entitled to 24 vacation days per year.2.2.The accrual of vacation days will be in accordance with the Companyâ€™s policy as in effect from time to time. Currently, according to the Companyâ€™s policy, vacation days may be carried forward from one calendar year to the next to the extent permitted by law, provided that you use at least 7 vacation days each year and that you will not be entitled to carry over more than 10 vacation days from one calendar year to the next. Any vacation days exceeding such limit will be cancelled by the Company and, for the avoidance of doubt, not be paid out on termination.3.Sick LeaveYou will be entitled to sick leave according to law. However, you will be entitled to the full salary as of the first day of your absence due to sick leave. You will not be entitled to any compensation with respect to unused sick leave.4.Recuperation PayYou will be paid recuperation pay as required by law.5.Travel ExpensesThe Company will pay your travel expenses according to law. Your monthly gross salary payment includes the travel expense for your commute to you designated office location. You will abide by the Companyâ€™s policies on travel and expenses as communicated to you from time to time; provided, however, you will be permitted to fly business class on all business-related flights (and if business class is not available on a certain route, first class travel will be permitted).A-16.Section 14 and Pension Arrangement6.1.You will be entitled to contributions to a pension arrangement of your choice (â€œPension Arrangementâ€), at the following monthly rates:The Company will contribute:(a)8.33% of the Salary towards the severance pay component; and(b)6.5% of the Salary towards the pension component.In the case you are insured in a managers insurance policy or a provident fund (which is not a pension fund), the said rate will include the rate of contributions towards the disability insurance (×‘×™×˜×•×— ××‘×“×Ÿ ×›×•×©×¨ ×¢×‘×•×“×”), ensuring loss of earning payment of 75% of the Salary but no less than 5% towards the pension component, all subject to the terms of the Extension Order regarding the Increase of Pension Contributions - 2016 (the â€œPension Order 2016â€). In accordance with the terms of the Pension Order 2016, if the said rate will not be sufficient to insure you in disability insurance, the total rate of contributions will increase up to 7.5% of the Salary.The Company will also deduct 6% of the Salary to be paid on your account towards the Pension Arrangement.6.2.It is hereby agreed that the settlement regulated in the General Order as amended (attached as Appendix C) published under section 14 of the Severance Pay Law 1963 will apply. The Companyâ€™s contributions to your Pension Arrangement will therefore constitute your entire entitlement to severance pay in respect of the paid Salary, in place of any severance pay to which you otherwise may have become entitled at law.6.3.The Company waives all rights to have its payments refunded, unless your right to severance pay is denied by a judgment according to sections 16 or 17 of the Severance Pay Law or in the event that you withdraw monies from the pension arrangement in circumstances other than an Entitling Event, where an â€œEntitling Eventâ€ means death, disablement or retirement at the age of 60 or over.7.Contractual Severance Pay7.1.Notwithstanding anything to the contrary in the ESP (including with respect to the participation of a Chief Executive Officer), you shall be an â€œExecutiveâ€ under, and will be eligible to receive contractual severance pay in accordance with and subject to the terms of, the ESP, less amounts accrued in the severance component of the Pension Arrangement. 7.2.Payment of contractual severance and any other benefits described in this Section 7 is contingent upon your timely execution and non-revocation of a separation and A-2general release agreement, the complete terms of which will be provided to you closer to any potential termination date. 8.Further Education Fund (â€œKeren Hishtalmutâ€ in Hebrew)The Company will make monthly Further Education Fund contributions as follows: 7.5% of Salary paid by the Company on its account and 2.5% of Salary to be deducted by the Company from such Salary to be paid on your account, in each case up to the ceiling recognized by the income tax authorities from time to time, but not otherwise. You will bear any and all taxes applicable in connection with amounts payable by you and/or Company to the said Further Education Fund.9.Annual Bonus9.1.You will be eligible to participate in Clarivateâ€™s Annual Incentive Plan (â€œAIPâ€) with the opportunity to earn an annual bonus with a target of 100% of your annual Salary, with a maximum annual bonus opportunity of 200% of your annual Salary (â€œBonusâ€). The terms and conditions of the Bonus will be set out in the AIP as in effect from time to time. The Bonus, if you are entitled to receive it, will be paid (if any) at such time as customary in the Company as to the payment to other executives or senior management who are entitled to receive an annual bonus generally. For the 2024 plan year, your Bonus will be prorated based on your service during 2024.9.2.In order to be eligible for the Bonus, you must be employed by the Company at the date of payment (or, solely with respect to the Bonus

for the 2024 plan year, as of December 31, 2024), and not under Prior Notice for termination for Cause (as defined in the ESP) by the Company.9.3.The calculation and interpretation of any Bonus payable to you and the decision to award any Bonus, in any given year, will be determined by the Companyâ€™s Human Resources and Compensation Committee (â€œHRCCâ€), at the sole discretion of the committee and its decision will be final, and will not be subject to review or appeal.9.4.Where any Bonus is being a conditional payment, it will not constitute a salary component for any purpose, including for the purpose of calculating any social and fringe benefits.10.Annual Equity Program10.1.You will be entitled to participate in the annual equity program according to the award design and levels approved by the HRCC at the time of the grant. Any share units granted to you will be subject to the terms and conditions of the Clarivate 2019 Incentive Award Plan (the â€œPlanâ€), the grant agreement which will be provided to you as soon as administratively practical after any grant is A-3approved, and the terms of any grant notice. From time to time, as business conditions dictate, Clarivate may revise eligibility and the types of equity provided in the annual equity program. Any future grants or awards under the Plan are made entirely at the discretion of Clarivate and approval from the HRCC.10.2.You will receive an initial 2024 equity grant with an aggregate grant date target value of USD $3,500,000, with an award mix of 50% in RSUs and 50% in Performance-Based Restricted Share Units (â€œPSUsâ€), granted within 15 days of your Commencement Date. RSUs will vest ratably over the 3 years following the grant date, with one-third of the award vesting on each of the first three anniversaries of the grant date, subject to your continued service. 100% of the PSUs will vest following the end of the applicable performance period, subject to your continued service.10.3.Subject to your continued employment through the applicable grant date (and provided you have not previously provided Prior Notice), your 2025 annual equity grant will have target value of at least USD $6,000,000, as recommended by management and subject to approval of the HRCC of the Board of Directors (at such time as annual equity grants to executives are otherwise approved) in its discretion, with an award mix of 50% in RSUs and 50% in PSUs. For the avoidance of doubt, the value of your annual equity grant for 2026 and any future fiscal year, if any and, in any case, subject to your continued employment at such time, shall be determined by the HRCC of the Board of Directors in its discretion. 10.4.You will receive a one-time sign-on award of RSUs with an aggregate grant date target value of USD $500,000 (the â€œSign-On Awardâ€) to be granted within 15 days of your Commencement Date. RSUs will vest on the first anniversary of the date of grant, subject to your continued service. In the event your employment is terminated for Cause at any time prior to or within one year after full vesting of the Sign-On Award, you agree to pay Clarivate in cash the after-tax value of any portion of the Sign-On Award that has vested as of your termination date.10.5.Notwithstanding anything to the contrary contained herein, in the event the Company requests your Relocation from Israel pursuant to Section 5 of the Employment Agreement, a pro-rata portion of any unvested RSUs previously granted shall automatically vest as of the date immediately prior to the date of your actual Relocation, based on the number of days from the date of grant through the date of your Relocation (and taking into account any vesting previously achieved). All other unvested RSUs shall remain outstanding an eligible to vest in accordance with their original terms.A-4Appendix BConfidentiality, Non-Competition, Non-Solicitation, Assignment of Inventions and NondisparagementÂ UndertakingI, Matitiahu (Matti) Shem Tov, am employed by Ex Libris Ltd. (â€œCompanyâ€) pursuant to an employment agreement to which this Confidentiality, Non-Competition, Non-Solicitation, and Assignment of Inventions Undertaking (â€œUndertakingâ€) is attached as Appendix B (â€œEmployment Agreementâ€).I acknowledge that in the course of my employment with the Company I will become familiar with a range of Confidential Information (as defined below) and that my services are of particular and special value to the Company. In consequence, I undertake the following towards the Company and its affiliates, being persons or entities which control, are controlled by or are under common control with the Company now or in the future (individually and collectively referred to as the â€œGroupâ€).1.Confidential Information and Confidentiality1.1I am aware that I have been and will continue to be entrusted with, or otherwise have access to or become aware of, information (regardless of the manner in which it is recorded or stored) relating to the business, methodology or affairs of the Group, or any person or entity with whom or which the Group deals, interacts or is otherwise connected and which, for the avoidance of doubt, includes the terms of the Employment Agreement, other than the terms of this Undertaking (â€œConfidential Informationâ€). For the purposes of this Undertaking, Confidential Information includes but is not limited to any and all:1.1.1Technical information of the Company and/or the Group, its customers or other third parties that is in use, planned, or under development, such as manufacturing and/or research processes or strategies; computer product, process and/or devices; software product; and any other databases, methods, know-how, formulae, compositions, technological and other data, technological prototypes, processes, discoveries, machines, inventions, and similar items;1.1.2Business and operational information of the Company and/or the Group, its customers or other third parties that is in use, planned, or under development, such as information relating to the Groupâ€™s employees (including information related to performance, skillsets, and compensation); actual and anticipated relationships between the Company and/or the Group and other companies; financial information; information relating to customer or vendor relationships; product pricing, customer lists, customer preferences, financial information, credit information; and similar items; andB-1Â Â Â Â 1.1.3Information relating to future plans of the Company and/or the Group, its customers or other third parties that is in use, planned, or under development, such as marketing strategies; new product research; pending projects and proposals; proprietary production processes; research and development strategies; and similar items.Confidential Information shall not include any information which is or becomes generally available in the public domain other than through my acts or omissions or which I can demonstrate by written records was independently developed by me without reference to any Confidential Information.1.2Subject to the Protected Rights, during the term of my employment with the Company and at all times thereafter I have kept and will continue to keep in strictest confidence, and will not except in the proper performance of my employment duties use, access, disclose and/or make available or accessible (or authorize any other person to use, access, disclose and/or make available or accessible), directly or indirectly, to any third party any Confidential Information without the prior written consent of the Company. The foregoing does not apply to disclosures which are required by law or a valid court order, in which case I will notify the Company in writing immediately on becoming aware of such requirement or its likely occurrence, and the disclosure will be limited to the extent expressly required.1.3Subject to the Protected Rights, without derogating from the generality of the foregoing, I confirm that:1.3.1Except in the proper performance of my employment duties, I have not and will not copy, transmit, communicate, publish or make any commercial or other use whatsoever of any Confidential Information, without the prior written consent of the Board.1.3.2I have and will continue to exercise the highest degree of care in safeguarding the Confidential Information against loss, misuse, theft or other inadvertent disclosure and in maintaining its confidentiality.1.3.3Upon termination of my employment, or at the earlier request of my direct manager, I will promptly deliver to the Company (or, at the Companyâ€™s request, destroy and certify to the Company as to such destruction) any and all documents or other embodiments or recordings of or related to Confidential Information and any and all copies thereof that have been furnished to me, prepared by me or that are otherwise in my custody, possession or control, and I will not retain such documents or other embodiments or recordings, or copies thereof, in whatever form.B-2Â Â Â Â 2.Non-Competition and Non-SolicitationI hereby covenant that throughout the term of my employment with the Company and for a period of twelve (12) months thereafter:2.1.I will not, directly or indirectly, in any capacity whatsoever, whether independently or as a shareholder, employee, consultant, officer or in any managerial capacity, carry on, set up, own, manage, control or operate, be employed, engaged or interested in a business anywhere in the world which competes with or proposes to complete with the Group, including, without limitation, in any activity in the field of academia and/or government information services sector or other competitors of the Group.2.2.I will not, whether directly or indirectly, in any way canvass, solicit, or endeavor to entice from the Group, or otherwise have any business dealings with, any person or entity who or which at any time during my employment was or is:(a)a supplier to, investor, customer, partner, joint venturer or licensor of the Group or other commercial contractor of whatever nature;(b)in the habit of dealing with the Group;(c)an employee, agent, officer, consultant, advisor or other independent contractor of or provider of services to the Group; or(d)negotiating or discussing becoming any of the above.2.3.I will not otherwise interfere with the relationship between any of the persons or entities listed in Section 2.2 and the Group (including by assisting another to interfere in such relationship).2.4.I acknowledge that my obligations under this Section 2 are reasonable in light of my position and duties within the Company, the nature of the Groupâ€™s business, and the fact that the compensation to which I am entitled under the Employment Agreement has been calculated to include special consideration for my undertakings in this Section 2.3.Intellectual Property3.1.I will promptly disclose to the Company all Intellectual Property which I have or which I may solely or jointly invent, conceive, make, create, develop or reduce to practice or cause to be invented, conceived, made, created, developed or reduced to practice during the course of, in connection with and/or as a direct or indirect result of my employment with the Company and/or involving the use of time, materials, facilities, Confidential Information or other Group property or other resources of the Group (â€œInventionsâ€). B-3Â Â Â Â 3.2.For the purposes of this Undertaking, â€œIntellectual Propertyâ€ will include any and all intellectual property or similar proprietary rights anywhere in the world, including without limitation rights in algorithms, binary code, brands, business methods, business plans, computer programs, computer software, concepts, confidential information, content, databases, developments, drawings, firmware, composition of matter or materials, certification marks, collective marks, copyright, customer lists, data, designs, derivative works, discoveries, distributor lists, documents, domain names, file layouts, formulae, ideas, images, improvements, industrial designs, information, innovations, inventions (including but not limited to Service Inventions as defined in Section 132 of the Patent Law-1967 (the â€œPatent Lawâ€)), integrated circuits, know-how, logos, look and feel, manufacturing information, mask works, materials, methods, moral rights, object code, original works of authorship, patents, patent applications, patent rights, including but not limited to any and all continuations, divisions, reissues, re-examinations or extensions, plans, processes, proprietary technology, reputation, research data, research results, research records, semiconductor chips, service marks, slogans,

software, source code, specifications, statistical models, supplier lists, systems, techniques, technology, trade secrets, trademarks, trade dress, trade names, trade styles, technical information, utility models, writings, and any rights analogous to the foregoing (in each case (a) whether patentable or unpatentable or registrable under any applicable copyright, trademark or other intellectual property statute or code, (b) together with any and all patent applications, letters patent, trademark, trade name or service mark applications or registrations, copyrights or reissues thereof that may be granted upon any of the foregoing and (c) together with all goodwill accruing from any of the foregoing and all priority rights relating to patents).3.3.I further acknowledge and agree that all Inventions, and any and all rights, interests and title therein and thereto, will be the sole and exclusive property of the Company and I will not be entitled to, and I hereby waive now and in the future, any claim to any right, Moral Rights (as defined below), compensation or reward, including any right to royalties in Service Inventions in accordance with the Patent Law, that I may have in connection therewith. This clause constitutes an express waiver of any rights I may have under Section 134 of the Patent Law.3.4.Without derogating from the Groupâ€™s rights under this Undertaking or any law, I agree to assign and hereby automatically and irrevocably assign to the Company and/or its designee any and all rights, titles and interests in respect of any Inventions, to the extent that I may have such rights, titles or interests on a worldwide basis, and I acknowledge now and in the future the Companyâ€™s full and exclusive ownership in all such Inventions. The foregoing assignment includes without limitation all rights of attribution, paternity, integrity, modification, disclosure and withdrawal, and any other rights throughout the world that may be known or referred to as â€œmoral rightsâ€, â€œartistâ€™s rightsâ€, â€œdroit moralâ€ or the like (collectively referred to as â€œMoral Rightsâ€). To the extent that B-4Â Â Â Â Moral Rights cannot be assigned under applicable law, I hereby waive and agree not to enforce any and all Moral Rights, including without limitation, any limitation on subsequent modification, to the extent permitted under applicable law. 3.5.If any Invention may be protected by copyright and is deemed in any manner to constitute a â€œwork made for hireâ€ under applicable law, then such Invention shall be deemed a â€œwork made for hire,â€ the copyright of which, and all other rights, title and interest thereto, shall immediately and by operation of this Undertaking be owned solely, exclusively and completely by the Company or its designee. If any Invention may be protected by copyright and is not considered to be a â€œwork made for hireâ€ under applicable law, then I agree to assign, and hereby automatically and irrevocably assign all copyrights, Moral Rights and other associated rights thereto to the Company or its designee in accordance with Section 3.4.3.6.I will, at any time hereafter, sign, execute, make and do all deeds, documents, assignments, transfers, instruments and acts as the Company may require to comply with or confirm the terms of this Undertaking, including without limitation (as deemed necessary by the Company in its sole discretion) the transfer or confirmation of transfer of rights, title and interest in and to any and all Inventions to the Company or its designee, and the application for copyrights, patents or other intellectual property rights related to Inventions solely in the name of the Company or its designees or assigns, or to otherwise assist the Company and/or its designee to obtain the exclusive and absolute right, title and interest in and to all Inventions and to protect the same against infringement by any third party, including by assisting in any legal action requested by the Group with respect to the foregoing. If for any reason whatsoever the Company is unable to secure my cooperation (as determined by the Company in its sole discretion) or execution of any such deed, instrument, or other document regarding a patent, copyright or other protection or registration of any right related to any Invention, I hereby appoint the Company and its duly authorized officers and agents as my duly authorized agent and attorney in fact for the limited purposes of executing any such deed, instrument or other document and prosecuting any action for, or otherwise obtaining legal protection or registration of, any and all Inventions or right or benefit arising or accruing therefrom, solely in the name of the Company or that of its designees or assigns, or as the Company otherwise desires.4.Nondisparagement4.1.Subject to the Protected Rights, during employment and at all times thereafter, I agree to:4.1.1.refrain from any disparagement of the Company and any of its current and former officers, directors, equityholders, managers, employees, agents, investors, attorneys, shareholders, administrators, affiliates, benefit plans, B-5Â Â Â Â plan administrators, insurers, trustees, divisions, and subsidiaries and predecessor and successor corporations and assigns, but only to the extent such persons or entities are known to you to have or have had such a relationship with the Company (the â€œNondisparagement Partiesâ€);4.1.2.refrain from any tortious interference with the contracts and relationships of the Nondisparagement Parties; 4.1.3.refrain from making, either directly or indirectly, any negative, damaging or otherwise disparaging communications concerning the Nondisparagement Parties or the Nondisparagement Partiesâ€™ services to any of the clients or customers of the Nondisparagement Parties; and 4.1.4.refrain from causing or encouraging any other person to engage in the conduct described in this Section 4.5.No Conflicting ObligationsSubject to the Protected Rights, I will not, at any time during the term of the Employment Agreement, use or disclose Confidential Information in such manner that may breach any confidentiality or other obligation I owe to any former employer or other third party, without their prior written consent.I warrant that I have the full right to assign the Inventions and the associated rights, titles and interests therein and that I have not made, and will not make, any agreement in conflict with this paragraph or Section 3 above.6.Protected Rights. 6.1.I acknowledge and agree that:6.1.1.Notwithstanding any other provision of this Undertaking or the Employment Agreement, nothing in this Undertaking, the Employment Agreement, or otherwise limits my ability to communicate directly with and provide information, including documents, not otherwise protected from disclosure by any applicable law or privilege to the U.S. Securities and Exchange Commission (â€œSECâ€), or any federal, state or local governmental agency or commission (each, a â€œGovernment Agencyâ€) or self-regulatory organization regarding possible legal violations, without disclosure to the Company or prevents me from: 6.1.1.1.filing a charge or complaint with any federal, state or local governmental agency or commission; 6.1.1.2.providing truthful testimony in litigation; orB-6Â Â Â Â 6.1.1.3.discussing or disclosing information about sexual harassment, sexual assault or unlawful acts in the workplace (including harassment, discrimination or other conduct I have reason to believe is unlawful).6.1.2.I do not need the prior authorization of the Company to make any such reports or disclosures, and I will not be required to notify the Company that such reports or disclosures have been made. 6.1.3.The Company may not retaliate against me for any of these activities, and nothing in this Undertaking requires me to waive any monetary award or other payment to which I might become entitled from the SEC or any other Government Agency or self-regulatory organization. 6.2.I acknowledge and agree that:6.2.1.I have received the following notice required pursuant to 18 U.S.C Â§ 1833(b)(1): â€œAn individual shall not be held criminally or civilly liable under any Federal or State trade secret law for the disclosure of a trade secret that (A) is made (i) in confidence to a Federal, State, or local government official, either directly or indirectly, or to an attorney; and (ii) solely for the purpose of reporting or investigating a suspected violation of law; or (B) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal.â€ Nothing in this Section 6 is intended to conflict with 18 U.S.C. Â§ 1833(b) or create liability for disclosures of trade secrets that are expressly allowed by 18 U.S.C. Â§ 1833(b). 6.2.2.I have the right to disclose in confidence trade secrets to federal, state, and local government officials, or to an attorney, for the sole purpose of reporting or investigating a suspected violation of law. If I file a lawsuit for retaliation by the Company for reporting a suspected violation of law, I also have the right to disclose the Companyâ€™s trade secrets to my attorney and use the trade secret information in the court proceeding if I (1) file any document containing the trade secret under seal and (2) do not disclose the trade secret, except pursuant to a court order. 6.3.My rights as described in this Section 6 are referred to as the â€œProtected Rightsâ€.7.General7.1.I acknowledge that any breach by me of my obligations pursuant to this Undertaking may cause substantial damage for which the Group will hold me liable, subject to the Protected Rights. I further acknowledge and agree that the remedy at law for any breach by me of this Undertaking will be inadequate and that damages flowing from such breach are not usually susceptible to being B-7Â Â Â Â measured in monetary terms. Accordingly, I acknowledge that upon any violation of any provision of this Undertaking by me, in addition to any remedy that the Company may have at law, the Company will be entitled to obtain from any court of competent jurisdiction immediate injunctive relief and obtain a temporary order restraining any threatened or further breach as well as an equitable accounting of all profits or benefits arising out of such violation, in all cases without any requirement of posting a bond. Nothing in this Section 7.1 will be deemed to limit the Companyâ€™s and/or Groupâ€™s remedies at law or in equity for any breach by me of any of the provisions of this Undertaking, which may be pursued by or available to the Company and/or Group.7.2.The terms of this Undertaking will be interpreted in such a way as to give them maximum enforceability at law. The unenforceability of any term (or part thereof) will not affect the enforceability of any other part of this Undertaking.7.3.My undertakings hereunder are in addition to, and do not derogate from, any obligation to which I may be subject under applicable law or any Group policy or agreement.7.4.My undertakings hereunder will be applicable to me during the term of my employment with the Company and thereafter. Notwithstanding the aforesaid, the effect of my undertakings under Section 2 above will be for the period specified in such Section.7.5.This Undertaking will be governed by and construed in accordance with the laws of Israel.[Remainder of page intentionally left blank]B-8Â Â Â Â Matti Shem Tov/s/ Matti Shem Tov1-August - 2024EmployeeSignatureDateEx Libris Ltd. hereby agrees to and accepts the assignment of all rights in the Inventions./s/ Sarit
OlamyÂ Â Â Â Â

Pension Fund and to an Insurance Fund whether there exists a possibility in the Insurance Fund to an allowance plan (â€œEmployer Paymentsâ€), will replace the severance pay that the employee is entitled to for the salary and period of which the payments were paid (â€œExempt Wagesâ€) if the following conditions are satisfied:1.Employer Payments1.1For Pension Funds are not less than 14.33% of the Exempt Wages or 12% of the Exempt Wages, if the employer pays for his employee an additional payment on behalf of the severance pay completion for a providence fund or Insurance Fund at the rate of 2.33% of the Exempt Wages. If an employer does not pay the additional 2.33% on top of the 12%, then the payment will constitute only 72% of the Severance Pay.1.2To the Insurance Fund are not less than one of the following:1.2.113.33% of the Exempt Wages if the employer pays the employee additional payments to insure his monthly income in case of work disability, in a plan approved by the Supervisor of the Capital Market, Insurance and Savings in the Finance Ministry, at the lower of, a rate required to insure 75% of the Exempt Wages or 2.5% of the Exempt Wages (â€œDisability Paymentâ€).1.2.211% of the Exempt Wages if the employer pays an additional Disability Payment and in this case the Employer Payments will constitute only 72% of the employeeâ€™s severance pay; if, in addition to the abovementioned sum, the employer pays 2.33% of the Exempt Wages for the purpose of Severance Pay completion to providence fund or Insurance Funds, the Employer Payments will constitute 100% of the severance pay.C-1Â Â Â Â Â Â Â Â 2.Pension Fund Agreement 2.1.A written agreement must be made between the employer and employee no later than 3 months after the commencement of the Employer Payments that includes: 2.1.1.the agreement of the employee to the arrangement pursuant to this confirmation which details the Employer Payments and the name of the Pension Fund or Insurance Fund; this agreement must include a copy of this confirmation;2.1.2.an advanced waiver of the employer for any right that he could have to have his payments refunded unless the employeeâ€™s right to severance pay is denied by judgment according to sections 16 or 17 of the Law, or in case the employee withdrew monies from the Pension Fund or Insurance Fund not for an Entitling Event; for this matter, Entitling Event or purpose means death, disablement or retirement at the age of 60 or over.3.Entitlement to Severance Pay This confirmation does not derogate from the employeeâ€™s entitlement to severance pay according to the Law, Collective Agreement, Extension Order or personal employment agreement, for any salary above the Exempt Wages.C-2Â Â Â Â Â Â Â Â EX-31 10 exhibit31-q32024.htm EX-31 DocumentExhibit 31CERTIFICATIONI, Matitiahu Shem Tov, certify that:1.Â Â Â Â I have reviewed this Quarterly Report on Form 10-Q of Clarivate Plc;2.Â Â Â Â 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;3.Â Â Â Â 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;4.Â Â Â Â The registrantâ€™s other certifying officer 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: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;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;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; andd)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; and5.Â Â Â Â The registrantâ€™s other certifying officer 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):a)Â Â Â Â 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; andb)Â Â Â Â 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.Date: NovemberÂ 6, 2024/s/ Matitiahu Shem TovMatitiahu Shem TovChief Executive Officer and DirectorCERTIFICATIONI, Jonathan M. Collins, certify that:1.Â Â Â Â I have reviewed this Quarterly Report on Form 10-Q of Clarivate Plc;2.Â Â Â Â 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;3.Â Â Â Â 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;4.Â Â Â Â The registrantâ€™s other certifying officer 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: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;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;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; andd)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; and5.Â Â Â Â The registrantâ€™s other certifying officer 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):a)Â Â Â Â 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; andb)Â Â Â Â 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.Date: NovemberÂ 6, 2024/s/ Jonathan M. CollinsJonathan M. CollinsExecutive Vice President and Chief Financial Officer EX-32 11 exhibit32-q32024.htm EX-32 DocumentExhibit 32CERTIFICATION PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Clarivate Plc (the â€œCompanyâ€) on Form 10-Q for the quarter ended September 30, 2024Â as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Matitiahu Shem Tov, Chief Executive Officer and Director of the Company, certify to my knowledge, pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. SectionÂ 1350), that:1.Â Â Â Â The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934; and2.Â Â Â Â The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: NovemberÂ 6, 2024/s/ Matitiahu Shem TovMatitiahu Shem TovChief Executive Officer and DirectorCERTIFICATION PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Clarivate Plc (the â€œCompanyâ€) on Form 10-Q for the quarter ended September 30, 2024Â as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Jonathan M. Collins, Executive Vice President and Chief Financial Officer of the Company, certify to my knowledge, pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. SectionÂ 1350), that:1.Â Â Â Â The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934; and2.Â Â Â Â The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: NovemberÂ 6, 2024/s/ Jonathan M. CollinsJonathan M. CollinsExecutive Vice President and Chief Financial Officer EX-101.SCH 12 clvt-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 9952157 - Statement - CONDENSED CONSOLIDATED

STATEMENTS OF CASH FLOWS (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Nature of Operations and Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Acquisitions and Divestitures link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Revenue link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Other Intangible Assets, Net and Goodwill link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Derivative Instruments link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Debt link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Shareholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Private Placement Warrants link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Restructuring and Other Impairments link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Other Operating Expense (Income), Net link:presentationLink link:calculationLink link:definitionLink 9952168 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 9952169 - Disclosure - Earnings Per Share link:presentationLink link:calculationLink link:definitionLink 9952170 - Disclosure - Segment Information link:presentationLink link:calculationLink link:definitionLink 9952171 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - Nature of Operations and Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - Revenue (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - Other Intangible Assets, Net and Goodwill (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - Derivative Instruments (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - Debt (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - Shareholders' Equity (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - Restructuring and Other Impairments (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - Other Operating Expense (Income), Net (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - Earnings Per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - Segment Information (Tables) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - Nature of Operations and Summary of Significant Accounting Policies - General (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - Acquisitions and Divestitures - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Revenue - Disaggregated Revenues (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Revenue - Contract Balances (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Other Intangible Assets, Net and Goodwill - Intangible Assets by Major Class (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Other Intangible Assets, Net and Goodwill - Intangible Assets by Major Class (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Other Intangible Assets, Net and Goodwill - Other Intangible Assets, Net Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Other Intangible Assets, net and Goodwill - Change in the Carrying Amount of Goodwill (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Derivative Instruments - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Derivative Instruments - Fair Value (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Debt - Summary of Indebtedness (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Debt - The Credit Facilities, Revolving Credit Facility and Term Loan Facility (2026) (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Shareholders' Equity - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Shareholders' Equity - Accumulated Other Comprehensive Income (Loss) Roll forward (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Private Placement Warrants - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Restructuring and Other Impairments (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Other Operating Expense (Income), Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Income Taxes (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Earnings Per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - Earnings Per Share - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - Segment Information - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - Segment Information - Revenue by Reportable Segment (Details) link:presentationLink link:calculationLink link:definitionLink 9954502 - Disclosure - Segment Information - Adjusted EBITDA by Segment (Details) link:presentationLink link:calculationLink link:definitionLink 9954503 - Disclosure - Commitments and Contingencies (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 13 clvt-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 14 clvt-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 15 clvt-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Adjustments to reconcile net income (loss) to net cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] A&G Segment Academia & Government Academia & Government Group [Member] Academia & Government Group Principal payments on term loans Repayment of long-term debt Repayments of Long-Term Debt Stock repurchase program, remaining authorized repurchase amount Share Repurchase Program, Remaining Authorized, Amount Prepaid expenses Increase (Decrease) in Prepaid Expense Total debt outstanding Long-Term Debt and Lease Obligation, Including Current Maturities Derivatives, Fair Value [Line Items] Derivatives, Fair Value [Line Items] Cover [Abstract] Net change in cash and cash equivalents, including restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Trading Symbol Trading Symbol Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Income tax benefit due to impairment of intangible assets Effective Income Tax Rate Reconciliation, Deductible Expense, Impairment Losses, Amount Effective Income Tax Rate Reconciliation, Deductible Expense, Impairment Losses, Amount All Trading Arrangements All Trading Arrangements [Member] Long-term debt Long-Term Debt and Lease Obligation Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Asset Derivatives Derivative Asset, Subject to Master Netting Arrangement, before Offset Non-NEOs Non-NEOs [Member] Schedule of Basic and Diluted EPS Computations for Ordinary Shares Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Small Product Group within IP Segment Small Product Group Within IP Segment [Member] Small Product Group Within IP Segment Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative [Line Items] Derivative [Line Items] Acquisition Goodwill, Measurement Period Adjustment Stock Issued During Period, Shares, Conversion of Convertible Securities Stock Issued During Period, Shares, Conversion of Convertible Securities Disposal Group Name [Domain] Disposal Group Name [Domain] Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Accounts receivable Increase (Decrease) in Accounts Receivable Derivative [Table] Derivative [Table] Cross currency swap Currency Swap [Member] Subscription revenues Subscription Revenues [Member] It represents the Amount of revenue from subscription. Operating leases, net Increase (Decrease) in Operating Lease Liability Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Hedging Relationship [Domain] Hedging Relationship [Domain] Schedule of Fair Value of Derivative Instruments Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block] Private Placement Warrants Fair Value Disclosures [Text Block] Restructuring and Related Activities [Abstract] Restructuring and Related Activities [Abstract] Award Timing Disclosures [Line Items] Net Investment Hedging Net Investment Hedging [Member] Loss (gain) from the mark to market adjustment Derivative, Gain (Loss) on Derivative, Net Divestiture consideration period payable Disposal Group, Including Discontinued Operation, Consideration, Period Payable Disposal Group, Including Discontinued Operation, Consideration, Period Payable Other Performance Measure, Amount Other Performance Measure, Amount Goodwill [Line Items] Goodwill [Line Items] Ordinary shares, outstanding (in shares) Common Stock, Shares, Outstanding Share-based award activity (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, Forfeited Operating lease liabilities Operating Lease, Liability, Noncurrent Other Other Reconciling Items, EBITDA To Net Income (Loss) Attributable To Parent Other Reconciling Items, EBITDA To Net Income (Loss) Attributable To Parent Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] Current portion of deferred revenues Contract with Customer, Liability, Current Weighted average effect of potentially dilutive shares (in shares) Weighted Average Number of Shares Outstanding, Diluted, Adjustment Other non-current assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Definite-lived intangible assets, Gross Finite-Lived Intangible Assets, Gross Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash Flows From Operating Activities Net Cash Provided by (Used in) Operating Activities [Abstract] Schedule of Accumulated Other Comprehensive Income (Loss) Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Preferred Stock, Convertible, Terms Preferred Stock, Convertible, Terms Prepaid expenses Prepaid Expense, Current Equity Components [Axis] Equity Components [Axis] Other current assets Other Assets, Current Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Trade names Trade Names [Member] Measurement Frequency [Axis] Measurement Frequency [Axis] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Proceeds from divestitures, net of cash divested

Proceeds from Divestiture of Businesses, Net of Cash Divested Total operating expenses Costs and Expenses Collateralized amount Debt Instrument, Collateral Amount Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Diluted EPS Earnings Per Share, Diluted [Abstract] Disposal Group Classification [Axis] Disposal Group Classification [Axis] Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Restructuring and Related Costs Restructuring and Related Costs [Table Text Block] Payment of debt issuance costs and discounts Payments of Debt Issuance Costs Tabular List, Table Tabular List [Table Text Block] Level 3 Fair Value, Inputs, Level 3 [Member] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Antidilutive shares (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Payments made Payments for Restructuring Class of Warrant or Right [Line Items] Class of Warrant or Right [Line Items] Other Operating Expense (Income), Net Other Operating Income and Expense [Text Block] Number of warrants expired (in shares) Class Of Warrant Or Right, Expired Class Of Warrant Or Right, Expired Credit Facility [Domain] Credit Facility [Domain] Cash and cash equivalents, including restricted cash, beginning of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Senior Secured Notes Senior Secured Notes 2028 [Member] Senior Secured Notes 2028 Current assets: Assets, Current [Abstract] Goodwill Goodwill, beginning balance Goodwill, ending balance Goodwill Indefinite-lived Intangible Assets, Major Class Name [Domain] Indefinite-Lived Intangible Assets, Major Class Name [Domain] Payments related to tax withholding for share-based compensation Payment, Tax Withholding, Share-Based Payment Arrangement Other comprehensive income (loss), net of tax: Other Comprehensive Income (Loss), Net of Tax [Abstract] Stock repurchase program, authorized amount Share Repurchase Program, Authorized, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service [Domain] Product and Service [Domain] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Foreign currency forward Foreign Exchange Forward [Member] Goodwill [Roll Forward] Goodwill [Roll Forward] Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Comprehensive income (loss) Comprehensive Income (Loss), Net of Tax, Attributable to Parent Finance lease, Effective Interest Rate Finance Lease, Weighted Average Discount Rate, Percent Preferred stock, outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Interest rate spread (as a percent) Debt Instrument, Basis Spread on Variable Rate Award Type Award Type [Axis] Basic EPS Earnings Per Share, Basic [Abstract] Impact of foreign currency fluctuations Goodwill, Foreign Currency Translation Gain (Loss) Total liabilities Liabilities Amortization of debt issuance costs Increase (Decrease) in Deferred Charges Ordinary shares, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Cash Flows From Investing Activities Net Cash Provided by (Used in) Investing Activities [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Current portion of operating lease liability Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Ordinary shares, issued (in shares) Common Stock, Shares, Issued Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Schedule of Other Operating Expense (Income), Net Schedule Of Other Operating Income, Net [Table Text Block] Schedule Of Other Operating Income, Net Term Loan Facility Term Loan Facility [Member] Represents information pertaining to a Term Loan Facility. Restructuring and other impairments, including goodwill Restructuring Costs and Asset Impairment Charges Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Goodwill and intangible asset impairments Goodwill and intangible asset impairments Goodwill and Intangible Asset Impairment Class of Warrant or Right [Table] Class of Warrant or Right [Table] Payments for acquisitions, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Basis of Presentation Basis of Accounting, Policy [Policy Text Block] MarkMonitor MarkMonitor [Member] MarkMonitor Diluted (in shares) Weighted average shares, diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] AOCI Attributable to Parent, Net of Tax [Roll Forward] AOCI Attributable to Parent, Net of Tax [Roll Forward] Total shareholders' equity Balance at beginning of the period Balance at end of the period Equity, Attributable to Parent Litigation Case [Axis] Litigation Case [Axis] Hedging Designation [Domain] Hedging Designation [Domain] Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Schedule of Goodwill Schedule of Goodwill [Table Text Block] Segment Optimization Program Segment Optimization Program [Member] Segment Optimization Program Selling, general and administrative costs Selling, General and Administrative Expense Entity Address, Country Entity Address, Country Other comprehensive income (loss), net of tax Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Recurring Fair Value, Recurring [Member] Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Exit, Disposal and Abandonment Costs Exit, Disposal and Abandonment Costs [Member] Exit, Disposal and Abandonment Costs Document Fiscal Period Focus Document Fiscal Period Focus Transaction related costs Business Combination, Acquisition Related Costs All Executive Categories All Executive Categories [Member] Liabilities held for sale Disposal Group, Including Discontinued Operation, Liabilities, Current Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] ASSETS Assets [Abstract] Document Type Document Type Effective Interest Rate Debt Instrument, Interest Rate, Effective Percentage Derivative Contract [Domain] Derivative Contract [Domain] LS&H Segment Life Sciences & Healthcare Life Sciences and Healthcare Group [Member] It represents information pertaining to Science Group. One of the larger legal claims One Of The Larger Legal Claims [Member] One Of The Larger Legal Claims Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Schedule of Segment Reporting Information, by Segment Schedule of Segment Reporting Information, by Segment [Table Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Treasury stock acquired, average cost per share (in dollars per share) Shares Acquired, Average Cost Per Share Computer software Computer Software, Intangible Asset [Member] Cash and cash equivalents, including restricted cash, end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Other Income and Expenses [Abstract] Bar Veinstein [Member] Bar Veinstein Vesting of restricted stock units (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Schedule of contract balances Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Indefinite-lived intangible assets: Indefinite-Lived Intangible Assets (Excluding Goodwill) Maximum Maximum [Member] Amortization of intangible assets Amortization of Intangible Assets Severance and related benefit costs: Severance and Related Benefit Cost [Member] Severance and Related Benefit Cost Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Nature of Operations and Summary of Significant Accounting Policies Business Description and Accounting Policies [Text Block] Tax (benefit) on settlement of tax dispute Effective Income Tax Rate Reconciliation, Tax Contingency, Amount Finite-lived intangible assets Definite-lived intangible assets, Net Finite-Lived Intangible Assets, Net Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Accounting Policies [Abstract] Accounting Policies [Abstract] Dividends on preferred shares Dividends on preferred shares Preferred Stock Dividends, Income Statement Impact Gain on legal settlement Gain on settlement Gain (Loss) from Litigation Settlement Acquisitions and Divestitures Business Combination Disclosure [Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Income (loss) before income tax Income (loss) before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount All Award Types Award Type [Domain] Name Outstanding Recovery, Individual Name Disaggregation of Revenue [Line Items] Disaggregation of Revenue Disaggregation of Revenue [Line Items] Country Region Country Region Goodwill impairment Goodwill, Impairment Loss Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Schedule of Identifiable Intangible Assets Schedule of Intangible Assets and Goodwill [Table Text Block] Deferred income taxes Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Accrued expenses and other current liabilities Accrued Liabilities and Other Liabilities Other comprehensive income (loss) before reclassifications OCI, before Reclassifications, Net of Tax, Attributable to Parent Hedging Relationship [Axis] Hedging Relationship [Axis] Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Customer relationships Customer Relationships [Member] Recently Issued Accounting Standards New Accounting Pronouncements, Policy [Policy Text Block] Diluted (in dollars per share) Diluted EPS (in dollars per share) Earnings Per Share, Diluted Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Definite-lived intangible assets, Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Transactional and other revenues Transaction Revenues [Member] It represents the Amount of revenue from Transaction. Name Measure Name

Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Deferred revenues Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Miscellaneous expense (income), net Other Nonrecurring (Income) Expense Exit and disposal costs: Exit and Disposal Costs [Member] Exit and Disposal Costs Fair value adjustment of warrants A&G Adjusted EBITDA Fair Value Adjustment of Warrants Net foreign exchange loss (gain) Gain (Loss), Foreign Currency Transaction, before Tax Preferred stock, issued (in shares) Preferred Stock, Shares Issued Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Restructuring and Other Impairments Restructuring and Related Activities Disclosure [Text Block] Share-based compensation Share-Based Payment Arrangement, Noncash Expense Defined benefit pension plans Accumulated Defined Benefit Plans Adjustment Attributable to Parent [Member] Loss on divestiture Disposal Group, Not Discontinued Operation, Gain (Loss) on Disposal Senior Notes Senior Notes 2029 [Member] Senior Notes 2029 Provision (benefit) for income taxes Provision (benefit) for income taxes Provision (benefit) for income taxes Income Tax Expense (Benefit) Notional value Derivative, Notional Amount Change in fair value of private placement warrants Dilutive Securities, Effect on Basic Earnings Per Share Net income (loss) attributable to ordinary shares, diluted Net Income (Loss) Available to Common Stockholders, Diluted Goodwill And Intangible Assets [Line Items] Goodwill And Intangible Assets [Line Items] The line item disclosure represents goodwill and intangible asset. Revenues Total Revenues Revenue from Contract with Customer, Excluding Assessed Tax Other liabilities Increase (Decrease) in Other Noncurrent Liabilities Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Preferred stock, dividend rate (as a percent) Preferred Stock, Dividend Rate, Percentage Net cash provided by (used for) investing activities Net Cash Provided by (Used in) Investing Activities Income (loss) from operations Operating Income (Loss) Business Acquisition [Line Items] Business Acquisition [Line Items] Tax (benefit) due to release in valuation allowance Effective Income Tax Rate Reconciliation, Change in Deferred Tax Assets Valuation Allowance, Amount Number of reportable segments Number of Reportable Segments Total liabilities and shareholders' equity Liabilities and Equity Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Accrued compensation Employee-related Liabilities, Current Hedging Designation [Axis] Hedging Designation [Axis] Derivative Instruments Derivative Instruments and Hedging Activities Disclosure [Text Block] Expenses recorded Restructuring and other impairments Restructuring Charges Accumulated Other Comprehensive Income (Loss) [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Cash dividends on preferred shares Payments of Dividends Interest expense, net Interest expense, net Interest Income (Expense), Nonoperating Current portion of long-term debt Long-Term Debt and Lease Obligation, Current Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Individual: Individual [Axis] Accumulated Other Comprehensive Income (Loss) AOCI Attributable to Parent [Member] Interest rate swaps Accumulated Gain (Loss), Net, Cash Flow Hedge, Parent [Member] Product and Service [Axis] Product and Service [Axis] Statement [Line Items] Statement [Line Items] Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Assets held for sale Disposal Group, Including Discontinued Operation, Assets, Current Consideration for divestiture Disposal Group, Including Discontinued Operation, Consideration Operating Expenses: Operating Expenses [Abstract] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] LIABILITIES AND SHAREHOLDERS' EQUITY Liabilities and Equity [Abstract] Term of contract Derivative, Term of Contract Debt discounts and issuance costs Debt Instrument, Unamortized Discount (Premium) and Debt Issuance Costs, Net Restatement Determination Date Restatement Determination Date Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Non-current portion of deferred revenues Contract with Customer, Liability, Noncurrent Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Derivative Instrument [Axis] Derivative Instrument [Axis] Carrying Value Long-Term Debt, Gross Exercise Price Award Exercise Price Earnings Per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Subsequent Event Subsequent Event [Member] Other Intangible Assets, Net and Goodwill Goodwill and Intangible Assets Disclosure [Text Block] Dividends, Preferred Stock Dividends, Preferred Stock Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring Plan [Axis] Restructuring Plan [Axis] Segments [Domain] Segments [Domain] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Finance lease, Carrying Value Finance Lease, Liability All Individuals All Individuals [Member] Reporting Unit [Axis] Reporting Unit [Axis] PEO PEO [Member] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Fair vale of company's debt Debt Instrument, Fair Value Disclosure Name Trading Arrangement, Individual Name Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Other intangible assets, net Other intangible assets, net Intangible Assets, Net (Excluding Goodwill) Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table] Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table] Disposal Group Name [Axis] Disposal Group Name [Axis] Other assets Increase (Decrease) in Other Noncurrent Assets Payments for Repurchase of Equity Payments for Repurchase of Equity Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [Table] ProQuest Acquisition Integration Program ProQuest Acquisition Integration Program [Member] ProQuest Acquisition Integration Program Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Balance at beginning of the period (in shares) Balance at end of the period (in shares) Shares, Outstanding Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Local Phone Number Local Phone Number Total intangible assets, Gross Intangible Assets, Gross (Excluding Goodwill) Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Deferred income taxes Deferred Income Tax Liabilities, Net Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Liability Derivatives Derivative Liability, Subject to Master Netting Arrangement, before Offset Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax Impairment of definite-lived intangible assets Impairment of Intangible Assets, Finite-Lived Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Ordinary Shares Common Stock [Member] Measure: Measure [Axis] Preferred stock, authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Schedule of Business Acquisitions, by Acquisition [Table] Schedule of Business Acquisitions, by Acquisition [Table] Entity Emerging Growth Company Entity Emerging Growth Company Indefinite-lived Intangible Assets [Axis] Indefinite-Lived Intangible Assets [Axis] Segment Reporting [Abstract] Segment Reporting [Abstract] Entity Central Index Key Entity Central Index Key Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Foreign currency translation adjustment Accumulated Foreign Currency Adjustment Attributable to Parent [Member] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Shareholders' Equity Equity [Text Block] Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Segment Information Segment Reporting Disclosure [Text Block] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] APIC, Share-Based Payment Arrangement, Increase for Cost Recognition APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Title Trading Arrangement, Individual Title IP Segment Intellectual Property Intellectual Property Group [Member] It represents information pertaining to Intellectual Property Group. Statement [Table] Statement [Table] Measurement Frequency [Domain] Measurement Frequency [Domain] Other Restructuring Plans Other Restructuring Programs [Member] Other Restructuring Programs Annual equivalent amortization percentage Debt Instrument, Annual Payment, Effective Percentage Debt Instrument, Annual Payment, Effective Percentage City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Expected additional restructuring costs Restructuring and Related Cost, Expected Cost Remaining Disposal Group Classification [Domain] Disposal Group Classification [Domain] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Foreign currency translation adjustment Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Preferred Shares Preferred Stock [Member] Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment

[Table] Accumulated Other Comprehensive Income (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Table] Restructuring Reserve [Roll Forward] Restructuring Reserve [Roll Forward] Trade names and other Other Intangible Assets [Member] Subsequent Event Type [Axis] Subsequent Event Type [Axis] Income Taxes Income Tax Disclosure [Text Block] Stock Repurchased and Retired During Period, Value Stock Repurchased and Retired During Period, Value Stock Repurchased and Retired During Period, Value Per share Earnings Per Share [Abstract] Shareholders' equity: Equity [Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Stock repurchased and retired (in shares) Stock Repurchased and Retired During Period, Shares Pre-tax gain expected to be reclassified within 12 months Cash Flow Hedge Gain (Loss) to be Reclassified within 12 Months Schedule of Debt Schedule of Debt [Table Text Block] Deferred income taxes Deferred Income Taxes and Tax Credits Other non-current liabilities Other Noncurrent Liabilities [Member] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Net cash provided by (used for) financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Schedule Of Goodwill and Intangible Assets Disclosure [Table] Schedule Of Goodwill and Intangible Assets Disclosure [Table] The table disclosure represents goodwill and intangible asset. Credit Facility [Axis] Credit Facility [Axis] Amendment Flag Amendment Flag Entity Registrant Name Entity Registrant Name Re-occurring Revenues Re-occurring Revenues [Member] Re-occurring Revenues Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Restructuring and other impairments Restructuring and other impairments Restructuring Costs And Other Impairment Charges Restructuring Costs And Other Impairment Charges Depreciation and amortization Depreciation and amortization Depreciation, Depletion and Amortization Fair Value as of Grant Date Award Grant Date Fair Value Level 2 Fair Value, Inputs, Level 2 [Member] Debt Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Debt face amount Debt Instrument, Face Amount Schedule of disaggregated revenues Schedule of Revenue by Reportable Segment Disaggregation of Revenue [Table Text Block] Disposal group, Intangible assets Disposal Group, Including Discontinued Operation, Intangible Assets Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of Restructuring and Related Costs [Table] Restructuring Cost [Table] Interest rate swap Interest Rate Swap [Member] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Ordinary Shares, no par value; unlimited shares authorized; 710.3 and 666.1 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Common Stock, Value, Issued Noncash items Restructuring Reserve, Noncash Items And Other Adjustments Restructuring Reserve, Noncash Items And Other Adjustments Cash and cash equivalents, including restricted cash Cash and Cash Equivalents, at Carrying Value People-related costs Adjusted EBITDA Adjusted EBITDA Noncurrent assets Other Noncurrent Assets [Member] Accrued expenses and other current liabilities Increase (Decrease) in Other Current Liabilities Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Technology and content Databases And Content [Member] The member represents the databases and content. Accrued expenses and other current liabilities Other Current Liabilities [Member] Cash Flows From Financing Activities Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Preferred Shares, no par value; 14.4 shares authorized; 5.25% Mandatory Convertible Preferred Shares, Series A, zero and 14.4 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Preferred Stock, Value, Issued Reporting Unit [Domain] Reporting Unit [Domain] Basic (in dollars per share) Basic EPS (in dollars per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Property and equipment, net Property, Plant, and Equipment and Finance Lease Right-of-Use Asset, after Accumulated Depreciation and Amortization Other Liabilities Disclosure [Abstract] Payments related to finance lease Finance Lease, Principal Payments Senior Secured Notes Senior Secured Notes 2026 [Member] Senior Secured Notes 2026 Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Schedule of Goodwill [Table] Goodwill [Table] Designated as Hedging Instrument Designated as Hedging Instrument [Member] Net loss attributable to ordinary shares Net income (loss) attributable to ordinary shares Net income (loss) attributable to ordinary shares Net Income (Loss) Available to Common Stockholders, Basic Disposal Group, Held-for-sale, Not Discontinued Operations Disposal Group, Held-for-Sale, Not Discontinued Operations [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Weighted average shares used to compute earnings per share: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Total assets Assets Capital expenditures Payments to Acquire Property, Plant, and Equipment Other non-current liabilities Other Liabilities, Noncurrent Fair value of contingent consideration receivable Disposal Group, Including Discontinued Operation, Contingent Consideration, Asset, Fair Value Disclosure Disposal Group, Including Discontinued Operation, Contingent Consideration, Asset, Fair Value Disclosure Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies (Note 14) Commitments and Contingencies Termination Date Trading Arrangement Termination Date Warrant exercise price (usd per share) Class of Warrant or Right, Exercise Price of Warrants or Rights Not Designated as Hedging Instrument Not Designated as Hedging Instrument [Member] Entity Address, City or Town Entity Address, City or Town Debt Instrument [Axis] Debt Instrument [Axis] Royalties and other product costs Share-Based Payment Arrangement, Expense Net income (loss) Net income (loss) Net income (loss) Net Income (Loss) Attributable to Parent Other operating expense (income), net Other operating expense (income), net Other Operating Income (Expense), Net Trading Arrangement: Trading Arrangement [Axis] Warrant and share-based payment awards Warrant and Share-Based Payment Arrangement [Member] Warrant and Share-Based Payment Arrangement Stock Issued During Period, Value, Conversion of Convertible Securities Stock Issued During Period, Value, Conversion of Convertible Securities Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Loss Contingencies [Table] Loss Contingencies [Table] Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number Interest rate swaps Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax Revenue Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Effects of exchange rates Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Restructuring Plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name Document Period End Date Document Period End Date Other operating activities Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Lease abandonment costs: Lease Abandonment Costs [Member] Lease Abandonment Costs Insider Trading Arrangements [Line Items] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Other current assets Other Current Assets [Member] PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Discontinued Operations, Disposed of by Sale Discontinued Operations, Disposed of by Sale [Member] Cost of revenues Cost of Revenue Revenue recognized that was deferred at the beginning of the period Contract with Customer, Liability, Revenue Recognized Warrant outstanding Warrants and Rights Outstanding Adjustment to Compensation: Adjustment to Compensation [Axis] Foreign Exchange Contract Foreign Exchange Contract [Member] Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Litigation Case [Domain] Litigation Case [Domain] ScholarOne Business ScholarOne Business [Member] ScholarOne Business Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Basic (in shares) Weighted average shares, basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Increase (Decrease) in Shareholders' Equity Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Contingent consideration for divestiture Disposal Group, Including Discontinued Operation, Contingent Consideration Disposal Group, Including Discontinued Operation, Contingent Consideration Entity Filer Category Entity Filer Category Restructuring Reserve, Beginning Balance Restructuring Reserve, Ending Balance Restructuring Reserve Reclassifications from AOCI/ AOCL to net earnings Reclassification from AOCI, Current Period, Net of Tax, Attributable to Parent Loss Contingencies [Line Items] Loss Contingencies [Line Items] Letter of credit Letter of Credit [Member] Interest rate swaps, tax Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax, Parent Company Selected Measure Name Company Selected Measure Name EX-101.PRE 16 clvt-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 17 image_0.jpg begin 644 image_0.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_VP!# ," @," @,# P,$ P,$!0@%!00$ M!0H'!P8(# H,# L*"PL-#A(0#0X1#@L+$!80$1,4%145# \7&!84&!(4%13_MVP!# 0,$! 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_KF@):G 2=@E_I&I0$Q2,O&6C;HPZ9'-;_P >?VZ/C!^TO9VNC:[K!@TN.42IIFCQ M>2LD@^Z6V\N1VS0(^I?V6_\ @F?\8/A/\?? GC:[O_#DNEZ-
J<5S=FRU'S', M/(D"@+R2I(Q7ZZ5^9O\P2V_9;^)&B:Q_P +.^(-_K6G::+RYF+@ MAII(BW
"_=##OGM7Z94#04444#"BBB@#YK_:E_9XO/B'J.GZ_P"'4A&J$BVN MXY""1/X7R>XZ?3'I7+> ?V&&,L=QXMU@&/@FST_J?8N?
Z"BBO)GEN&J5G5G M&[?W'SE3(L#7Q4L14A=OI?2_H?37@SX>>'OA_8"TT+3(;&/&&=5R[^[-U-=' M117J1C&"Y8JR/?A3A2BH05DNB"BBBJ-
K&\3^#-!\:6)L]>T:QUBU/!BO8%E M7]1110!Y1<_L2_ VZNSC>"_A7X/\ AU!Y7AGPUIFA MI_TY6J1D_B!FBB@#JJS?$/AO2O%NE2Z9K6G6VJ:?
*07M;N,21L0!_".JQ:GHGA/1]*U&(,J75I9I'(H(P0& SR"171ZQHMAXATZ:PU. MR@U"QF7;);W,8=''H0>*** /)8/V-/@G;:M_:4?PWT$76[?
DVP*Y_P!WI^E= MQK7P?\#^)%LUU3PEH]^MG%Y%N+BRC80QYSM7(X&2>!110!I^%O WA[P1936? MA_1;'1K6=_,EALH%B5VQC) ')QQ7-Q?
L_P#PU@F26/P)H"2HP9773XP00<@C MBBB@#OP . *6BB@#@+CX ?#:[N)9YO N@2S2L7>1]/C)9B-P!/%&H-?ZOX0T;4KUD5#/G M< 444 >>^/?
V>OAO\3YS/XH\%Z/K%R>L\]JOF'_@0YK/\&?LM_";X?WB7>@^ D =$L+M#E9Q:JSJ?8MDBBB@#U(*% ' I:** "BBB@#__9 end GRAPHIC 18
image_01.jpg begin 644 image_01.jpg MB5!.1PT*&@H -24A$4@ 1X R" 8 ']UX2Y 7-21T(KLX< MZ0 1G04U! "QCPO\804)<$A9

[;T%G%?5_^_=G<+2#>*TI+++J%(8W>#@>W'P$1!!6D0"9'<)2RPN[N[M"Z53I'?9^]^DS9\Z<.7DSQ%$0/V5M_$R/
M#1LVR(9"SW\9B!=D%!1$D1]W3&_IVFJ8=,D>(04%^6;GV'K;;62KK;>2,F4/ M4;<"V6J;K6.7/P+WC(R,5 +IL'+E2LG/+YK&J%&C9(\]]I
,2IM*0//6,7.@ M=,X>) 467]$]]QS[GDDDO,+DPP?/<" G]//LDP&?+?A$^YS7KL4:.. R'JS M*,@KD,7+"JN-
P$F0(2+89[]]9=OMMI6E2Y>:/TS#A@U3[\"?^QVXOVR[_7:R M8L4*V4;3JURYLK1HT4*J5*M:I- 9:]:NE8RM,J+LY!=(K9SV4CZWD=)F@^1K
MSJDJQW'"'2=5JE:1C#B"[7;8WL).FC1)MM]^>[,#GD"&ALW8*@J/'7X?>NBA M5":WW7;;5.9;9F>9G;DL6K1(:MS32"KD'"EEI[60U;)<;2/6?
>OMMV4KI8)% MJ $W:%UNK;\!"6 W>?)DV7KKPE)ZAJ#$.>>>(^O6K8LRIWX]0YC//__<_(:%
M+JR/O'SY=,U7Y".NO*+P>DXRH]=]$MB'O)67EY>*(QDFM$ME:,G\=>JBM99(M,!W29V'+D39#'9N-EBY9(^2V7E-CFZC2]MIG[U3] P)6K5[-
WI.@,%3%QK!J MU:KXK1!KE9?+52BO5:OUW+AI$[4JD%>>^TZ.S;I'!MWYJ'FJ4*FB-&[KHJXLTS[?9AU69LI1GZ^)-/(I]QN)E7/Q"F3 R
MP&\RM/ONN\N%%U]D?L:/'V^9'3=N7'JQK>+6Q6]:8,]+57XI\U:H7%&VUC#+ MEBTSD7'M]=<5:1 91'C\B2=HAY$OJ[22JD]N)"_.?
\TR1[/.R;,F6/O(<(" M_#>NLM>RY8 ML, 4FXP?9_]D#90"39@X49VB#!1H2W,UK7WF7=*^]6![#ZE,&.\6T[$\=HC(
MD$#877SQQ:D,8RZ[XG(+0UO=9IMMY.NOOS9[A,G^^^^?\@?\'?^8_WR3> MM]]^*^>>>V[*'7/]#;TL;=Z1">2!=PH/3CGMU)1?VO_JU:N+E
]DO//>NQ&! MU#SQU),1?=1H*]<7-?I^VB,]I,[X+-4[0B5@0XI R4B3" GD'$#7OWSYL,O#_U%-/Q3XB6 BC+(75)P19((OD
M[)D72<4I=:5&3EVIFGN$E)W81+Y?_;TZ*S%B(JY>LSI2_C7<-=H?.2Z][%(E M>*1T44"K10A4M:I\\<479C]JS&CS^_#,1ZP_@T">29?X#@KBG
JL">MOTL:- M^)][[CGK#9Y\^BE5Z_+EOOO'6;Y0!A'V3A '[ULKMP**0WX&#QTBRWY#,2W$
M'QKE>ZN_DNK3ZTJEG".DXO@C9.PW4W3PH<+9*M[^I<6,&3.D8\>.TJE3)WGR M2>7$&&0> Z=,FS;-
[)8M728=.G20GCU[RN+%BV64NM&LOOKJ*_-'7QQBQ(@1 M,GIT1%!ORJ/N'65^':1!7.W;MY>++KI(YBB1FEZ,(M<K''W^T9XB08!!H<^'QIR/\
MWXT,A)F#SNJX-F.D4TNZ]>'2-6NX=O-]9.5RI6;,TB'(]MAQ]Z7D%@9-DG8] M:]:L5('VV'V/2*YM)B#,I9=>:H+YV&./31%JD\.??$4=(E>Z!TR[Y'%
<5A2K!1\LRL+^-H M"G&)"F *3=C.7;O(U.G3I&/G3B8T$9+T1&!+B0-Z]>IE<9UXXHFQS>;C^>>? ME^U452<_)7$@!.K3IX^I"Q!4RQ77>M KH._
16><.$BZ*@=U;G&/=&PYP-SR M\VF3$;=YKQ&"2-$?*!!$)\$]=*3FQ$EFCM_X<6$+^(TI#G![TIW?'C=/CQ?V M?

DZ)0_KTC("TW(\C79I&'&L*VC0<&S8@A->KC!!Y*.<]:9<]0&9._SARC''G MG:I3*'$:-&I8)%+/)(-Q9V.&L4Z8 MINH9)K.POV<8E"]?
WHASTTTWV8P([^7*E;-X/OWT4_O=KU_JPC"M&K36HX^ MIEU*]C'Z+56FM%5^J5*EI&S9LI861,;]EMZWVH0)93G[[+,M38>ZQ\1QSM'R
M:Z/2ESQ]YLE"62:5<^O*-WD_1>X*,G;.>6=;@<]1%=YKL3B$Q'&_:,KA_ +P MFG3@%\T7NQMOO#%%0/?#DT*&^.VWW\S@AB',\R^\8&6>>
<=TYCQBUT(XQQC.35D&\(HOQB19N^9]W?@=AX'0#4@[/777V_VQYUX@J6[+F]] MBN.IK!-..,'&:1Z'NX'G7GC>?KO,J5>OGFR[3>&
<;FA"9#1IUM0"HLHO6;)$ MUJKB-^O7)Z7N^)9240E3;7)MJ3+C2&D]L:O2BTPKU>*\[[#CCL:^A)^CL@3,
M_F6V)8)]C5HUS<[F_V.!3\WCWQ%F*LDYP(G3ZX8;C CKE2C$O>UD\C)$0 ML-0ZX9VLX232LR_H$$-E$--U #D$(5NW;6._ 8-
A5@1"6&@FP"',UZN^DXHY M377XT$3*36TDE7+K2)6<5M+[]3N5)) &F8-)T4?VW7^_2."1F?B)"*E6LX:Y M4]N[!9Q#FR?3>VKA&#EO$[=]0
'3$0&<1#&A,F,4M1B"(Y0SC[]7AM_]C'SWQ6+98!2+E"EZ^0VI^-,3<6/P H1PN_"9+& 8SMSU MB0!8KQ5
$_PG$>;3S;\11L>8SF$Y_!UFPGTCS"/RXI/?2/OF_:1+RS$ZY!HJ M75NIT6%7UVS&IK)F%G]$_@\LLOEXH5*]HP,!1A_OPWP?/,
ML!2=FR5VIL2H@PNZ=S?=^<@FC24#+EJX<*&-6P9Y]EGGS5%A<56!F,T-L?FY@/_E._AAQ^6YLV;F]V^ M^^YK*C=S,OL?>$ D>?8_8'^ME*U-
,S-=7 FPNZJWZ]?1;1%1U*NSZ/?1V[_(ME1>.DW;-;Y?V+8=(ES8L> U62:3,TW*D,M40:9_=5Z9,?"7* %%8'!": O!C M@^GVA4P3S?
@W;M)$YLZ+5.XD9O_RBU2O4=UFR='JW*#) M+:Q ,F])9*S0[H*$O)=1;^HY\6Q%X<&9CV986H< MS_H5(G?WFBK'-NTG73/OE4YM!DF[K+[2J?
FMLF[Y!LE;3YC(;YCXYY]]86GZ M$(2TF9O!3W$%\;EY\GKJJ'?HYKV M];VNEYMOO45F//B +(I7)*T&5HQA_3))Y_(AQ]^:.G393*JGSESILR?/]^(
MRQ0*4R3X^_CCC^W)_!7@]V>??69V^ &DX5TO[^S4P@_N^"=>!_[([_ 1P^4Z
MS>^MM_661S3M18NC!L/F*^)@=/+!1Q_*Z+%CHKI4"B#!?!QHZ,C [Y?K'OY6.30;(%=TG:8&4:TWG*:P,X'73I4LW2\.[H#Y] M^Q@1_@P([S,E(?-
@SQ#.TS-WTHV[0R80&<#C?OKIIUL8X NS&*1QZ=*E[>G= M$ET[V&^__

_+)"3II,B#(':/&I_VWBLIO1,#OLN(,^ MMS+],;FDF$0&J^<>$0GSY/=['[P?>TE6:N%OFPK+5S;1QVQ9*-T?N$ F?C-5
M5A6L<1_Q$[_QBR*S95/;"6A23M.:I-P/_@P#%<<\$ PW%HQ9JTVNM'D%0VB> M]/& E7J7;MAC>O3H82OSC/EGSYYM<=,RF;^$.?!/93&/Z6
X(Q%'+]H]^LX M\\PSBZ3M$HO\O+((Y87EB]"#!HTR.+S?*'GD(\\K026%BP^ZE 9 08G?T[7 M;
[[YQMP]/^@O(=:L62.''798*F[R!;,5AXR%*@+Q2$5"=*_0 8,&1C[05=9' M%0!+Y)$/RPQZT!KY>.W7TF7&V7+HY*92>EIM*9?35,Z>U5-=J"3Z=)5-
ZM\+ M ')G3(*$3,0RA<@\U[9(?CM9HF*^<'#ALK P8-DR- A4A;_8?,@Y39&ND1 MIU$]GAE_
MF2R+HVE3;;2:/XQ)822P&_6/(5XDG,6O]JRT%@=3F$TLQI%YH$I*:*!TAP**T$+*3SY2JDZK*U6F'B9EIM27"C-:2:6)]>7J!Z)] M.*QL$,KB".
(Z\>23+"U+3PFRXTX[R(?:;Z>#$Q1"0>@H7%3@J5.CS;,P"%U MDGEH.484B*85L=?>>UO?_MH;KUO7_(!*$JL0=0L)[MMEG*B^;
<:9,401YE'# M\A)POT_^XRYPRC0>M*4R38W;OXU#696'4@T_)(V$H#I:?0RU(LWWWXK6I97 M]^WH7O2Y.I-K:)5,YM)A6G-
9;*4^I)A6F-Y)#<>E(UYTBI,;&Q5)_43(Z? M>8[\4C!'F88_BD3%!\P3X'WM&AE6.M&] FEA9ZCD@7#J[LSSTT_65@8!Y/9,E-
^^WV%;0K[4=U\)RT+,_@+ MF0=&=09*[KD*453R;&6+*"!DLB['=HU:>&Q<$NV^^QY%NI;WWW_?XO*U@:Q6 MV?+[JI6V2O6-
5C+S6*[[X(]N%!CSQ-V6T5$;1)DR96S^B>Z1;4PT0A::K7N- MP[=0>N1.FRI32IY:^H?Z;2(RG!"0=CFI2)0 K\ M8C.(\+TN/
"V6F7G0LSKH6G,GC:;R7X'BI9F* "Q,,F. ?YW67775+AF=AR M?/;Y9X6K]\3G1G^W[]@A%0;#\!;XAG4WF\(\;IA0 TY/W[6TZ^Z[%?&'>>?=
M:,TEI#^CHYUVVLF8!S_>J,@S"^QA^)!Y0-WZ]5)^0W^,&%V"?Z=2AC,UYN8T M#FA"PWS\R2?,[[IXJ)\.)
<\P:WY8[.KUSEU2_OX&4F%J0ZDU.E-.R#U/9OS\ ML,R1!;;&PYAK0[X.ES4(+*&_HL";"2=><2C)/9U;:%?2D#.)S4TG'3P]_%-I
M7G%)).W=?W$(W<*\^%0&*"F/[K8Q>N"OI'A B>0OFY@XI(E3[Q>?,.5 M$Z1KZSOEFHMSYFC$1*GQ0MS10EL"I(98\D!1?=GU?
I9=RL)7I D MF'W]IQ#FH;CW?Q.HC^+I&G?':C;:;9W2J9\RI8K9\//?PJ,D X__' [+<,&(2?\OYEY0&9FILTU85Y]]57;-
Z5SUB#;BL%1@6ZM1NASF+H/E+.. M&R(O/_N5,8_I/QMI]*1(MX)NLF#10FE[]%%%AK ^RN+=AI2!VVFGG69S-^0[ME%@^J6=A]?
GYEU_$+G\]/&WT*A9!&?J2IC,]4M/]_9-@*P@STCR9<-W2]#T< M2QJ[[+*+O/WVV_+RRR];^0X_X@C;AL@1,I,\3#2Q)8]M#D.'#K5+
]BV=]JQ M-TF7-KVMNV(K1J?,:#M&YRSV]0R1+MF#I6O6*.G2O;K-F^VPPPXFA0'I;VX>PO*QMXH#5!RP9*EE
MO_WWE\RLEO+8XX])!AQJ1(\+[JVG>O4:Q@,+YJZ29Y_X6&ZZ!PA'5/\D\@#(QW&6^BLJ";DX[M7[_Z)QD', %(-V]=?:E2L>V6YW730+
[_\4FZ]-9IC8WWMW7?>E8PO MXYW/K"Y3,4R7\WL@:UM:YP6F(*G1N)8MS)?)8]^4SJUOE8[9@Z2#=F&=V%G8 M2ADIDVYLA'1K.TA.
[C9(EB];9; M6SH,&SXLZLK4+Y6%_PLNN"!VC6:$+:Z >9P 5'22@/S>%#L0VA&7Q^?VG H^ MZJBCI%FS9K9E WB#"?
VE>T_:.4IZ#W^'0!>Q+E3KD5T (38U;G^Z<83E<63< M/7! JHO@2A&?VBY<57?$TD/K?MFB==*_S\/2(:NO'-=FI'1N/D2.U:[+%.FL M?
M)1%>G%"Z++5.(>2N&,4R S'YUEZ6&VVWY;8XAGGGDF\A5D#O#;,\[N=OS" MY(AG",7)'<
6"N_B0N9)%CH9/W!_[N82+>G7XP*X88K;%NON#H_:1S^&VF& MP7^87HBDN\?">J310.N38YP@3 /_X>0@OT-WX':A*0X9S3-
;6((P#83'H'^L M75^X?!"!C#*+J9''Z7_VUEPYIYP5'_IVK:_C.K[LKD[XY#A M,",ML()2Z9#V22>=9/8A09)P^QUWW#'516#HK@#+"M8
N8!87R_SIUCBXR] M;[M->MW02Z79<'GCS3=CUXC0[M\W>&%\@Q;=$?HAC(Y?MF*P&0SCF\$(1WE] MDY=O"/,XG
;^Y$B^AZ5K"/'3[)]EVHSI[D8A M45=*]]PGVI04,4PA-M@^G;6:^75*9,V,_EJ^>+V<=_)([<(&2/O60^78#MK= MQ:I(F&'
:U[>!EOC(1U;S=>*9JTE*;UPGWWV,3\<,+E.7D M'/8PC1W(@K9QX*>@^LAR/?!I4O],7XU%2M7LI'5IB!CC[WV+%RE)3+-(!P<
M(9[LLUHP"P65%:V8PR,\5_R6+Y><,5$Z-;U;WGG]9[7!(/!H//-FS//F0(,(\&AIYAO=J[$B%/&8@3R73??=$>&,I6K69UVWIP?
H_NMML0.VLX2E"4 M7@?^(3S&XE5WBT,-IPB(^X477K"),[:/ADP P!V'H;VCSY:]"PJN_:('P9C MCXW3@!.1A&,@4?
N(P^6T,TZ7<_3\IQ'%W+9[13X[<],$2O5J.Z-H#M"QN# MQN<3?&S*!^^^JR,DRJ+QPIC;JY0ZZ=13Y(Z[[I0.G3I&S$G<<5G]HA_6:
<$XZ]AA6"#39C\HITTZ2^;)$F4 I%,Z)BC0UA(Q MCW59FM9^!^P?N_TY;&RH?MYYY_U!IZ![@1&H/,(@H1P6EQ+1)0?#8%HC,]G, M(@-
G]'/..2>J[)CHSCSLH<'.F2?<]NF;U-SMY)-/CETB4.%L# N!1&/>!88C M7I_+<3V%1@]-,:XPTWB\:V.*BT@!NPX8-,
[\>YO777T^YA>!T"_N%&%62WUV4 M>;QR&8Z'^:BHS$/Y,0^YA&ZHU6\HG&%1DL0T8QD6V+YG+$'Z7H5],D,-'9TKE MJ?6D](,-
I<:HEO+N\C>5?>(N#X-R'1> _P>5*2U;*\.:[J&$FZHC"A JP XO MO-O?.V:TC0R&C1AN%> 'V,??K\Q#?#'S,/<"
(.SW/_X@;=L=+4C9L*%8OQ\3 M&W'-3DJ'5RQ,@?):$LXY[]Q4/(0+F>>N?G>IE(VZ$MS8Z@GH,ME*2_PL 7CY M>#(Z:]>NG0TL4(
IETMJ>X^[%R9*09222I[*$?.8 #CH(+/S%7UVS&L/S$ M]+15)W:-^(6ZY(GR3Q$]9/1UNK%V\=(GY-?U%T^4F.P<;[6UKKMICPK)BO&*-
>*8!^/,X_%Z7C=FX(/BD/'@PP^EN(U$/5*V(5J]A4;_S9>Y,N+K<5)_ MPC%287)3J9A;7ZI-.UPJSZ@GATS/E HY+>2PT?
7E^WD_J#H$VT7,P_8.#)&R MJ9K"8U#<*,PIIYQ" L6"!3]NC+$-[AJ._)8^I$QJ0J\XYN$>(BK)RJ?E9+OK
M\R^^8)N_/_O\>N5EVTZ+2N%I;8[D 30&ESSUZM>S3>]L M>*>+_^[[[]5\9U(:8QOCE9'9ZUT<,JA(;QDV3--W"G3&66>:!_27-2IW/E[[
MN?1_?YBTF=1%JMY?7RI.;2C5<[6;RJDC5:8<*I5SZDJYW".E^GTM9?"'0U1: M1Y&M5<6,0)J'UC[,",7)3@?[E)]Z^BFII)7,*,$(IQ6*
M_Z>>>=K\0""?87;FX;0GL$-YQ(^]NH/P]@PJP^9&8N9Q8A,'A,8^'(6%E>$X M^]QS4F4A7-[ZPD-]H/^ N\W>F9BE&?Q"
[RJ5J\2^(J"K./,0!H0I[K3KSE97 MZ9BG8I5*J;I$EP-A/AB569<%';50M.3Z#)0T!&('7JUI'G?
WU5^GTP0MK/.%6.&)\EE2.Y=3>XW#)@[YBDB4.]\QSS]J& M^U5K5LN(D?=$C*AA8)100;0TU0U";Q+SP+AQVC!/"&:V+6]:3I,VZM?
+@=X6 MPBO8F8[!^<]T5.JCV\F M%:8WE0JYC:7BE"92+J>A5)K>2"I,.5P9J;'^SI(:$[*E7>X)\O[2=Y6XZU2Q MUI%8R#AF(A@/:9H8F.B\
[N='!8*!8J) 7)>",(TKC58H_7U7_WX6%Q+$*].Z M+?S$A'/F83F!WYQSHN*(E^,K=LN#VCM#PCS)H3J5B#VW/SG2,0_=%OGR2LM3
MG,R8Z;TZZY)?&A:2R_$*/.!QY3NH\=>O5M?*Y M*D \/!LU:A3[*#RE"O,8C?
7=#'E28W6@OTMKW"Q1_;&TA2BR&:V<(Z5*;A.I;F1U+F_B5S[;A]9($N, M6?)U)$;XHHQ3R#R\X4Y:GMX++[UHE\^E"J*&@A@CN9V^-
SRRD7SRZ:=6("YO M(A5'2N>)#=V6QW_FV6=%]C 7)HZ7EKKO?ONFPOBE"<#M,!N3/"C!H?^0>4"> M,CEZ3N@'4Z]!_=A'4;"
<8'X"9N%WS4-K1<=W*(/^+N7#\=B@%[E;:%B:,7]Q MWCD:9 U2W<(&RV_2ZM'YHW5CS!^%:VA)E#C)\KOJ.I<]<[/4G-18NZE:4GWJ
MX[1;M.F MC;44[@WR]:\D8!!:+1->;&BCY7+?'+=<$*<3C-E@)@I;M6HEW;IVLSB9\^$> M<2Y"(PST0Z_DXZ[\)YX@L%#%
(_0[!1"G\8NB%?=PO#\'OX\.&6%@:_X3UY M2;"A#&4_.SO;F(F\$?=,V4DO-_+"?S)O>=WWGFG7'GEE7:_'WMP.%N?],?^ M<&[&9^F"-
+ITZ2(WWWRS+:0ZW&]Q*'F&3B7I5WD_R1'WM9+RJB!75KVF\9CV M7#E9_*;[!7P2I2,79A:,_-&IX*-P;"%I=VNG+0<#Q,<>%"N+^-
^=V4N$IFGO7,(*^5 M:=\^(->\<+O,G/^-5U08ACAQ/=\I\M_,J_\3N_GN\Q6R8NE:6;\NR #Y4\\;"K@]B^T=#&O7*2'6ZQ,"1-XB*.(
MQ=\&)WXZ@F*7)';RW4WRM]L5A]#=TX,I?**1F7XW=F@@CM/W@?^O(4FO\#?O M2??_PS^+L!V$3WC6^3>L(WXCZ'@Z>-]RP:.,7V!?
%E"]>LD&&3O\)3FN75_I MDMU?.F0.E&.:]9/.V?WD^&/NDG-.&BB]+I\@XT:\(F^^,$_FSUXO?-O,86W(M\EHX8OTC\.#FKP?
$'S%EZ<0^,._&X?^BN1T;(#ZM($0S_]%I*-# M.FR*G__#7X=$O1V8G?[]"8TGPJ(Y:Z7?+8]*^Q:W2>=, M+MJ]QR[5Y4!.YY8#]#G
SIGRL9SVS0=(AQ8#I*O^/J/;&.ESPY/R\C/?R6]+ M?1Q"YN)WRA,::X((.MRCPOZ5<"(Y("33I:^]]IH-CKGKBTOB67GB*B;.4K*I
MH6O7KK;EZ[;;K/3;FP^99)@>^)Q>[)XLV)E MT8OQ_I? IA,F,"@_$R#0PFD3T@@DZ^S_\?"M1K U#9M@]W\G!?"<,$AFWK@ M?
\X7X\;$$;.%7!?&&6.N5..8;T98F;PG?WNC")^.Q7-_E][735.ATULZ-%?A MDC5.NF:.4\'#N60.1HZZM\CL9DA' M-
R'XS4[^[;>+IG^3AKTKGW[^6>S[WX60?T*> BP'*5'-C:%Y:4..*;ZP ,/ M&..'-./I=O]_1$@+D/S]5R(9-
[L(F85FW8MZ8AAO%JWI1%-7RCD#\.Z5B9V/SUQ5*<>V5D'3>K@.O:*S[=&W*D;:B=(N*I2Z9]2_X-4&(U4;6B,
MVH^TVS>ZM+I+>IPV5'+&O2J__K!".31.4,O,=Q?]M&F(D" E@95TI"_S)0[. M.O%-??W(&%X%2FJ!4>U=V-
@ZD[K9,S#NQOI0ZCV.BXWH-!Z6%]C^"IS. M3G<']JS1\1D$RT>0!K_9?9C MX7$@#[NI=?]O WO76<+BN!>G75ANXE $AUY9_O(+X4%
(R[\3Z6C-GG=VXK1L MV3)U[2*:$-NCV1+DW_YBSUSILF6D;(5R]LW"U%"+;P_7J%'#-I]QBH3%90R1 MLG^;C?
CLBV:+#9OJ)D]\4)Y[XGV9.N$UN?OV&7+UQ:/DO).'R+%'W67?,NG8 M8J":(29T$$#AO MI#47LZ)U0$AV=1QX\$&VR$TX]VL+X2J\,I^
]RN?"ACKPW3#8P\1\EPV$G2#TVEB]_QN!UL#!&,J>- AAAO\ &CH= M_VY:>%IA&FBBR <$CVOV=!#D$3G!(2-
NNF:MO5NW;E:/'#XRP<-%CYS@PGGGB2+)BW1'.B@6,>*- ,K5^7)[\O6R_??[%,GGGT2QDYX$6Y M[+QQ-L'<.?
LNU6@&F6#IECU&M9Q1)I0Z9ZG04>Z=,U7A4&SJN[2AIWPS! MA

;43]IGWBCGGS9,'LKY2)8MTG%8,;3=%**SM8G]P@YO=O0N6;Y,5JY>9?L/B8>=O2M7K;+MX6A.7 O.KAX[Q$L< M:#\:'S2#=M"1=]P:-
&A@X^ D*,/_JN)ZR=L+(M_]Q6P!Y6HUUL.*C$23,Z MQG!8E6P _VMXZ<47[2)HXX&XW3E-:+S^U1.GP]]-#^).%S^G$_G@!5M(O4[9
MC,1<'=H](R: &W,_^&7%U@0/.\C#+61NK/>/AQS>HW/ BX;X1Y I$L;HNRU5 M15BE(Z;WWYXK]PQ^4GJ-
1(Z2="IH.JOET5JVH(U^":Z'# MLA;WRG$MQ\IQ66.D@VI-QZJ_8[('2G:SWO*?*T;)=]_.LWAMVD<%'_3(SX\(
M']T>SCM,BE1$2E/X#;)XZ>)HKVA<5LID9=-*W7JKJ&(1#FP99&)S:*N.$@H=W[#D#S$'W9(7"5/8-!,(&]<%O!(_OK26<#]UN M/)-N(4+
[I/^0#FZ7?+KQ3_?OQL/YZ@\P-\+$O2J+"%7C&]9=>W:^ M9?3A&H_#XW83INL([[&:)P%$HSI#_M!$V
^G$Z=.EG<88\5FIHU:Q:YUH7TT'A07W%WH>-Y+$[C\7232YD.>AEH0"_$ M^7C>_2Q]"-+W,F.@@2.,KR1LC!&),SQ-NZG
_\;B=KB_L!QA^,V)"[_A,]E@ M 3P#75GM\6/LSD>A7T_3Z9K,EX/]_';G@-8Y?.I\RV^F0_A883J$>0N?Z=X! M[YPO).\(>9X(?\]?
$F%X\ERA!TBZ[GQS=HK?T/'.T?/U>)/"(PV1*,=EPPH0$?N216=$9.RVG M"YNP07->ZWTZM7+]I9S1Q0? <1@
M_]QSSQ5A4GJSDC0>%SQLN$P"YF&,/6#@ #GMS#/L9A;N[=IMC]WM>S#;[[2#
MS6OMO.LN5I]\B8EOG%QPT84R_8$9LFA)X0>$8"JG@8.Y![82<'Z DT@8/Z/ M9*@+.!H&^_;KU*ECYRTI#Y]>94[Z<.<#7OZ"
<]0'X.VB?'?F!8M6EC=>%X(MQZTRN)$/3Y^\\ U=+O.E\83P!AG6#7;<]T7GP!P%Z1(?TDP:-&EK]F'8<\VMT\FPK&W[6KEW;5I&@
>5GBP=Y\ML5 7&']@#=VV6V7B"^T+/ %AWHX6/W 0P_*KW/F: 11 M/.GX8G.1\=$G'Z?.8KHZA\ Q;2#6>-P>
(CX:WT@320Z7('&.>*3JE8SA1J71 MNZTS <13R7*ED0DB-5SSE(3'%ZK$Z1#F M(_2+_<;@?L.G"9YXKJ,DP1,'L:.9-
'JT)Y_$=N/UQY,ZM7=HH,:_+&9^XOAA M]FZJU?IAH&094C<^:@-(:G$]>_8TX0(4-L9=7SXVF03[X^9T=DU8XVX6W?VSW^
MMU=A1P? ;7PDB&G[>8B@^\6<@D/D=N0*D[0$O7$L=<,E*M87MZ*AP5:+/T? M"15-'BLLBYIBD*_#H+R"/-6U^10RYF+C5KT?
OC99FN8/ZXWRNQ&?R?/%MLGG6,&,P:/TR%] M\I$L>W@&VE>?_,DJJ L [&@0^/.&@I)-1?FMWQ(Z<;C<^/V;.#D4DD'5\8B M-
#P]3\M_H[UPO2P(R^!I,Q1BXR=^O2R\>WBT'F_$@(VA?B%EJDQQHPP-%T2& M]+6ZT[RE/IT=AX&^W%;J>7OMU5=3
B1EH(77E_.M/CV/2<-IS?#K/FAJG& - M5\<(C_)\XC93;4U;GN9>" M6"\E4[0/517N"^GGPM!/K08EDA
MCW_^@MS[]$3Y)7^1K%9;/CL9A>6168^87P\;$M29]9\ Z6ZJX/$\>B_./@HNGT+KJ:7#FA-/.M&&7,_J M4 [!-&_^/%FLO=]";5#?__"#?
4^V>8OF42^M3+\5=*'QVOM6=L4+7_$!GE92 MXZ'!\NZ-UQL/VS#0<)A 9ZF;O?:,'"!;)TV3)9M'B1W7$T<=(D:1AOL,-
M6S:7PH.D11S4"V 5"#IPUS9M\M;;>LM!I0\VX6,:%/5/.]0Z8MC*/97XY_(. MEJ>A!?MG?-Z.H2;'RZ$/:;M@W4:?
E!7Z'_""3+KT5DR=]X\$\2LT/)$8(]2 M#?I(;3/."^0AI!,; WU3YY8@@\L4V)]BA*$AQL+&&R;&"JV),T?")5II0=T4
MUJL"YD(PN2D44+BHCJ."1]_X-KLZ8S=?ELM#\Y^24Q\[5PZ_MX'4&7.DG/ED
M=WEF\2MVSX(=C+0H\%TDL3\@XA7^%2@S+)+.7:)ON;)L[N5R@%T'A^?!\^GM2F)-OCJ00!\89G">_^<*X#[4\+/%SR4<8QO/.;X:>
MOF4A3)\&RD("?LB[IT%ZE)F//?DRL(?SL.23[2?)_!<'-MBQ+\[S"-T\/89N M"(UT<;WXTDNI;_1$[4_#8_0W>1\?+Z<#SUL(!->>T=3*#
[\=MJPVOI*L!FS M)$ +!+37A74N,7W9MY]6_MNK5R6]\^LA.WV6@Y,OB$/V73%57OV_:Q:O=J^B,YEN</\M_6RZ_:^]"C\RJ@C,?8= J?'+9
MQM[4!4_]#=/XT+JQQG9&Q)#J;?>>LO\A30KCGZ6 M[]B->2I?775!&_%@5&X$3SC)ZV!?")/*J7!:#JO3N)%2SG!"%VWO!-4$S3]^ M-
>\T*A=67.CCPQ7/7Y@>^6281\.^O4\?N?2R2RW?7*O>_8(>>:?%6+YU M0_DPUK%H7.P@;M:\N7U%'XW73&8+,TV;-
;6OP?">E9UED]PL3$!/Z,73Z8L& MQV98;RN;@XS?E/GM' 451600)RZD%5B-%5C=$$R77WF%'3T A7H,?Y L3P5# MG@Z-\M5$5\'GQ1I-
X-FP0K6;YY:](9>]=Y[_63NAOD:!:(L$CJ^1P<3O1>%5PF3Z$9N@QHT# Z)EW%)N$"BG#A!#.,Q9UL!^BP@TO^V%S(M;F?
>#U0&8FLY$W9>>82C<3-!:@P*_=60/_*9%#R.=]][UU8J#BI5*JI'90YG M<*N_F&EQ,P;B/2ZW#Z^M49 .O*!NY"$I>-
#&/*SW@/Z;U15V(3MR?>H!U9?N)W[^S07)*"ASP"$SR5 MMTSPP+.L)EH> \%J]07/DQ\UEE?/,T\W^CL4WN8W+E,J'[BIZ=*MJW6FFXL,
MM *_59/$() 7-"06%82?ILV;V2Y=6 KQ4]CL"XV1P5^LUU^O^LTZF2.+5-B\ M+;>^-US:3#M=:DPZ2@Z9W%S*Y#:45)].>*^QG+WJX-
DZ9IEI*"QYFDRJO\4J.9DD].:J,U8JXGK I'H M8/R<6E*/RX8)&:A-VS9_8#X7*L4!MY!) 5K,".T-6JVN-:6J5'E+PGY3>&+?+^?8QT-
"D)&Q,\-]U\ERE ::'G9X;?MH##1&BX:^J4^"Q?5BO$"^#CGD+Q4_@1< M#6AAXWIBN&4"5NN6CJ]5F]9F6BN_9[7*EC9'M97LUJWL-
X9W[-W.GQZ&CTBC M,?WGVFMD^8KTQW]*@NU<1AO8>]]]K#&$A73):":N1&:_^=2#C8$I)_5O0D9[
M>UMU0@_A1KFU,C=OKKRUZ&T9^\5XZ?',I=)\2CNI/J&Q"I*&4F'JD5(YIY%J M-PVDEFHV-7+K2*6^++.F\ AT2\:>"APV#-O12H6-
S1^J!IUTRCXG!R5@:H5=H:ICAY=:* MV4$;:L?.G&=+D?>W:@(3CC$-[F>! M&K8DP<-E\>SIP,T$:.S?A0=:T(^S?RK"E"'>??
^]2*57_RZP[#LR&K8DC0&(:6_,:$<6.X-S4YKP/85L#DN L9&K$-6:A'_HP?CI8-6;5 MU,*2-GF*T_TS&@^3XP[/:PCN-
_450^\@Z%CXC9#D2^:; @Y4"9X:)04.&9DS*$JS=__Z'U+;+4.J!;(M8OEH[6G9-@78^7REZ^3SM-/D<;CCI9:8YJIL&DB57,:JV!I(!5SZZEI
M*!55^%13X5)]>CVIFGN$NM>1&E/J2TVUKZ%^*TRLKX*IL533(5B;G!-E]!<3 M97;^+Z8YJ9A1<<-,#P6.3"3]
(H&3U@1@Y_4IIY]F2YR4APIQ3<\J-R@OXUL^ M8L#<")_NG:%J^Y///&U?J^"HR=3ITV3@X$'VB;,JU:O*#JK:.^V,68R>V@/'
M3(?;/JJN#QD^S*[B2 (F"B>7-R9XV \"(^(6EL&'6>39V<+)X$_.F%UZ^66V M=\=6.YP.<=B2! ^,G-
1ZF&OQ$\HATC6,)$+!0_Z3PJ&7"I[P'OUT<7*7?V4^ MR:O^?4AA\6A\)E@]OB!^_#*$8D(^A&MI7+CLVB3E=>-E9C->"+LA,GZ?.W^>
MS:N95F5TC3H<3[,H>)(0HTP4'ESK8M)XM MO:(E=3H=%9GC AS!IW=A=^W55U]MSU[7][+=MWQY?2BI-
T:)3;7#67YE)VF@Z9[*,4*FQ4LZF: M6U^J3*TO%53@E)W12$I-;2QEIS35H51SJ3DI4PX;GRDUQC25IA/;RT7/7B6S
MYCXN"U6TK5,!Q]X?JM6&5[$I4? 4 Y@6QGKII9?LQ.Q.NT0GU)TY0Z:W2E=C M[ALQJ; PF;X;L\7Q\
(Z*>\UUU\JEM*3Q.SX8:/#4_3!3VNO$&&3ON/FLH#$M.5<%KPT[*',?M9?55 M"Q<\8?
Y\J.4"Y[]!*!I1[04Z7O7'3:OX_%X7"Y4/5[*C9\CZM1)G7H'R6$A
M&AR"";\T7,KJ#=E6>S0^)F=9O("^]T\8;]^RX&@1FH75H8;QX;S15PWQ,=1B M57UZ_OE^EMEK/L@#AG<.TX;3! @B-G2F%BH($\?
A>2!/ M# 41,.Q@KU*MJ@D7RV\B;9L3B^NC2;.F\N8[;Q<1M)N##"HPG-@LCDE">QA@ MN?
PFXWX>+XU&9^HPJ*F4GW*D')133\H]T$@%3@.I/+F>5->A5(UI3:6J"A>$
M3GG5>"I,::""IX$*H'I285)=J9+;3*I,;BX51S>5!N./D=,>OUC&?9B M>8;.-.Z4QD-\;O1W]4#C\3KA9/"55UPI.VI/:&'B?#J#(8"
<83!6+GUB1R,U MA@K\>QG(0W$:CQL8'L,[0ZT_(WB*?*^#/,2TY3??O/?>'"3CA(K8T7LSI+(X M@KIQ;8$R>_G9L7^O#DF22
H?]N^@/83#+1,F&@\?OPGYP-(-#$?'@AA#WC6? M4_22-8UGNWB7,G'R-+J0AN;5#/:,"O3IX0ZOCGJF'92HU8MZP'X
M#%6DOFOEP#QQ1NTJ]_?^NUN$;#X0(G-)Z',$]\4X0A MU4&J(1U2MJR4T9X1U9;E:K:MASMR,=Y0OOGV&
[FU]ZTVH;FO#@_"89\QEC[Y M5O_^!QP@F5DM9:1JN(\]_K@MK7(VAQZ:#R6RTL;P#>V*LTS \\O)$>ER"%>[C\3C]"06@)V#X
MV:9M6]E/Z<6*XL&E2LF!&B]S>\3+.^;*]ZZT;0T.IV687WX[?;E3YC__^8]] M, @M@F&,[0.*!1M/CAR44GI
7[:>/*""I4[=NL8;992VK&;ZBF:#^@WLV(B# M5+5&4^F!F8_.LKDK]F_MM??>=A:,B7"T'@0)VHZ=$]MU5]L\FESQ#,O".:YI MTZ?)66>?
91]UA*\Y"D'>,9%@BX0JTQ!H0@SWVK4_1OK=W5^^_.K+E) A5B;U MC8?MU^8A-=3:7%C".MA9)+_+C-E/2=N)Q]L$_ &[?/T?# ?
O0J3CCRY8Y8)7L;4X99^1UCQQ8$T2-LU M,=Y936$5ASCIZ7'CB1WNQ.MQA^^ =S0(AL_DCP]-
M.S2XX^:&WYX/XL$/[P@.\H@[)D0ZNW0@O)>;IZ?C:7@<_B0_GJ;GS?-)6"\# M89V&_N[I;"Q?']>G WCGO!+T19O@G!4TID-
@KH4T'6$9,,D\>'ZQ#]-Q>P?O M\ ('<%G @!_A.4["$P^KJ,1/V&29TMD1'V'(+[NGX0_* $^S*9!/.,-#81[" M.)+Q;2ZV6/"8-%A/
?)41UDA+Z]X4\Z<>:$<,:REU!_?5II.ZB ='SA#>CY] MO0S]8*P\/_]U^6'MS_8Q+I;!,=J45)1$*U+Z3XU&J](&A9JJHWE@E#W4KS+6
MWRQX8(8D<=WX[\U!&'9C@.&DVZA>W$HR4_H%L;I)J07 M)D18%M[]=Q@V:>H?9)X.FE:JO18G\L]#P_#;,DX]
(&&PC]\WY"F#J\;C3CRMB):6 M&O?_-R(D:DCPXMX![UYIH3UV289+(O3O2,:?KK*]$0&>_ [SD/3O<+_NAW XML 20 R1.htm IDEA: XBRL DOCUMENT

Cover - shares	9 Months Ended	
	Sep. 30, 2024	Oct. 31, 2024
Cover [Abstract]		
Document Type	10-Q	
Document Quarterly Report	true	
Document Period End Date	Sep. 30, 2024	
Document Transition Report	false	
Entity File Number	001-38911	
Entity Registrant Name	CLARIVATE PLC	
Entity Incorporation, State or Country Code	Y9	
Entity Address, Address Line One	70 St. Mary Axe	
Entity Address, City or Town	London	
Entity Address, Postal Zip Code	EC3A 8BE	
Entity Address, Country	GB	
Country Region	44	

City Area Code	207
Local Phone Number	4334000
Title of 12(b) Security	Ordinary Shares, no par value
Trading Symbol	CLVT
Security Exchange Name	NYSE
Entity Current Reporting Status	Yes
Entity Interactive Data Current	Yes
Entity Filer Category	Large Accelerated Filer
Entity Small Business	false
Entity Emerging Growth Company	false
Entity Shell Company	false
Entity Common Stock, Shares Outstanding	710,403,567
Entity Central Index Key	0001764046
Amendment Flag	false
Current Fiscal Year End Date	--12-31
Document Fiscal Year Focus	2024
Document Fiscal Period Focus	Q3
Entity Tax Identification Number	00-0000000

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CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) - USD ($) $ in Millions	Sep. 30, 2024	Dec. 31, 2023
Current assets:		
Cash and cash equivalents, including restricted cash	$ 388.5	$ 370.7
Accounts receivable, net	771.8	908.3
Prepaid expenses	97.7	88.5
Other current assets	81.1	68.0
Assets held for sale	0.0	26.7
Total current assets	1,339.1	1,462.2
Property and equipment, net	47.3	51.6
Other intangible assets, net	8,726.7	9,006.6
Goodwill	1,736.8	2,023.7
Other non-current assets	71.8	60.8
Deferred income taxes	50.8	46.7
Operating lease right-of-use assets	58.1	55.2
Total assets	12,030.6	12,706.8
Current liabilities:		
Accounts payable	126.5	144.1
Accrued compensation	111.7	126.5
Accrued expenses and other current liabilities	375.1	315.2
Current portion of deferred revenues	890.2	983.1
Current portion of operating lease liability	22.1	24.4
Liabilities held for sale	0.0	6.7
Total current liabilities	1,525.6	1,600.0
Long-term debt	4,632.5	4,721.1
Non-current portion of deferred revenues	21.6	38.7
Other non-current liabilities	52.5	41.9
Deferred income taxes	227.0	249.6
Operating lease liabilities	57.9	63.2
Total liabilities	6,517.1	6,714.5
Commitments and contingencies (Note 14)		
Shareholders' equity:		
Preferred Shares, no par value; 14.4 shares authorized; 5.25% Mandatory Convertible Preferred Shares, Series A, zero and 14.4 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively	0.0	1,392.6
Ordinary Shares, no par value; unlimited shares authorized; 710.3 and 666.1 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively	13,069.0	11,740.5
Accumulated other comprehensive loss	(433.8)	(495.3)
Accumulated deficit	(7,121.7)	(6,645.5)
Total shareholders' equity	5,513.5	5,992.3
Total liabilities and shareholders' equity	$ 12,030.6	$ 12,706.8

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CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) (Parenthetical) - $ / shares	9 Months Ended	
	Sep. 30, 2024	Dec. 31, 2023
Statement of Financial Position [Abstract]		
Preferred stock, par value (in dollars per share)	$ 0	$ 0
Preferred stock, authorized (in shares)	14,400,000	14,400,000
Preferred stock, dividend rate (as a percent)	5.25%	
Preferred stock, issued (in shares)	0	14,400,000

Preferred stock, outstanding (in shares)	0	14,400,000
Ordinary shares, par value (in dollars per share)	$ 0	$ 0
Ordinary shares, issued (in shares)	710,300,000	666,100,000
Ordinary shares, outstanding (in shares)	710,300,000	666,100,000

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CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED) - USD ($) shares in Millions, $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Income Statement [Abstract]				
Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1
Operating Expenses:				
Cost of revenues	210.1	220.6	641.5	674.8
Selling, general and administrative costs	169.7	171.9	546.8	559.3
Depreciation and amortization	177.2	176.8	541.0	527.5
Goodwill and intangible asset impairments	13.8	0.0	316.6	135.2
Restructuring and other impairments	4.0	3.7	14.2	25.3
Other operating expense (income), net	25.7	(13.0)	46.9	(30.5)
Total operating expenses	600.5	560.0	2,107.0	1,891.6
Income (loss) from operations	21.7	87.2	(213.3)	53.5
Fair value adjustment of warrants	0.0	(12.6)	(5.2)	(14.4)
Interest expense, net	72.2	71.9	213.5	218.5
Income (loss) before income tax	(50.5)	27.9	(421.6)	(150.6)
Provision (benefit) for income taxes	15.1	15.6	23.3	(83.3)
Net income (loss)	(65.6)	12.3	(444.9)	(67.3)
Dividends on preferred shares	0.0	18.9	31.3	56.3
Net loss attributable to ordinary shares	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Per share				
Basic (in dollars per share)	$ (0.09)	$ (0.01)	$ (0.69)	$ (0.18)
Diluted (in dollars per share)	$ (0.09)	$ (0.01)	$ (0.69)	$ (0.18)
Weighted average shares used to compute earnings per share:				
Basic (in shares)	718.7	670.9	690.5	673.9
Diluted (in shares)	718.7	670.9	690.5	673.9

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CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Statement of Comprehensive Income [Abstract]				
Net income (loss)	$ (65.6)	$ 12.3	$ (444.9)	$ (67.3)
Other comprehensive income (loss), net of tax:				
Interest rate swaps	(13.0)	(0.4)	(10.8)	(5.5)
Foreign currency translation adjustment	76.2	(169.7)	72.3	13.7
Other comprehensive income (loss), net of tax	63.2	(170.2)	61.5	8.1
Comprehensive income (loss)	$ (2.4)	$ (157.9)	$ (383.4)	$ (59.2)

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CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) (Parenthetical) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Statement of Comprehensive Income [Abstract]				
Interest rate swaps, tax	$ (4.4)	$ 0.3	$ (3.7)	$ (1.4)
Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax	$ 0.0	$ 0.1	$ 0.0	$ 0.1

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CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED) - USD ($) $ in Millions	Total	Ordinary Shares	Preferred Shares	Accumulated Other Comprehensive Income (Loss)	Accumulated Deficit
Balance at beginning of the period (in shares) at Dec. 31, 2022		674,400,000	14,400,000		
Balance at beginning of the period at Dec. 31, 2022	$ 6,812.5	$ 11,744.7	$ 1,392.6	$ (665.9)	$ (5,658.9)

Increase (Decrease) in Shareholders' Equity					
Vesting of restricted stock units (in shares)		1,800,000			
Share-based award activity (in shares)		(600,000)			
APIC, Share-Based Payment Arrangement, Increase for Cost Recognition	33.7	$ 33.7			
Dividends, Preferred Stock	(18.8)				(18.8)
Net income (loss)	43.5				43.5
Other comprehensive income (loss)	88.4			88.4	
Balance at end of the period (in shares) at Mar. 31, 2023		675,600,000	14,400,000		
Balance at end of the period at Mar. 31, 2023	6,959.3	$ 11,778.4	$ 1,392.6	(577.5)	(5,634.2)
Balance at beginning of the period (in shares) at Dec. 31, 2022		674,400,000	14,400,000		
Balance at beginning of the period at Dec. 31, 2022	6,812.5	$ 11,744.7	$ 1,392.6	(665.9)	(5,658.9)
Increase (Decrease) in Shareholders' Equity					
Net income (loss)	(67.3)				
Other comprehensive income (loss)	8.1				
Balance at end of the period (in shares) at Sep. 30, 2023		663,900,000	14,400,000		
Balance at end of the period at Sep. 30, 2023	6,682.1	$ 11,729.8	$ 1,392.6	(657.8)	(5,782.5)
Balance at beginning of the period (in shares) at Dec. 31, 2022		674,400,000	14,400,000		
Balance at beginning of the period at Dec. 31, 2022	6,812.5	$ 11,744.7	$ 1,392.6	(665.9)	(5,658.9)
Increase (Decrease) in Shareholders' Equity					
Stock Repurchased and Retired During Period, Value	100.0				
Balance at end of the period (in shares) at Dec. 31, 2023		666,100,000	14,400,000		
Balance at end of the period at Dec. 31, 2023	$ 5,992.3	$ 11,740.5	$ 1,392.6	(495.3)	(6,645.5)
Increase (Decrease) in Shareholders' Equity					
Stock repurchased and retired (in shares)	13,800,000				
Balance at beginning of the period (in shares) at Mar. 31, 2023		675,600,000	14,400,000		
Balance at beginning of the period at Mar. 31, 2023	$ 6,959.3	$ 11,778.4	$ 1,392.6	(577.5)	(5,634.2)
Increase (Decrease) in Shareholders' Equity					
Vesting of restricted stock units (in shares)		800,000			
Share-based award activity (in shares)		(300,000)			
APIC, Share-Based Payment Arrangement, Increase for Cost Recognition	30.8	$ 30.8			
Dividends, Preferred Stock	(18.6)				(18.6)
Net income (loss)	(123.1)				(123.1)
Other comprehensive income (loss)	89.9			89.9	
Balance at end of the period (in shares) at Jun. 30, 2023		676,100,000	14,400,000		
Balance at end of the period at Jun. 30, 2023	6,938.3	$ 11,809.2	$ 1,392.6	(487.6)	(5,775.9)
Increase (Decrease) in Shareholders' Equity					
Vesting of restricted stock units (in shares)		2,400,000			
Share-based award activity (in shares)		(800,000)			
APIC, Share-Based Payment Arrangement, Increase for Cost Recognition	20.6	$ 20.6			
Stock Repurchased and Retired During Period, Value	(100.0)	$ (100.0)			
Dividends, Preferred Stock	(18.9)				(18.9)
Net income (loss)	12.3				12.3
Other comprehensive income (loss)	(170.2)			(170.2)	
Balance at end of the period (in shares) at Sep. 30, 2023		663,900,000	14,400,000		
Balance at end of the period at Sep. 30, 2023	6,682.1	$ 11,729.8	$ 1,392.6	(657.8)	(5,782.5)
Increase (Decrease) in Shareholders' Equity					
Stock repurchased and retired (in shares)		(13,800,000)			
Balance at beginning of the period (in shares) at Dec. 31, 2023		666,100,000	14,400,000		
Balance at beginning of the period at Dec. 31, 2023	5,992.3	$ 11,740.5	$ 1,392.6	(495.3)	(6,645.5)
Increase (Decrease) in Shareholders' Equity					
Vesting of restricted stock units (in shares)		3,300,000			
Share-based award activity (in shares)		(1,200,000)			
APIC, Share-Based Payment Arrangement, Increase for Cost Recognition	6.9	$ 6.9			
Dividends, Preferred Stock	(18.8)				(18.8)
Net income (loss)	(75.0)				(75.0)
Other comprehensive income (loss)	(17.0)			(17.0)	
Balance at end of the period (in shares) at Mar. 31, 2024		668,200,000	14,400,000		
Balance at end of the period at Mar. 31, 2024	5,888.4	$ 11,747.4	$ 1,392.6	(512.3)	(6,739.3)
Balance at beginning of the period (in shares) at Dec. 31, 2023		666,100,000	14,400,000		
Balance at beginning of the period at Dec. 31, 2023	5,992.3	$ 11,740.5	$ 1,392.6	(495.3)	(6,645.5)

Increase (Decrease) in Shareholders' Equity					
Net income (loss)	(444.9)				
Other comprehensive income (loss)	61.5				
Balance at end of the period (in shares) at Sep. 30, 2024		710,300,000	0		
Balance at end of the period at Sep. 30, 2024	5,513.5	$ 13,069.0	$ 0.0	(433.8)	(7,121.7)
Balance at beginning of the period (in shares) at Mar. 31, 2024		668,200,000	14,400,000		
Balance at beginning of the period at Mar. 31, 2024	5,888.4	$ 11,747.4	$ 1,392.6	(512.3)	(6,739.3)
Increase (Decrease) in Shareholders' Equity					
Vesting of restricted stock units (in shares)		700,000			
Share-based award activity (in shares)		(100,000)			
APIC, Share-Based Payment Arrangement, Increase for Cost Recognition	17.7	$ 17.7			
Dividends, Preferred Stock	(12.5)				(12.5)
Net income (loss)	(304.3)				(304.3)
Other comprehensive income (loss)	15.3			15.3	
Balance at end of the period (in shares) at Jun. 30, 2024		724,100,000	0		
Balance at end of the period at Jun. 30, 2024	5,604.6	$ 13,157.7	$ 0.0	(497.0)	(7,056.1)
Increase (Decrease) in Shareholders' Equity					
Stock Issued During Period, Value, Conversion of Convertible Securities		$ 1,392.6	$ (1,392.6)		
Stock Issued During Period, Shares, Conversion of Convertible Securities		55,300,000	(14,400,000)		
Vesting of restricted stock units (in shares)		2,100,000			
Share-based award activity (in shares)		(700,000)			
APIC, Share-Based Payment Arrangement, Increase for Cost Recognition	11.3	$ 11.3			
Stock Repurchased and Retired During Period, Value	(100.0)	$ (100.0)			
Net income (loss)	(65.6)				(65.6)
Other comprehensive income (loss)	63.2			63.2	
Balance at end of the period (in shares) at Sep. 30, 2024		710,300,000	0		
Balance at end of the period at Sep. 30, 2024	$ 5,513.5	$ 13,069.0	$ 0.0	$ (433.8)	$ (7,121.7)
Increase (Decrease) in Shareholders' Equity					
Stock repurchased and retired (in shares)	15,200,000	(15,200,000)			

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CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED) - USD ($) $ in Millions	**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**
Cash Flows From Operating Activities		
Net income (loss)	$ (444.9)	$ (67.3)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	541.0	527.5
Share-based compensation	48.9	97.1
Restructuring and other impairments, including goodwill	314.5	138.9
Gain on legal settlement	0.0	(49.4)
Deferred income taxes	(28.8)	(51.3)
Amortization of debt issuance costs	11.1	12.9
Other operating activities	36.1	2.4
Changes in operating assets and liabilities:		
Accounts receivable	148.2	110.3
Prepaid expenses	(8.5)	(10.6)
Other assets	(9.8)	19.5
Accounts payable	(16.5)	(2.4)
Accrued expenses and other current liabilities	22.1	(33.8)
Deferred revenues	(102.3)	(56.9)
Operating leases, net	(7.8)	(6.2)
Other liabilities	2.0	(77.4)
Net cash provided by operating activities	505.3	553.3
Cash Flows From Investing Activities		
Capital expenditures	(206.9)	(178.6)
Payments for acquisitions, net of cash acquired	(32.0)	(2.3)
Proceeds from divestitures, net of cash divested	(19.2)	10.5
Net cash provided by (used for) investing activities	(258.1)	(170.4)
Cash Flows From Financing Activities		
Principal payments on term loans	(58.1)	(150.0)
Payment of debt issuance costs and discounts	(20.1)	(0.1)
Payments for Repurchase of Equity	100.0	100.0
Cash dividends on preferred shares	(37.7)	(56.7)
Payments related to finance lease	(0.7)	(0.8)

Payments related to tax withholding for share-based compensation	(13.9)	(14.8)
Net cash provided by (used for) financing activities	(230.5)	(322.2)
Effects of exchange rates	1.1	(10.3)
Net change in cash and cash equivalents, including restricted cash	17.8	50.4
Cash and cash equivalents, including restricted cash, beginning of period	370.7	356.8
Cash and cash equivalents, including restricted cash, end of period	$ 388.5	$ 407.2

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Nature of Operations and Summary of Significant Accounting Policies	**9 Months Ended Sep. 30, 2024**
Accounting Policies [Abstract]	
Nature of Operations and Summary of Significant Accounting Policies	

Nature of Operations and Summary of Significant Accounting Policies

Clarivate Plc (“Clarivate,” “us,” “we,” “our,” or the “Company”) is a public limited company incorporated under the laws of Jersey, Channel Islands.

We are a provider of proprietary and comprehensive information, analytics, professional services, and workflow software that enable users across government and academic institutions, life science and healthcare companies, corporations, and law firms to power the entire innovation lifecycle, from cultivating curiosity to protecting the world’s critical intellectual property assets. We have three reportable segments: Academia & Government (“A&G”), Intellectual Property (“IP”), and Life Sciences & Healthcare (“LS&H”). Our segment structure is organized based on the products we offer and the markets they serve. For additional information on our reportable segments, see *Note 13 - Segment Information*.

Basis of Presentation

The accompanying Condensed Consolidated Financial Statements have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) and include our accounts and the accounts of our wholly owned subsidiaries. In our opinion, these interim statements reflect all adjustments necessary to a fair statement of the results for the periods presented, and such adjustments are of a normal, recurring nature. Results from interim periods should not be considered indicative of results for the full year. The financial statements included herein should be read in conjunction with the financial statements and notes included in our Form 10-K for the year ended December 31, 2023. The year-end condensed balance sheet data was derived from audited financial statements, but does not include all disclosures required by GAAP. All significant intercompany transactions and balances have been eliminated in consolidation.

Certain reclassifications of prior period amounts have been made to conform to the current period presentation.

Significant Accounting Policies

Our significant accounting policies are those that we believe are important to the portrayal of our financial condition and results of operations, as well as those that involve significant judgments or estimates about matters that are inherently uncertain. There have been no material changes to the significant accounting policies discussed in *Note 1 - Nature of Operations and Summary of Significant Accounting Policies* included in Part II, Item 8 of our annual report on Form 10-K for the year ended December 31, 2023.

Recently Issued Accounting Standards

In November 2023, the Financial Accounting Standards Board (“FASB”) issued ASU 2023-07, *Improvements to Reportable Segment Disclosures*, which requires disclosure of incremental segment information on an annual and interim basis. The amendments in this update are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 on a retrospective basis. We do not expect that the adoption of this ASU will have a material impact on our consolidated financial statements.

In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures*, which is designed to provide greater income tax disclosure transparency by requiring (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. The amendments in this update are effective for fiscal years beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. We are currently assessing the impact of this update on our related disclosures.

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Acquisitions and Divestitures	**9 Months Ended Sep. 30, 2024**
Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]	
Acquisitions and Divestitures	

Acquisitions and Divestitures

During the second quarter of 2023, we entered into a commercial agreement to sell a small product group within our IP segment for approximately $34, payable in annual installments over ten years. The fair value of this contingent consideration receivable is $28.2 as of September 30, 2024, of which almost all is classified as Other non-current assets in the Condensed Consolidated Balance Sheets. We will remeasure the fair value of contingent consideration on a recurring basis and record adjustments, as needed, based on the length of time remaining under the commercial agreement and changes in the amount to be realized each year based on actual financial results. Changes in fair value measurement of the contingent consideration is based on Level 3 inputs. The transaction closed on April 1, 2024 and a loss of $14.8 was recognized in connection with the sale, which is included in Other operating expense (income), net in the Condensed Consolidated Statements of Operations.

Prior to the held-for-sale determination and accompanying impairment testing as of June 30, 2023, the carrying amount of the expected assets to be disposed of consisted almost entirely of purchase-related identifiable customer relationship intangible assets of approximately $158. These intangible assets were reduced to estimated fair value of $26.1 based on the estimated present value of the consideration to be paid over ten years. The related impairment charge of $132.2 is included in Goodwill and intangible asset impairments in the Condensed Consolidated Statements of Operations for the nine months ended September 30, 2023.

On October 25, 2024, in connection with streamlining our A&G portfolio and focusing our efforts around our core A&G business assets, we entered into a commercial agreement to sell our ScholarOne business for $110.0 payable in cash at the closing of the transaction and a potential earnout payable in cash that we estimate may approach $20.0 contingent on the achievement of certain financial metrics through 2030. The sale is expected to close during the fourth quarter of 2024.

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Revenue	**9 Months Ended Sep. 30, 2024**
Revenue from Contract with Customer [Abstract]	
Revenue	

Revenue

We derive revenue through subscriptions to our product offerings, re-occurring contracts in our IP segment, and transactional sales that are typically quoted on a product, data set, or project basis.

- *Subscription-based revenues* are recurring revenues that we typically earn under annual contracts, pursuant to which we license the right to use our products to our customers or provide maintenance services over a contractual term. We invoice and collect the subscription fee at the beginning of the subscription period. For multi-year agreements, we generally invoice customers annually at the beginning of each annual coverage period. Cash received or receivable in advance of completing the performance obligations is included in deferred revenue. We recognize subscription revenue ratably over the contract term as the access or service is provided.
- *Re-occurring revenues* are derived solely from the patent and trademark maintenance services provided by our IP segment. Patents and trademarks are renewed regularly, and our services help customers maintain and protect those patents and trademarks in multiple jurisdictions around the world. Because of the re-occurring nature of the patent and trademark lifecycle, our customer base engages us to manage the renewal process on their behalf. These contracts typically include evergreen clauses or are multi-year agreements. We invoice and recognize revenue upon delivery of the service.
- *Transactional and other revenues* are earned for specific deliverables that are typically quoted on a product, data set, or project basis.

Transactional and other revenues include content sales (including single-document and aggregated collection sales), consulting engagements, and other professional services such as software implementation services. We typically invoice and record revenue for this revenue stream upon delivery of the product, data set, or project, although for longer software implementation projects, we will periodically invoice and recognize revenue in connection with the completion of related performance obligations.

The following table presents our revenues disaggregated by transaction type (see *Note 13 - Segment Information* for our revenues disaggregated by segment):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Subscription revenues	$ 411.1	$ 408.1	$ 1,219.8	$ 1,207.3
Re-occurring revenues	106.7	106.8	317.8	325.5
Transactional and other revenues	104.4	132.3	356.1	412.3
Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1

The following table presents our contract balances:

	September 30, 2024	December 31, 2023
Accounts receivable, net	771.8	908.3
Current portion of deferred revenues	890.2	983.1
Non-current portion of deferred revenues	21.6	38.7

During the nine months ended September 30, 2024, we recognized revenues of $778.1 attributable to deferred revenues recorded at the beginning of the period, primarily consisting of subscription revenues recognized ratably over the contract term.

Our remaining performance obligations are included in the current or non-current portion of deferred revenues on the Condensed Consolidated Balance Sheets. The majority of these obligations relate to customer contracts where we license the right to use our products or provide maintenance services over a contractual term, generally one year or less.

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Other Intangible Assets, Net and Goodwill

9 Months Ended

Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Other Intangible Assets, Net and Goodwill

Other Intangible Assets, Net and Goodwill

Other intangible assets, net

The following table is a summary of the gross carrying amounts and accumulated amortization of our identifiable intangible assets by major class:

	September 30, 2024			December 31, 2023		
	Gross	Accumulated Amortization	Net	Gross	Accumulated Amortization	Net
Customer relationships	$ 7,850.2	$ (1,445.1)	$ 6,405.1	$ 7,819.9	$ (1,177.2)	$ 6,642.7
Technology and content	2,858.8	(1,190.3)	1,668.5	2,798.3	(1,009.1)	1,789.2
Computer software	1,062.6	(598.5)	464.1	897.9	(516.4)	381.5
Trade names and other	89.5	(57.4)	32.1	88.9	(52.6)	36.3
Definite-lived intangible assets	$ 11,861.1	$ (3,291.3)	$ 8,569.8	$ 11,605.0	$ (2,755.3)	$ 8,849.7
Indefinite-lived trade names	156.9	—	156.9	156.9	—	156.9
Other intangible assets, net	$ 12,018.0	$ (3,291.3)	$ 8,726.7	$ 11,761.9	$ (2,755.3)	$ 9,006.6

During the three months ended September 30, 2024, and 2023, intangible assets amortization expense was $172.8 and $170.9, respectively, and during the nine months ended September 30, 2024, and 2023, intangible assets amortization expense was $527.2 and $510.3, respectively.

Goodwill

The following table is a summary of the change in the carrying amount of goodwill, both in total and as allocated to our reportable segments:

	A&G	IP	LS&H	Total
Balance as of December 31, 2023	$ 1,109.8	$ —	$ 913.9	$ 2,023.7
Acquisition	—	13.8	15.8	29.6
Goodwill impairment	—	(13.8)	(302.8)	(316.6)
Impact of foreign currency fluctuations	0.1	—	—	0.1
Balance as of September 30, 2024	$ 1,109.9	$ —	$ 626.9	$ 1,736.8

In the second quarter of 2024, primarily due to sustained declines in our share price, we determined that it was appropriate to perform an interim quantitative goodwill impairment assessment. We performed the assessment, consistent with our goodwill impairment testing policy and procedures, by comparing the estimated fair value to the carrying value for both of our segment reporting units carrying a goodwill balance. Based on the quantitative assessment performed, we concluded that the estimated fair value of the A&G reporting unit continues to be substantially in excess of its carrying value. For the LS&H reporting unit, we determined the carrying value exceeded its fair value; consequently, we recorded a goodwill impairment charge of $302.8 in the second quarter of 2024.

In the third quarter of 2024, we recorded $13.8 of goodwill associated with a small acquisition within the IP reporting unit. We recorded an impairment to the goodwill because the IP reporting unit’s fair value was significantly below its carrying value based on the results of our most recent interim quantitative impairment assessment described above.

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Derivative Instruments

9 Months Ended

Sep. 30, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Derivative Instruments

Derivative Instruments

We are exposed to various market risks, including foreign currency exchange rate risk and interest rate risk. We use derivative instruments to manage these risk exposures. We enter into foreign currency contracts and cross-currency swaps to help manage our exposure to foreign currency exchange rate risk, and we use interest rate swaps to mitigate interest rate risk. We assess the fair value of these instruments by considering current and anticipated movements in future interest rates and the relevant currency spot and future rates available in the market. Accordingly, these instruments are classified within Level 2 of the fair value hierarchy.

Interest Rate Swaps

We have interest rate swap arrangements with counterparties to reduce our exposure to variability in cash flows relating to interest payments on our outstanding term loan arrangements. We have designated the interest rate swaps as cash flow hedges of the risk associated with floating interest rates on designated future monthly interest payments. For additional information on our outstanding term loan facility, see *Note 6 - Debt*. As of September 30, 2024, our outstanding interest rate swaps have an aggregate notional value of $753.7 and mature in October 2026.

The fair value of the interest rate swaps is the estimated amount that we would receive or pay to terminate such agreements, taking into account market interest rates and the remaining time to maturities or using market inputs with mid-market pricing as a practical expedient for bid-ask spread. Changes in fair value are recorded in Accumulated other comprehensive loss (“AOCL”) in the Condensed Consolidated Balance Sheets with a related offset in derivative asset or liability, and the amounts reclassified out of AOCL are recorded to Interest expense, net in the Condensed Consolidated Statements of Operations. Any gain or loss will be subsequently reclassified into net earnings in the same period during which transactions affect earnings, or upon termination of the arrangements. For additional information on changes recorded to AOCL, see *Note 7 - Shareholders' Equity*. As of September 30, 2024, we estimate that approximately $6.5 of pre-tax gain related to interest rate swaps recorded in AOCL will be reclassified into earnings within the next 12 months.

Cross-Currency Swaps

In July 2023, we entered into a cross-currency swap that matures in 2026 to mitigate foreign currency exposure related to our net investment in various euro-functional-currency consolidated subsidiaries. This swap is designated and qualifies as a net investment hedge. We elected to assess the effectiveness of this net investment hedge based on changes in spot rates and are amortizing the portion of the net investment hedge that was excluded from the assessment of effectiveness over the life of the swap within Interest expense, net in the Condensed Consolidated Statements of Operations. The notional amount of the cross-currency swap associated with euro-denominated subsidiary net investments was €100.0 as of September 30, 2024.

Changes in fair value are recorded in AOCL (as a foreign currency translation adjustment) in the Condensed Consolidated Balance Sheets, with a related offset in derivative asset or liability. Any gain or loss will be subsequently reclassified into net earnings when the hedged net investment is either sold or substantially liquidated. For additional information on changes recorded to AOCL, see *Note 7 - Shareholders' Equity*.

Foreign Currency Forward Contracts

We periodically enter into foreign currency contracts, which generally do not exceed 180 days in duration, to help manage our exposure to foreign exchange rate risks. We have not designated these contracts as accounting hedges. We initially recognize these contracts at fair value on the execution date and subsequently remeasure the contracts to their fair value at the end of each reporting period. We assess the fair value of these instruments by considering current and anticipated movements in future interest rates and the relevant currency spot and future rates available in the market. We receive third-party valuation reports to corroborate our determination of fair value.

We recognize the associated realized and unrealized gains and losses in Other operating expense (income), net in the Condensed Consolidated Statements of Operations. We recognized a loss (gain) from the fair value adjustment of $(4.2) and $4.0, for the three months ended September 30, 2024 and 2023, respectively, and $(1.9) and $3.7, for the nine months ended September 30, 2024 and 2023, respectively. The notional amount of outstanding foreign currency contracts was $154.0 and $140.5 as of September 30, 2024 and December 31, 2023, respectively.

The following table provides information on the location and fair value amounts of our derivative instruments as of September 30, 2024 and December 31, 2023:

	Balance Sheet Classification	September 30, 2024	December 31, 2023
Asset Derivatives			
Designated as accounting hedges:			
Interest rate swaps	Other current assets	$ —	$ 4.1
Interest rate swaps	Other non-current assets	7.4	17.7
Not designated as accounting hedges:			
Foreign currency forwards	Other current assets	3.1	1.3
Total Asset Derivatives		$ 10.5	$ 23.1
Liability Derivatives			
Designated as accounting hedges:			
Cross-currency swaps	Other non-current liabilities	$ 2.9	$ 2.0
Not designated as accounting hedges:			
Foreign currency forwards	Accrued expenses and other current liabilities	—	0.1
Total Liability Derivatives		$ 2.9	$ 2.1

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Debt

	9 Months Ended Sep. 30, 2024
Debt Disclosure [Abstract]	
Debt	Debt

The following table summarizes our total indebtedness:

		September 30, 2024		December 31, 2023	
Type	**Maturity**	**Effective Interest Rate**	**Carrying Value**	**Effective Interest Rate**	**Carrying Value**
Senior Notes	2029	4.875%	921.4	4.875%	921.4
Senior Secured Notes	2028	3.875%	921.2	3.875%	921.2
Senior Secured Notes	2026	4.500%	700.0	4.500%	700.0
Revolving Credit Facility	2029	7.595%	—	8.206%	—
Term Loan Facility	2031	7.595%	2,139.3	8.470%	2,197.4
Finance lease	2036	6.936%	29.6	6.936%	30.3
Total debt outstanding			$ 4,711.5		$ 4,770.3
Debt discounts and issuance costs			(56.2)		(48.0)
Current portion of long-term debt[(1)]			(22.8)		(1.2)
Long-term debt			$ 4,632.5		$ 4,721.1

[(1)] Included in Accrued expenses and other current liabilities on the Condensed Consolidated Balance Sheets.

Senior Notes (2029) and Senior Secured Notes (2028)

Interest on the Senior Notes due 2029 and the Senior Secured Notes due 2028 is payable semi-annually to holders of record on June 30 and December 30 of each year. The Senior Secured Notes due 2028 are secured on a first-lien pari passu basis with borrowings under our credit facilities and Senior Secured Notes due 2026. Both of these series of Notes are guaranteed on a joint and several basis by each of our indirect subsidiaries that is an obligor or guarantor under our credit facilities and Senior Secured Notes due 2026.

Senior Secured Notes (2026)

Interest on the Senior Secured Notes due 2026 is payable semi-annually to holders of record on May 1 and November 1 of each year. The Senior Secured Notes due 2026 are secured on a first-lien pari passu basis with borrowings under our credit facilities and Senior Secured Notes due 2028. These Notes are guaranteed on a joint and several basis by each of our indirect subsidiaries that is an obligor or guarantor under our credit facilities and are secured on a first-priority basis by the collateral

now owned or hereafter acquired by Camelot Finance S.A. (the issuer) and each of the guarantors that secures the issuer's and such guarantor's obligations under our credit facilities (subject to permitted liens and other exceptions).

The Credit Facilities

As further discussed below, in January 2024, we refinanced our existing credit facilities to provide improved financial flexibility, including extending our debt maturities and lowering our annual cash interest costs.

Revolving Credit Facility

Our revolving credit facility provides for revolving loans, same-day borrowings, and letters of credit. Proceeds of loans made under the revolving credit facility may be borrowed, repaid, and reborrowed prior to maturity.

As part of the January 2024 refinancing, we amended our $750.0 revolving credit facility by reducing it to a $700.0 facility (with a letter of credit sublimit of $77.0) and extending the maturity date to January 31, 2029, subject to a "springing" maturity date that is 91 days prior to the maturity date of the Senior Secured Notes due 2026 and the Senior Secured Notes due 2028, but only to the extent that those notes have not been refinanced or extended prior to their original maturity dates. All other terms related to the revolving credit facility were substantively unchanged.

As of September 30, 2024, letters of credit totaling $8.1 were collateralized by the revolving credit facility.

Term Loan Facility

As part of the January 2024 refinancing, we made a prepayment of $47.4 on the existing term loans due in 2026 and then refinanced the remaining term loans with a new $2,150.0 tranche of term loans maturing in 2031. The interest rate margin for the new term loan facility decreased from 300 to 275 basis points per annum in the case of loans bearing interest by reference to term SOFR. The term loans amortize in equal quarterly installments (the first installment was paid on June 28, 2024) equivalent to a rate of 1.00% per annum, with the balance due at maturity.

The carrying value of our variable interest rate debt, excluding unamortized debt issuance costs, approximates fair value due to the short-term nature of the interest rate benchmark rates. The fair value of the fixed rate debt is estimated based on market observable data for debt with similar prepayment features. The fair value of our debt was $4,617.0 and $4,615.3 as of September 30, 2024 and December 31, 2023, respectively, and is considered Level 2 under the fair value hierarchy.

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Shareholders' Equity

9 Months Ended
Sep. 30, 2024

Equity [Abstract]

Shareholders' Equity

Shareholders' Equity

Conversion of Preferred Shares into Ordinary Shares

On June 3, 2024, all 14.4 million outstanding shares of our 5.25% Series A Mandatory Convertible Preferred Shares ("MCPS") automatically converted into 55.3 million ordinary shares at a conversion rate of 3.8462 ordinary shares per MCPS share. All accumulated preferred dividends were paid prior to the conversion.

Share Repurchase Program

In May 2023, our Board of Directors authorized the purchase of up to $500.0 of our ordinary shares through December 31, 2024. We repurchased approximately 13.8 million ordinary shares for $100.0 at an average price of $7.22 per share during the year ended December 31, 2023 and approximately 15.2 million ordinary shares for $100.0 at an average price of $6.59 per share during the three months ended September 30, 2024. All repurchased shares were immediately retired and restored as authorized but unissued ordinary shares. As of September 30, 2024, we had $300.0 of availability remaining under the share repurchase program.

Accumulated Other Comprehensive Loss ("AOCL")

The tables below provide information about the changes in AOCL by component and the related amounts reclassified to net earnings during the periods indicated (net of tax). The foreign currency translation adjustment component of AOCL represents the impact of translating foreign subsidiary asset and liability balances from their local currency to USD. The change in both periods below was primarily related to foreign subsidiaries whose local currency is GBP.

	Nine Months Ended September 30, 2024			
	Interest rate swaps	Defined benefit pension plans	Foreign currency translation adjustment	Total
Balance as of December 31, 2023	$ 16.2	$ 0.4	$ (511.9)	$ (495.3)
Other comprehensive income (loss) before reclassifications	7.4	—	73.2	80.6
Reclassifications from AOCL to net earnings	(18.2)	—	(0.9)	(19.1)
Net other comprehensive (loss) income	(10.8)	—	72.3	61.5
Balance as of September 30, 2024	$ 5.4	$ 0.4	$ (439.6)	$ (433.8)

	Nine Months Ended September 30, 2023			
	Interest rate swaps	Defined benefit pension plans	Foreign currency translation adjustment	Total
Balance as of December 31, 2022	$ 38.1	$ 1.5	$ (705.5)	$ (665.9)
Other comprehensive income (loss) before reclassifications	22.2	(0.1)	14.0	36.1
Reclassifications from AOCL to net earnings	(27.7)	—	(0.3)	(28.0)
Net other comprehensive income (loss)	(5.5)	(0.1)	13.7	8.1
Balance as of September 30, 2023	$ 32.6	$ 1.4	$ (691.8)	$ (657.8)

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Private Placement Warrants

9 Months Ended
Sep. 30, 2024

Other Liabilities Disclosure [Abstract]

Private Placement Warrants

Private Placement Warrants

In May 2024, the remaining 17.8 million private placement warrants expired unexercised. These warrants had an exercise price of $11.50 per share and were valued using a Black-Scholes option valuation model and classified as Level 3 financial instruments within the fair value hierarchy. The warrants were subject to remeasurement at each balance sheet date and represented a liability balance of zero and $5.1 as of September 30, 2024 and December 31, 2023, respectively, classified within Accrued expenses and other current liabilities in the Condensed Consolidated Balance Sheets. The change in fair value was recognized as a fair value adjustment of warrants in the Condensed Consolidated Statements of Operations.

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Restructuring and Other Impairments

9 Months Ended
Sep. 30, 2024

Restructuring and Related Activities [Abstract]

Restructuring and Other Impairments

Restructuring and Other Impairments

We have engaged in various restructuring programs to strengthen our business and streamline our operations, including taking actions related to the location and use of leased facilities. Our recent restructuring programs include the following:

- *Segment Optimization Program* - During the second quarter of 2023, we approved a restructuring plan to streamline operations within targeted areas of the Company to reduce operational costs, with the primary cost savings driver being from a reduction in workforce.
- *ProQuest Acquisition Integration Program* - During the fourth quarter of 2021, we approved a restructuring plan to streamline operations within targeted areas of the Company to reduce operational costs, with the primary cost savings driver being from a reduction in workforce.

As of September 30, 2024, we have incurred $31.4 of cumulative costs associated with the Segment Optimization Program and we expect to incur approximately $4 of additional restructuring costs associated with this program, primarily within 2024.

The following table summarizes the pre-tax charges by activity and program during the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Severance and related benefit costs:				
ProQuest Acquisition Integration Program	$ —	$ (0.2)	$ (0.1)	$ 16.7
Segment Optimization Program	4.2	2.6	16.3	4.9
Total Severance and related benefit costs	$ 4.2	$ 2.4	$ 16.2	$ 21.6
Exit and disposal costs:				
ProQuest Acquisition Integration Program	$ —	$ —	$ —	$ 0.1
Segment Optimization Program	0.1	—	0.3	—
Total Exit and disposal costs	$ 0.1	$ —	$ 0.3	$ 0.1
Lease abandonment costs:				
Segment Optimization Program	$ (0.3)	$ 1.4	$ (2.3)	$ 3.7
Other Restructuring Programs	—	(0.1)	—	(0.1)
Total Lease abandonment costs	$ (0.3)	$ 1.3	$ (2.3)	$ 3.6
Restructuring and other impairments	$ 4.0	$ 3.7	$ 14.2	$ 25.3

The following table summarizes the pre-tax charges by program and segment during the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government:				
ProQuest Acquisition Integration Program	$ —	$ (0.2)	$ (0.1)	$ 9.1
Segment Optimization Program	1.7	1.4	5.5	3.0
Other Restructuring Programs	—	(0.1)	—	(0.1)
Total A&G	$ 1.7	$ 1.1	$ 5.4	$ 12.0
Intellectual Property:				
ProQuest Acquisition Integration Program	$ —	$ —	$ —	$ 4.6
Segment Optimization Program	0.2	0.5	3.2	1.9
Total IP	$ 0.2	$ 0.5	$ 3.2	$ 6.5
Life Sciences & Healthcare:				
ProQuest Acquisition Integration Program	$ —	$ —	$ —	$ 3.1
Segment Optimization Program	2.1	2.1	5.6	3.7
Total LS&H	$ 2.1	$ 2.1	$ 5.6	$ 6.8
Restructuring and other impairments	$ 4.0	$ 3.7	$ 14.2	$ 25.3

The following table summarizes the changes in our restructuring reserves by activity during the periods indicated:

	Severance and related benefit costs	Exit, disposal, and abandonment costs	Total
Reserve Balance as of December 31, 2023	$ 5.9	$ 1.4	$ 7.3
Expenses recorded	16.2	(2.0)	14.2
Payments made	(18.9)	(4.7)	(23.6)
Noncash items	(1.0)	5.3	4.3
Reserve Balance as of September 30, 2024	$ 2.2	$ —	$ 2.2
Reserve Balance as of December 31, 2022	$ 11.5	$ 0.1	$ 11.6
Expenses recorded	21.6	3.7	25.3
Payments made	(27.7)	(2.4)	(30.1)
Noncash items	(2.9)	—	(2.9)
Reserve Balance as of September 30, 2023	$ 2.5	$ 1.4	$ 3.9

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Other Operating Expense (Income), Net

9 Months Ended Sep. 30, 2024

Other Income and Expenses [Abstract]

Other Operating Expense (Income), Net

Other Operating Expense (Income), Net

Other operating expense (income), net, consisted of the following for the three and nine months ended September 30, 2024 and 2023:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Loss on divestiture[1]	$ —	$ —	$ 14.8	$ —
Gain on legal settlement[2]	—	—	—	(49.4)
Net foreign exchange loss (gain)[3]	31.5	(17.0)	36.1	15.3
Miscellaneous expense (income), net	(5.8)	4.0	(4.0)	3.6
Other operating expense (income), net	$ 25.7	$ (13.0)	$ 46.9	$ (30.5)

[1] Refer to *Note 2 - Acquisitions and Divestitures* for further information.

[2] Refer to *Note 14 - Commitments and Contingencies* for further information.

[3] Relates to realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP.

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Income Taxes

9 Months Ended Sep. 30, 2024

Income Tax Disclosure [Abstract]

Income Taxes

Income Taxes

We compute our provision (benefit) for income taxes by applying the estimated annual effective tax rate to year-to-date pre-tax income (loss) and adjust the provision for discrete tax items recorded in the period.

The income tax provision of $15.1 and $15.6 for the three months ended September 30, 2024 and 2023, respectively, was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized.

The income tax provision of $23.3 for the nine months ended September 30, 2024 was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized, partially offset by a $14.2 tax benefit related to the goodwill impairment. The income tax benefit of $83.3 for the nine months ended September 30, 2023 was driven by a $70.4 tax benefit recorded on the settlement of an open tax dispute, a $33.0 tax benefit associated with the impairment of intangible assets, and a $17.1 tax benefit relating to the partial release of valuation allowance, partially offset by the mix of taxing jurisdictions in which pre-tax profits and losses were recognized.

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Earnings Per Share

9 Months Ended Sep. 30, 2024

Earnings Per Share [Abstract]

Earnings Per Share

Earnings Per Share

Basic earnings per share (“EPS”) is calculated by dividing net income (loss) attributable to ordinary shares by the weighted average number of ordinary shares outstanding for the applicable period. Diluted EPS is computed by dividing net income (loss) attributable to ordinary shares, adjusted for the change in fair value of the private placement warrants, by the weighted average number of ordinary shares and dilutive potential ordinary shares outstanding for the applicable period. Diluted EPS reflects the potential dilution that could occur if securities were exercised or converted into ordinary shares, as calculated using the treasury stock method.

The basic and diluted EPS computations for our ordinary shares are calculated as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Basic EPS				
Net income (loss)	$ (65.6)	$ 12.3	$ (444.9)	$ (67.3)
Dividends on preferred shares	—	18.9	31.3	56.3
Net income (loss) attributable to ordinary shares	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Weighted average shares, basic	718.7	670.9	690.5	673.9
Basic EPS	$ (0.09)	$ (0.01)	$ (0.69)	$ (0.18)
Diluted EPS				
Net income (loss) attributable to ordinary shares	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Change in fair value of private placement warrants	—	—	—	—
Net income (loss) attributable to ordinary shares, diluted	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Weighted average shares, basic	718.7	670.9	690.5	673.9
Weighted average effect of potentially dilutive shares	—	—	—	—
Weighted average shares, diluted	718.7	670.9	690.5	673.9
Diluted EPS	$ (0.09)	$ (0.01)	$ (0.69)	$ (0.18)

Potential ordinary shares on a gross basis related to share-based awards and private placement warrants were excluded from diluted EPS in each period presented as their inclusion would have been antidilutive. Potential shares of 14.2 million and 29.4 million were excluded for the three months ended September 30, 2024 and 2023, respectively, and 22.3 million and 30.3 million were excluded for the nine months ended September 30, 2024 and 2023, respectively.

As a result of the MCPS conversion described in *Note 7 - Shareholders' Equity*, for the three and nine months ended September 30, 2024, the converted MCPS shares were included in basic EPS for the period subsequent to the conversion and were evaluated for inclusion in diluted EPS for the period prior to the conversion using the if-converted method. Because the pre-conversion weighted-average ordinary shares related to our MCPS would have been antidilutive for each period presented, they were excluded from the diluted EPS calculation for the pre-conversion portion within the three and nine months ended September 30, 2024 and the three and nine months ended September 30, 2023.

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Segment Information	**9 Months Ended Sep. 30, 2024**
Segment Reporting [Abstract]	
Segment Information	Segment Information

Operating segments are components of an enterprise for which separate financial information is available that is evaluated regularly by the chief operating decision maker ("CODM") in deciding how to allocate resources and in assessing performance. As discussed in *Note 1 - Nature of Operations and Summary of Significant Accounting Policies*, we have three reportable operating segments: Academia & Government ("A&G"), Intellectual Property ("IP"), and Life Sciences & Healthcare ("LS&H"). An overview of our segment structure, organized based on the products we offer and the markets they serve, is as follows:

- *A&G*: Trusted content, intelligence, and workflow solutions that help academic and government institutions advance knowledge to transform our world. Within the A&G segment, we provide Research and Analytics, Content Solutions, Books and Marketplaces, and Library Software Solutions.
- *IP*: Our comprehensive intellectual property data, software, and expertise helps companies drive innovation, law firms achieve practice excellence, and organizations worldwide effectively manage and protect critical IP assets. Within the IP segment, we provide IP Management Software, IP Services, Patent Intelligence, and Brand IP Intelligence.
- *LS&H*: Empowers customers to advance innovation and accelerate patient outcomes that improve patient lives and create a healthier tomorrow. Our intelligence solutions, transformative data, and technology equip our customers with the insight and foresight needed across the entire healthcare ecosystem. Within the LS&H segment, we provide solutions for Research and Development, Real World Data, MedTech, Market Access, and Commercialization.

Our Chief Executive Officer is identified as the CODM, who evaluates performance based primarily on segment revenues and Adjusted EBITDA. The CODM does not review assets by segment for the purpose of assessing performance or allocating resources.

Adjusted EBITDA represents Net income (loss) before the Provision (benefit) for income taxes, Depreciation and amortization, and Interest expense, net, adjusted to exclude acquisition and/or disposal-related transaction costs, share-based compensation, restructuring expenses, impairments, the impact of certain non-cash fair value adjustments on financial instruments, unrealized foreign currency gains/losses, legal settlements, and other items that are included in Net income (loss) for the period that we do not consider indicative of our ongoing operating performance.

The following table summarizes revenues by reportable segment for the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government	$ 321.3	$ 327.2	$ 983.5	$ 983.9
Intellectual Property	199.8	211.7	602.3	637.1
Life Sciences & Healthcare	101.1	108.3	307.9	324.1
Total Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1

The following table presents segment profitability and a reconciliation to Net income (loss) for the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government	$ 139.8	$ 144.0	$ 415.4	$ 416.2
Intellectual Property	91.0	98.5	263.2	293.2
Life Sciences & Healthcare	33.6	38.9	96.5	109.6
Total Adjusted EBITDA	$ 264.4	$ 281.4	$ 775.1	$ 819.0
Provision (benefit) for income taxes	(15.1)	(15.6)	(23.3)	83.3
Depreciation and amortization	(177.2)	(176.8)	(541.0)	(527.5)
Interest expense, net	(72.2)	(71.9)	(213.5)	(218.5)
Transaction related costs	(6.1)	(2.7)	(13.6)	(5.1)
Share-based compensation expense	(15.4)	(25.4)	(49.7)	(97.1)
Goodwill and intangible asset impairments	(13.8)	—	(316.6)	(135.2)
Restructuring and other impairments	(4.0)	(3.7)	(14.2)	(25.3)
Fair value adjustment of warrants	—	12.6	5.2	14.4
Other[1]	(26.2)	14.4	(53.3)	24.7
Net income (loss)	$ (65.6)	$ 12.3	$ (444.9)	$ (67.3)

[1] Primarily reflects the net impact of foreign exchange gains and losses related to the remeasurement of balances and other items that do not reflect our ongoing operating performance. In addition to the net unrealized foreign exchange loss, the nine months ended September 30, 2024 also includes a $14.8 loss on the divestiture discussed in *Note 2 - Acquisitions and Divestitures* and the nine months ended September 30, 2023 includes a $49.4 gain on legal settlement discussed in *Note 14 - Commitments and Contingencies*.

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Commitments and Contingencies	**9 Months Ended Sep. 30, 2024**
Commitments and Contingencies Disclosure [Abstract]	
Commitments and Contingencies	Commitments and Contingencies

Lawsuits and Legal Claims

We are engaged in various legal proceedings, claims, audits, and investigations that have arisen in the ordinary course of business. These matters may include among others, antitrust/competition claims, intellectual property infringement claims, employment matters, and commercial matters. The outcomes of the matters against us are subject to future resolution, including the uncertainties of litigation.

From time to time, we are involved in litigation in the ordinary course of our business, including claims or contingencies that may arise related to matters occurring prior to our acquisition of businesses. At the present time, primarily because the matters are generally in early stages, we can give no assurance as to the outcome of any pending litigation to which we are currently a party, and we are unable to determine the ultimate resolution of these matters or the effect they may have on us.

We have and will continue to vigorously defend ourselves against these claims. We maintain appropriate levels of insurance, which we expect are likely to provide coverage for some of these liabilities or other losses that may arise from these litigation matters.

During the nine months ended September 30, 2023, we reached settlement related to a large legal claim, which was covered by insurance. We recognized a total gain on settlement of $49.4 which is included in Other operating expense (income), net in the Condensed Consolidated Statement of Operations.

Between January and March 2022, three putative securities class action complaints were filed in the United States District Court for the Eastern District of New York against Clarivate and certain of its executives and directors alleging that there were weaknesses in the Company's internal controls over financial reporting and financial reporting procedures that it failed to disclose in violation of federal securities law. The complaints were consolidated into a single proceeding on May 18, 2022. On August 8, 2022, plaintiffs filed a consolidated amended complaint, seeking damages on behalf of a putative class of shareholders who acquired Clarivate securities between July 30, 2020, and February 2, 2022, and/or acquired Clarivate ordinary or preferred shares in connection with offerings on June 10, 2021, or Clarivate ordinary shares in connection with a September 13, 2021, offering. The amended complaint, like the prior complaints, references an error in the accounting treatment of an equity plan included in the Company's 2020 business combination with CPA Global that was disclosed on December 27, 2021, and related restatements issued on February 3, 2022, of certain of the Company's previously issued financial statements. The amended complaint also alleges that the Company and certain of its executives and directors made false or misleading statements relating to the Company's product quality and expected organic revenues and organic growth rate, and that they failed to disclose significant known changes to the Company's business model. Defendants moved to dismiss the amended complaint on October 7, 2022. Without deciding the motion, the court entered an order on June 23, 2023, allowing plaintiffs limited leave to amend, and plaintiffs filed an amended complaint on July 14, 2023. On August 10, 2023, the court issued an order deeming defendants' prior motions and briefs to be directed at the amended complaint and permitting defendants to file supplemental briefs to address the new allegations in the amended complaint. Supplemental briefing on the motions was completed on September 8, 2023. Defendants' motions to dismiss the amended complaint are currently pending.

In a separate but related litigation, on June 7, 2022, a class action was filed in Pennsylvania state court in the Court of Common Pleas of Philadelphia asserting claims under the Securities Act of 1933, based on substantially similar allegations, with respect to alleged misstatements and omissions in the offering documents for two issuances of Clarivate ordinary shares in June and September 2021. The Company moved to stay this proceeding on August 19, 2022, and filed its preliminary objections to the state court complaint on October 21, 2022. After granting a partial stay on January 4, 2023, the court denied a further stay of the proceedings on April 17, 2023. On April 24, 2024, the court sustained the Company's preliminary objections, but permitted plaintiff leave to file an amended complaint, which plaintiff filed on May 28, 2024. On August 29, 2024, plaintiff filed a second amended complaint, to which the Company filed preliminary objections on September 30, 2024. Clarivate does not believe that the claims alleged in the complaints have merit and will vigorously defend against them. Given the early stage of the proceedings, we are unable to estimate the reasonably possible loss or range of loss, if any, arising from these matters.

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Pay vs Performance Disclosure - USD ($) $ in Millions	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								
Net income (loss)	$ (65.6)	$ (304.3)	$ (75.0)	$ 12.3	$ (123.1)	$ 43.5	$ (444.9)	$ (67.3)

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Insider Trading Arrangements	3 Months Ended	9 Months Ended
	Sep. 30, 2024	Sep. 30, 2024
Trading Arrangements, by Individual		
Non-Rule 10b5-1 Arrangement Adopted	false	
Rule 10b5-1 Arrangement Terminated	false	
Non-Rule 10b5-1 Arrangement Terminated	false	
Bar Veinstein [Member]		
Trading Arrangements, by Individual		
Material Terms of Trading Arrangement		During the quarter ended September 30, 2024, no director or officer (as defined in Rule 16a-1 under the Exchange Act) of the Company adopted or terminated a Rule 10b5-1 trading plan or adopted or terminated a non-Rule 10b5-1 trading arrangement (as such terms are defined in Item 408(a) of Regulation S-K).

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Nature of Operations and Summary of Significant Accounting Policies (Policies)	9 Months Ended
	Sep. 30, 2024
Accounting Policies [Abstract]	
Basis of Presentation	***Basis of Presentation***

The accompanying Condensed Consolidated Financial Statements have been prepared in accordance with U.S. generally accepted accounting principles ("GAAP") and include our accounts and the accounts of our wholly owned subsidiaries. In our opinion, these interim statements reflect all adjustments necessary to a fair statement of the results for the periods presented, and such adjustments are of a normal, recurring nature. Results from interim periods should not be considered indicative of results for the full year. The financial statements included herein should be read in conjunction with the financial statements and notes included in our Form 10-K for the year ended December 31, 2023. The year-end condensed balance sheet data was derived from audited financial statements, but does not include all disclosures required by GAAP. All significant intercompany transactions and balances have been eliminated in consolidation.

Certain reclassifications of prior period amounts have been made to conform to the current period presentation.

Recently Issued Accounting Standards — ***Recently Issued Accounting Standards***

In November 2023, the Financial Accounting Standards Board ("FASB") issued ASU 2023-07, *Improvements to Reportable Segment Disclosures*, which requires disclosure of incremental segment information on an annual and interim basis. The amendments in this update are effective for fiscal

years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 on a retrospective basis. We do not expect that the adoption of this ASU will have a material impact on our consolidated financial statements.

In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures*, which is designed to provide greater income tax disclosure transparency by requiring (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. The amendments in this update are effective for fiscal years beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. We are currently assessing the impact of this update on our related disclosures.

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Revenue (Tables)

9 Months Ended
Sep. 30, 2024

Revenue from Contract with Customer [Abstract]

Schedule of disaggregated revenues

The following table presents our revenues disaggregated by transaction type (see *Note 13 - Segment Information* for our revenues disaggregated by segment):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Subscription revenues	$ 411.1	$ 408.1	$ 1,219.8	$ 1,207.3
Re-occurring revenues	106.7	106.8	317.8	325.5
Transactional and other revenues	104.4	132.3	356.1	412.3
Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1

The following table summarizes revenues by reportable segment for the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government	$ 321.3	$ 327.2	$ 983.5	$ 983.9
Intellectual Property	199.8	211.7	602.3	637.1
Life Sciences & Healthcare	101.1	108.3	307.9	324.1
Total Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1

Schedule of contract balances

The following table presents our contract balances:

	September 30, 2024	December 31, 2023
Accounts receivable, net	771.8	908.3
Current portion of deferred revenues	890.2	983.1
Non-current portion of deferred revenues	21.6	38.7

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Other Intangible Assets, Net and Goodwill (Tables)

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of Identifiable Intangible Assets

The following table is a summary of the gross carrying amounts and accumulated amortization of our identifiable intangible assets by major class:

	September 30, 2024			December 31, 2023		
	Gross	Accumulated Amortization	Net	Gross	Accumulated Amortization	Net
Customer relationships	$ 7,850.2	$ (1,445.1)	$ 6,405.1	$ 7,819.9	$ (1,177.2)	$ 6,642.7
Technology and content	2,858.8	(1,190.3)	1,668.5	2,798.3	(1,009.1)	1,789.2
Computer software	1,062.6	(598.5)	464.1	897.9	(516.4)	381.5
Trade names and other	89.5	(57.4)	32.1	88.9	(52.6)	36.3
Definite-lived intangible assets	$ 11,861.1	$ (3,291.3)	$ 8,569.8	$ 11,605.0	$ (2,755.3)	$ 8,849.7
Indefinite-lived trade names	156.9	—	156.9	156.9	—	156.9
Other intangible assets, net	$ 12,018.0	$ (3,291.3)	$ 8,726.7	$ 11,761.9	$ (2,755.3)	$ 9,006.6

Schedule of Goodwill

The following table is a summary of the change in the carrying amount of goodwill, both in total and as allocated to our reportable segments:

	A&G	IP	LS&H	Total
Balance as of December 31, 2023	$ 1,109.8	$ —	$ 913.9	$ 2,023.7
Acquisition	—	13.8	15.8	29.6
Goodwill impairment	—	(13.8)	(302.8)	(316.6)
Impact of foreign currency fluctuations	0.1	—	—	0.1
Balance as of September 30, 2024	$ 1,109.9	$ —	$ 626.9	$ 1,736.8

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Derivative Instruments (Tables)

9 Months Ended
Sep. 30, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Schedule of Fair Value of Derivative Instruments

The following table provides information on the location and fair value amounts of our derivative instruments as of September 30, 2024 and December 31, 2023:

	Balance Sheet Classification	September 30, 2024	December 31, 2023
Asset Derivatives			
Designated as accounting hedges:			
Interest rate swaps	Other current assets	$ —	$ 4.1
Interest rate swaps	Other non-current assets	7.4	17.7
Not designated as accounting hedges:			
Foreign currency forwards	Other current assets	3.1	1.3
Total Asset Derivatives		$ 10.5	$ 23.1
Liability Derivatives			
Designated as accounting hedges:			
Cross-currency swaps	Other non-current liabilities	$ 2.9	$ 2.0
Not designated as accounting hedges:			
Foreign currency forwards	Accrued expenses and other current liabilities	—	0.1
Total Liability Derivatives		$ 2.9	$ 2.1

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Debt (Tables)

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Schedule of Debt

The following table summarizes our total indebtedness:

Type	Maturity	September 30, 2024 Effective Interest Rate	September 30, 2024 Carrying Value	December 31, 2023 Effective Interest Rate	December 31, 2023 Carrying Value
Senior Notes	2029	4.875%	921.4	4.875%	921.4
Senior Secured Notes	2028	3.875%	921.2	3.875%	921.2
Senior Secured Notes	2026	4.500%	700.0	4.500%	700.0
Revolving Credit Facility	2029	7.595%	—	8.206%	—
Term Loan Facility	2031	7.595%	2,139.3	8.470%	2,197.4
Finance lease	2036	6.936%	29.6	6.936%	30.3
Total debt outstanding			$ 4,711.5		$ 4,770.3
Debt discounts and issuance costs			(56.2)		(48.0)
Current portion of long-term debt[1]			(22.8)		(1.2)
Long-term debt			$ 4,632.5		$ 4,721.1

[1] Included in Accrued expenses and other current liabilities on the Condensed Consolidated Balance Sheets.

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Shareholders' Equity (Tables)

9 Months Ended Sep. 30, 2024

Equity [Abstract]

Schedule of Accumulated Other Comprehensive Income (Loss)

The tables below provide information about the changes in AOCL by component and the related amounts reclassified to net earnings during the periods indicated (net of tax). The foreign currency translation adjustment component of AOCL represents the impact of translating foreign subsidiary asset and liability balances from their local currency to USD. The change in both periods below was primarily related to foreign subsidiaries whose local currency is GBP.

	Nine Months Ended September 30, 2024			
	Interest rate swaps	Defined benefit pension plans	Foreign currency translation adjustment	Total
Balance as of December 31, 2023	$ 16.2	$ 0.4	$ (511.9)	$ (495.3)
Other comprehensive income (loss) before reclassifications	7.4	—	73.2	80.6
Reclassifications from AOCL to net earnings	(18.2)	—	(0.9)	(19.1)
Net other comprehensive (loss) income	(10.8)	—	72.3	61.5
Balance as of September 30, 2024	$ 5.4	$ 0.4	$ (439.6)	$ (433.8)

	Nine Months Ended September 30, 2023			
	Interest rate swaps	Defined benefit pension plans	Foreign currency translation adjustment	Total
Balance as of December 31, 2022	$ 38.1	$ 1.5	$ (705.5)	$ (665.9)
Other comprehensive income (loss) before reclassifications	22.2	(0.1)	14.0	36.1
Reclassifications from AOCL to net earnings	(27.7)	—	(0.3)	(28.0)
Net other comprehensive income (loss)	(5.5)	(0.1)	13.7	8.1
Balance as of September 30, 2023	$ 32.6	$ 1.4	$ (691.8)	$ (657.8)

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Restructuring and Other Impairments (Tables)

9 Months Ended Sep. 30, 2024

Restructuring and Related Activities [Abstract]

Restructuring and Related Costs

The following table summarizes the pre-tax charges by activity and program during the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Severance and related benefit costs:				
ProQuest Acquisition Integration Program	$ —	$ (0.2)	$ (0.1)	$ 16.7
Segment Optimization Program	4.2	2.6	16.3	4.9
Total Severance and related benefit costs	$ 4.2	$ 2.4	$ 16.2	$ 21.6
Exit and disposal costs:				
ProQuest Acquisition Integration Program	$ —	$ —	$ —	$ 0.1
Segment Optimization Program	0.1	—	0.3	—
Total Exit and disposal costs	$ 0.1	$ —	$ 0.3	$ 0.1
Lease abandonment costs:				
Segment Optimization Program	$ (0.3)	$ 1.4	$ (2.3)	$ 3.7
Other Restructuring Programs	—	(0.1)	—	(0.1)
Total Lease abandonment costs	$ (0.3)	$ 1.3	$ (2.3)	$ 3.6
Restructuring and other impairments	$ 4.0	$ 3.7	$ 14.2	$ 25.3

The following table summarizes the pre-tax charges by program and segment during the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government:				
ProQuest Acquisition Integration Program	$ —	$ (0.2)	$ (0.1)	$ 9.1
Segment Optimization Program	1.7	1.4	5.5	3.0
Other Restructuring Programs	—	(0.1)	—	(0.1)
Total A&G	$ 1.7	$ 1.1	$ 5.4	$ 12.0
Intellectual Property:				
ProQuest Acquisition Integration Program	$ —	$ —	$ —	$ 4.6
Segment Optimization Program	0.2	0.5	3.2	1.9
Total IP	$ 0.2	$ 0.5	$ 3.2	$ 6.5
Life Sciences & Healthcare:				
ProQuest Acquisition Integration Program	$ —	$ —	$ —	$ 3.1
Segment Optimization Program	2.1	2.1	5.6	3.7
Total LS&H	$ 2.1	$ 2.1	$ 5.6	$ 6.8
Restructuring and other impairments	$ 4.0	$ 3.7	$ 14.2	$ 25.3

The following table summarizes the changes in our restructuring reserves by activity during the periods indicated:

	Severance and related benefit costs	Exit, disposal, and abandonment costs	Total
Reserve Balance as of December 31, 2023	$ 5.9	$ 1.4	$ 7.3
Expenses recorded	16.2	(2.0)	14.2
Payments made	(18.9)	(4.7)	(23.6)
Noncash items	(1.0)	5.3	4.3
Reserve Balance as of September 30, 2024	$ 2.2	$ —	$ 2.2
Reserve Balance as of December 31, 2022	$ 11.5	$ 0.1	$ 11.6
Expenses recorded	21.6	3.7	25.3
Payments made	(27.7)	(2.4)	(30.1)
Noncash items	(2.9)	—	(2.9)
Reserve Balance as of September 30, 2023	$ 2.5	$ 1.4	$ 3.9

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Other Operating Expense (Income), Net (Tables)

9 Months Ended
Sep. 30, 2024

Other Income and Expenses [Abstract]

Schedule of Other Operating Expense (Income), Net

Other operating expense (income), net, consisted of the following for the three and nine months ended September 30, 2024 and 2023:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Loss on divestiture[1]	$ —	$ —	$ 14.8	$ —
Gain on legal settlement[2]	—	—	—	(49.4)
Net foreign exchange loss (gain)[3]	31.5	(17.0)	36.1	15.3
Miscellaneous expense (income), net	(5.8)	4.0	(4.0)	3.6
Other operating expense (income), net	$ 25.7	$ (13.0)	$ 46.9	$ (30.5)

[1] Refer to *Note 2 - Acquisitions and Divestitures* for further information.
[2] Refer to *Note 14 - Commitments and Contingencies* for further information.
[3] Relates to realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP.

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Earnings Per Share (Tables)

9 Months Ended
Sep. 30, 2024

Earnings Per Share [Abstract]

Schedule of Basic and Diluted EPS Computations for Ordinary Shares

The basic and diluted EPS computations for our ordinary shares are calculated as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Basic EPS				
Net income (loss)	$ (65.6)	$ 12.3	$ (444.9)	$ (67.3)
Dividends on preferred shares	—	18.9	31.3	56.3
Net income (loss) attributable to ordinary shares	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Weighted average shares, basic	718.7	670.9	690.5	673.9
Basic EPS	$ (0.09)	$ (0.01)	$ (0.69)	$ (0.18)
Diluted EPS				
Net income (loss) attributable to ordinary shares	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Change in fair value of private placement warrants	—	—	—	—
Net income (loss) attributable to ordinary shares, diluted	$ (65.6)	$ (6.6)	$ (476.2)	$ (123.6)
Weighted average shares, basic	718.7	670.9	690.5	673.9
Weighted average effect of potentially dilutive shares	—	—	—	—
Weighted average shares, diluted	718.7	670.9	690.5	673.9
Diluted EPS	$ (0.09)	$ (0.01)	$ (0.69)	$ (0.18)

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Segment Information (Tables)

9 Months Ended
Sep. 30, 2024

Segment Reporting [Abstract]

Schedule of Revenue by Reportable Segment

The following table presents our revenues disaggregated by transaction type (see *Note 13 - Segment Information* for our revenues disaggregated by segment):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Subscription revenues	$ 411.1	$ 408.1	$ 1,219.8	$ 1,207.3
Re-occurring revenues	106.7	106.8	317.8	325.5
Transactional and other revenues	104.4	132.3	356.1	412.3
Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1

The following table summarizes revenues by reportable segment for the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government	$ 321.3	$ 327.2	$ 983.5	$ 983.9
Intellectual Property	199.8	211.7	602.3	637.1
Life Sciences & Healthcare	101.1	108.3	307.9	324.1
Total Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1

Schedule of Segment Reporting Information, by Segment

The following table presents segment profitability and a reconciliation to Net income (loss) for the periods indicated:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Academia & Government	$ 139.8	$ 144.0	$ 415.4	$ 416.2
Intellectual Property	91.0	98.5	263.2	293.2
Life Sciences & Healthcare	33.6	38.9	96.5	109.6
Total Adjusted EBITDA	$ 264.4	$ 281.4	$ 775.1	$ 819.0
Provision (benefit) for income taxes	(15.1)	(15.6)	(23.3)	83.3
Depreciation and amortization	(177.2)	(176.8)	(541.0)	(527.5)
Interest expense, net	(72.2)	(71.9)	(213.5)	(218.5)
Transaction related costs	(6.1)	(2.7)	(13.6)	(5.1)
Share-based compensation expense	(15.4)	(25.4)	(49.7)	(97.1)
Goodwill and intangible asset impairments	(13.8)	—	(316.6)	(135.2)
Restructuring and other impairments	(4.0)	(3.7)	(14.2)	(25.3)
Fair value adjustment of warrants	—	12.6	5.2	14.4
Other[1]	(26.2)	14.4	(53.3)	24.7
Net income (loss)	$ (65.6)	$ 12.3	$ (444.9)	$ (67.3)

[1] Primarily reflects the net impact of foreign exchange gains and losses related to the remeasurement of balances and other items that do not reflect our ongoing operating performance. In addition to the net unrealized foreign exchange loss, the nine months ended September 30, 2024 also includes a $14.8 loss on the divestiture discussed in *Note 2 - Acquisitions and Divestitures* and the nine months ended September 30, 2023 includes a $49.4 gain on legal settlement discussed in *Note 14 - Commitments and Contingencies*.

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Nature of Operations and Summary of Significant Accounting Policies - General (Details)	9 Months Ended
	Sep. 30, 2024
	segment
Accounting Policies [Abstract]	
Number of reportable segments	3

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Acquisitions and Divestitures - Narrative (Details) - USD ($) $ in Millions	3 Months Ended		9 Months Ended				
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Oct. 25, 2024	Dec. 31, 2023	Jun. 30, 2023
Business Acquisition [Line Items]							
Finite-lived intangible assets	$ 8,569.8		$ 8,569.8			$ 8,849.7	
Customer relationships							
Business Acquisition [Line Items]							
Finite-lived intangible assets	6,405.1		6,405.1			$ 6,642.7	
Disposal Group, Held-for-sale, Not Discontinued Operations | Small Product Group within IP Segment							
Business Acquisition [Line Items]							
Consideration for divestiture							$ 34.0
Divestiture consideration period payable		10 years					
Disposal group, Intangible assets		$ 26.1		$ 26.1			
Impairment of definite-lived intangible assets				132.2			
Disposal Group, Held-for-sale, Not Discontinued Operations | Small Product Group within IP Segment | Noncurrent assets							
Business Acquisition [Line Items]							
Fair value of contingent consideration receivable	28.2		28.2				
Disposal Group, Held-for-sale, Not Discontinued Operations | Small Product Group within IP Segment | Customer relationships							
Business Acquisition [Line Items]							
Finite-lived intangible assets		158.0		158.0			
Disposal Group, Held-for-sale, Not Discontinued Operations | ScholarOne Business | Subsequent Event							
Business Acquisition [Line Items]							
Consideration for divestiture					$ 110.0		
Contingent consideration for divestiture					$ 20.0		
Discontinued Operations, Disposed of by Sale | MarkMonitor							
Business Acquisition [Line Items]							
Loss on divestiture	$ 0.0	$ 0.0	$ 14.8	$ 0.0			

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Revenue - Disaggregated Revenues (Details) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Disaggregation of Revenue [Line Items]				
Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1
Subscription revenues				
Disaggregation of Revenue [Line Items]				
Revenues	411.1	408.1	1,219.8	1,207.3
Re-occurring Revenues				
Disaggregation of Revenue [Line Items]				
Revenues	106.7	106.8	317.8	325.5
Transactional and other revenues				
Disaggregation of Revenue [Line Items]				
Revenues	$ 104.4	$ 132.3	$ 356.1	$ 412.3

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Revenue - Contract Balances (Details) - USD ($) $ in Millions	9 Months Ended	
	Sep. 30, 2024	Dec. 31, 2023
Revenue from Contract with Customer [Abstract]		
Accounts receivable, net	$ 771.8	$ 908.3
Current portion of deferred revenues	890.2	983.1
Non-current portion of deferred revenues	21.6	$ 38.7
Revenue recognized that was deferred at the beginning of the period	$ 778.1	

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Other Intangible Assets, Net and Goodwill - Intangible Assets by Major Class (Details) - USD ($) $ in Millions	Sep. 30, 2024	Dec. 31, 2023
Goodwill And Intangible Assets [Line Items]		
Definite-lived intangible assets, Gross	$ 11,861.1	$ 11,605.0
Definite-lived intangible assets, Accumulated Amortization	(3,291.3)	(2,755.3)
Definite-lived intangible assets, Net	8,569.8	8,849.7
Total intangible assets, Gross	12,018.0	11,761.9
Other intangible assets, net	8,726.7	9,006.6
Trade names		
Goodwill And Intangible Assets [Line Items]		
Indefinite-lived intangible assets:	156.9	156.9
Customer relationships		
Goodwill And Intangible Assets [Line Items]		
Definite-lived intangible assets, Gross	7,850.2	7,819.9
Definite-lived intangible assets, Accumulated Amortization	(1,445.1)	(1,177.2)
Definite-lived intangible assets, Net	6,405.1	6,642.7
Technology and content		
Goodwill And Intangible Assets [Line Items]		
Definite-lived intangible assets, Gross	2,858.8	2,798.3
Definite-lived intangible assets, Accumulated Amortization	(1,190.3)	(1,009.1)
Definite-lived intangible assets, Net	1,668.5	1,789.2
Computer software		
Goodwill And Intangible Assets [Line Items]		
Definite-lived intangible assets, Gross	1,062.6	897.9
Definite-lived intangible assets, Accumulated Amortization	(598.5)	(516.4)
Definite-lived intangible assets, Net	464.1	381.5
Trade names and other		
Goodwill And Intangible Assets [Line Items]		
Definite-lived intangible assets, Gross	89.5	88.9
Definite-lived intangible assets, Accumulated Amortization	(57.4)	(52.6)
Definite-lived intangible assets, Net	$ 32.1	$ 36.3

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Other Intangible Assets, Net and Goodwill - Other Intangible Assets, Net Narrative (Details) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Goodwill and Intangible Assets Disclosure [Abstract]				
Amortization of intangible assets	$ 172.8	$ 170.9	$ 527.2	$ 510.3

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Other Intangible Assets, net and Goodwill - Change in the Carrying Amount of Goodwill (Details) $ in Millions	9 Months Ended
	Sep. 30, 2024 USD ($)
Goodwill [Roll Forward]	
Goodwill, beginning balance	$ 2,023.7
Acquisition	29.6
Goodwill impairment	(316.6)
Impact of foreign currency fluctuations	0.1
Goodwill, ending balance	1,736.8
A&G Segment	
Goodwill [Roll Forward]	
Goodwill, beginning balance	1,109.8
Impact of foreign currency fluctuations	0.1
Goodwill, ending balance	1,109.9
IP Segment	
Goodwill [Roll Forward]	
Goodwill, beginning balance	0.0

Acquisition	13.8
Goodwill impairment	(13.8)
Impact of foreign currency fluctuations	0.0
Goodwill, ending balance	0.0
Life Sciences & Healthcare	
Goodwill [Roll Forward]	
Goodwill, beginning balance	913.9
Acquisition	15.8
Impact of foreign currency fluctuations	0.0
Goodwill, ending balance	626.9
Life Sciences & Healthcare | Life Sciences & Healthcare	
Goodwill [Roll Forward]	
Goodwill impairment	$ (302.8)

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Derivative Instruments - Narrative (Details) € in Millions, $ in Millions	3 Months Ended		9 Months Ended			
	Sep. 30, 2024 USD ($)	Sep. 30, 2023 USD ($)	Sep. 30, 2024 USD ($)	Sep. 30, 2023 USD ($)	Sep. 30, 2024 EUR (€)	Dec. 31, 2023 USD ($)
Interest rate swap						
Derivative [Line Items]						
Notional value	$ 753.7		$ 753.7			
Pre-tax gain expected to be reclassified within 12 months			6.5			
Cross currency swap | Net Investment Hedging | Designated as Hedging Instrument						
Derivative [Line Items]						
Notional value | €					€ 100.0	
Foreign Exchange Contract						
Derivative [Line Items]						
Notional value	154.0		154.0			$ 140.5
Loss (gain) from the mark to market adjustment	$ (4.2)	$ 4.0	$ (1.9)	$ 3.7		
Foreign Exchange Contract | Maximum						
Derivative [Line Items]						
Term of contract	180 days					

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Derivative Instruments - Fair Value (Details) - USD ($) $ in Millions	Sep. 30, 2024	Dec. 31, 2023
Derivatives, Fair Value [Line Items]		
Asset Derivatives	$ 10.5	$ 23.1
Liability Derivatives	2.9	2.1
Interest rate swap | Other current assets | Designated as Hedging Instrument		
Derivatives, Fair Value [Line Items]		
Asset Derivatives	0.0	4.1
Interest rate swap | Noncurrent assets | Designated as Hedging Instrument		
Derivatives, Fair Value [Line Items]		
Asset Derivatives	7.4	17.7
Cross currency swap | Other non-current liabilities | Designated as Hedging Instrument		
Derivatives, Fair Value [Line Items]		
Liability Derivatives	2.9	2.0
Foreign currency forward | Not Designated as Hedging Instrument		
Derivatives, Fair Value [Line Items]		
Asset Derivatives	3.1	1.3
Foreign currency forward | Accrued expenses and other current liabilities | Not Designated as Hedging Instrument		
Derivatives, Fair Value [Line Items]		
Liability Derivatives	$ 0.0	$ 0.1

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Debt - Summary of Indebtedness (Details) - USD ($) $ in Millions	Sep. 30, 2024	Dec. 31, 2023
Debt Instrument [Line Items]		
Finance lease, Effective Interest Rate	6.936%	6.936%
Finance lease, Carrying Value	$ 29.6	$ 30.3
Total debt outstanding	4,711.5	4,770.3
Debt discounts and issuance costs	(56.2)	(48.0)
Current portion of long-term debt	(22.8)	(1.2)
Long-term debt	$ 4,632.5	$ 4,721.1
Senior Notes		
Debt Instrument [Line Items]		
Effective Interest Rate	4.875%	4.875%
Carrying Value	$ 921.4	$ 921.4
Senior Secured Notes		

Debt Instrument [Line Items]		
Effective Interest Rate	3.875%	3.875%
Carrying Value	$ 921.2	$ 921.2
Senior Secured Notes		
Debt Instrument [Line Items]		
Effective Interest Rate	4.50%	4.50%
Carrying Value	$ 700.0	$ 700.0
Revolving Credit Facility		
Debt Instrument [Line Items]		
Effective Interest Rate	7.595%	8.206%
Carrying Value	$ 0.0	$ 0.0
Term Loan Facility		
Debt Instrument [Line Items]		
Effective Interest Rate	7.595%	8.47%
Carrying Value	$ 2,139.3	$ 2,197.4

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Debt - The Credit Facilities, Revolving Credit Facility and Term Loan Facility (2026) (Details) - USD ($) $ in Millions	**1 Months Ended**	**3 Months Ended**	**9 Months Ended**		
	Jan. 31, 2024	**Mar. 31, 2024**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Dec. 31, 2023**
Debt Instrument [Line Items]					
Repayment of long-term debt			$ 58.1	$ 150.0	
Level 2					
Debt Instrument [Line Items]					
Fair vale of company's debt			4,617.0		$ 4,615.3
Revolving Credit Facility					
Debt Instrument [Line Items]					
Collateralized amount			8.1		
Revolving Credit Facility					
Debt Instrument [Line Items]					
Maximum borrowing capacity			700.0		$ 750.0
Letter of credit					
Debt Instrument [Line Items]					
Maximum borrowing capacity			$ 77.0		
Term Loan Facility					
Debt Instrument [Line Items]					
Repayment of long-term debt	$ 47.4				
Debt face amount	$ 2,150.0				
Interest rate spread (as a percent)		3.00%	2.75%		
Annual equivalent amortization percentage	1.00%				

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Shareholders' Equity - Narrative (Details) - USD ($) $ / shares in Units, $ in Millions		**3 Months Ended**		**9 Months Ended**	**12 Months Ended**	
	Jun. 03, 2024	**Sep. 30, 2024**	**Sep. 30, 2023**	**Sep. 30, 2024**	**Dec. 31, 2023**	**May 31, 2023**
Equity [Abstract]						
Preferred stock, outstanding (in shares)	14,400,000	0		0	14,400,000	
Preferred stock, dividend rate (as a percent)	5.25%			5.25%		
Stock Issued During Period, Shares, Conversion of Convertible Securities	55,300,000					
Preferred Stock, Convertible, Terms	3.8462					
Stock repurchase program, authorized amount						$ 500.0
Stock repurchased and retired (in shares)		15,200,000			13,800,000	
Stock Repurchased and Retired During Period, Value		$ 100.0	$ 100.0		$ (100.0)	
Treasury stock acquired, average cost per share (in dollars per share)		$ 6.59			$ 7.22	
Stock repurchase program, remaining authorized repurchase amount		$ 300.0		$ 300.0		

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Shareholders' Equity - Accumulated Other Comprehensive Income (Loss) Roll forward (Details) - USD ($) $ in Millions	**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**
AOCI Attributable to Parent, Net of Tax [Roll Forward]								
Balance at beginning of the period	$ 5,604.6	$ 5,888.4	$ 5,992.3	$ 6,938.3	$ 6,959.3	$ 6,812.5	$ 5,992.3	$ 6,812.5
Other comprehensive income (loss) before reclassifications							80.6	36.1
Reclassifications from AOCI/ AOCL to net earnings							(19.1)	(28.0)

Other comprehensive income (loss), net of tax	63.2	15.3	(17.0)	(170.2)	89.9	88.4	61.5	8.1
Balance at end of the period	5,513.5	5,604.6	5,888.4	6,682.1	6,938.3	6,959.3	5,513.5	6,682.1
Accumulated Other Comprehensive Income (Loss)								
AOCI Attributable to Parent, Net of Tax [Roll Forward]								
Balance at beginning of the period	(497.0)	(512.3)	(495.3)	(487.6)	(577.5)	(665.9)	(495.3)	(665.9)
Other comprehensive income (loss), net of tax	63.2	15.3	(17.0)	(170.2)	89.9	88.4		
Balance at end of the period	(433.8)	$ (497.0)	(512.3)	(657.8)	$ (487.6)	(577.5)	(433.8)	(657.8)
Interest rate swaps								
AOCI Attributable to Parent, Net of Tax [Roll Forward]								
Balance at beginning of the period			16.2			38.1	16.2	38.1
Other comprehensive income (loss) before reclassifications							7.4	22.2
Reclassifications from AOCI/ AOCL to net earnings							(18.2)	(27.7)
Other comprehensive income (loss), net of tax							(10.8)	(5.5)
Balance at end of the period	5.4			32.6			5.4	32.6
Defined benefit pension plans								
AOCI Attributable to Parent, Net of Tax [Roll Forward]								
Balance at beginning of the period			0.4			1.5	0.4	1.5
Other comprehensive income (loss) before reclassifications							0.0	(0.1)
Reclassifications from AOCI/ AOCL to net earnings							0.0	0.0
Other comprehensive income (loss), net of tax							0.0	(0.1)
Balance at end of the period	0.4			1.4			0.4	1.4
Foreign currency translation adjustment								
AOCI Attributable to Parent, Net of Tax [Roll Forward]								
Balance at beginning of the period			$ (511.9)			$ (705.5)	(511.9)	(705.5)
Other comprehensive income (loss) before reclassifications							73.2	14.0
Reclassifications from AOCI/ AOCL to net earnings							(0.9)	(0.3)
Other comprehensive income (loss), net of tax							72.3	13.7
Balance at end of the period	$ (439.6)			$ (691.8)			$ (439.6)	$ (691.8)

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Private Placement Warrants - Narrative (Details) - USD ($) $ / shares in Units, shares in Millions, $ in Millions	**Sep. 30, 2024**	**May 31, 2024**	**Dec. 31, 2023**
Class of Warrant or Right [Line Items]			
Number of warrants expired (in shares)		17.8	
Warrant exercise price (usd per share)		$ 11.50	
Level 3 | Recurring			
Class of Warrant or Right [Line Items]			
Warrant outstanding	$ 0.0		$ 5.1

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Restructuring and Other Impairments (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**		**18 Months Ended**
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Sep. 30, 2024**
Restructuring Reserve [Roll Forward]					
Restructuring Reserve, Beginning Balance			$ 7.3	$ 11.6	
Expenses recorded	$ 4.0	$ 3.7	14.2	25.3	
Payments made			(23.6)	(30.1)	
Noncash items			4.3	(2.9)	
Restructuring Reserve, Ending Balance	2.2	3.9	2.2	3.9	$ 2.2
Academia & Government					
Restructuring Reserve [Roll Forward]					
Expenses recorded	1.7	1.1	5.4	12.0	
Intellectual Property					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.2	0.5	3.2	6.5	
Life Sciences & Healthcare					
Restructuring Reserve [Roll Forward]					
Expenses recorded	2.1	2.1	5.6	6.8	
Severance and related benefit costs:					
Restructuring Reserve [Roll Forward]					
Restructuring Reserve, Beginning Balance			5.9	11.5	
Expenses recorded	4.2	2.4	16.2	21.6	
Payments made			(18.9)	(27.7)	

Noncash items			(1.0)	(2.9)	
Restructuring Reserve, Ending Balance	2.2	2.5	2.2	2.5	2.2
Exit and disposal costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.1	0.0	0.3	0.1	
Lease abandonment costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	(0.3)	1.3	(2.3)	3.6	
Exit, Disposal and Abandonment Costs					
Restructuring Reserve [Roll Forward]					
Restructuring Reserve, Beginning Balance			1.4	0.1	
Expenses recorded			(2.0)	3.7	
Payments made			(4.7)	(2.4)	
Noncash items			5.3	0.0	
Restructuring Reserve, Ending Balance	0.0	1.4	0.0	1.4	0.0
Segment Optimization Program					
Restructuring Cost and Reserve [Line Items]					
Expected additional restructuring costs	4.0		4.0		4.0
Restructuring Reserve [Roll Forward]					
Expenses recorded					$ 31.4
Segment Optimization Program | Academia & Government					
Restructuring Reserve [Roll Forward]					
Expenses recorded	1.7	1.4	5.5	3.0	
Segment Optimization Program | Intellectual Property					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.2	0.5	3.2	1.9	
Segment Optimization Program | Life Sciences & Healthcare					
Restructuring Reserve [Roll Forward]					
Expenses recorded	2.1	2.1	5.6	3.7	
Segment Optimization Program | Severance and related benefit costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	4.2	2.6	16.3	4.9	
Segment Optimization Program | Exit and disposal costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.1	0.0	0.3	0.0	
Segment Optimization Program | Lease abandonment costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	(0.3)	1.4	(2.3)	3.7	
ProQuest Acquisition Integration Program | Academia & Government					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.0	(0.2)	(0.1)	9.1	
ProQuest Acquisition Integration Program | Intellectual Property					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.0	0.0	0.0	4.6	
ProQuest Acquisition Integration Program | Life Sciences & Healthcare					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.0	0.0	0.0	3.1	
ProQuest Acquisition Integration Program | Severance and related benefit costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.0	(0.2)	(0.1)	16.7	
ProQuest Acquisition Integration Program | Exit and disposal costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.0	0.0	0.0	0.1	
Other Restructuring Plans | Academia & Government					
Restructuring Reserve [Roll Forward]					
Expenses recorded	0.0	(0.1)	0.0	(0.1)	
Other Restructuring Plans | Lease abandonment costs:					
Restructuring Reserve [Roll Forward]					
Expenses recorded	$ 0.0	$ (0.1)	$ 0.0	$ (0.1)	

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Other Operating Expense (Income), Net (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]				
Gain on legal settlement	$ 0.0	$ 0.0	$ 0.0	$ (49.4)
Net foreign exchange loss (gain)	31.5	(17.0)	36.1	15.3
Miscellaneous expense (income), net	(5.8)	4.0	(4.0)	3.6
Other operating expense (income), net	25.7	(13.0)	46.9	(30.5)
Discontinued Operations, Disposed of by Sale | MarkMonitor				
Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items]				

Loss on divestiture	$ 0.0	$ 0.0	$ 14.8	$ 0.0

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Income Taxes (Details) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Income Tax Disclosure [Abstract]				
Provision (benefit) for income taxes	$ 15.1	$ 15.6	$ 23.3	$ (83.3)
Income (loss) before income taxes	$ (50.5)	$ 27.9	(421.6)	(150.6)
Tax (benefit) on settlement of tax dispute				(70.4)
Income tax benefit due to impairment of intangible assets			$ 14.2	33.0
Tax (benefit) due to release in valuation allowance				$ (17.1)

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Earnings Per Share (Details) - USD ($) $ / shares in Units, shares in Millions, $ in Millions	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
Basic EPS								
Net income (loss)	$ (65.6)	$ (304.3)	$ (75.0)	$ 12.3	$ (123.1)	$ 43.5	$ (444.9)	$ (67.3)
Dividends on preferred shares	0.0			18.9			31.3	56.3
Net income (loss) attributable to ordinary shares	$ (65.6)			$ (6.6)			$ (476.2)	$ (123.6)
Weighted average shares, basic (in shares)	718.7			670.9			690.5	673.9
Basic EPS (in dollars per share)	$ (0.09)			$ (0.01)			$ (0.69)	$ (0.18)
Diluted EPS								
Net income (loss) attributable to ordinary shares	$ (65.6)			$ (6.6)			$ (476.2)	$ (123.6)
Change in fair value of private placement warrants	0.0			0.0			0.0	0.0
Net income (loss) attributable to ordinary shares, diluted	$ (65.6)			$ (6.6)			$ (476.2)	$ (123.6)
Weighted average shares, basic (in shares)	718.7			670.9			690.5	673.9
Weighted average effect of potentially dilutive shares (in shares)	0.0			0.0			0.0	0.0
Weighted average shares, diluted (in shares)	718.7			670.9			690.5	673.9
Diluted EPS (in dollars per share)	$ (0.09)			$ (0.01)			$ (0.69)	$ (0.18)

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Earnings Per Share - Narrative (Details) - shares shares in Millions		3 Months Ended		9 Months Ended	
	Jun. 03, 2024	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]					
Preferred stock, dividend rate (as a percent)	5.25%			5.25%	
Warrant and share-based payment awards					
Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]					
Antidilutive shares (in shares)		14.2	29.4	22.3	30.3

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Segment Information - Narrative (Details)	9 Months Ended
	Sep. 30, 2024 segment
Segment Reporting [Abstract]	
Number of reportable segments	3

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Segment Information - Revenue by Reportable Segment (Details) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Disaggregation of Revenue				
Total Revenues	$ 622.2	$ 647.2	$ 1,893.7	$ 1,945.1
Academia & Government				
Disaggregation of Revenue				
Total Revenues	321.3	327.2	983.5	983.9
Intellectual Property				
Disaggregation of Revenue				
Total Revenues	199.8	211.7	602.3	637.1
Life Sciences & Healthcare				
Disaggregation of Revenue				
Total Revenues	$ 101.1	$ 108.3	$ 307.9	$ 324.1

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Segment Information - Adjusted EBITDA by Segment (Details) - USD ($) $ in Millions	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
Segment Reporting Information [Line Items]								

People-related costs	$ 264.4			$ 281.4			$ 775.1	$ 819.0
Provision (benefit) for income taxes	(15.1)			(15.6)			(23.3)	83.3
Depreciation and amortization	(177.2)			(176.8)			(541.0)	(527.5)
Interest expense, net	(72.2)			(71.9)			(213.5)	(218.5)
Transaction related costs	(6.1)			(2.7)			(13.6)	(5.1)
Royalties and other product costs	(15.4)			(25.4)			(49.7)	(97.1)
Goodwill and intangible asset impairments	(13.8)			0.0			(316.6)	(135.2)
Restructuring and other impairments	(4.0)			(3.7)			(14.2)	(25.3)
Restructuring and other impairments	(4.0)			(3.7)			(14.2)	(25.3)
A&G Adjusted EBITDA	0.0			12.6			5.2	14.4
Other	(26.2)			14.4			(53.3)	24.7
Net income (loss)	(65.6)	$ (304.3)	$ (75.0)	12.3	$ (123.1)	$ 43.5	(444.9)	(67.3)
Dividends on preferred shares	0.0			(18.9)			(31.3)	(56.3)
Net income (loss) attributable to ordinary shares	(65.6)			(6.6)			(476.2)	(123.6)
Gain on settlement	0.0			0.0			0.0	49.4
Discontinued Operations, Disposed of by Sale | MarkMonitor								
Segment Reporting Information [Line Items]								
Loss on divestiture	0.0			0.0			14.8	0.0
Academia & Government								
Segment Reporting Information [Line Items]								
People-related costs	139.8			144.0			415.4	416.2
Restructuring and other impairments	(1.7)			(1.1)			(5.4)	(12.0)
Intellectual Property								
Segment Reporting Information [Line Items]								
People-related costs	91.0			98.5			263.2	293.2
Restructuring and other impairments	(0.2)			(0.5)			(3.2)	(6.5)
Life Sciences & Healthcare								
Segment Reporting Information [Line Items]								
People-related costs	33.6			38.9			96.5	109.6
Restructuring and other impairments	$ (2.1)			$ (2.1)			$ (5.6)	$ (6.8)

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Commitments and Contingencies (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Loss Contingencies [Line Items]				
Gain on settlement	$ 0.0	$ 0.0	$ 0.0	$ 49.4
One of the larger legal claims				
Loss Contingencies [Line Items]				
Gain on settlement				$ 49.4

**EXCEL 77 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ('$P9ED'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<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " !Q,&99T]V<5>X K @ $0 &1O8U!R;W!S+V-O&ULS9+! M3L,P#(9?!>7>.FEAAZC+91,GD)"8!.(6)=X6K6FCQ*C=V].&K1."!^ 8^_G MSY(;$Z3I([[$/F DA^EN]&V7I EK=B0*$B"9(WJ=RBG13X,3K^2DW0.N&;7R6_U9KM[9*KBU7TA1,%7.R$DKV7U\#&[_O"["?O>NKW[MQ\970=7 K[M07U!+ P04 " !Q,&99F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX;6SM6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,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;J\I=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$L#!!0 (M '$P9EG2P]0VT 4 'T? 8 >&PO=V]R:W-H965T&UL MM9GA<]HV&,;_%1V[VVUW(;9E DF7< =NTN66-C1DW66[?1"V %]MB%MIUS!.YONIXG>V%AWBQU.:",[Q,)#;2P8?#SS@">)<8)R?-F8 M=JK?-,+=XZW[30$/,#.6\4 F?\617EYUSCLDXG.6)_I!KG_G&Z SXQ?*)"O^ MDW5Y;Z_7(6&>:9ENQ%""- !;E)WO9/(@=@>\V".A&0+\1>$V_X&\$Q9-SRI(5 M6&^99L-+)==$F;O!S1P4SZ90 TTL3#5.M8)O8]#I82"?N2)=DBV9XMFEH\'3 M?..$&_VXU-,&_05Y+X5>9N1:1#SZ6N] 6:H"T6V!QA0UG/+5*?'=$T)=VK.4 M)\#E]Z$&N6>3?U4YCY*\;]J55;GLH :IJB=>O\/J'X4VXBF5D M>B&!]X"U\G"GJM\U=CQ4WY)S4'$.#FR9BL$04HP S?6(>\U9EDK$I6U!#RO M ,_10ET+'>M7K%V5-RA+32MH>G_@@[,&53PHUP+*S!N=R=%)&W" !>V MY:RCCX>&C>\X)S+3+"%_QZOF-KS',?!'Y'Q\;84]1O+QZNCCX>'ENTHM>ZL5 M$G=Z-[;B'2,%>74,\O#PLGWYF'>PM;&-]QCTK)D %[6EJM./AX>6HN>-8/K: MW"!Q ^H.K%C'R#I>'78\/*'Y5% LS4$R+Z>L)$9*LF"+/++%G==RO M+7F=@SP\P$!ZA0(OR/0UG#M,?KP-+4.#KBL+5\=<^A!,2?(E3*3D'+F450DA+O$/K>$,/BC? 3E"4)&><9?)W9VRWNTSAYQG5M M^>I\0_%XLN&[3KE:F([Y#AST$F)!NF+"7K6X83/H,2(/K2,/Q1/+MB*7'"H2 MP\-MFO&.$7UH'7THGEJV;UJ9IE+ ZU6>\VHSNYSS5,0(090:W$/RC5;)Y# MZ796N)G-D.?AP'-[KG_6A\CX;(.L Q]:+$G@%>J@J!W*R+^0O[@]GKH-^S^WUK1#'B#NTCCL43RNCE(NH6+:[29B]SG"#YE9ZC+SCUWG'QV/*-@C< MQ)E)ZD\ <,B>V]+K'KMOU:->W+MOARK:@=?#Q\9A2K;ONDM[1>O8L<>L:6$9 ME[5EK$./CT>4;QDW2^G-E+C=1]_*>(S X^_L8AT4>![9"[F-@#6>QV&Q/HG, M+_=8NF[7+?^LO#\T[C@[&YQFA"_V?3,2FD6-;WFBY:K8+IU)K65:'"XYB[@R-\#W 8 >&PO=V]R:W-H965T M&ULO5EM;]LV$/XKA-=M+9#((JD7NTT,I':V%DB3H&ZVSXQ, MQT(ET24I)^FO'RG)EFQ2= H$\X=$LH^GYTYW]SR4SAX9_RY6E$KPE&>%.!^L MI%R_'PY%LJ(Y$1Y;TT+]LF0\)U*=\H>A6'-*%M6B/!LBWX^&.4F+P>2L^NZ6 M3\Y8*;.TH+<#Z @^T77].'E=1?#"=G:_) YU3>K6^Y.AON MO"S2G!8B907@='D^N(#OISC6"RJ+?U+Z*#K'0(=RS]AW??)Y<3[P-2*:T41J M%T3]V] IS3+M2>'XT3@=[*ZI%W:/M][_JH)7P=P30:SR>GXY ^IH?G/U>7;Q39U\O+BZN)Y>@OFGR\MO<_#V[OKB;O99_?

(.G(*[M^0R\??,.O %I ;ZD6:;NAS@;2@5'.QTFS:4_UI=&/9>>T[4'L'\"D(\"R_*I M>_F,)FHYK);C_>5#E81=)M N$ZCRA_LR47)."PF($%2*]
[9X:@>!W8%NN/=B M31)Z/E =)2C?T,'DC]]@Y'^P1?=*SO9BQ;M8LD7861&-[%CC'=;8?;\K=&!%LP50[6$*E@;UMBX MLG^ +3:B05%?
-8YVZ$9.=-^8)-D+,CDRK@TQ'GOP *+%+(B0A^P@QSN0XR.U MJ-B?R^>J\W73KQ4?R]ZN&1L@@KC3#C52TRB$7F3'"?
V6E/P7%&9:2%(\I*JS MFXSV0FW<[55HK.^JO_LM-(DM6'%ZO%8;5WMCTYR:%JO(]WJ:';8$!=T,-:-+J@ N M-!^QG
))GNS#L_&S5X&^B=*T"GJ;'K8"RF05!I\#V(;8D!]TLIR#R4LM!EFLU0_1&S K3PE\0&I+&9K87S3[,EN:@ MF^>V,+>:J^([MJ=U.I5E#
<"D-1R'9H=:S&!OBZ*6_I";_K;UOV:\VNNRI=Z9 MUO.0TPTM2CML9*'!L=_!T^P\+-0WPGWE@5KF0V[FL\!F!P-RF_=G*WP+ZR$C
MZ3:KP MZP'=V?VYFO&HKXKC(;'RY5":R\&(?X:"6%I&;%O=UYI$J1B;IP1"% MQB!O[+K1J*GF]V!MR1&YR?&*%0^GDO)
<%>^]5;8AD^&"""-CGMGL8@1[*[;E M0N3FPNN.$/KE9C/I#T$SMZ85'O760I-9K:+,6!3=:_@:#_ZE@XQ=*K8^8IPNF+9@G+Q9[7?
MEL]6&8N=M/JK,O:UO.U'W?(H=O/H+=\V>Q6_WK,S)6DYV)"LI!_4_?8"(*J? M "GEBO'T)UU\
$HVA;^#+ZI,B&3\&4Q9L:%J(NO=O^ES3KDNH8L3\)-R5A57 MUW$JA!: E>XKI9#J0/S<_MP^?*<$:3YMOFF?*)?@*ZIM5[
MALPJ6/!Q&8!-&0#Q&/5-*]QY@NM6 C=_+^S9I$;V(\.)R>VJ!<8!W[O6&J%"3[ZZ+C,RXSH[#3; K6A4;VJWTYM
MU.!GPCI/L2E#3@.,C8<-5KMQV/XTBAIDEIE%38UQVD,D;D! MLQE&41#VIKC5)]BM3VI^$I8): 5L$2.UR\HZQ/)UM4[MOGLF)+:YD2_-
MR])I[\!U!+ P04 " !Q,&99Z?@X MS54# '"P & 'AL+W=ONJZ($,JK.10XE)&J;953^=PFIV$\I4>QI@??S(_L&:1S/W5,%,I-]8
MK).),W1(#&NZ3?5GL?\(I:&>X8M$JNPWV1>Q@Y%#HJW2(BO!J"!CO/BEW\M$ MU #(TPP(2D#P%-!] = I 1UKM%!F;/F-:ZT MQ*<,
<3JKQ9S@:'7[Z6H^_8*3R^FGZ4=,IF0I%+-E_/?T7FF)Q?Q/4^X*[FXSMSGA%RJG$4P< M/,(*Y Z<\,__+
[W5Y/QWT1VD(9NE89N&WNXQ,,)4D),L**CAS.24TEV--T" M.6&T"[VQNZM;;(LXT-VK=/>.TTVW.A&2 M_8\K1GA1]HUJ"^)>38O?
[7KF\T3T&P(/M/+4J37G,^.8UU<-753^/:%<]JE2/6E7?2M2'MWRI[M>.[^C5X]L6
M<:#;]WY>;]YQRM]6("5K/9,#W^LT'=^&T'Z_[[=DW:]=SOYQZH^HEI+Z31:> MA[YDP:VU&AG(C>W %
(G$ENNBZZA6JRYO:GL;]V=XT2)>4[EA7)$4U@CUS@>X MORRZKF*B16X;EWNAL0VRPP0[59 F)^OA="/$[-!U?N&/P!02P,$% @
M<3!F69Z,= 7C!@ F1\ !@ !X;"]W;W)KM5;:;VY& S2^4JL>=J7 M&Y' +PNIUES#I5H.THT2/,R-UO&
698W6/,HZ4TN\WL/:G(IMSJ.$O&@2+I= MK[GZ>B-B^7K5H[W]C<=HN=+9C<'DE2ZS5(_-MJN6Z-(89K*.D^.1?RD#4#, /;L!*]8T<%H,
[-+ _M81 MG-+ ^=81W-(@ISXHN.>!\[GFDTLE7XG*T. M^Y)'/[>&>$5)5B@SK>#7".ST M9'I_YP=WL\ G\&UV_^NM?_T$%
[,G^/@4W#W-R/U'DW3%E4A)E)!/41Q# :0?R+OZY>5 PV2S(0?SI62(E%B-C[W?;C#OL!!.D0*;:/U WK=#@3FSZQK0^$6+72K43O0F/_Y
/>LG+,ZG=.:?TEEP(F='&7$.&7&Z MO$\>Q4XD6X%V6F!Y9;9SK&;>(SUV>5@5X\K@G*&391OHNAH;/>'Q[@8T=
MMT\/L".2[H&DVUEV]QNAN(Z2)0F^P%:9BO0"X^N>LMQ.ZMS)^FJFS-S:(@]4JHMZB77NNTG ;Q$G+$]]D6/@*B3K.(M
@3%W+:"IS5A3#NYW^=,Y6''$<6.0\ZB7/N_T 2H5'V%)M/L^5+5#U&Y]1N M!L!T!1T_;@; 1)W;5EOQ4U9%@'5&X$EJ6.V,". I9^;2:UG-
!7I:PHYZV6N6 M/ *"C:.I,) 108G06FLW4:7MM>Q;+-'U/%DJN]S%H>Y"QD8W.3+B) M&IGR"D&=,U@X["9[$^?:K2FO1"3M5I$?
H:W)CL=;6.3"/^'Q,Q?WL,^_U43)!X+4 IZ7VAMW>X:TQ@ M:.II# 6;NE7[HTW^IDF6_*;,06&CUNQ7FHYVB[KCRG\1"ZD$*98[HOD7-!2F
MY#IWD;Y'5-[0$#B8,X=18[?#<-2U6EN_4GJT6^H]*+F+\G=@9R\@]A:1A@5 MJEH,6E8_1,"YAM+%448/F"B&]+^).A_9K;M>I?-HM]"
[RX1-O0Q0NJ;:.O?< MOCNN_S7)(UJ/-6GYF&?'<0 #F MQ%'>G?+Q>]\RG-2;?U)OP:F\'6>ADJ&L6X;>\#2:9[*;A#*.N4K)9I\7='4J
MW66/!54]6'W+*,(67'-3;L%YHW%'B0"@ANU1J02K,RI[-+/^>'01 1O@.5OA3[TXAM"O=@#8/-; ,1
M(X*K!!YC:M%"7QZR3H7\W7U]2F_^2;T%I_)VG+=*;K-NN5WU=9$PO'8Q$3TR M'JX0F#>TC$T6@XT-M1J@WNR:MV/&E;YFW?
JZWKI=G$UYBW+&WG8BG!$8QAGS M9G(>U(X:UT(M\S/>%'ILF^CB^.AP]W".?)V?GC;NW]"+*47N^_0B*$Z)*_?% MH?4GKI91DI)8+&
HJS^$+*GB'+BXT'*3'W2^2*WE.O^Z$CP4*@/ [PLI]?XB M&^!P&C_Y%U!+ P04 " !Q,&99T4#VB,<# "4#0 & 'AL+W=O%# M;2O$KF\8?
+G%6)4[9:EAFV;'R.*$:*-!/G;' M1@.Z%VE"\!U#?)]E,?MYBU-Z'&J6]C)PGVRV0@X8H\$NWN (B\?='8.>4:&L
MD@P3GE""&%X/M;'5#WO2/C?XG. CK[619/)$Z7?9F:Z&FBD#PBE>"HD0P^. M)SA-)1"$\:/$U*HII6.]_8+^(><.7)YBCBOR(
M2SZ>Q%O2E.?_Z%C:FAI:[KF@6>D,$60)*9[Q1()!F\3 M\!.CR6(>A/,H#!"THL6G:3!^@$[T (]9.'^(T.(#O)K=W8&@$CE?,:RC.JV
MB,I^)2H'S2@16XY"LL(KA7]PWK]WQM\ A2J9[!>9;NVS@!'>Z<@QWR/;M%U% M/).WNSLJ.G\V>_C;LY^(X50YX^1XSFMX(A88:H5 =
(TF-(,"M965XX#1E"QI MAM'7\1,7#(K -]7:%^BN&ET6QC[?Q4L\U "88W; VNCOOZR.^8]*^$N"!9<$
M"R\$=K)$;K5$[CGTT1QVF*18BZN4+K7J_\&QJ&N M=MO%LG7GU"A0X+JNJS>P0M7T?@WLA+A7$??.YN9";#%#RY.D/!'B/2(X3UP1
M/_=5JGB7S,Y+@@67! LO!':R2)UJD3IGLW-*! 94@1@4$L2/\4ZY1Q0@7CU! MK$:N30H;OVYCZFXC(15&EJEW&_FHL(*O09V.?
L74/\L4#C-P5"&PDS.&R?(G M@JI(>!H7AZ35O[#!RT*J8N^WPO$[NMV@WS:ZL3H]W6\(H,!J?;9AV\AR:D@G
M_+L5_^Y9_K_T.:I4Z+:"ZC@M%=I&-Y9O-LT"!9956^!"A;915[?4(O0J$7IG M19B\3E]%N=>NBW8SI2<*(\OSFS4V4)@Y7:>)%BK,O%Y-
OX*V43MF9IAM\O,] MA]7=$U&<'JK1Z@HQSD_.C?%;JS^Q%.,!7#F*&\+_\,5]91:S34(X2O$:IC)U M'ZH"*^X 14?077[(?:
("CLQY.G*"ZB(V^@]02P,$% M @ <3!F6?]S*^,K P 0@D !@ !X;"]W;W)KH0Z,V7_"^S//,S+/+S [W7'R7&T0%+WE6R)&U4:J\LVT9;3!GLL-
+ M+&@GX2)GBJ9B;TO5&Z07;&Y9LC2&JIW(E:&8W+'&:8R%37H# 9&2-NW?!0-L; M@V\I[N71&'0FSYQ_UY-9/+(<'1!F&"G-
P.BSPREFF2:B,/ZH.:W&I08>CP_L M7TSNE,LSDSCEV2]IK#8CZ[,%,29LFZD'OO^*=3XFP(AGTOS"OK9U+(BV4O&\ M!E,$>5I47_92ZW
$()YV0*\&],X!_5< ;@UPW^JA7P/Z;_4PJ $F=;O*W0CG M,\6\H>![$-J:V/3 J&_0I%=:Z'L2*D&[*>&4-UTN_& 1!C[0*%S>S_SQ(TW"
M1_K,@\5C",LOM#5?/01?R6[V+8#9@N8!7-TOP_ :KIX6XR=_1B :KYC 0FU0
MI1'+KN$C/(4^7'VXA@^0%C!/LXPNAQS:BB+7_NVHCG)21=E()4H7YIQX)01% MC'$+WK^,_^D"WB;%&MEZ!]DFO8N$(98=
<)T;Z#F]?DL\T[?#W;9T_I_WX#][M/Q'#;>Z0:_CSZT)Y)TL6X<@B8HEBAY;WXP_=6^?G-N'?D\Q_3[+@G3K(=--D.+F:[I!
(DSF[B5745K^&>2\K=QX1 ,4RPH)&"5<:* M&V)R00/&&5,RC2A*F:ZV3C^G2JQON$'D\=VZ:JP/A^K;U:;ACTV?.UN?
=.^FW99UGQX(53__F[YZ M7%A P3 M3=Y?4$L#!!0 ('$P9ED'PE+:-@\ '*< 8 >&PO=V]R:W-H965T M&ULO5UK<]NX%?
TK''>G368B67R36]LSCDCLNK-QW#C93C\R M,FUKHH>7I./-OR\H<06!N 0)ZZC^D$CVQ;D@#D'@'ER 9R_KXEOYF.>5]>=R
ML2K/3QZKZNGGT]-R]I@OLW*\?LI7_"_WZV*95?QK\7!:/A5Y=K\7'4Q_7B=I->W:6+Q3[?^7\?TNO/ MM]9'9DU_O;S^);VUKJZM]-]?
KC[_UWKSY?KR2W+%3=]:(^O+;6*]^>FM]9,U M7UD?YHL%OV?*L].*UZ_VGHRZ?UU6V((I-]<4^%G?S%>\5UNUC M5N24WT0/<,-
OYKPH\KMNA%2/<#F;/2^?%UG%,3Y6CWEA3==+WM,?ZR[X/;>N M5K/U,K?>_+8NR[<$/!L.G^3W\]F\DD%..>L[ZIT=]M ?
9\MLM4LM[+* M^IH_S%>K^>K!6M];O/[64U[,UW?6&\YGN6F3M[59DL_&EFN_LYR)XU#\:AW6 M#\F?RZ=LEI^?\+8I\^)[?G+Q]
[_9P>2?%.M;,'\#5C\@OU\$H>=-ZI^ST^_[M]*J6-FF8(NO'0& 2=^Z.._=0[H;PM742[#=Q9#MC7VZVJ6IFVYR*<=CB@;!S M8V<
MUH^M3==_7"_N\J+\AY7^\3RO?E!-YB%O<218@@1+D6 ,!";1[>_H]K4]Y?>\
MK)K.P<&K8CZKGZ)\7)U]LYY7\ZK2_/'VDA5WVXDI[ZE])&IQ34D,%!)' 44BTFF*!&,@,(G$
M<$=BJ"7Q\N9J^F[[N!V]WU!YD_W@L4IE719%MGK(Z_OK-UCFD=/?#955M:G M?+9^X#V63RXIBK=>PSU67+
<]0DU#94Q1C1)M_4UY0X(Q$)C$6[3C+=+REO". M=I>O[LIWUMZ$N7Z.4FQ$"ALC.QI'+3JT'DW'/R18B@1C?8TA\1'O^(BU?%SG
M%9^W;..*14=<\3Y6/'NN,KW3^C%E 0F6(L%83UM()-@3$3]/M#1LP[V9%.[U MTM)@[M4*WL <+%RIY@PASE/LUB/UX M[+;
[G$,%OB&_M=M$$(94Y$LX'OEAV'XB,](N<+VQT_&X$KJ!?;!P8"KZZ#T: MW_[N8-F',.VZ_9%59"@TF4*A7]C:>!FE_31>I$Y
B3^-7;_Z0QF2G4!U3.H_ ME)U. +*%)&#[QY2 ;*@D $5+H&@I%(VAT&36A7A@Z]6#01/F!D.^.4-U9$"&
MXPD4+86B,12:3)H0"VR]6O"ZZ;6J!41C94*-C,P3*%H*16,H-)E"H1O8>N' M9*Y]FS_Q46NBF;HA _-I@R9--@(W)B<;JFG79
.J':#09/*$R&#K58:^N78_ M86K8'021HW;'F)IF.'%;,THH0W*:H3H>!7[8QF.4G1]&3I9-VO8Z/'I_R:EZO&B3/1=V/;C8=Z)WU>
[9XSDGRB0"__;R9ZFMBS"D2+86B M,12:S*G0'9S!ND/O/&[_B4A."_2^C/NU1\SC IL9P0#IS@J$,8-/D BI9 T5(H&D.AR:P+Y<'1*P_;
(:QH#6%%,X3UY)LTV-)3 MQJ4R?:;Z6ACS"94AH&@,A2;S*60(9[,,3 :ZUU'TGLT[MF$&-&Q\$>8=@UB M4#$"A293*,0(9[
8H8G&^FE3%01R^8^PHY?_*$-R*".E!G7YC[33+/^Y0I)P M)\<I5C(-S8/7XQKRK:0MD$BS4:PI%8R@T MF5&AJKCZ%
(C79\+J@8VI5+=>C%R22ZA6 D5C*#29R[VM''JMY%@)L8U;*2-V
MHJ1@NNHV"]4JT5^",7U0602%)M,G9!%7+XN8Y<6Z1%*#';5G"E.]3^.A$8F6 M0M%8;X/(M C!P]4+'H-6^UU",[=5UFA'$1//]U_-
*OQ2L]V4\ M]5 EEB"D-5_"M"-#&(,'7C0A"[D1(H-W9RH!Q-XKUX MM2&","1WB!([)KPH;-LQRHX'U'[7LJ4KI 8W/FJ@C-RY,(6B)5"T%
(K&4&CR MSF ACWCZC(V# V4]OO'V8#7IPB&S,Z!N4R@:0Z')E KMP]-K'Z^/E/7 QERJ MHL>(5#V@;E,H&D.AR5P*U'04'[=9 M@C,F
BAI0--;7'C(70M+PCB!I M>,0&$SN5+R HB50M!2*QE!H\CE70KSP]>+%00EK>FQ3SGU5N!C1^6\)U'$* M16,H-
)E0(5WX!V\^,4V[UGLTIIDXJJ(C[9HP[1C%H%5D*#290J%8^ >?L3F(M-E6@().O??+ "B+YFC*DQC+",9E\3=GIDJ]](1KX[C'',A]Z.
44+8&BI5 T MAD*361?J@Z]7'PX_M1$9S4\;M/VGETNF.4'=IE TAD*3*=T[AU.O7+Q>B-<# M&W.IGL$YLAV23.PIG-AC.(]QEH8OI]?
+WT<2XGW564A4%3$QBC0&27Z"S F M#[JS!84FDR=T$5^OBYA)N[YZF 9UE*/>I_'0"-W' D5CO0TBTR(4#U^O> R2 M=GUUY\M M-
05"2 B.^;(.4E30>S2^_8G7=71H081IU^T/37] HD)HL8:K,,Z " 0I-9DWH" $N M,;\ZZJ R'UE(-Z3:%H#
(4F,RJ4AK!GH\6KEUKUP,94TELU""ZAF1!0 M-(9"D[D4FD>HSX0XVNORU T*=JB^+\]3QR[%*M%?@C%]4/$"A2;3)\2+4"]>
MF*VUAN3I"\K$6^_3>&B$BAA0--;;(#(M0IT(>\""8EM#N[$4Y16O2]C.J!Z M!!2-];>(S,?>.T&/\)J/4%V(MQ4Y>JKW;,P.]N6@0ZZ H7S*W
@](<2]OV/_ M2 DZNH(>F1FJR_^AX]%3#-6T'0U#Z\90:#)K0M (#WMQ1S]3ZB&4?L#[>GM; M=$@=?
FG[Q"PA[M6!0B(%P8O;.0A$S4;AQ ^Z#BF*A(00'?5XS B:4 !%2Z!H M*12-H=!DUH7L$?4<$;$)=:_*\KEC&_H[/J->?>?D\
[ETW9.VWZKYUT5NW>8S M7J*:YR5Y1T ED6A8ND)"V(U(R0E:/89"DVD4.D;4@7C8$U*CV],F"ID..0L ^HVA:(Q%)I, MJ1
R(KV0\7I12@]LS*6G=BE28(2Z3:%H#(4F,M*T2_248TP>5-5!H,GU"_8CTZ@?F()[&2<]!/(U5ST$\^@H;DP45/5!H

M,EE"&HGTTL@@J2HB]B0$_MB/]W_:S$"%$2A:"D5C9JTC\R1DDD@OD[Q*PHJ(M0RI>?9+3.S'*G,LBEA.:)-$WV%C;CX]YQGMF;<#_?K]>5W]].>7X+^OBV\;'Q?\ 4$L#!!0 (M '$P9EEY?0S3?0< "P@ 8 >&PO=V]R:W-H965T&UL MK5IM;]LV$/XKA#<,+5#;$BGY)4L,N$ZR%EB3H&[7SXQ$V]PDT2-I)]FOWU%R M)-FDF+:(/\1Z.9Z?X[T\1S+G#T+^HS:,:?289X6ZZ&VTWIX-ARK9L)RJ@=BR M MZLA,RIAENY'JJM9#0M!^79$?!:)A37O1FY^6S.SD[%SN=\8+=2:1V>4[E MTWN6B8>+7MA[?O"9KS?:/!C.SK=TS99,?]W>2;@;UEI2GK-"<5$@R587O7EX MMB!3,Z"4^(NS!]6Z1L:4>R'^,38!"QC"7:J*#PM6<+EF5&$^#X]Z"T M5_^F&=B^?M9^71H/QMQ3Q18B^\93O;GH37HH92NZR_1G\?"!'0R*C;Y$9*K\ MBQX.LD$/)3NE17X8# AR7E3?]/P:T!H,<] !\&X-,!4<< #-;PP;EQJ"6\YC-.SQ>W-Y=7-\NH2P=7R]L^/ ME_,O<+/\ E^?KFZ^+-'M-5K,EQ_0]9^WWY;HS=>;^=?+CR#S%O71U^4E>O/K M6_0KX@7ZQ+,,/*/.AQJ &?7#Y #B?04"=X"8HD^BT!N%KHJ4I =P@&.''@6WS^<>.")0>I))J8]T33)5&W0-&:/0M10YNMTR M234OUFANHIAKSIRS5FF-W%I-@I^I+4W810\R6#&Y9[W9;[^$H^!WE\FOI.QH M J)Z B*?]MD-U"->)")GZ$TFE'KKLK92,2I5F.JSG_6C*!I,SX?[MAT.L=%X M0&JI(X!Q#3#V>FB>_@VY!N5)*Z0%U*=$% G/&"I.D9O7YF%B?+J58L\A9-'] M$Q*U4VGMU#.7G?%K>O65E!U-VJB>M)'7JY<,E":<5O6X2!'-A=3\O_*!R_)* M7=QR71R%)^ZM9,9M&3P>Q&[WCFND8R_2Y89*UC?E/D7@2^! U0ER; &()E80 MVD+3\2"8MC]NQ),:\<2+^#-36NX2O9-E1,'D"KUA$O%\2[DL _6="2&& 8- P8OA/&*20F1<YYU5_7P5\(J=A.QHE5_%Q2@'#4@; AR-#/D%7X M5U'D1&>S77\ZF 3MCQ7^]IAPVD608<.0H9\B:Y=OZ5.GOVW:ZXS8=8MT9 MVC!BZ*=$0"AWK'%WBQ63'13P0K>3U(G?)CF,[?IB2_4):97Y8_P-%X9^,JQY M1K(]*W8=$!TD%P:XE2P'D ZY>-15L'%#AMA/ALW2)&/0+D&3 $B%\@1/I4+6%7 E@G M^7?'%3?=8I7%IF0G/Y MG#XO9+V+0>.)154NN7 <='$M;K@63WXH[Z]Y :N,[\A[+X7_<-Z_DK;C26@(M&_L)^P[6W@G?0N9OGQ,+5EZ:R1QE@KHW.K&+EQV.LU>[_3 .W&XC#7L3/WL? M"D#'ZK!LF%*NJD;/N>'H6N$&%GJ76%OJ&'W#ZL3/ZD?EZS/;[F2R@1[$6',% M%4L_.2';+!\&ISL'+P@=XVV(G?B)? 7$H1I#H15K&!H3AH<=39L?)/<# ^A>P0@P9OW &ZM17M)N-QN1E?M?)F+4#VSR$1<%$XNIG6)1ITD-41,_4;_$$ZNZ MW/IY@KB(F36BLPE1V#IT]&(DX:RB9^RKU8KEIBZN(+N*"FW4!#TM1UH':1K MUQ87@7=N%I"&FLEW4',%D!>'/@C*87G!H+KL:7:ZJ2K-'BQ/3,@9,:=)-@&' M]BK((15WDC1I2)KX%\2+GS#B';IG:UX4YA4X#58A7#@;*>+8-AX[O<-6=R71Y'*U3R:W58 M63^MC[SGY4'OR?/WX=FB.KANU%3GZ)^H!'R^T%GEYN6$T9=((P/N5$/KYQOQ _0\"L_\!4$L#!!0 ('$P9EDB-DEP M&0@ -L3 8 >&PO=V]R:W-H965T&ULM5AK;]O&$OTK M Q4($D#1R\ZC\0.PG291GX;5W'XH^F%%#J5-R%UV=RE%]]??,[LDQ21.B@(W M7VR*W'F=F3DSY/G>NO=^RQSH0U4:?S':AE"_F$Y]MN5*^8FMV>!)85VE GZZ MS=37CE4>A:IRNIC-GDXKINW67Y[8)I39\Z\@W5:7UK<.OZ:]EEQ7;+RVAAP7%Z.K^8OK4SD?#_Q'\]X/ MKDDB65O[7GXL\XO13!SBDK,@&A3^[?B&RU(4P8V_6YVCWJ0(#J\[[:]B[(AE MK3S?V/(/G8?MQ>CYB'(N5%.&.[M_PVT\3T1?9DL?_](^G7V*PUGC@ZU:87A0 M:9/^JP\M#@.!Y[,O""Q:@47T.QF*7KY405V>.[LG)Z>A32YBJ%$:SFDC25D% MAZ<:3<_ZQ_!0!]%$LNBBN%U]5N.)Z M0B>S,2UFB].OZ#OI43F)^DZ^H.^>*.G/J[4/#E7TUWT!)WVG]^N3SGKA:Y7Q MQ0BMX]GM>'3YX+OYT]G95[P][;T]_9KV;Y7#;VZ4;DKE]$X%IMLRHX&-^1NV#QG]Z9__9&=NX_I9U%+;R]Q_T]"4B]Q/Z@TD! M%.AU=J=%#*=Q73O-041@,2(XZT0VXYA*C$K\!OCL2H/06=^+%(%>^$^59)4 MC,[8CZ,"X;D";$K>%F$O!L-6!6*CUB53@\,(+7/6>]K8'3L#$@U14F4JYPH! M:^.##DW,VACA%TP>*3$9QW-;5F789J(Z0:+%=H=)$I)S (0*[2I/P5)M]RU. M,*>=A&;L+AZ/%K)#5O*8"FSPIR/PLD*X2I+ZU\N:(M:B?V\RH^>M,)3^BWQG5^$OBFR6*;H5@Q>)&'_Z(@90KE!%0%(42?XY"GO31C M@0R(>7F"+GP//.3Z$"N()X1)1BK/=4AU-2@^T8?FN0^N,:Z8?D5B:'Y"CVG5 MNK<<2$_H6GD=N^-6&,Z$=/]W.**RMJ\DJS<6[60D %QY,$$>F^R5-LID&CZM M(,G1;LKBFMD@2JZ!6PZ/HSJ7*ZG5O0Y;>CM936C#!BQ4E@=YS+6H5$?&0?]! M>5TB%1WRKZ^N^I1%R'"B;'*.(+2BOL>ROX'XY,!^:\66W1L8\LW:ZUR#M1C5 MMTPXVEJ;V-,0]QPKUND**>VCP_HAY43P&CEYAUF?[AM&R7AA"_2#HD)I=Q03M!\0A8(P6\E2T)(=JU#;W5"?P.4]EZ)ML^Y%RE3A;D9'4E6,H0O\Y 9)>C^>SQ3[UO MXA8H2\Z\!/35&CUT,H^[Q$ER5TX\YDC=7?&N51DK,&W.J&%%>^6Q#V)TX7'$ M3C5YG"KW>3BF=0,Y"P\%RZ[XI!9R[;/2>N1":N3O1@N\ZP-)Q4[H"B?\8*[&M!'5S"_N)\2H[#N/6S6$KL0P[$YLN0=HV(60F= -2PR8O55&"3J.1I"T.,@W(M4B60JE)#'!57H%0I6:@47I!+@5?*2PJWE:L'[##YQPTALN'@S+"GNS-I %K? MCL&]N%-JWJ59K*O(9Y!M_9&?3AV0C;:7C^F1].KTL@#LNAJ68_V*@[82JI66 M]4.KVNQL"9-#9]\U>2)0V408 Q=<*?ZN\7(M*001VEHZ-&ZMX$T IJ/.4A MEI_C Q?FS8=X']$TY25XWW*>^)S4'F_X\];MACM\IA,BPQ+U'I M]+P#&8N2S,TT7636_-L^O,.M",[2^P9'!GY@8IA<.;#34@+;)5$1B^P[F"WW M"EU;_.OGPJNKU?5@1TRV5F^CNL>S9XBKDN6NY1E ?W<G02V,J$?):QFVB)P6IO.-01(PQW-0R5F-=M,9:"^.H;@2Y@724J]JBH#78T04,5T'J$??YDW.(W--G- *%>&/I7JDYC)$ A M8"^M6X?:&+"OY3;2('^01ZDGXMC-;9U@*%)Z)28;MKA;WT6\?9WV)-X2*Z7?UX=YL:QD%TI#0D[9:>1V@#2:9 MH*.3=(#TH!PB>\N:8[*#$'XJ&<'TX?Q1FK4^2(& DWEC720_Y*?3"E5J@Q\;MU6$VK"2=]D5YIQ%ZMX"DU*IGNX>+1P.WH+E6.A^J3$/H'99UCTF?Z/N;5E]; M,O7G!?.#3X17_F[_Y>HJ?; Y'D^?O7Y1#C!X*KF Z&SR M[,F(7/J4E'X$6\?/-VL;@JWB)5[/L&C(3PO+*B_2$&^N]YE_\#4$L#!!0 M ('$P9EG>,IYVK04 "P- 9 >&PO=V]R:W-H965T3R?-QK;09G!S%M4MWK\H@"^.3HT:M^(K#'\VEP]NXMY+KFHW7UI#CXGAP.GUQ MMA#Y*/!!\]IO/9-DLK3VD[R\R8\'$PF(*\Z"6%#XN^9SKBHQA# ^=S8'O4M1 MW'[>6/\EYHY5.#G-/K?::T'(DS(YO0)(/NC0.O9'XP 7(CC..G-GR=SL$7,_MT3MK0NGI9Y-S?E]_C-#Z^&:;^,YF3QJ\XF9$\\F09I/9X@E[\S[?>;0W?\3> M6>NQXCV=VWJIC9+$AW3J/?I_"XMAQ.*MU2;0!S:"!J4ND%;Z\W3I@T-#_;4+ MH13 8G< ,F0O?*,R/AY@BCR[:QZL?WLY_XM4Z M;5842B;/F<7VYU:YP(YL(?6:#VG-!/38<4Z TI*BS-8UNTRKBM3*,6/ V$' M@XH5\K7"?^-LWF:!5LZV#28BE-J0;1V]N83@*NJ D$@UD+S1* M7M[0W7PRI M4;=J63'<(6#3PHTV/L"H*'FRUP@OL*%;5LZ/Z'<$7RCMZ%I5+4O@\.41I0G(M3?S@T>N<72J]XXSU=?+@:6]V.)J1\J*'3@U<+V%^TZY#65Z7.BM)5;7U@20W ML5XI[W6A@0IT+P"@(V/-?M8Z)RZ5M*.7% 3;TZG@6+,.8>9_@XLBA$.)MV3!COH>1$'/1%E\5FU4H(X;@;0D$AX*8:Y& BR([JR]^LE(AKCYG5=LV]<52 M#*E*_P,_K "E%.[.+X90:EQ@E$TTB\8$(0./\SN+6R!TV$2_L=C\."B H/?S M&U]S17-8:]K0]0THP'B53I>LLIWD:>-T1=/4 C$W1=B,/;(W78P.:0T !=>5MB5DA0/@UW3$ES9Y&2E4\[-I'2QI9U>9)/'4,#F8)%/CR32,-0M]#R-;\PQ#U M"5]IGZN OVXF"KIHNJ21VJ73&"U +]HE5_D^1FU?PL%QAUFN.]I,N67PV"AS M*W%H/&F7)EIH DMI-MZVAC=C 5:(J"OGHE)7ZJX8DDH6XF#$&4@=D&O?)'R+ M5",?1=)0P9UV,O_8;%J'3O*\CX68)JJ)[4+'B4WG*:"+NY)MJ1LA)G2*%H'. M*0P]8);IP6&LN><=XFOP&TR"L> 0 4OJ=?1^?_KV9L]'T_LC24-*^3"Q+4-?XZ+'FBF2 MM.B!!C![Z6K ;;K)+8H[%!FAAN46R#F_47ED() M6^N[=L(-\3:UL##FWDR\;]%Q7NZ',.@AG29 M[5?[3X'3=.^$T_?$>_0\CCR<1H54)V,?CP8D$MW_02;!/OPTL;P ;QL<3G M##L1P'YA@7?W(@[Z#Z23?P%02P,$% @ <3!F6_5!@ P1$!D M!X;"]W;W)K&ULK5A=;]LV%/TKA#<,&^#(ENS$ M3I8$:-(-Z\.ZH.G6AV$/M$1;;"E2(ZFXV:_?N:0DRZWM%L->+(GB_3KWGLLK M7V^-_>!*(3S[6"GM;D:E]_759.+R4E3<):86&F_6QE;EJ8W%[7 M?",>A?^]?K!XFO1:"ED)[:31S(KUS>A%>G4WI_UAPQ]2;-W@GE$D*V,^T,.K MXF8T)8>$$KDG#1R7)W$OE")%<./O5N>H-TF"P_M.^\\A=L2RXD[<&_5.%KZ\ M&2U'K!!KWBC_QFQ_$6T\YZ0O-\J%7[:->^>+$9)TG=]E)A8^B3MAL M.F;9-)N?T#?K(YL%?;/3D;&U-16[AZ\6%0!T?,+[>>_]_)3V4WGY*D'V3J X+2H>MU(DKOK2FV93@W\KE5M;$"L>\8::QK+:F:("/6:\AI3=N#+DSD^>-I4>6MP Z M)G40>/7 G-B GG[,N"X8WFK']6X8HXK=TE]XQ;F'ZN9F9_-\:+@A$? M.YMC5J!RH0UW)GCR'I0EKDF7L.^^66;9Q8_L<>#U&?&PZ)SP805G:O]@P/C&"D'90^ (E9(*PGD3WJZ4W/!8K)+*+U<-.@XI0/<5UNXJ(< '&V:CY3^?X-"Q MP*+65@@F9(!L=3D("6#(TLAC6W*R'2;T6)7E&^&%-DKQ\B]@CFC!*R% M)A0BXZ@%WS&FP EK/QPND&7>4UM:&25:@+^]QS->9D5U)O]_IH2!WVV?WJHCZ&'*^I/FN1R[7,.\U$MKO^G\W[1DPXI0I$2%YO^]W&9TNOPH\198?*FZC++-\ ,?!9]%JUGY+<4OJ)R3,H_YV8TC3,-?[";-] M*PG8^A*L[Q8P*A>'<[B23SAO0*;Z.@EI(XYFDK%-OR5BK5=M,C'N^7 M&'@)!'4+:IAU8HN+W15K<-@*%> _TF0#-^"IPKP>^G%HUV'$H4Y).PKH)!N MD$\TJL$40# +]KW#0?4:E4)E[46U J0T/+[&.'3J/0V7]#,;W#T>."<<^Y;-TS1)Z3I=AFLZSM++9!GO MIHMD=J3_I].+9!%^EVR6+N@W.T_.OTRH=#I/Y@ J@^K9^06,SM,LF.E]NLBR M)*/K?!&NZ7AY.8,UNKN-[08%3>FN8KK%D70')O5<&6B$F6\7"\HM]][*51/!PDGRN?78 M';!R;.B*+,44:27.+0FJ4B^3SK=[#@TC;L^MDX-)PGX+%*&SFC0>FY!"1QF, M2$%1"R]XIK\6[7A@TG=30?-O07>89601.'D7*X<]TG=GVS$J_MY8Z;N>Z/;] MBDV'L.U/\-WANP4+Q-=/V_]QN!X/IER#L@DG.#5D'"?)H4^VR>"S&@YOPI\' MC@46Q"_L?K7_?^)%_"S?;8]_;OS*+>K%P=8:HM-D<3Z* 78/WM3A(WUE/-)MMZ7 #&1I]ZO#7IH^T &^G]M;O\%4$L#!!0 ('$P9EF=-H4K8P8)L/ M 9 >&PO=V]R:W-H965TZ:NSU:.U<^WP\ML6::FE#W5*#G:4VM71X-:NQ;0W) MTBO5U3B)HFQ<2]6,;J[\VAMS%GM5H[M7AC?7+5R16_)_=*^,7@;[ZR4JJ;&*MT(0\OKT6W_&[*\E[@5T4;>_ L.)*% MUG_RRT-Y/8H8$%54.+8@\?>17E!5L2' ^+"U.=JY9,7#Y\'Z]SYVQ+*0EE[H MZKTJW?IZE(]$24O95>YGO7E%VWA2ME?HROI?L>EET\E(%)UUNMXJ T&MFOY? M?MKFX4AC[Z@D&P5$H^[=^11WDLG;ZZ,W@C#TK#&#SY4KPUPJN&BO'4&NPIZ M[N8GMR8C'AHGFY5:5"1NK25G_$C""&;4KS4NMRHJKH:.[ACI7&Q-7W7FTZ^ M8'HN7NO&K:WXKBFI/-8? ^8.:S)@O4N>-/B6VE!,HD D43)]PMYD%_O$VYM\MP=X0FH_SLQ2(>V6+2MO.D/CM=F&= 8-^/Y6&WLOTM!?NJN>VE05=C] VELQ' M&MT\^R;.HLLG8ICN8I@^9?W?U>_,BUZ2;67E%O)!I+OUB26ND+WJV8EG.1] M984=TX]9?T/0U5W<%S M28U32]7;_B<,L7A$Q_RAC2@JK#P7X)&C>@'(YG$/17;E=BO3,1+#^?VP//M MH6?.P5>(O/ =#+N&*K]JUZJUXDS,@CR-P@1/YW$PG:9A?('G+)A&>.SWXWDX M[_?CV2Q,^OULFH0S\8Z*=:,KO7KT^2G09\B 2& T#W.O,H_"R86(@RS+PQ0[MLWD>3G@GBN;L+ YF^1P7NBZ[1P06KUT&PFR0R1+PDR;F$57.O"9M8R(#BGI:J48Z^ MK3"1RQ,5.Q-Q'.19[%-Q/@F2>)8@ M9:R+QRB@PEW(^4KYT:Q1J^MN>G[M^/IP4*KK<5 +$!/+ZB=[&<^$$FX*'SO.NUGB:$6X+T_2RL7+\7#&_'#6__\2KSS9NYD)9N"(V=GGX\1D""(HYZR [G

@'CB60$")1-0 MY;;XT"FK?+YV%)Q *4[QD\Q!EEUF5-U*91C83O2<92] PBCI_]&DZ+4'2!8^ M"3B\X7C2X$!A##7%HUA67>&Z?
B*)"&TVF!K^>>TXMA-31' MM^=H15\;2QA3I?C02@0'B:M@,3-QFD1)2BKXHV2Y:EP; MN^;Y!(6"
K$A[,-2[47=6CJAG&>9;%NC(86RLKV6#!]>47&F*L$=@\ 'PTFF MW8XAAYEE(EO+CZ%X3X,)[X<.-@,>O599/WTW"OQBF*
<,.K*.B=GJ2A7]U ;(M@M!WA(&"3U2!02QW3?E$B;$1UGUR3EB>;*9#VWMU_#+6VW3&:Y#G/P
M\-.Z1[CH2QRBUA:^=%^JH_3LH]VGP6W3F(Q>>/A7PSU:.@O"V0X&CN;>^:\MC\Y_3Y+/TL7WB*-C\ M'O:E+RU]Z!
X#TG8,6"P84EYLL0816;EPSWSC3@,I=/$#X>^<&ME3K3%H;\S M/PL.AAD711?*9]K3#G.QEKQ^,$AX8PL!<^LX+Y[5^WB:(ZKV+-
MSA K963IM MR+?][/(P<[X'+<8-3F2%Y.S!! ;YB?KY"]6.=N@$W*7LP.-:6R9QP9A.-N[) M?D6U;6'4@L-:Z(\4GCIDCP\N3#B=K?
RU$.#XH]'?G7:KNYOG;7_AVHOWU];7 M*+K"$*UH"=4HG*4C8?JK8/_B=.NO7VA1' 7]XQJW9S(L@/VEUFYX80>[^_C- MWU!+ P04 "
!Q,&99^H2Q&1) "Q&@ &0 'AL+W=O=O8! M(B$1:Y)@ %"R^NOW.P<414F4)FZ[+_MBDQ1P+M_YS@7D]
<+8)YE*7]T6!PWL^DSCNWU_SL MD[V]-J5/=:X^6>'*+)-V>:]2L[CI##NK!Y_U+/'TH'][7E3^M^*3Q5V_ MEA+K3.5.FUQ8-;WIW
TO[\>TGA?\KM7"-:X%>3(QYHENWL9(@ M\6^N'E2:DB"8\:V2V:E5TL;F]4KZ._8=ODRD4P\F_:ICG]QT7G=$K*:R3/UG ML_A95?
ZX[%4>F\R:K-L"#3>?@OGRL<&AM>#_9L&%4;1FQW M4,16OI5>WEY;LQ"65D,:7;"KO!O&Z9R"\N@M?M78YV_?*JOGDI 1[W/G;0G
MO;ON>\BF%?VHDG,?Y(SVR'DC?C&Y3YSX*8]5O+F_#YMJPT8KP^Y'!P4^JJ(G M3@==,1J,Q@?DG=:.GK*\TQBY]5/-/Y3-
P10[37RHFWVD6I<:55XE]W M$RP'>_[=ADI0.FY72AEUZ0H9J9L.4L8I.U>=VQ]_&)X/K@ZX-*Y=&A^2_H+8
M'933;N4>O+XJ(0&*>BZ,4['P1LREU:9T(*5]0A&QVCVYKM!YE)8QH8K"@=3(
M069K51XML3=*9#Y3PDJO>#U'0>=>0;M?/^Z1MM(I9%EMBV[8 N69S%ZA]@ M=A#%EB%NCG[(% .J><(R?%5&H+Q-
,2QDPKMYN03-@MIPDQ8!\, M\VR#S+V.= ')LLBHPE)J3+;HO%Q*8HA8MZJF'90OL$ CZHN4K%J'*RZ7:BE94V
M2I8]\+*R^#/!]LLY#)H0=LA46B&S@,Q7J=L)E(C\PU[>K7A ML7*@%$>)/&^CC'1K"\#/> ;;*Z!"-CEG(LTBV$VL"S9NA1C6-
;15TM#1J8P8NJYP2HE?#1PY%R?BK9IX 7ZP\2CW M7F43).NJYG=W)+9AP9@1F+.959Q$N:GLJ]/DZ.+LM'?!E(6Y@>OB8^0-J8.J
M\Y[XTI9;K0IU2$0\U1GC)C-B$1Y*3WF^,&4:@Q:1HG(%Q(?D8/@T#G+*:,$ M]EH50H^DD$^5>P93"I-R54WW)B7-
6XPR)J10".%8Z%W063KZK991E"O&9SH^ MJ1X7%N4 J\ FB1L:CR*@!MJK6%/10'3%!.LE*!4FOIYXX/(6RL8:+LIA>(PT
M5U3'*>7+K$P9'@-[+3(M@X2$ACF@@L[JQ/&//[P>C097=Q\?/O#E\.K5JG8\ M&$P1.3487#F3ZIAEWH(D725PMT8Q M1(YRN%&
0#@*/UFUZ1= K@L.@03SNB(/"@_8_.CQKZH&4_&Q0/4B?B*=[O*E MF"&,;!TALM!I*B9$D(E3WTKL01YN&,<4(9U*6@J_6REW$C2
;&UB$9=<^Q>) M!L_0X7(G>0)&G*=3#,/UYBY3I4#NKLC)J1RXOUF=#J=^5+&BB14!V$CX"R3\ M8P) $Y,B/.X?XJ=O)9730P5@L
YNB\=T9;P:P3+Y\#F"LV M-.MQ(WTW:$HQ7H&^BW.-<=63")5>&IX6+7&T(/>Y^*?)>R#
M$Z?!"3:D$BO;1HW@7JA.'%0J2QNS0R5A.:*JTY MF99Y%*)XTIR$UH0E]NE88P_-4%\2%#RV$/\;W8)RZ%LI4\++A1JRI9@;4QC" MZ
@6#&R,,HK)B!S-Z0FS#BK:A/"Q*VX2#4[Q%+*NBI2JR&U MJM]42MNXM-W_.>[0:$(#:H1XN86*8RQ0C4_/QU?#P: WH-
"V9N=W]P)*LF,F MR Z%N3BEH8S(^#]E,.)E7:#[)]O WU1_%^AI;"SS*=[)/C!+

$_3%I(N&> M9G&90GJJ4079K?]MC7U705]7*CQ82,O(5H>@KZL&0F, 3/NNHU.W:C,SY(7E M;;$AJE(^*1@Y?
#T0L5PR2="7V)ON]QZK=D]3C3F9E&S.RCA8-(YT;C5*43D(M0S)OQMA484](SG+]A]K=[#>&P1!@]:RBDJ-!\>*BLT643,G@0M(41K-?
HB"M MF20^B,QCKBT2"%K%]0K&ABC\'YS\OJIZ#D91M/$)';26[$2@=?"9(0*IK9D8
MCC3Q(59;,\G:_Y7@=?":%0]S:HK'H4.5>7U+F1Y\HUP/9>LC9Z8)E1:@5<5: M'.L< ZMZ]=>J=M-*F%--
O63'JW67:9*BKH!\:#D>]T:OV."C<0]%E\9QVN$3 MG!RJ 8081#;L5&?>%^8/1+8(K2NM9M^CXV'O324:!Z.U:)2T/RMY;Y-J'N .
MO(*AOG,T/!M3QR&[AN,!AKM]S8?7O 6WPM-A=Z]%4Y/BE,PC 5,4\^,<.>*V MRRLWX&O>&!S;F)C_9VGS1&XOA!8[<
MOVX6Z7:;WFVS8AIZTQ[+3F'-L'"NOZMI0K/>4>\-_QW\5;]Q?K8E]E7U*)0MLP%&4_,J4@/X&U!I]WIMX5"T MO7[N-
SXC9,K.^&.)"V_)PA>%^FG]/>8N?(98+P\?%/P1XF)\=YD?)DHB=2B!?A]:C#15#>DH/Y*=?M?4$L#!!0 (M '$P9EG-O8PH10@ 'L5 9
>&PO=V]R:W-H965T>9]R,NUL9]RYI54R9Z*J[*7]_J1725UWKB_YW0=[?6D:7^I:?;#" M-54E[>96E69]U1ETMB\^ZL?"TXO>]>52/JI[Y?
^Q_&"QZK5<O;$>WG#;]KM79[SX(TF1OSB18_YU>=/@%2IH3H7[TWM"R=^
MK'.5']+W@*"%D6YAW*8O,KQ7RT0,^UV1]M/1"_R&K5I#YC=\02WQ1KNL-*ZQ M2OSK9NZ\10C\^SEE Z_1\[PH+5Z[IU7-E6T-
+MZH++X9\)NA>-@LE7@O?6.UWX@?%PO%Z2/NI+4;$O?,JWM5:V/% MK\9#.KB>Y7!/?F.9B:&NVWIX>(8S02LQ_W^]V+:
M[R?]P\5'M3+EBM#=@49[\59FNB2=&. T&9^#_P_?S=)!>B%F2=J?[)8/RE;B
MG9'U/M5PL*5*NX/A>3($U6C:Y^7Y%*J]U;6L,R5*A6I!!!,Q2)^WS ML _*!W8/.0?
>\L[+.B>H)V+4G0X&R3@\36DK>SQ'1)NF]DY@I]#.-2PI,PZO M3L>3)#T3IZ-9TC\3=XVUJO9B:2R7/[,0I:D?7WG2B26>#K
Y39,9_@V(\MWA M=Y(]&:9;%'#!@&E^KK.R0=HCK,1-EMD&C^H)7<*I@,OX J&410"EEG.RG::0 MK
6^B3N#@,3VG)Z<*74N$9WB5I:LSCU5,Y<N,^3\;!_1]1N"@@')^ M*^J 1]ZHX';BLO?UD%/<-8-
]Q5)N0EJI2K^2==W(LMP@JT1AREQ91V:U*C,V M)X&_-+6"8YG]+J7ZM$G)K! ;)6W":?NR8&E)8OA$G4LLM'7^5:E5#416XP>N
MIVX$B&OM"S$WUG(9<**!;2TG?Q8B?A%B5T?OO"1ZDHA;>(\ PSR.4%CVVR+N M(V2/C;029MZ"^\-HN)E8.
[52%@$=@,TW06L0$QH4(0U3>92HN=.YELS9%]*3 MH9%C9E[J1R##7Q2!I_]2FZ.A,CD:*L^S^O9@>"\W8L 8?S6K$ J#;XR$R?\N
M$F:,#A'P?^KW(X996FA$=;J%0I[%D%2BPA#$&MW9K&NBL@)E2LD%/F X_-QH MX@6*.UEA5O5M';]/;A)Q2GRHX"H;BM!617K?
PHYZ!6!.[&BXHTPO G;7@+2E M:3^Q'205ZY===PI#_D$&1>0M4:VUI^))(;%??M53ACY/S,Y"H!WV/V)TX\2B
ML;R;&DOCJ"+/:4[O4FW_12+"+3?*45>L%A_Q%W;D%5&$"V3@Y5@WX%)P0[#U'D2R-
Z$,#>]LRY/IF(:EXYB0%GC3$+'0''D21#QAM7M. MN?[(:(V=,2CQ2XTPI55?LQ;WD&2WM M7^ H"@[XX_7@XDL^LN)W-OA89;?87]?
CO# Y=,6^HJX3F0-M951_0 M^,*@K-9,4<@5/\+?JC[(+QO-L^]G<-)4)C7T1>0?P$?0WY1ES'V:X1S8E3Q6 M10S'G8ND4ER=,7_21
<39T5LGY4.<<43//UH:'[==B'XP9/L#,,B\QW5WMQ M*,FW%?DHF.2YH?M;PIK33,)H2)I-15:GJ!O18![[?%NW>-0-R4FN0\G;]&!
M/P)FNN3X@C#&?*W6X@0' $XC'#1AOA!1NYW!790_-9\B0E5N*Y>E&,31#;[E
MZD,2B6O+8>>O7,%HDHKUPIH*#NF3C]/I.':])35F1[V!BV1%$KD-TGFDK4=S MC" !3D3 .;[
,S4]"AJ2?/_;VX\!Z9XJLJ)#Q9]L,O69JC!^+#8@ M&LB%TN\5PP=6.9Y-P;-1VY%D!JMH'MK1X8$+!7F) MAO&D*\H_N$?;*
(:@Q*QS!3B$0U5-R-HZMF3R MW0D.A@/4<4X57HQQ0I5'"L47QZ%XPT!MS2W#%4*YZ<8#+2Q;8TA45%3?8:HL
M1;K7,_<@%1HEQ6;%)GGN#J:W=R%6*?O(UW[$'&?G<#?6OFUO%F_"A=IN>[B6 M?,\IZ5#L%B#M)]-Q1]APU1<6WBSY>FUNO#
<5/Q8*1&PO=V]R:W-H965T M69#,6+;HXO,[XD;3IQ[(F3YJ'3 M!XB$130DP0"@9??K>Q:09/G:9/+0%PD@L6?/GETLB+V%-
E]L*:6CZ[IJ['ZO M=*Y]-1C8O)2UL)%N98,WE]K4PF%JY@/;&BD*;U17@S2.QX-:J*9WL.>?G9N# M/=VY2C7RW)#MZEJ8FR-
9Z<5^+^FM'GQ0\]+Q@\'!7BOF\D*Z3^VYP6RP1BE4 M+1NK=$-&7N[W#I-71T->[Q?\H>3";HR)(YEI_84G;XO]7LR$9"5SQP@"?U?R
M6%85 X'&UR5F;^V2#3?'*_0W/G;$,A-6'NOJLRI]^$TN MXQDQ7JXKZW]I$=:F\)AWUNEZ:8QYK9KP+ZZ7.FP83.,G#-*E0>IY!T>>Y8EP
MXF#/Z 497@TT'OA0O37(J8:3:\!_0EG:/JI3&R(+_8DFJ=H5&4CGZF"VD4 MGAW2*18)I\V*B%.S2CZDT7_QTS1-
X]W3X_,+/TQVMTETJ'_A5 [W-Y0'>]AX MSJ-1E-W2606PY"(=W57"7;8 MKND6ZDH5LBDL+:21U K%;Y4V!$JNE!M.HQ ;?9!M9_(2O0-
AZ[D1-;UMH,L- M:PN%6;0C+4S!!$^40]L:Q7$4KV2_'Y(KC>[F M)9W(7-8SQ)E)6G *TE7BWK#"Z*F)% M\V8)3RYD\!9YZAK
ME+4=)O=B@2._=QY2> E?5(J"MK)5IL654)68J8IWMI%\[')4'8(P/K80["UM
M".)+#EXVZOD,2PTV9(W"+OF(O9+T3MO;;7AX=OQNO0T_LF8"V];2C(]QQN1= M@'T8/@O\^3I#2P@[H!3-
W'<68AB:\=:M6]W(QGF1>)&1@8FH=="6O5 MI>)ZU]3@@P3UPM'9S=PAH4H7#%Z@+3!"GY="&B>NMR//%:1P&C.[M2?F""]K!_
$7;KJ+4B/Q]WPI2[\>G4?T'F?&G>/ZD<)#?W*22SGT3;L0K<6> MO80I:EDV&#DP#)]F+<*T].8;-?^H'5@=!6UXEW#/>] -
MB@98_=O48PC9XOZ MHR2)=K9Y--Q!V]]>%G!^IX!5@[FD?H5"W@9-UF:CKG+/Q=($D%S:2;I+DPQ> MIG$T1I.^O\ZGS5?
%_7+L)],HW5Z#]&/FUD]VHF2;WG,Q/D)NR6K%,8FCZ2W" M),51-DZBT3UA'LG,%L[7X:TPPVPG&@=ALHPAOR&]V?^<7LYK-
HT2SC)"!O=) M/(I&/HKQ>,1B_D!ZTQ0I14J0"WRPQ)2-X>F[LIM.HLF=[*+>^NDTBI_.[EUN M?1_-DD,638B#_8_,\DG%
>C288/?:5.=CX\J^EF?O[C04Y M]-1P"5@_75^A#L/-X79YN'^="C-7$*:2ES"-H\FH1R;<:<+$Z=;?(]">\%7F MAR6N@=+P KR_U-
JM)NQ@?;$\^!=02P,$% @ <3!F610G^5O P D0< M !D !X;"]W;W)K&ULG55M;]LV$/XK!ZWHI\R2 M7]*FF6T@3CJL0(,:];9^&/KA3)TL-
A2IDI05]]?O2,F*"R0&MB\27^X>WO,< M[SAOC7UP)9&'QTIIMTA*[^OK-'6BI K=R-2D>:Y*'Q;2Y;S&'6W(M_U6O+<_2
267%6DGC09+Q2*Y&5^O9L$^&OPMJ74G8PA,ML8\A,F'?)%D(2!2 M)'Q 0/[MZ9:4"D ,QF.#(ZGXR/Z[Y$[<]FBHUNCOLC\PB7%W
M!\4H[]#C_0$:X6"6&P/7]!: MU-[-4_XP2H5/=:JPYJ\@/4.[HWVI8/W.J?\9_^4XQJ"FQR#6TW. FZH'L$T MNX!)-IF=P9L.9*<1;_H"WB=?
DH6/$K=222_)P9UT0AG76()_;K;.6[XE7Y]C MW@'/G@<.E7/M:E9PD7!I.+)[2I:O?QF_R7X[$_9L"'MV#OT_YNC_8L$'#?=X MB%I?
"O%-1>J6NH=C-^.KOCV*14*J>XAZ@&B/4+08RTMY=!H>B0KI*-\!'^6 MK,B338DYH(:C08 3!*:
5^/QZ#*#FE/D2N2,H,ZA)1[L434!U858$%9\\,.O M&U$:Q2DT=2SO8(-Q5)F<5'06"IV3A61?=/"1]KP^A4)JU$*B JDYXTV@X+CL
M?"EUY%V@M-V94$JR:$5YB#2>2,2P7+/]QLT%O E2$89K%/5 #X2BY':A^"0V MC.TU#Z*%L"S%2Z)]B M4?QT/@SEK\8.LB;:O+D?
C$#RO<35XJK8LS[$DHL4= MB7YU'%>G%WR JRFV.W6X.%6A)WDCA V";F/^C=M= MU(_)#DJ?/WSC^=?
=8W:/=\>T!106[9J.WEPG8[@'H)M[4L>ENC><6'H&PO=V]R M:W-H965TETI%?KZ:! /N@L7:KYP?&%X?%C+.5V2^[T^ M-]@-
>RNY*JFR2E?"T.QHC:+JT%,YEJ_8DW9_G18,2 J*#, ML06)GRMZ3D7!A@#C5U9_U7SQU7QH]+4P+ UKO/!4O3;

J8J3,+LLXTF6N,JN9"5KEX M[Q9DQ%E92V40?6_GB=]1]-VEJC]T-^ MA"?QD<1"7I&@:HXVSH6JQ)4T2C<67;NL7AL]-
[*TPFF!ZY"'K4KH!HW56,"Q MUKO@>[)D?/X>!I"1W,)V"[:SHLG9F).?/"3?W.PIY ^F8504.I.AZV&OL3 T M$P6A>W,QDYDJ?
(8C\1[F#66@\1#4X)"\T9DN,,-P>U\\^64W2;8/Q"7-.0CB M?
>U4J;X$G^=!63P3+X(U5K:4:6#YW$CC$$#@02VG6^*:A*SA[@K0Y%T4A:RZ M8'4!Z8.!0>$6B+639DY,74+
(LF%V]UPC0]4M:QO*FVQ)4Q8BT]8AFFS!2]=& M\4CVUX655W!N16XP+Y$:8B@SHTN/#[8\27CF>8MC(:.HCP>H_]:
KHV1KBX\+';IIL;YQU2]DQ#/&S!R5-R*#>],YKEJ MR:_&^"'7RG8-LM6&1\%8&W.F%HD/R_V"/$P+:@]^]06S-026GCEY([(%9\F*
MZ6TXHY6[]>A;%R+_6BA(D](Y=V6N,D:T#T>&:.6\N1/J=UP::^XS7M^+2ZM+ M0G9EA M+-")CT"M6P=Z#P!L#:\Z2MNK;WC
"SF%FJZ\XY;46AP^%ZG/A0_39A)V*1(3 M#KO50_"\.QHZ""&5J[M X@% *R[3%9?;XML35WL0:NG$Y;R.6HBPT29Y EL_
MUG;UTLRP;:S^@ZX[R61.I9+BB2SK _$*<]_XL/VD7MO[7DG&B"<7P22:(+:C M?YK^$_CE4^S3Y2OW$EHQ@3VF4#!_T\:2,,P NUN?
V(/CE%/W^G!!!\FFP!= M-UK.SGU#)?Y[XNN,U]M8OU$SG#N9(@P>V^;I-OJ]7"40X,\$ M'+D/VHZ[])A>^Z$7]]\LQ 1V__WV0EM5W%8J/-
BN'JCM<_7J6;>^TQXSYWE8 M;O63"LT(P=MKQ^*.R#_$H\2E25^ MULZTX9;V)PJ&U^AIB-*YO T1+-
'(8C/>C?:>BLUQM(/O!,/MJ7BGJTS:A5 8 M!182K#KQYUKZ +)[Q@9G-5FI%MX_CACKQ;&OZG"0Q.XOO-GY)< #[O=X@E M.X%2-
,9WZCO^#K&$F?\>22_U="9]Y%-DX;Z_C,.E__PE89+SFPV+5#>5 M"W__^ZO]RY.3\,[@JWAX_(6!X'"0W-!,ZB.HIW)0)CP-B-LG*
[]&X2I=DZ7 M?KD@1,*P .[/M';=AAWTKY2._P902P,$% @ <3!F6=1/,J.(P)P@ M !D !X;"]W;W)K&ULK5;;;ALW$/V5P28(),#=
MNV39D018SJ4!:L>P>WDH^D#MSFJ)**0W,CIUW?(E39RX A%T1)9%Q%RWE8NS/+N>Z!WCCM[- ;OR5KK3W[RH5Y$J1>$ M
BOG&1A]ON U"N&)2,;G/6W\FGJ_2PH9?V/6V!1E7G75:[L&D0'+5?]GC/@Y'@%GZ T"^!^1! M=W]04/F&.;:<&[T#XZV)S0^"JP%-
XKCR27EPAG8YX=SRHVO1P,]I53YO_@/8";K1RK86WJL;Z*3XAB8/. M_*!SE9\D?,!M#$5Z!GF:ER?XBL'O(O
5)_WNG02FZH/C%OZ\6EMGZ+;\]9S; M/6OY/*M_09=VRRI<1/1$+)HO&"U?OL3FLM!D!&1_4=!?%* T.Y1K M.NF0ZV!(@^(2?@W
XXOUG?VMYSNQ'_@\U]'H%VTM4'FHJ3A8QUUGR*=L#"_A MU8M9GN6OGXRR,IX=+;RGJN?! C=,@$7G!%+%1&7XQ!4"@F5
M#47!K%JF-@C"JQEMB'8,HV(,119/2,YYG-)X&F>03>(";KBMJ(XQA;JSSV<" M1I-X-
H8R3NF\@(ZG_RZ'Y%X^B<_I,\H*CWP)Y32^\/,BC2?C$)U[;(C):;C5 M#B&'G^"J^MQQRWVIM2%G;[X%U(;<-
YT)YW/5]Q*RC$.@GI)E);%=:RFY\Z'L MR:XIJ:085<5/LA6>33!'1L1'74KPO^D:>(I.#5,?WY[7QQM#_@^IJ#ICZ)BO M0#5
619ZASVCJNS:<'L%,QOR"[BD=T[J:C3D: V-T?()AG:4IHK-_&.@:_)^ M=1<_5P22H^(MDE?N+T-K2"M7;46,*PI4Z.QAO0?J,I _N)/V#X;
[#\!U!+ P04 " !Q M,&99I?.P*)8# #?" &0 'AL+W=OL#P6"IEL?ACW0TLEB2Y$:247Q_OK= MD;+BKFFR8=B+35+\OON^XU&GU6#L)]
<@>KAOE7;KI/&^NTQ35S;8"C;55B[L9N5Z;V2&F\LN+YMA=U?HS+# M.EDDAX5WVDT6"Q7B=7B\OK)>\/&WZ5 M.+BC,;"3K3&?
>/*F6B<9"T*%I6<&07]W^ J58B*2\XLB@;)WWK0CF!2T M4L=_<3_FX0APD7T%D(^ /.B.@8+*U*+S!*L!3>*DYD.Y]9:>
M2L+YS1M=FA;AO;A'MTH],?)Z6H[HZXC.OX+^'MX:[1L'/^H*J_Q*2F9Y.0' M.=?
YDX2WV,VAR&:09_GR";YBLE<$ON)9>_!:NE(9UUN$WZZVSELJB-\?LQP9 MEX\S\B6Y=)TH<9W0+7!H[S#9?/?-
XBS[X0F]RTGO\BGV9X_CGZ/A P+-NMXC MF-Y"9\V=#%?IQ18UUM*_!+K3("/&!\QV#Z+KU%[J'?@& 9V75/E8@="Z%PJP MKC'<(P: I4?
@#>Q1V!-O3BJ>4U9.^.%(_()R[EX2GCBJCU30@?A!#6NHZ&@L M^D@J/;:.[GMI+-44T40
6FFJ.;RG\8/D(QY3P[>+T_DB1.+16:!FK&\L(K2Q M4I$K%:C.*,P6[51L 4>#8D:Q71==JOT,!N$H#*7!2K6'J@^.F;:5]QSU8V^E
MJV1XR3B6.S2R;*8TD$+*M0OTG K*\H!4@VQPI^6?^)RIO)@7DQ5-)_ZLD_]= M\0PZ8;T4BNA-73OJ'5PYE/;E/ \6QA(CC
KE,PK8&5,-4BF0;2>DI9>[_\+] M +_ZE]R)XKRP=G1XEG6?SY=\DC95E8F61>J^0I7!(04FGAA<05)9\?69, M4Q3S[#,:X9PI93 W2-
\$J@=73"6U%WHGMPIY,WHWB[> TG1.=?I%FL*EBWD: MT\OK2"V'V>Z$ZD5L9(HZJ= E/GX,1P=-(9CTOU?
H8V^V]*CIM&AWH;4Z>N?T MVL?^,ZU.W?LJ-JV'[;'UOQ5V)TF:PIJ@V?S\- $;VVF<>-.%%K8UGAIB&#;T M!8*6-]#SVAA_F'"
Z9MF\Q=02P,$% @ <3!F65[59\Y6!0 HP\ !D M !X;"]W;W)K&ULM5?;9]B$93]PV#YT^0.121 ,"# !:]M]W 5Y$V9)JI\V+! +8LV>O ,Y7
M2G\U.:*%AT)(CDRID:5>J!"C* RG MHX)Q.9B?^[E;/3]7E15M!.?^3*W;F(T/R_9$N_0 M_E[>:OH:=2@I+U :KB1HS"X&E^/3JXG;[S?
\P7%E>F-PEBR4^NH^?DTO!J$C MA (3ZQ 8_=WC-0KA@(C&MP9ST*ET@OUQB_[!VTZV+)C!:R6^\-3F%X/C :28 ML4K8SVKU"S;V'#F\1
GC?V%5[XW# 225L:IHA(E!P67]SQX:/_0$CG<)1(U MY'G7BCS+]\RR^;E6*]!N-Z&Y@3?52Q,Y+EU0[JRF54YR=G[#M.1R:> 6-=SE
M3./YR!*N6QTE#<95C1'MP#B!CTK:W,"-3#'=E!\1GXY4U)*ZBO8"WF$90!P.
M(0JCR1Z\N#,R]GCQBXV$/R\7QFK*B;^VV5O#3;;#N3HY-25+\&) A6!0W^-@ M_O;->!J>[2$[Z-*Z1$P0?4"3>$2#H3)G
MV]+)82JWT:KD*Q1H<\?U-UI:^ SM?- PK\/*'$OCK57$[IGCB%Y/'7,[!9TW MYI20-
>)&@P)J+Q9]#%R/^42ULV_=]2#W$_=&=3$Y>I^>)=A/\&YZ%$S=8!P% ML?
N>3";!2;TR"^(#B@RE)\J40BDIA3!#K4EO8XRKPG%T!N/CX 3B,4$<3>GG MN:9_J[P>DW?
3YG\RFP:1'XVCV,U]>9J>;03K<,R(Q0RFLY"X3$_"X(C&,8W7 M'B"H, AK\V@P;@;3=F9\?+"1BC_(CNL=5;J[0CM'[_I_-=-AE[D_TO7/Q##+
MJ+:]L6UEB\=U(WF25KO^=[)I;=K%IQ_[&1K!H;95%S2Y MVF\Y=!\3=-*1.6*.M.JV&@LE"G(DKQIE^!/U'YV^?*=\:-^E:!(J&G]2P"=R%N
M<%I?0F]8G]/=D>0I-+'P1OM(IC6%1=>Y6F5-!IAJ8?!;Y7*(\FV-:%IGUOYS MG86U]X-
UBA!R/[N>8%.:NHEGL.N#D6>':P/:8_$*$U89;*X:>-B3;*\5AVVY M/BVF7NVX(]/[9%\>>\I;**[]W%;/3E>&X=U/U_,KWD=$41
MF)%H&,R.!J#K)V']857IGV$+9>E1YX;#*>C>Y?-_ %!+ M P04 " !Q,&99B+?A^U\) !0%@ &0
'AL+W=O2[;1.VK=],661Y_:=*W6VL>Z;7RI5B\>R,/Z\LZSKZEVO MY[.E*J6/;*4,=N;6E;+&7[?H^_$G?;%O5XL:WK1NSBKY$)-5?
VOZL[A7V_+)=>E,EY; M(YR:GW)9:VN55$0 M(ZCQ5\.SLQ5)A/O/+?<_V';8,I->7=OBJ\[KY7EGW!&YFLM54=_;S4?5V'-" M_#);>/X5FW
VF71$MO*U+1MB:%!J$U;YV."P1S#NOT"0- 0)ZQT$L98WLI87 M9\YNA*/3X$8/;"I30SEMR"G3VF%7@ZZ^F*H%(*[%K0D.!E)GO1J,:;N7-
4RN M I/D!283\NG%>Y.K_#E]#PIMM4I:K:Z25QE.516)M-\523\9O,(OW5J9 M,K_T)U;>J\JZ6IN%^,_ES-<.,?'?
0^8&;H/#W"A/WOE*9NJ\@T3PRJU5Y^+W MW^)A__0570=;70>O:2--IF4A]!YO#5YKJ0LY*Y2HE[*F-VHMBQ5H M.?_]MG"3]T^LO-
Y_X,3Y] M WE\+*?S2P!=6R&+PF:D%0RW*YJXS"6 OL\RN#.M^9PN=:8CN MBHT22[DF!)PBI2@$&1+[_;OP$+FJM12_"
[+ZE1\L&OE#'NM-?^2=SZT"'3A MSAI%#55N!?SO''&MG[;';^]V)TGU/_59N3XENS/*6]] M;(F!DA&DS)HJ+>P&LJW: IFTR@BJKD!
[D$;_#2"I5N8"WB/75L[F..()##N? MPYND"^T QV*&WA^$ARH70X%JO@.0[!I2HJ])&.>.3BQW&VOA:U\UQF:\I/L0W8S>%
MRA>*@@LUPW@*'08 0HH\$E]UO=3!T%;'!AKV/HQ?ZURA^G@E'?*&I%X:63S5 M.O-=<1VL$-
-6TZZX0AL+H?:)\:D*Y+)O/3AS%'Q3.Z\WY+,M7;2%ZO8.*'V! MAI3(3BVIBZX5[::34[T?,%4;,#G:1Q=H!:9!E'JD/4IZ@LTS-[@7@9,[\ ->
MQJXY+[JBD!O4 5=";4KD-=E-/1<(JL>,!&Y]TP1)DU ,XH8 4H@,[M*H""\RI\$..L,Z2F5,(_O0X^TAU/'Z$_J \:M?7@_I7!F7.]D'2KC
M]V%TY>@79_>W=CBW:0*TWZ-B;I3S3=>F)RI&31#MD&*V,@,BBFMGA;-O M3D.5+8TM[.))J+]6NN+0WEFQ <0,,+*#9ARF
1\5_AFET/1AD;.>TYAZA7:J MT8^KBLJL?T+&EL\/ZILQ=!\F:.@ U?4(:@":^::+ S6 M4?N!IDN[;65^OYTT=0^M$I5-(Y#A\;9..BAN5HT?
+_/_A2+V_NKVX>8R$@\- MTLVV(T??2J2W1G$ - M_[.B0DBQ*(X+^/2-F"ER-TN\(_=P4SZ>*:/FNG[#VC0$M7RD=+HA;H!Y%^\E MS5U_-
Z6"4XH&"N5KKC'&(]V,@CMEJQ=R!V6C6"$49(:H]+IEUH,X]&L8+HNW M3A4\3'!PRS#I(]AJ*.&7"+VWP1U4N""ED4]R0\ MH/
7H1#C2L.W&+>9M(OQ1PG!06 :G0.PQ/$[P]#)*?AMS)(W();(Z&)L0$Y MYARR]$DLP-KW"&Q2HU +$,/G=:$:8JZ:T A
(XN:&D&9!=P)HS"W_."X;9PH MIVT>J)!CN>7P0O?TB&]R7JZS4!6:SF[-PA(VNQ'EV<1$H1K:,VV%:29EDKWXI7.1H[STC[MPD4Z0HFSZ
F70@^8]!];9\N#/23[CV] M/%,=B32)HY37491@G8S3Z*19)R^,5O%D$HU%$L?12 S[">B'Z2B*?S9:Q?T8 MA^+^& 1I?P3V:3+
FP=;@_M]B]F1&"8)ZS(+1OU(BQ3$,B=_P,L22I%'Z1B#FTM=K)PA&" HB' VC,=:3 M QCFE]V*N=;3WE&BJ.AZQD$HU(8LJJ
MLM[3%VIK*Y8-&Q!I6 839C9?$':S'O%45S+:NE66B*8.YS^T689<)(FK;B
MY%0Z+2FMR@,',:D.GRYM2!VWR"V_SE;HP(EM_L2/SV/OH+ZJ3/-$%H M#]@%I,GWK?O0AX4!=*%!5#4,P4:@[2?
C0ZZ0@7OE^&/[6M^)OAS-:X M!? CQGG,"G0 ^W,+4YH_)&#[$?GB'U!+ P04 " !Q,&99BVS#?[@) !? M& &0 'AL+W=O_J2
^65Q>MW*D[%7]K;SU^+0O7F[H?6\X&]:'<+D MNR!/ML[=TX^?RLO9"1FDC"HB29#XV*L;90P)@AF?L\S9H)(V3K_WTM^S[_!E
M*X.Z<>:3+F-].3N?B5)5LC/Q5W?XL\K^O")YA3.!_XI#6OMJ/1-%%Z)K\F98 MT&B;/N67'(?)AO.39S:L\X8UVYT4L97O9)17%]X=A*?
5D$9?V%7>#>.TI:3< M18^W&OOBU8UK&AT1Y1B$M*6X<39JNU.VT"I<+"-4T,)ED<6]3>+6SXA[+3Y M0!W$#[94Y>/]2Y@VV+?
N[7N[?E'@G6H7XO1D+M8GZ\T+\DX'?T]9WNG_XJ]X MIT-A7.B\$O^XWH;H 9I_'HM"4K(YKH0*Z4UH9:$N9ZB4H/Q>S:Z^_6;UWUDT;
<&*F;(#XI(1$G97B#*^ M#)&>VI!"@1U8.X4*)Y!2P/F# T9&J(,=O=.N*#I/,460-?;C%2F1Q>=.AY22 M27850G@=V3JN(H0\.83-
:"#:/(BM*F0'78\B"U]ADO+2&$JB4-+C2XB :>!H M%-**'7J!L$[(@&J7B"B^<Q(T+#S4NJC[V));L]JI&@E MP)- D=]V5FX-
)Z14,!$LGBQ&XX C<9KK#),)IBE,6*NJBO%1JP>.,1<*UG<(M$BHQU0VIU,;DO'2L$IHBK&=MXUY&(HMW>=
[TO$4HB;U(D4=2*!/A)5LX7LW$Q. M!6,!@PSFG%($%:-)I3X!KA1&^IW*C,8!&EP&7M@MK-P^C"'A^'E5N)W5_\8[M"3D1FRG4E+"D2+
F!.$/F]>+31:I0\]>7*0?.11$1I*JC"-LX?L?L0@A_--< M6 QMN7[!VB6]9?X&FG3)/MQ%?/2Z/B91>+\0;U4*)#LS])V5/:$G0_2PPK$
M9CV'3*]0=QWV4Z4$!8BG)"$*(? T10P*-C4$EH!@(O65-LEXLNDWJP<;N+=& MKP&1&P P,A)HT0\R('UV? U#_X)A[N\8Y@:
HN5XO2<0,MJ89[%CDFDO>J=9[30CJ//>?^5X+*,XXU?)8<'B*"-&@H;IO:&=D7?Z5* M8JYIP(T\I%[R=;"+:::QF/ *ZMP9-6F^A+D/**'5.<-
^O1 ?K;CN=NB%(C\" MH[)8754A9U ^%BZ;5$6#!7,8J.Y)?"D;(E92LU6U-!73YHBH!VH)-?L2:+5]VKK&;3KWGX\73I_3.+0U_ :7:12
MGMZS+9Q\N&GS >&@8PU#L81F%G+HYPXTLDJZ5W,2<43P\[+DA'56IX.4K"'E M]$ADB3YSU]/<9/NLSP4[@';+4!?
P!>\S@F6!SLWM6$206NR+GM8A*IAG(,4^ M(IACP*C2S>VU^-&X+1#*H"86[+%<4LC>J2(YO#[K'::4]9R*
M2/6,A)"A]Z9=0T9/^XS"\DF9'[,4V=SKU-BRH+$*1R7/1!G<$%PBB+X^)SI^ M%\LT$@VN@CS"!(YHP>!L3&F8>,KN\?[G!X0%[

ZRI%NO?EX1C;!(VN5&D,0%'<6W< 9FMI.03'#1N0 MT+A2&?18'B$D^=2X_2 =7H>$PB>!1G8_(E $B;.>@3X!2ABR,) 4>AAK&Y>&
MWU1,Y3S2WGD?P'=/0M'O_J\(>CQ@YVE\(7ZRU.X4QFVBXVTW M#F[C<#@?(',VM(K' PS9/@PMM\K:\&#VJ"R9RK=/<$^6]
.$0&=F;+X%Q+BW MW=;:@ 9,6V,CI*LT N234F<)%"3@;NQOUVG46;T^!93H7HDCAW,@] *A?'@) M0#
(:SC17\\3#2&6;SXN)Q$IBG@GC,$?0HVF"^]8C2E=T:1V/80?'$);<6,B] ME[H!6H>O1I*^FEY/6GB?B,CD3F6<.C5K6&*@UST(5?
M$LGO94 MN3D/UQOL#RK;B-79E##XT3H)WDP%![@.DRE"QQO;$=_G#/%<^FK"9"//EF2G/KU[W97V^BHL.D?JZO&?,3X9DOE0W
#Q<3P:/ST.3P[!S4+\B Z? M!$VN#8[D?/[T<$^767R&PO=V]R:W-H965TV M@?;;SW9"%FB*H@Y>$-NYW__NG$M\O3UE+WP#(-
!K$A/>-S9"I%W+XM$&DI"; M- 4B[ZPH2T(AIVQM\91!N-10$ENN;3>M),3$"'IZ;QK_QDNQZ1MM RUA%6YC\4CW4\CS:2B]B,9<_Z-
]9MOP#11M MN:!)#LL($DRR:_B:[T,)D#K5@)L#[BGPD0>J!$;#@:D24L*_CI>;YSAK=DRD7>[B'O@7M6< &I
MB3S[&W)MUZ^(Y_X_F-+SN+#_A#R"3N?(B/Z@?O5>#C^L%7X9/ZP5?AT__; M^=FG/1S8#HS@ZQ>G:7^O MJK)+B@TO*3:ZI-
CXDF*32XI-+RDVNY#841W[11W[Y]2#G[(OPB2B":!K6;S\ MIJIV,XFFEE!=T"ZX;3;,1J?\ZUF[*=[GY/U@=.=.!7K4]DT9CW>/_FLXY1?
W#4F',6PDJYLLR6; M"99U<=E$T%0?\<]4R(9!#S>R\06F#.3]%:7B,%$.BE8Z^ M02P,$% @ M<3!F6<>']PQ* P X0L !D !X;"]W;W)K&UL
MM9;;;MLX$(9?9: "10LDD7R(8V=M [;;8H-%%D'2[5X4>T%+(XLH1:HD%2=O MOT/*5IU")E C!0Q9I/C_FF]XT$RW2G\S!:*%IU)
(,XL*:ZOK.#9I@24S%ZI" M24]RI4MFJ:DWL:DTLLR+2A'WDV04EXS+:#[U?7=Z/E6U%5SBG093ER73STL4
M:CN+>M&^XYYO"NLZXOFT8AM\0/M/=:>I%;("0H&I=0Z,_AYQA4(X(PKC^\XS:E_IA(?W>_=/ MGIU8ULS@2HE_>6:+632.(,.J^V?
N..Y='ZI$L9?8=N,'4PB2&MC5;D3 M4P0EE\T_>]KEX4! /MV"_D[0_TDP3HX(!CO!P(,VD7FL#\RR^52K+6@WFMS< MC<^-5Q,-
EVX6'ZRFIYQT=GY#\Y&AAL^:95QN8*$UDQND>;)F&EMZ@QL7ISNW
M9>/6/^(V@%LE;6'@H\PPZ]"OPOI)0!\368O7W^,M^T'#!ZPN8)"<03_I#[OB M.5G^(IQ!F^V!]QL<\>O*\AFLG^%&9OR19S4374EO3(?
=IFZ?7YN*I3B+:",; MU(\8S=^^Z8V2/[J(7\GL!?^PY1^&W.=_*WE^7PN$7K*^/.\=Y@$6F:ILYZ)9
MADUS)@QVD09E)Y)>MJ27P:".47Y&3;N8'0$->QX%#!8-:,@U?D$MCZ0)?;[%\Y0&O&/&E3_DG &M[69+CQCM MZ%JZ L&9?
WQ*"X<,B]2^=ZEPG2M55DP^ VO.;^=IVWT/# X/![M+7268= ./ M:>1/A\I>QPX.%Q>PJ=/"*PT]PL/X;X@;ALGX'?.!WN.F%LP7C@_G?
[V_Z%H8 M\4$55:+>^.+20*IJ:9N"JNUMZ]>%+]OB'\.;XO>6Z0V=$B P)VER<44GM&X* MRJ9A5>5KLK6R5.'YVX)J<-1N #W/E;+
[AGM!6]7/_P=02P,$% @ <3!F M63E:U0_)!0 %0X !D !X;"]W;W)K&ULM5=K M;]LV%/TKA L4#>#ZE:3/Q("=/A8,
[8*X73\,^T"+5S9;B51)*D[^_YA]+9SKIO?DL4Q&U9&'\^V(90O1J/?;:E4OJ1KU=N?F;K4&A#5T[XNBRENUM287?G M@^F@O7&M-]O -
\;SLTIN:$7A=[:\&9K*W]QA>7ZGPPX8"HH"PP@L3/#5U043 0POC>8 XZEVS87[?H[V+N MR&4M/5W8XHM687L^>#$0BG)9%^':
[GZA)I\88&8+'_^+7=K[_.5 9+4/MFR, M$4&I3?J5MTT=>@8O)O<8S!J#68P[.8I1OI%!SL^M*NCLW%
3(P\SAK_R^1_=H__E^*#-6'KQ5NC2/UH/T8N74*S-J'E M[$' %54C<3P9BMED=O(WG%7H..(=WP/WJ&$_UBL?7 @U)^'$DYX)X?Q>,A>
M^4IF=#[%'ER-S28/WXT?39Y_4"T)UVT)P^ASY?2:\\]NV)L$V)##P7Y+V#$ MIRUABC);5M+
<<4$N+)IF/"E>>51'R8"+=]I(DVE9B!4L"2,%4R\QX]>S&:3
MU^\7BZNXG+X^BN3%CJ)6H'7M6M/$ZM"D$&\@/]ZPVUKV97<&CGR]]EIIZ=#G
MD;@T<8>MM$$!AFSN">B!G"Z%WV<'*6&=$8A:2/45YZC8(44N=1N M;\8!<$"H,33$"TALO,8@:JN\J%+Q20UC[+[.MC^
RS2X4AC6IV((H*QVCHMD MXEB/Q'4+[6S9Q=WB^ZVM"P7K@,:(#"W4BE)C%*:=Y9+Q_QY>7B/).Y)N%!F1 M=]WNU:-I@!);
+/C:LU)RMCY^'N:VV2-,?6A_NP.'?$2#U4G?K"NBRFDZ>_ M=K%Q6()82L0;E+YL$<^5YK+N_Z3C!C1V!';XG MKK%!S7P)"
(SQ,MLK>]D))C)).^4-B]M]1>=(_VIM$&"9+G/6>DATT6EK\="KT;K%: M=BJD&U^KSQ'NZ>3Y4%R6E6,?
D=6HZ#55%BU:%R16M(F**;'ER&426/D&][X M'IFX@Z"9BUC,Q<991I\#Y)LM#%<#9D#=3]LT]-A4[^^RU9Q>-#AZ!]!G<1,
M4(7@K*^:@)H[+9FX6%1 YVLRU4 M66R@FUP=G:P#K'MTB%K!AZK)[EA>$F6XID^F1TG9?6""0 %H8_EPB_UI40$E M-[C8R+9F?
29%:D"YF1<0$XN2%##H]8I GLZ->6$"NI%9]R"1Y7VNG/X_1F/YQ_2Y3\AU ;WC@J
M8J(]P3^HB./>JWI);A,_2+R(XI+>VKN[W3?/(KWJ[[>G#Z8/TJ$,7A24PW0R M>@X9=.DC)%T$6\47_[4-^(R(RRU.7W*\ <]SBU.UN6
'W9?@_"]02P,$% M @ <3!F6:H\\O_> P B@D !D !X;"]W;W)K&ULM5;;CMLV$/V5@1H$#>#5W9;MV 9VG;8)T 2+];9]*/I 2V.+B$2J)&5G
M^_4=4K+6;1TG+= 7D2(Y9\Y8LVT+QL4 MM+.3JF:&?M4^T(U"5CBAN@KB,)P$->/"6RWVY]V! MGSD>]=D8WJ#2"I[/3^C?
M.]O)EBW3N);5+[PPY=*;>E#@CK65>9#'M]C;XPCFLM+N"\?N;)IYD+?:R+H7
M)@8U%]W(/O5^.!.8AI\1B'N!V/'N%#F6;YAAJX621U#V-*'9B3/521,Y+FQ0 M-D;1+B@4O&4Q,'%[R!1-W2M:P)JZ*4H'<;$I8
M.P>C@E]OM]JM_W;) 1U^>AG?ELU<-RS'I4=UH5$=T%N]_"::A*^OL$\']NDU M]-6&RK!H*P2Y@X)KMM\KW#.#!96$LTM?
8GP5\S+CQY)<)"NJ4B[V8&PZ@-L5 M1H-LU:#O;S2V3T">$YIU96:>&LHFC0@?I$&($KB!#>ZIC@V\$UT7L>=H]@54 MW4F]FL-
CJ0CO/,T(LC%8;RET-E,^D('7]FTFV4]R-MNT6YTKWIBNO?0L7D : M17YDQW#JQF@41S-_VLW"S$_@ 6]DGK=*64<-DE$X\3/WG4(29?
8;C_TQ/#X[MAU7 1 '2E*C.!5,_)4?%!)V,)Z0TC6*G9N TB6,_MF.:N3$:36<):;.S63HF MD4O1ZQHM_X,@!F7D5X6-5/V)/C
V&$0*&E1<%AJX*'ANX_ _^?XV9P76G,%+ M5C>OX0=Y0"4[<48I9*B#4TMOR9GWBBXG99X@FMD(
MQ12Y#":A==XDR<@K/_(=PB;G*'*RO5/V%EEERIPI2L[0ACJB0)/G*;0S4II: M9TI#Z/_*_U$TU8X-L\\]6G6UIN$-:?.YF,)V%Y&,;
M[8A:B+C)OT:('QFUWOSX?[UXI M[YG:&PO=V]R:W-H965T MS5VD]8W"[XSNY-$:="9KSC_IS2J?6ZX&1$N:*>V!X.<+O:=EJ1TA
MC,\'G]804AL>KWOO/YG<,9EW^P7!5S*[$@IQO2ENHCW[VGAWP,P(R7 MTOS"KM.- @NR5BI>'8P10<7J[DN^'NIP9)"X;QCX!P/?
X.X"&90/1)'%3/ = M"*V-WO3"I&JL$1RK=5.>EN2PE)*JJ0-O^! D#J' M1\[S'2M+&+T0/)?CV41A7&T]R0XQ[KH8_ALQ4OC
:U5(^+'.:7YJ/T&\ VB_ M!WWG7W3X3!L' M<&W_7#"_Z"H0B!\1>\X6_(42?\JA;PP&16CZ+I=2,;DM&YA?R15'RAUN+ZG1>[MQ=R"(<%\]
(U[Q% MT'P#JYS6BFV8;MCK?,XAO^C[//*7@L*&E\AJ5F]!F5A, NGYK8'@<,%6<"DA
M(T+LM2*I>%MC476I29:U55L217,M%XK]0PQ7T92W MAQ'NQ;'J3KRWJ/3/B; M"\A*E-P CH6BU1KGN9\->*#90>(920"/!L[R*/+R.+
(>^^]0N3?,1+^"ED8J M"]9(N(*IG42NX^-JY-EA&#G>&->Q';JX[,Z]U$F['8<)TZ$)],T<0)]XKJI#N;9TR1% />\ M:EJ%""7?
J!W!V465V'=B&$5H$HTAC$.$E*13A#.*O-@)QQ D'GI]$22G4).* M=GWBYI) MQ$J3HV>KTT38XD^41 CB@>Z8353]
(<2;]K\3,>NP//L)/9,*4:! M[:>>SN8*$CN*4\S0*,18*US.R;I+[Q4\&VIL+4+P;==+.@@G&*=^C! ,QBDFD?X'8XH]B+' %]@<#6R. MOIO-
_>UTCK<7O?P_WF8%5D?3KMN=\EC)L[4I(ZT[W1P5X3&=M@ M>VXW-'U[L0=>8/J"+?0#;-8R^]PRR0QQAR$(T,B+\,=/L5W#
[<^JAC"A@0VJ M(ZT[QC%P_>Z+-,%I7Z%F9HJ SR+\XZ_QKUH(6F=[V)1MIMKN3@ 7![UWU7^U
M[#2W,_=6GUQZDESLQT:"XX=\2\X.VN3H+8 7U-:\>/#^U5WKG@6#='A4+;NW MQ#?U[D7V@8@MPRQ*ND%3UYGBM(GNE=-
M%&_,RP+[C[>A61;X,*1"*^#YAG/5 M;W2 X:FY^!=02P,$% @ <3!F645044!(P $0@ !D !X;"]W;W)K M&ULI59MC]LV#/XKA%L4&
[#Z+;F7IDF Y&Y%"[3; MH;EU'X9]4&PZ$2I+GB@G=_]^E.SXTBV7H1@0V)),/GP>2J0RW1O[E;:(#AYJ
MI6D6;9UK)DE"Q19K0;%I4/.7RMA:.)[:34*-15$&IUHE>9I>)K60.II/P]J= MG4]-ZY34>&>!VKH6]G&)RNQG418=%C[+S=;YA60^;
<0&5^A^:^XLSY(!I90U M:I)&@\5J%BVRR7+L[8/!%XE[.AJ#5[(VYJN??"AG4>H)H<+">03!KQW>H%(> MB&G\U6-
&0TCO>#P^H+\+VEG+6A#>&/6[+-UV%EU'4&(E6N4^F_U[[/5<>+S" M* I/V'>VEVQ^CP<.5RGSSCDO4,>>'>! LM;X<1\:LT> MK+=F-
#\(4H,WDY/:;\K*6?XJV<_-;]'*G?"9@0^:G&TYX8[@AWNQ5D@_3A/' M0;QI4O2 RPXP?P;P#7PRVFT)?M8EEM_Z)TQN8)@?&"[SLX K;&
(8I3]!GN;C M,WBC0?$HX(V^3['0);S'!64J$,M1;AC\6:S?D8_7DJ*UW0 M\>F@OK0FU(@"9Q'7#J'=831_]2*[3-^>D30>)
(W/H<]77*IEJQ!,!>^$M/!% MJ#;,3HL]Q?]LA-/\[[<(E5%Y MKCS/7> I:M/Z+6"^IK5<4P-G>;Q!P8!/@\-
ZC78X$@'M%HM^-0NKHPDLA1*Z M0%B%WG:C!)&L9,_@!,R_(&!!Q)Y/*>33@"0W6C@L/1U1%)ZX%_YWR!-.,D. M.3\.+!L!
[45#\"MKMUS+UK(.]F-0@I?PZL5UGN5O>32.LS..VNC7_W"^BL>0 M7<57\(MQG*[_X,3=BWN3[AD4C[QG=B]L^0RS$;/)XA'<&R?
4B1R\A"R-+_B5 M>\N/4JREDN[Q^_)T8PW1ZX'1&PO=V]R:W-H965T M*0<\Z<(8?#\5[IGV:+:.&U$M),@JVUN]LH M,L46*V9"M4-
)*VNE*V;)U)O([#2RTH,J$:5QW(\JQF4P'?NY)ST=J]H*+O%) M@ZFKBNFW&0JUGP1)
<)AXYINM=1/1=+QC&UR@_6/WI,F*.I:25R@-5Q(TKB?! M77([RYV_=_B3X]XCP_L#SYWRF7%#,Z5^(N7=CL)A@&4N&:UL,]J_QNV^?
0<7Z&$\5_8-[[I M(("B-E95+9@45%PV?_;:[L,18!A_ $A;0.IU-X&\RGMFV72LU1ZT\R8V-_"I M>C2)X](=RL)J6N6$L]-
[7%FX6K*50',]CBQ1NH6H:.&S!IY^ !_!HY)V:^"; M++$\Q4B><;D!Z\ZTO6S\/S2@:@U662: TV&M+)82C;D%
MVG*+U0IUM^\4OVAG$C^3P?)MA_#(;*VY?8-OZS7ZZP1SIO6;"W=F:H&2*PV_ M*TO1B64$>3@<]#[#*$W"_-1H?
1=8T"F5[Y@A9.]NZ:GQ$:9/U+TX_@R#. [C M4^,97Y1X<>KFA.$6'EC!AE:8+=;/>$W#6=\]V] M>7\>F=YP:>B8U@2-PT$O -WT],:P:N?
[Z$I9ZLI^N*5G$+5SH/6UH@)L#1>@ M>UBG_P-02P,$% @ <3!F6&ULQ5;;E M%S.UM8)+O-)@MG7-]-T2A=K-
@SC8O[CFF\JZ%X/%K&$;7*']TEQIV@T.*"6O M41JN)&AX#>..W.T!I=)KM17MWE7SH/($4*!A74(C!XW>(%" M.""B\:W##
XAG>/Q>H_^UN=.N>3,X(42O_/25O-@$D"):[85]EKM?L4NG\SA M%4H8_PN[UC8CXV)KK*H[9V)0<]D^V6U7AR.'2?2$0]
(Y))YW&\BSO&26+69: M[4 [:T)S"Y^J]R9R7#I15E;3OYS\[&)5,8V5$B5J\Q.\^;;E]@YZGUDNT/1G M TLAG.&@Z."6+5SR!-P4/BAI*P-
O9(GE0_\!43OP2_;\ELFS@"ML0DBCGR&) MDN$S>.DAW]3CI4_@=1G^<9X;JZDE_CR58PLQ/ WAQN3,-*S >4!S8%#?8+!X M]2(>1:^?
(3@\$!P^A[Y8T=B56X&@UG!>%-MZ*YC%$C[9"C5 MR4+5"+WWRIP6Z_E0GRL$ZY6&W$TG-%K=\!*!RW;:_=CD-,I P:&HF-R0+9=P
M_NGB/>1W0.$;)5%:8++T1AI;NJQ66VD-[0O!C.%K3B^M DGG##(MN=P8*+>: MGMZO0WBSS0TO.1U10,RQS4UPEG/A6B=G@LF"
MZK#6JG9P7(-0!1-'O!1\65VVI-NJN:+ERE:'/-N"[YBAHG,Z#KFX.]2.W+_C MPBG@KE(&'\?B!GY97H7PD<1],'Q HV.QSJEK]O-
##6.1"F%!4R P.]88N,0U MN9;$2-+*$L/VQ&TH30-O?[#FGY4E5LNV-E0W5]Q+++KXL8^?PDN(1V%"CR@< MTF\OB^-
PVG>KX30+TW[7Y<6#+N==EPO7Y433U>:HKPK/Q<"8(%^]F"1Q\AK& M*4691.$(KK^S\[+YKGC,)H][X:XLA

MB\O1#AKUV(609#/ONW5@/^VIA04UGR[92U1NW),MO6P'A9.%L:JHE1%!(4O_+^YK/ZPI M'(=/*/!:@3OLG[!/ MJK2989=E"NFF?AN1-
G#Y"NXYWVEP E6+Q>$AXR'O[+ 7-_1C9R]^,?T;R(6% ME(TH7:258-B?HRE*8?[\MQ_([NP7QA*/R+%?X[OI@Z\W:1\\=IH G>@19F
Z)K_TRAA)FT+"$_G;*Q5K\NT)D8]F\+ M::3K&->E!43MQN.:P%NV]^:81_P,1_MABQ_X_XC^HU[K")>;4]6P+Y65A?R^ MJ=UI<<9;/9*,
<7+";I45^4L@HGE2?HOJ';^4FT1H[/(>A4@QE:92!NW]#*EM M(^2WFQ<)K,1#I+8:>WI/ *P-;RX4UV_
K9:)J:HIDJW<$UJ)PX7B]C%PKEI MG_M9C('Q?6VS8FH]TT#PH=R<>1)/ -I8,MY8LL=^+$_E0,BUYDIQ#6N(:*,.
M'QP87:!J@[KB)@[3E6MZ4?,D(2)P_-^7%Y95264E2Z86&AOS^GKU]KBYU^VN MM)?T>6J6ATVG/'22/W8=[Z$;#X&=B]Q;-4S-
V#M(ZMJ,#GTQDM-.FJ9XA.0O M[_%4;Q"\AD1I*FFWHV#S"@^\E\;BP7NPP$)F^]%QZ^2 [7=:1_CDV-P.V&=5 M)L)D3&(KP$-
B1*I=MZ_%3R#;TC8HJGPC6VC^,F*D%T4NJ_U&$OGM\#$UMTM2 M KBX/R+&CSRE5@>?L:OX1\0X,6]Z@IN]D%[LZ'0;S\
<8A6VGOO;:^;T [.1T M2S$8ZD5I_5&^>=M! MJ;)XMW###"]SH$D O\^4LJL)+=!<#X=_ U!+ P04 " !Q,&990OQW(I<# M 6" &0
'AL+W=OE^_0XI6W4*U^B+Q-M9O+.#9E@RTSD=J@I)M:Z999VNIU;#8:6>5! MK8BS))G$+>,R6,S\V9U>S%1G!9=XI\%T;#';
ML#4^H/U[;)2ZJO;?*CF M0>(,0H&E=0R,/M_P&H5P1&3&XXXS&%0ZX.%ZS_[.^TZ^K)C!:R7^Y95MYL$T M@ IKU@E[K[9_XLZ?
L>,KE3#^%[:][#@)H.R,5>T.3!:T7/9?]K2+PP%@^BM MM@-DWNY>D;?R#;-L,=-J"]I)$YM;>%<]FHSCTB7EP6JZY82SBX^V00T?-ZB9
MY7(-;Y\HW09A]$&6JL7P#&[I98P^L95 $\YB2SH=,BYW_,N>/_L%_P7<*&D; M V]EA=5S?
$RV#@9G>X.7V4G"!]Q$D"=GD"59<8(O'P*0>[[\9 !Z;X'):A\! M Y^O5L9J>C9?CKG=LQ;'65TI79H-*W$>4*T8U-
\P6+QZD4Z2UR=L+@:;BU/L MBPUJ^IY5HSZ!45)[&8N5,(0C42E"=.P0U M#']B&XU]9"7I@+9_#NB> U
R+;8KTK3/J!>D17X)GSSP\/G\)'_K^$[<>S[' M=;#Z2QD#U TJZ@7&C'-TNSULU5:1-.#@_?4Y!Q8X)H),&BM M0&I05!]9.
C]_!T5%U$1^C*BD%"7D!3,LF%RC2"<-:,UT88PRD/(TVA,YIQ' M":TG40KI.,KAAIN2VA:3J#IS/!,P&D?3$(HH(7T>'4W@MW)
([F7CZ)P^HS1W MR)=03*(+M\^3:!SZZ-QC34Q6P:VR"!G\ 5?E8\<-=YW5^)R]^1%0XW-?=]KK MY[(?'209^4])TL+8KM6; M5=_K?
XCW$_.&;'.>":P)FD3GXP!T/X7ZC54;W_E7RM(<\&PO=V]R M:W-H965T \V2CUU4T^Y',O=(108&8= J-AAWU?X^]/V.'
MEREAVB_LN[/IQ(.L,595O3(QJ+CL1O:]C\.1PC0\H1#W"G'+NS/4LGS++%O, MM-J#=J<)S0FMJZTVD>/27U01!O4.O<7K5U$:
MOCE#=C20'9U#7ZRI /-&(*@"ELSP#)C,X2T7C<4<[E=KN%-5W5CFTML %2C\ MJ7,NJ;8ZW\Q+'IVW^5"B2_+>5GYD*_O9EFKH=
[!G6GO@ IHQD36".3WF3@JJ M>W,##Z5&?)(?0+=KL=K05;@K_D14SNV[%'"?Y$CJPN+H?:+WBTLB2?DKE#&7 M\
=6V+6:KZAX%#9@%7/HG+$Y"+MQ]$D]>-6BN+$K7UIWP\7 MM!UJ>@Y[Y:O^.B;$8@+I)"0NZ77HCTE.2'Z, $&%?
MBY1T+4"^EA)9I>/DF> MW^3'7<2"L8U|)AHV@RN-=]14D MJ%[H5;>P9UHS:1\#?6K\WTROALS] MG:%_IH9%0;VF=599\I
S(7YT5*CS_)Q6I\:3; X^G>)S?+F_D POO5#!42.I M4&_;=FFH]AMINYXRK X=^;9K1(_'NW;^D>DMIZ="8$&JH3\9>Z"[%ME-K*K;
MMK11EII<*Y;TKP*U.T#[A:(@]A-G8/B?LO@/4$L#!!0 ('$P9EF^\%48 M! 8 *(. 9 >&PO=V]R:W-H965T@;4+DFQ[&/9 2[3-
51)=DHJ3_OI]AY0=%W7=;L" MO8B4Q'/.=[YS(7FV5OJC60IAV4-3M^9\L+1V=3H:F7(I&FX"M1(M_LR5;KC%
MJUZ,S$H+7CFAIA[%89B-&B[;P?3,?;O6TS/5V5JVXEHSTS4-UX^7HE;K\T$T
MV'RXD8NEI0^CZ=F*+\2ML+^NKC7>1ELME6Q$:Z1JF1;S\\%%='HYIO5NP6]2
MK,W.G)$G,Z4^TLN[ZGP0$B!1B]*2!H[A7ER)NB9%@/&IUSG8FB3!W?E&^VOG M.WR9<2.N5/V[K.SR?# 9L$K,>5?;&
[5^*WI_',!2U<8]V=JO':<#5G;&JJ87 M!H)&MG[D#ST/.P*3\!L"<2\0.]S>D$/YDEL^/=-JS32MAC::.%>=-,#)EH)R
M:S7^2LC9Z:U8@&++WK4^P,34\([/:F&.ST86%FC=J.RU77IM\3>T%>R]:NW2 ML%=M):HOY4= MH47;^!=Q@<5WHI5P)+PA,5AG!
[0EVS=39R^Y#ONWHB5TE:V M"_;'Q3XB[83;/;80Z<(L=Z;?< /JMX/_&XIV%S5*%/BQ5MP?UMK MF.HT:M"!,*R2AB\66BRX%15A
H&MX;[.[.-*L*$1@GU05K H8<_9OBS#[#M: MC95DS9I="[@FF0@J@8JI-Q!J-I%#LS6TQ9' 0,*=01 @WF$=H"1E,B4UEH_T?\
M'RCX\;;@QS]<\%\WJIW:.:$H'BC^@V;^1?%OLF2EU5SBGZPE.*=,YDBF4K4E MOOBJMHI]P%%"MJ5JT
9J9GXGMY(DR%@R04X5&22CL,"[3ZR+ZB_L['#EU>6[NY<7L!YGJ4,1 M3R(WYOG8]9X).D](0.ZE.P8-9Z(5B('GM&?9\@< &,*1Z-@-
&88X"9)CAI)) MV$N!2)9]@%S4&LJIS_UN'^7(:1+,T;DPCE.X2R/J;WSL*$$B6"8>XJ4+OR?G"1)X;66M 74U/7GE-C&56+;TU(Z>,@EG%Z)
MZG()Z@1;X#1OG/MDS&T?/H@H;Q+7HA'<=#1X!V>\YJX,=BA##D9(Q;EFE6*OL
M!H';]56[4$0Q51AW_0T3U^"@)D#2@<%*;EK*!G+7XN)18T.KOL9,2$_\2FH9 MC6\9XELM@]=&$:5U5Q%L=@3.)TX)
(YM04^&Z8*Q$+M#&UL?53;CM,P$/T5*T@()&C2M+M 22*UN]P>=JFV AX0#TXR M2:SU)=B39OE[;"<-16K[DGCL.6?.C&><]$H_F@8
R9/@TJ1!@]BNPM 4#0AJ M9JH%:4\JI05%:^HZ-*T&6GJ0X&$<1=>AH$P&6>+WMCI+5(><2=AJ8CHAJ/ZS M :[Z-)@'AXT'5C?H-
L(L:6D-.\!O[59;*YQ82B9 &J8DT5"EP7J^VBR=OW?X MSJ W1VOB,LF5>G3&ES(-(B<(.!3H&*C][>$&.'=$5L;OD3.80CK@\?K _M'G
M;G/)J8$;Q7^P$ILT>!N0$BK:<7Q0_6<8\[ER?(7BQG])/_I& 2DZ@TJ,8*M M,#G\Z=-8AR- ')\!Q",@]KJ'0%
[E+46:)5KU1#MOR^86/E6/MN*8=)>R0VU/ MF<5A=D^QTT!41;ZVH*FKE"%4EF0WW)([V;%:LHH55")9%X7J)#)9DZWBK&!@
MR&OR":0%<_+B%I R;EXF(5IQ+D18C$(V@Y#XC)!WY$Y); SY($LH_\>'-JDI
ML_B0V2:^2+B#=D86T2L21_&2&*AM*^$%WL54L87G79SA/56!G^O0Y]?S:_CMY?4+NT<[#GE5)X,%R Z3'+ M_@)02P,$% @
<3!F6;CSX*/G!@ 74$!D !X;"]W;W)K&ULO9Q=;]LV%(;_"N$50PLDMB7;LI,E!AKK*T/3!@VZ70R[M4&3:%BJ)+D4E#;
?/^HCDN7(C+6^72X2B]9Y#F6]X"'Y1KYX9/QKLJ%4D.]1 M&">7O8T0V_/!(/$W-/*2/MO26+ZS8CSRA#SDZT&RY=1;YD%1.-"'0V,0>4'<
MFU_D;;=\?L%2$08QO>4D2:/(XT]7-&2/ESVM]]SP.5AO1-8PF%]LO36]H^++ M]I;+HT%%6081C9. Q833U67OO7;NZD86D)_Q1T ?
DYW7)+N4>\:^9@?7R\O> M,.L1#:DO,H0G_SS0!0W#C"3[\:V$]JJ<6>#NZV>ZG5^\O)A[+Z$+%OX9+,7F MLC?KD25=>6DH/K-'EY87-
,EX/@N3_#=Y+,\=]HB?)H)%9;#L013$Q5_O>_E! M[1(3GN 7@;H^P'C P&C,F!T;(9Q&3 ^-L.D#)@<&V"4 <:Q =,R8'ILP*P,
MF.5WM[@=^;TT/>'-+SA[)#P[6]*R%[D@\FAY"X,XT^Z=X/+=0,:)^7O_6QHD M0::CA'CQDIA22HD(1,II0D[)1X]S+Y,7>6M2X05A\DZV?
KDSR=LW[\@;$L3D M)@C#+/QB(&2',NS +Y-?%M1SAL=X%VEB6Q)$K(C0WKN0W5M'G=A '@IZ&/$ZN \I\9*$BM:1LN 9.2^;<#S,9Q/C
MK#\]JW\N!@^[E/VH*O .J>WD.EM),QIN9;96%[+L/K1FM?B@M(WI#*II#)1 M2F61%WG*Y4PP]/(ZO FVK1)13OI[X_A"F;:KJH[+
M:2%SVDB8,WU1!PUCK/>G>\4/E+.AA%FEA)E2"6:0;%GBA<3A+-V>$)>&R],5 MXZ>RC9Z0CTS(!6GBRU5>$*=2+)^VE!=%DOQ#
[B(O#,DM9\O4%P5!KI[%1JY) MKV_)'5U'-!9M:E+VJ>M(AH292)B%A-E(F(.$N2!80[]GE7[/\(7T#"D_),Q$ MPBPDS$;""3,!
<$:\M.&]?;=4+UZD$-AL"P'12)'3K*L-_!:=^24O*[J@]), M*,V"TFPHS8'2W)(VVZGTHW%5Y9O*VMD8UEXIS96.B-]0F:S! 5N2K??DR5E;
MJ\B4Z,XB4W=4&Y(GZO&V>:,)[8@%I=E0F@.EN2A:4WMZK3W]N&GANI@67A^S M1E S.XM.?S%[UHW]R;\)S6D=E=.&YG2@-
!=%:^JFWO37E)NZ\^MHZP4\F_83 MMLHLS,X+376"SB*"F@!0FE72=M>WVDCOZ_MJ@V[P0VDNBM946[W'KZDW^7_^ MXE6>]Y'%?
LIY=J!0+7+_? &EF5":!:794)H#I;DH6E/%'K]-E^J5NH>])9;\?DM* Y;2C-@=)<%*VIH]IRT-2>P_]2K(_WUOW$"MCF-2VM"4#I3FHFC-
_[JM70Q= M[6+\6''V-RST^"U@Z*K'93.OK":UUF# M2)H)I5E0FEW2=KU731LV2[\#3>FB:$UIU2:+KC99%H?V8(Y1&=1>@=),*,V"
MTNR2MJLR_87(H-X*BM846>VMZ*]Z*VW3O1-23!5E(UN1^R=R)R>(.L56OU70#O\R?@]]JO MM/.%UM)N:N=6\:1_C2^^>$
6Q740)R2D*YEJV)]*I?+B6?[B0+!M_F3X/1." M1?G+#?7D?"X[0;Z_8DP\'V0)JF]4F/\+4$L#!!0 ('$P9EE>=$<&P@, M !<4 9
>&PO=V]R:W-H965T(F:3"I7BS([1 7#1I:K&* M8I34I"*W'-OVK0)EI;%>UGWW=+TD!YYG);ZG@!V* M%_;G%.3BL#&N>.ARS=
M<]EAK9<52O$6\Z_5/14MJU-)L@*7+",EH'BW,C[!FPBZDE C?L_PB?6>@33E MD9!OLO$E61FVG!'.<2Z5Q#S^;D6-;DQ)[#^?
U3_7Q@MC'A'# M&Y+_D25\OS+F!DCP#AUR_D!.O^#6H)G4BTG.ZE]P:K!^8(#XP#@I6K*809&5 MS3_ZWCJB1Q Z:H+3$IPQP;M"
<%N"^]P1O);@/7>$64NH3;<:VVO'A8BC]9*2 M$Z 2+=3D0^W]FBW\E95RH6PY%6\SP>/K!WS$Y0&#CR#,&$I3BE/$<0+:?@;>
MAYBC+&(KY;)Y/=U7F_+_1 MHU>//G"&VZT(M]9SK^CUUH'Z'IJ79GQ;EB% M8KPR1$ICF!ZQL?
[Q!^C;/ZM,4>$E"LX7KAD,89$"MO!F)NQ@ R-GG9&S22.WAT<6 MTZSBS>F"TRD6ZA2+-(D-8K'H8K%XHVRPT!DAO M%)4,U5=-E
-4)H#P/::3AX5IR9H:/ -*TK3 S$Y%#RYH;;]795K$]U[6;4?PMO-E#1'\JJ5UU8>9)O
M2F9WB*99R4".=V(HVPS$J9PV5:BFP4E5EUD>">>DJ!_W&"682H!XOR.$GQMR M@*X6N/X74$L#!!0 ('$P9EGO7)#4\ (D(9
>&PO=V]R:W-H M965TFF[:%3U:C; MP[0'!R[!*MC,=I)NOWYGD]"TH4R;]@+V^;[/WYU]Y]%6R >5 VCR6!9_8.-'6-94 4S47QEF<['SL
A&2SINM!W8OL1=O%<&KY4%,I^ MR;;VC= Y72LMRAT8%92,UW_ZN,O# 0!YV@'!#A"\!/1? 80[0&@#K979L*ZI
MILE(BBV1QAO9S,#FQJ(Q&L;-*0J* MG%Z#IJQ09[AZ/[\FIR=GY(0P3FY84> 9J)&G48(A\M+==M-ZN^"5[8;D!K?)
M%7G/,\B>XSV4WN@/]OJG02?A'"J7A/XY"?R@WZ)GU@V_AA3A/0L/.^2$33I# MRQ?^(9U+*R9ZGH-ZGH=
[$GDS05:ZX5UGH*;$,7!9P3#KHMZ)HILDRF M[VR2..ZY@Y&W.8SFV&OH#]RP\7HF\[*1>=DI<[:6$K@FE9"VKXBEZ0* Q@R5 MV]-
LO>"%Y&.OX2!T>^V2HT9RU"GYL^ 7Z3_*CHX$!3TW>J$Z M.DIT.'#C=M%Q(SKN%+VO#+P-8L79+]2I64?(47L;:\;;V-
MWKF);>_>DWO] M2-Y0B9$J4L 2H;X;XWV1]<-33[2H;.]>"(W-PPYS?*M!&@=<7PJA]Q.S0?/Z M)[\!4$L#!!0 ('$P9EG!Z7W@ 04 " < 9
>&PO=V]R:W-H965T MQCV MP-BTK54279*.FWWZ49?H8E'RLDCQ@RU9YQS]SQ%Y]!,U.S#^16PIE>!;$J=B
M;FREW)U;EEAN:4*$R78T54?6C"=$JEV^L<2.4[+*G9+8PA!Z5D*BU%C,\O]N M^6+&]C*.4GK+@=@G">&/'VC,#G,#&4]_?
(HV6YG]82UF.[*A=U1^WMURM6=5 M45910E,1L11PNIX;%^C\TH:90V[Q>T0/HK$-LE3N&?N2[5ROY@;,%-&8+F46
M@JB?!WI)XSB+I'1\+8,:U3DSQ^;V4_0?\^15,O=TL6_Q&MY'9N! 98T379 MQ_(3._Q$RX3<+-Z2Q2+_!H?2%AI@N1>2):6S4I!$:?
%+OI6%:#@@I\YC"BZ$H%*\![^H(432%?C(V.H0Q3$XZUJ!^T=P0_YF'%S&1 CP M]HI*$L7BG3+^?'<%WKYY!]Z * 4W*H"Z:&)F2:4Y.
[.U+/5]*/3A'GUW=&<" M&[X'&&)'XWXY['Y%E\H=Y>YVV]U2E:K*A:MRX3R>W1.OJL:%*DVW'G_^K.S!
MM:2)^$N7:Q'QFH0K=8FK2I!R_'SD3&BO=Q'8RP-G3>9A@5#@(1/-K(=F>H5= MT++SH%M9M70[E6[GA;HOELM]LH^)5()
<#J@_2Y>%4N MWF NOS%)XF>-HR*>VQP?&*+@2+C7$8Z0KT9;J)?K5W+]0;E%V]3(3?45][OU M\

[&GKU\AO.L1JCNSZ>EU!Y7N8+C,G*PH2$E"M34=='YN?QHI6"O/L,HSG+)/ MAV/68:1@K3H@6-_?X>
5OTY7)]K$N?:N#+L3Q_7,X[YPTJRMND$E:%#U94X^ M:HIQ&N?M5VRCG1X?!@,]]UJ-%:V==DT7:%*\0*/RQ5C1VK6H"0--AAAEY.:H M]
,7FOAX].KL4-@[?&O*0*^)&4C##\AQW XR:0V1[S<2;R=4DP::"#50EQP\ M!VJD:^P\!YM^C_*:*])L*#+;6+)4TU4L=#/3LV3-2M';:-9\@
M?]).,H@_SZ[%2-':M:B9!PU#STLZ2= 9ECAP _,8,W5V?ACT$3ZJ.08-XL'8 MG234-8@0=IY8M(80AF8/YN.:1_ PC_SO3H(UJ.%Y@>D>2=?
9^4'8UP-QS23X M!).P9+>7BDD$6\L#X52KTJQWC+G=,@2.XQA$\&8[@+F8@
MZ.'&LUR98=#7I!&L@0PWU,Q#G1WR3*BD3)N"B[^!5!+ P04 " !Q M,&99C1F1V+L" D" &0 'AL+W=O'#@)5HW-;"?I]NMG&*2
MED;5UI=@'\[WG2OG)%YS\2 + (4>2\KDP"F4JOJ>)[,"2BQ=7@'3;^9N#TG(W@ MCBP*901>$E=X 5-
0]]6MT#>O9&+^-4VE^T;G1]!V5+J7C9@+4')6'U$S\V M>=@":)YN0- @J> Z 5 V #"UUJ(&D#T6@LG#<"&[M6QV\2E6.$D%GR-A-'6
M;.9@LV_1.E^$F3Z9*J'?$HU3R1=5@$!73&&V(#,*:"@E*'F,;G2/8I:C3YSG M:T(I^H#VZMY@(; I.CI,06%"Y9&&W$]3='APA
X08>A:T^CFD+&GM.?&OIJD&C"O*R6(A=TW$F5\R53=O:VT76E# M.\F?R$>]_KC7(4_U"JPWUE_Z>G]>8[$@3"
(*&ULM5A=;^(X%/TK5G8T MFI%:$IL2H -(M-V=J;355$4S^[#:!Y-7X:A2E:04]41:^#FSD+(G&IS*I>A
M6DN@:1&49R&)HCC,*>/!9%13D=CHC'&XETAM\IS*IRO(Q'8@OZWMISL(:)64Y<,4$1Q(6XV"*+Z_(T 84*[XRV*J=8V1+ MF0OQS9[#
*6PH)M,/XCM)Z@*ZEF\1&2J^$3;:FT4H&2CM,BK8,,@9[S\ MIC^J![30A# *D"2,&[3%2PO*&:3D92;)&TJPV:/2A*+:(-.<9M5V9:FKO,
MQ.G)9[T"B6ZYIGS)YAF@J5*@U1GB9B(H3]%'(=(MRS)TCJY79A$@QI$)0M=4 MRB?&EVB:BPW72"ST6\@#-8=U W.D,D(A?
HR^P&O7OSWH/;K9]C MM\#M-N#6I?_](,RGF9@ME>D_ARHN@2X. UD57JHU36 <&)DID(\03-[^AN/H M@X?
F14WSPH=>TSQ#,!$KV: M1,]+8II\WS#%K"H/)2V#^[M)AYWX<,JX3AFWJANQ?$V9-+:B#Z6.]U*?=W'< ME+Q?)^]
[D]^:GDA..BQB:X$;:4P),GM,@VB=Y0W:2._AZAJ(,/LQG4; 8M M1P!X^DK_!WOI<;\;=P:'&0QK!D-__]_2?/WA(YK!LJD17H C-
8(CYXG1J<1< M(9V8Z8Y[XU/JN4)[T5 <#9L:BHGC0?ZO$:^06\TX=G:,O3;Z4U->0>T]E6$# M"6>VV.^VM_>^&?<''SLZSH1Q[V1#
[O7S8YDZ[\;MS+OMD)=HO=V!:NBDV33V^_2OB'K8M@?$N3+Q>NE/ M2;]":I/?>2WQ>^V?; %HEC#S $"AXAV&/@'-]"JA\C
++^"1NB'.E DYE<*) MU]Z/9>K#DVG1 M^U(XEJES?>)W_98OG0IE][_A>3W((=_8FI=G
M6NYMN.7E%M$=E<8<%,I@84*C3M_,O2QW7&PO M=V]R:W-H965TD#P'Z\"4E198$O9 M"U\2(M
N33(^,99"K*Y,DX=+DF+>H2N2R2=SRE(LY"U;F'S%"(YRHS0Q')^*!;G^0\H7ZBA?2A.=_T;;L:QDH7'-!T])8>I#&6?&+=^5$U P<
MYP,#IS1PCC7HE@;=8PUZI4'O6(-^:= _UF!0&@R.-1B6!L,\6,7LYJ%QL<#3 M,:-;Q%1O25,7>7QS:QF1.%-2?!1,/HVEG9BZA,4;K.2
;C(NV%K*3'!T@>XP M8T7[F4L$CA-^CKY\&G4'O6\HSM!MG"122OPK^ER_'9M'.J709E@Z<%TXX'S@ M0!?=TDPL.?
*RB$0M]J[>_E)C;\K)J&;$>9N1:T<+?"2K#NI:7Y%C.3WT].BB ML_G+7[-CL=T-1@7QAL/QAO_%&^\IP=T5FJB#1;H82X))2=#?G
M]C[@WF2",,(%DOHEB&_QJDV56H9: *[X"H=D8L@O/"=L0XSIET_VP/K6)@5(MF L)\R!A/B0L ((U)-*K)-++Z=U__^K]_E,^0S>"I/R/-
IWT('4""7,A81XD MS(>$!4"PAD[ZE4[ZVD_)'57Y$D[0!B=KTB:/PGZ0VZNT;S,=]KN=X=C74N!\UI +ESB;$'03&8B#(>MBXJ>=:H(0&DN
M*,T#I?F@M "*UE1,K99G0RTN)0E*+Y T%Y3F@=)\4%H 16OJQ=GKQ?F/V]L2 MT*]_)ON]@]VM?I23HW_$D![HD#XH+2AI]0VZW;-
J^Z]FM/9E35M?U_RI=B9G M:N=ZCN:,ID@L"4HQ>U'[5_4K-RDX^G-=;%):H]E]Y]E%K^,*,T'I050M*9V]J5&NP^V>$/6XV:@-!>4YH'2?
%!: $5KZF5?R;3U MI&PO=V]R:W-H965TXCY?FYAZ^'!5[K>*// "68I6<,-J&_IM=!W3HD2T028I)PA M :NY=8DO%GA]$K*
([Q3VLG:-3"NWG(\P-U?1W')-11!#J P$T3\[6$ <&R1= MQ_\%]%6.:1+KUP_H'[+F=3.W1,*"Q__02&WFUL1"$:S(-E9?^?XC% T-#5[(
M8YG]1?LBUK50N)6*)T6RKB"A+/\E=P41M00\.)+@%0G>4Q/\('/<KR]I: M$D6"F>![)$RT1C,7&3=9MNZ&,C.--TKHMU3GJ6
)@NZ(H1)=,:G$5D^1DN@M M^D"H0-])O 7T:@F*T%B^UH^_W2S1JQ>OT0M$&?I,XUC/A9PY2I=B)VP&/9] M/JQW9-
@;2&WDNV^0YWJ#EO1%=_H20IV.LW2_F>YH DH6O)(%+\/S?\N"?%/O M_-]/.A!=*4CD?VU-YJB#=E2S B]D2D*86WJ)21 [L(*7?
^&1^ZZMY9[&@3X M)0%^%WIP*:7>,FHTM'6;0XPR"+,][+LVL.9LZMW<1CD^38N@QK5#$X4$48#DGJ3H)_I; M;4#H)2R$7E&(&
(*E?KP$2==,QT7Z&?H(T9JR=6WMM;75.?JI,NL)K$'4J"1J M=)9U-NJ3@)[&@2,2P+&?[[.!"
<"F+C3>\;V['C+.W#XJ.B_\J%)XKZ^Y"3IW6OM":M%46")_' M ^%>35!?:$T2*AN$NWW0DYU&@=-M-8J@^D[N'5%W985PMQ?
2'R_ZTX15^M:? M>()\]@3VA-?BHKAH?GD7&O)JLOM"8)E-'(8A&W_B(@K%X2[;5"'B"_#4&RU>N$N!2;UUDQ8A'C#2SKOK/$ MDR>\)
[0FH95YPY/SJ+Y79]876I.$RIOA3N=SPN:=XTPZ''814O^.=0\LME,[M=S&'7I^)T,*3*(:5SG+ML=X%1'Z.E-\HGF9',;=
<*9YDEQL@$0@3H-^O.%&PO=V]R M:W-H965TU#U0=/,&!M$E/;P,Z_KYUD\X4Q1$KG84C"O*/O&=Q@+ M\#U-
,CZS=D+L[VV;QSN<(CZB>YS);S:4I4C(6[:U^9YAM,Z3TL2&CA/8*2*9 M-9_FSY[9?$H/(B$9?F: '](4L;=/.*&GF>5:/QZ\D.U.J ?V?
+I'6[S"XLO^ MFF8YBA%. M<"P4!)(?1[S 2:*0)(]_2U"K:E,E-J]_H#_DXJ685\3Q@B9_D;78S:S(FN\ M08=$O-#3[[@4-
%9X,4UX_A^,S6\AE>9YAS\'Z)!2()_R!COJR6X/V[#^ =(!GX3))$O@8^ MM85DH;#LN&SQ4]$BO-#B"N]'P',^ NA 7Y.^,*:8.>,RX8
!4_Z/3ER!YNO1E.GN^1[%>&9)5W',CMB: M__R3&SB_Z*0.!-82[E7"/1/Z_(%D*(LQ2+!TP4?PVV:#HH%CAAHW4_=-W1
MN$-2%Q9>I!E4- ,CS=P$:\)C>L@$!Y(E()P?\DZ.*1=:FP=G5.[&P0AV"!=1
MXV:4'^G9AA7;T,AV<6!,675/65X*Y*25T&Q[)X=MFO>UCFUXSA;"4=1AJXER M&Y):=*.*;F2D^W256W0V\OS @V?O7A,60G?DZNE-
*GH3([T5S@AEX \JL/8U M&[/[3G@#@;6$NDY=ZYQ!Y_H2;B#M0Z&UQ3<*O6M\SSTF^!*I.W'[4=@=DK=$
MMOG6==DU5K_Y]5F]!&@:8B+]X'5U_6 L9*WEO\0.AM<77Q=PU5_,^%AIKC>%I+'1#9)MO7=5==-^@Y_\,ZNH^C@=#:DNN%
0R&-9%QG=%;_$!H;?'UH@.:%QU] M3!3>;*)05X4B/[PP.NO5 C2?'MQ@F_-S >AZD\:94$E1%S<)SS9"=N,T61WE M?
T9L2S(.$KR1B9"]NO7^BD^/#ZPSS2C,U%_]?JLW4&3MH MR59T%ZM[0\+3\3Y^JB6@)-*=; M$%2"X+V"L!*$[Q7T*T'_6-!_0S"H!
(/W"H:58%C,?3E9Q4QCJNAL(L4!R;RU MIN4O"KL*M9Y@GN97UH.2^EVN=6J&V:-"G]#7#4-SR99<(4(7/.:*L^PCNF=[
M$>]YNCYZ\QG1=(F^,IF@&T'3YO19X 7#6U9ZEM[[+7"CO57D@8+F'# I9_Z>]G@W'/G[C[MFUEHW&K
MD3_PS#8$:%2&&X/:C8'5C1NV9S$*NF;>*CQUYB%A&!(60<(($,RPGS']F;A=,*.]5> M2!@N88-63>P/_=%1X83LD8Q>E6K=XZ
7UGT:AHQK0\:_^"9[XXZZRPXKZE0[M(&8A9!P@@0S##WHC;W K2:7D#Z"PG#D+ ($D: 8(:_OM?
\6O:LRWT\:\Y]LB6@B=FEG);5S3O46E(8KVJA5VE[?A()V2:!HIFVMD,.'J[IVULG6 M0=(P*"T"I1$HFNEQT'@<@!;?"@=E,R0-@]
(B4!J!HIDV-TF/;PT:9K?TB2>[M!#T*J;7YDEY0W=U;:QDTZ0&EX8K6OJ<=>=YQ&0;-<"I:.UH8M:(%TY(FG/'M
MZ"16+=*7YECBH0K2_EH)7#_7F M]HY.M0R4%H'2"!3-M*S)@P)['G2=Z@7&,H4D50R5>[+0&Z
M")H,530_;%T47L\+S8L"5\TNS%;!:'!T5P,Z.)%,PUJPIS FB+,KM)T1V/$ M?NQX_O1*5T:]MJ3B/VFQ'ZTRB:Y9ITU!Y\3ZQZL--+(!I46@-
)%*\UT6[O- M$B;7Q;[#"WRVE=N?ZK/UGL/KXH==T?GL7\9E3L(&TRYH?&6RC5/,Q2SE49Z
MO9'^>23+/8+E@1+;8D_;HU!*),7+C5[#3.8-]/LK(=3+0=Y!O5-S]C]02P,$ M% @ <3!F6>T^Q*[3! 6AH !D
!X;"]W;W)K&ULK5E;CT08$OMB: MO)*P-_WUE8 0;&-BM\I##$+G?)]TCBZ@\9:R%[X"$.A'$J=\8JR$6%^9)@]7 MD&#>I6M(Y9-
GRA(LY"U;FGS- $=D]FXYI)F*2PCU# M/$L2S%YO(*;;B6$;;P4/9+D2JL")X8
MU_;5W'84(*_QC<"6UZZ1:LH3I2_JYDLT,2R5$<00"D6!Y<\&;B&.%9/,XWM) M:E0Q%;!^_<8>Y(V7C7G"'&YI_">)Q&IB# T4P3/.8O%
M[]!V2!/\84TYOE_ MM"WK6@8*,RYH4H)E!@E)BU_\H^R(&L#N'0$X)<#9!WA' &X)<$^-T"L!O5,C M>"7 VP?TCP#Z):"_#W"/ 8E8)"+5?
1N+LT,"SP=,[I%3-66;.HBUS='2T5(MJJRX$$P^)1(GIHL59K"B<02,_X+\[QD1K^@S^@,SAI5)T,4,!"8QOY2ECXL9
MNOATB3XAW%Y(BDZ#$E@G=DH;R^(W$L'<;'II#)J1!F6"9R6R3B'G17KKG7>NO;&:67\/4N[R'([R+&<7E.'
MM,,7L.XBUSH*GYT.=YNZ_]%#]KA,P@EW#X:?=X.O\.O1] [2KB5R=V:\MJ1 MQJND\:: MR'9,,ZA,,SAQFE@4TT3-
$QWT%5C2Z(=V4K<[[/6=I@6^%7>N/722^3K) IUD MT9G3)<-)!.!,KRL@_TCDXH5DJFFS22G[N MYE GV4PGF:^3+-!)-
B_(AO5YNS9E[UAB5%EB=)8EI/YJ4P&"J%GD@TU?*_6Y MAA@=[L,\IV%1FNF,ZNLD"QJ:X Z;MI*:HNXH;EOO7SNL$S1_V-/\H=1\;Z_Q
M#<<9-(G?'N1<]4NVNK?M ^5/J>1KS2MH"/GY(.9<5\Q=06N?K^Q60;\RP#QC MK\7+ <*A?-674LII72[^> DHI%RHUX-B,.?
#.J)QC!E_+VTV!SQ:Y_ QG MU7JSW_5&^S+K#.IK90N:FC#H.LZ^(30%W36$\VX(YS\N] S4IWDUP&M+?JWB M\=6_/>395G .QI5[.-
YUAO1/"1EH#3G7Q5;8P*Q]X4Z +?/#"RX'MU2L^"); ME58')-?
YL^:U]-2N..=YIBE.7.\R6).4HAF=):74'&ULO9QK[Z)D^T/+7W:>MX2],BSE*2 MTZ>;R9UZ%>KSRN%@\:^8OA8GGTG5E,/KY&]T[-
)XUYC$JZ#)+_AVOR\W-Q)Z0-7V*]DGY.7L- M:-,@H^*MLJ0X_":OC:TR(:M]46;;QIG58!NG]=_H2W,B3AP81^R@-0Y:WV%^
MQD%O'/2A#O/&83[4P6@25]:,5GTX*.C@S?H\3BNQ/Y0Y^V_,_K;ATV4TTV6K&E>_(VX MO^_C\BOY0.Y6J_UVGT0E79-?R@W-
R3+;LM&TJ63^0DF8KK(M)>]^SHKB1_(Y M2Q+"!MYKE*_).X>649RPPQ_(KP\.>??#C^0'$J?D8YPD3-_%]:QD%:^*GZV: M2M[7E=3.5%
(G'[.TW!3$3==T+? /Y/X+B?^,G;#C6=.^G;5[30I\H+LIT97W M1%.TN: ^2[G[3_M4ZN[(W3]&.7-7S[J[PRNO"]R]X947N?
O#*R]R#]YVYL,_ MW/:.$/3C\-$///T,[^Z794CNRC*/'_=E])A04F;D$QM2:?F>_(/-5=D3^6?T MA?SG,$2\>HC\5S0"ZG+FXG*J*>^JV$4K>C-
AH["@^0N=W/[U+ZJI_%TD/R3, M0<)<),Q#PGPD+$#"0A"L(_#Y4>!S&?WV/DJB=$5)5))'^ARG:9P^5Z)F@9 P!PESD3
/"?.1L*"&62>*LY4I MT^;)3T^CO(=N3E6Q0LVC0DVI0C_WA4>>\FQ+JFES5OW^N9HO4S9/TBBQ+BU"
M84J+&"M,),Q!PEPDS$/"?"0L,#F9?5 7)SJKQ5A;&:=6FBW6HG74HO6VJ^7[M@Q*KR2WZ(M*AQ=7I-9SR(V2C]\CS>S%Y,%\K)
M3^_4^@(/-N=*/)!P]7^3!@*L.>N'O:QQ^RABP^:KB\O.VRN"H:AZOV:+@5F M@M6)(S 3K$Y+%NG6Y9'+ME(>V64<$!
M43])\6,OZ$B8@X2Y2)B'A/E(6("$A2!81]>JT@;#E.]T.]\4!-(XE.9 :2Z4 MYD%I/I060&DABM:5^DG<5_T3;NP;;&?
E,E_TEB[+QJJS=C%4[J[8$=G-%]QR MR17:V59_QO:$Y5I6?UKT17:F:4Q[=T3!P/J%EWG=3M+:3M+^W"5KP[^P9A58 M"1:MC95\U2I
"9>M KM+ZU:1RX6%J_STCAZQ(%I7#&VH694&^D:OAAM<5[VZ M/K7[O5_;V=
(Q[8AH@C'MBNQ,P^J7ZC5VYH4Q[0O+Y<=T,+"UX>7Z=;NG#92J M\DAIF):4=7M):F97+FW(7).'S!WZQ(ZLV>HN99]*)I3ZF?

\=4Y%P%I7SQEZQ MH#0'2G.A-]*\Z&T $H+4;2NHMO\@J9]IUB/AHRT+Z$T!TISH30/2O.AM !* M"U&TKM3;[(DV.'LR(M8CAXZ6-?2Y?
(W/9"CFQ3*9H\E?+FZ(Z< M/UJ+T*P*E.9":1Z4YD-I@<8_Q<]I4? ZP/G+8YNBT>0IFM&1'3X6SZTREO(R M1XL*FEL1-$#M-\"#%NE#:
<&0'@@OM+(KEC9CHLDS)NR^EL;/*5GME^5!: *6%*%IW)X8VFZ,/SN:,B/#(H6-E#:4Y#:WS MC*RAJOWGU%UHJ1Z4YHO:8"D&%^?
1^9R-J*VAR*[+Z\JGS>[H\NP.-MHC+VRT MK*"I'RC-A=(*,V'T@*=?\W#XEZF"'7^%1GUS!)5;Q,UNOQ%$$BX1U[&:$U"
M5":#Z4%NN!]&X6_: JM]#.J/-G\2)Y3>7/01\X?K4CLMD?8?8^P M&Q]A=S[";GW$YV(L?D,<@96JGWO(3&]3-
KH\93,V[M/@NF\AZ0MNIR)YL:.E M!4VWB-I@+E3NC2MHJ3Z4%@SLA_!R6VOAS$YV1-S2_/FPG6;!+E7[M*QW=SL> M/6[9>7?
8J+)W_%Z]\E7!\4"]"NL-.5M\O3_HQRAG-Q\%2>@3*TJ96FPED-=; M;M9?RFQWV(_Q,2O+;'OXN*'1FN:5 ?O_4Y:5W[Y4!1PW/KW]/U!+
P04 M" !Q,&99C+G(R/P" D"P &0 'AL+W=O9)R*>S' M3[(=XY3$-.!]L259[WN.'DGF#+=V+:,5)D1V>(:I M_K+@(B%*=\72EIE $N>BA-
F>X_3MA-#4"H;YV%0$0[Y6C*8X%2#724+$VQTR MOAU9KK4?>*++E3(#=C#,R!)GJ)ZSJ=]NW*):8*II#P%@8N1]B7QL<(V/&2*?
QI_2TJI!&6&_OW;_G M:]=KF1.)8\Y>:*Q6(^O&@A@79,W4$]_^P'(]/>,7<2;S)VS+N8X%T5HJGI1B MG4%"T^)-
=B6'FL#MGA!XI7$%%V"#7!&!$F@*SRE5\KHV,*&,Z9W58Q?U[M!6.FT3 MW([*%.^*%+T3*-TC\G&S?$+>P'=/JL-
F=8A19R_W#^6V1EWQ M]BK>7N[GG_ ;,R(E\,4>,W !^5V#7P]Z*MPK3.3O8Y *W^YQ7_-WN)69WL.1
MI:^_1+%!*_C\R>T[7X\A:],L;,GL@*=?\?2;W(/'=3)'88!N]^<6=QD5&,.E M/G7%<;PZQK/1]UR>A=D@-S-_VDW@#CHW0WM3Y]12Q
-.W8I3MY'3_KCA#D5$ M)4(F:*3O]5K&D&F .:BCG!I]S^54F+E.'93;Z;T#U5+(U"]"E2O$=0#;I"! M#W_A":.U$#1='J/2:'(NE3;-
PI;,#N#U*WC]__1WZ[?)LTVSL"6S YZ#BN?@ M0[=6UVM2D30^<1@+DYO:I7(.;]2X,@CZDH:K*BHWB65RESKG3-
DS=7NHQ%82;H[PO.U;YC"I^J, [^ M 5!+ P04 " !Q,&99FE>WO%H, !DB@ &0
'AL+W=OB06@S4QR]273NQ2C+W<5T6JP>Y"8NSK*=W%;_367U%,I6KLD;$U?\^RZ5,TYI47<=?#71RZ+-N>/SS-[K8 M#
[X:S*>XD,LL_5>R+A^N)HN)LY9W\6-:?LB>?I/-@,*:M\K28O]?YZFQG4V< MU6-19INF<74%FV3[_/_X2^.(HP85Q][
:QIX[0;!=QKX30._;P]!TR#HVT/8 M- C;#:+O-(B:!M'>]_.VGN:Q65\?9EG3TY>6U>T^H=]N/:M*PB;=KY_?
R0>;.V\TN3O+J%BH+YR9]MRX?" MX=NU7%O:,[K]>5=[0;=W%P1@6OGPX$COFR-O/)+X4>[.''_VRO%F7F"YH&7_ MYK[-
'R_KG;^L=W%R[YHO_<--Z>]Y?J^;LOI-YI^E\^\/69HZ53YYBO/U?VSW MW#,UL%/K''U1[.*5O)I427C/G%S_^#C"M!#,#R&8DR'X>
[9=Q<6#DY1R8YV3D,V' MA@)8W/#N8&1,TR;U][9>[+9T<- M0YO8M"<_2ZM1ZX\JLQB%9ZVI%F^,PF-2*_D)>EBGNLU3;O-
(M[W=EC*M-:7' M.'5N\VPG_*KU74D9_!C@:0Q*(U#:0)%T^.KRG9WG+K=A1;N4!J#TCB4)E T M/=RJ>G?I\KU?
%@R,W#4S)G=6H["=!4TCWYC>68RB-DG0XSK5;ZJT=NG:^EUR M)YV/JT16T^&BF1#^)N.T?%C%N76"3_,'/R!(&H/2.)0F4#0]T$H2<*-
Q\B%4 M*X#2&)3&H32!HNGA5O*#2^L/_?*A6<9[[0G?LH\1LQB%AFIC,8K.%NU\.(9J MX"K9P*5U@X^R*H9K;6"__I3+-"
[EVODDM_(N*9U55I3%A=65)';P8X*D,2B- M0VD"1=/#K900]WR&G(HC34T M/?VVE$1N,7)=8SZ*NC]0DK-\
!JAF=J$,8JS=)BY+6%"F8Q0M;S+QY6\@2J&O3(Z&D!X^L M=;O7?NCV@R,!U1@:6JA%HAT&O_R#^JZ]"@H1<
[:4&_>P7(,\MV!^2Z"#I+E+%O]>UL%[-:>MY[CHI=ED1I\0$ET8-OF>A93^4QJ$T@:+I
M(59EOS=.V>]!RWXHC4%I'$H3*)H>;E7V>X"RWS/K<&/SQ+(Q.OX[,&NG-QNG MO5.@3V>"'M6I7E-
%OT<7_>]D7%0%_ZA[XQ3Z'K30A](8E,:A-(&BZ7MV5:'OTX5^KSSHFP7Q:R.!+2U6;MN(V5"> MD0LM5L;>-D&/[%3/J0+<[RK D_*5P[Y-
".O9X9NCQ+BL$Z/5F:#JMW$ZDL:@ M- ZE"11-#[=2#7QOE+SH0\4$*(U!:1Q*$RB:'NZCPPRT-/$2 91&#PXY]DR#
MJ4BXQJXDBY$Y%45=EQX@I5KX@'T,-&-P)) TUM T_:@M>?BVW1-M$0]U67H@ ME#;BT]I(IYQ*MQ\EQ4 *&3Y]EZ!13Z?:#
MXP!5*GSSH()Q4H0W1D2E+5!7I<= J0H^K2J<+*7ZG2+"TC?U 2-SLVX.[\,1 M)$=WCA(/_*X= _?[F?'ONS+9)/^-]X>4;_/L/H\W5I]
!00HC4%I'$H3*)H> M9B4@^$,$A+H,VM=&AQGSN\K>>5LG*?M\&:HC0&D,2N-0FD#1]#.A2D<(NG6$
M5;T#*%ZOD_K)KDKB7+L35M\KB!OR<:YIGTBD.Q]\UK.S0P[M4) =Z@Y7\D/@ MCE*/!E#Y
4IC4!J'T@2*IH=;R0\!O6FA5[E#,P;'%JHU0&D<2A,-33OQ?#PG MTF.F-(2 UA"H"8_S/V?0Z4*ZJ\&AA6H*4!J'T@2*IM\"1^]*",;)TE#A DIC
M4!J'T@2*IH=;:2$!X 4,@>7="<810ZM1N]JS&(7M'3&\,3J>?+1?P4"/ZE2O M*>4BH)6+CCS9^P BW?B6:!/-Q3[08F7Z1['?P4 M0246*
(U#:0)%T^\&)<6$X[SD(H3*+E :@](XE"90-#W<2G8) 9M#0G-SA7DX MSF+DM?,ALQBYD;%\;>VO/($D+&!U9<\@Y&+JGP8\.=-L'E,:A
M-(&BZ7> $F/"<<[!A%#Q!4IC4!J'T@2*IH=;B2\AX!Q,V.<<3-A]#L;*,=)D M)T?08SK59TK!"$_?R%)7X@,.R=
]#7YJH'MAV0L5N:ZC@UE'I*Q6)E5.#VR4SVGU(N(M5B^JK/B/Q^IA<=ZL_GI,BOW.H/V"3I4K7[(<3G<[]$&"TAB4QJ$T@:+IMX,2
M9:)Q#M%$4-4%2F-0&H?2!(JFAUNI+A&] :9?WC3?H]'>^AQ97J-A+ 1DB\B6KX8D#5[+X[370Y^A* [2J T#J4)%$V_%90@$X7C
M9$RH^@*E,2B-0VD"1=/#??1])/16F'X9L_,_!1!MYA :1Q*$RB:?D\H@29:C),TH6H,E,:@- ZE M"11-#
[=28R)Z9TR_I'G>G30[35BW"6],]++9B7*+,8YV+. M*BU0&H/2.)0F4#0]W$II60 .]C2,!9$C&Y.(SI'=(-X+).A1#?7:M'B0LF1Q
M&5]?;F1^+Y? M3Q7^^G(7W\OW<7Z?5+DUE7=55[.S>H:<)_&ULU5??;]M&#/Y7#EHQ
M)$"B'Y9LQYEM((G<+D#3!C6Z/0Q[N$BT?"/5HUX!&/*<<:$GSLJ8_-+S=+*"C&I7YB#PR4*JC!J\54M/
MYPIH6BAEW.OY_L#+*!/.=%RW.;3AS?>@0<$F,A*/X]P0UP;I'0C[\J4*>V:15WKJ?H[POR2.:!:KB1 M_'>6FM7$N7!
("@NZYN:+W/P*%:&^Q4LDU\4OV52ROD.2M38RJY31@XR)\I\^ M5X'844"<=H5>I=!K*D0O*(250OA6"U&E$+W50K]2**A[)?
U%$O]#&>#%A"V5N%#YEJ&>FG\T*%/F<@Z*&B269/6,):B GMR*1&9R> MD4]8K2MM(7/>0NR3TSTC/[T4M_MR\73UL MH_/?K,_^M?
6]8(1U680%7O@"7IE],C?4 +8%Y;TM'B711(-E9]#3UQ][3;HQ?E8A? ME9B5$H,=B?-HY$:UU![-?DVSWTG3]C,7#@RGG?
O6@0'QP0CQJT#R7.&R*S0TNA.VCG/*PY#SLY ME[--UK/MS:R'![[T^FXCE3?#EG2'#=Z'0-' '368'PJ=A_Y.=>UQOZBY7W1R M?
Z'/GE6]&0_EPK;J.>5 _B9W5#WB/&5&JK: =-KZ]WWF&#Q,<%F1P+;2]BH M3MCH_S5Q1\?,^3'!XF."S8X$MI?SP/_Q]>UWQJ8?
[=S!F9OBMJ0-,YC/UD]I M_]5Y^[I(7(GLSM,@:G;S62=02=/;V3)J^*%:IQ M?AUG MXG*%"S0H*X#/%U*:[8TU4*_DT^]02P,$% @
<3!F65E1V95Y P +PT M !D !X;"]W;W)K&ULK5??;]LV$/Y7"*T8$J#5
M;]EN9@M((@_K0X"@:;>'80^T=+:)4J)&4G;VW^\HR:IL*VJRV0^62-WW';^[M(W6:[X7\IK8 FCSGO%
+:ZMU>>,X*MU"3I4M2BCPR5K(G&H)SVRSU6;"B>N%=>O=+&?&OC;XG<%>]>Z)4;(2XIL9?,H6 MEFL6!!Q2;1@H7G9P#YP;
(ES&WRVGU;DTP/[]@?W76CMJ65$%]X+_P3*]75@S MBV2PIA77G\7^-VCU1(8O%5S5_V3?V$9HG%9*B[P%XPIR5C17^MS&H0= GF&
MWP+\4T#X B!H <%K/80M(RMAZ@%U-*=1GL=N(1J&L^EV!-IK)'-W-31K]$8
M+U:8.GG2$I\RQ.GX4Y&*',@7^@R*7"6@*>/]FGP@7Y\21*&WBBR+#+(!?#*._SB"=U!K)]@_"+[S1PF? MH+1)X+XGONN' ^NY?
ST\&)+S_[PO_[/WHV $7?:#FB_X8?9)PE3*A:HDD#]O M5TI+W,)_#>6[80R'&/TJQ8_5)?+6" M9,7Q-
\)>!.K-.ES68=2DW#.JE9S0MB%WN1 M[82WB.;0"U T_M%!Z=KR1R[>A$^;F5/[4_GBAOC*9]JM#W3@.T'##ST.5D6/RD$S\9%6\VXO>4
M8_X5:,T!W\N:B+713S*FRDK#4!1&N=^Z,R])EER2;#DY#_W4M4.W]_.&TS#M MTC!]30V:<+?)
(%F%8T%87E(F#_E@A:;%AJTX$*HP58.U.>KJK5FY)%DR/3\) M0ML_*?3&*.H9!2_L\%D7W=D;BKP-K,36$?L]TVSL**]HTT5R;&-
ID0Y6^ZB3 MM\;UDF3))?].WWQ*/%"Y884B'-;HRK6G6"NR:<^;@19EW7^NA,9NMK[= MXA<-2&. S]="Z,/ ..B^D>)_ 5!+ P04 "
!Q,&99R1@4)+P% B)P M&0 'AL+W=O M)##+('6&D+#2K$8==?O90\Q@-8E9VT#[[^L\)H3@&-)ZY\.0.#[GWAN?7-M7
MGAX(_<8V"'P/4TR=C?8<+Z]-0RVVJ 4LB'9HDP\61.:0BYNZ:O!MA3!N "E MB6&;IF>D$&>#V;1H>Z*S*=GQ!&?HB0*V2U-
(?]RCA!SN!M;@K>$S?MWPO,&8 M3;?P%3TC_F7[1,6=4;/$.$49PR0#%*WO!I^LVZ7EY8"BQ[\8'5CC&N2AO!#R
M+;]9QG<#,_<()6C%9N,!Z &*WA+N&?R2%"54"CG&]%$E;\!X>]KSD JQWC)*W PH,49^4O M_%Z]B 9 \,@!=@6PVP"W ^!4
.=:@%L!W&L!HPHPNA;@50#O6H!? ?QKW]*X M HROM3"I)-"#N7X%8,_AQS.II0< ,U["[;\HE!0@19CCK-<[,^3LUN' Q-V2L*G?N2W?
L#G<<\$@ROF$@R&(42_"1&C]1X WQ M:NKW8[^]GWM;2?B,MD/@F#? -FU7XL^#&O[W+E/"YVKX(Z0";G7"@^N==R3P MQ?
7.R^#A]<[+X-'OO?GE+\=^(@2G_E"<@L_IX+N'#*] \/0L$W4)=>70?+ZZ M95NX0G<#,2$Q1/=H,/OS#\LS_Y(I2B?97"=9H)-
LH9,LU$D6Z21;:B([T:Q; M:]95L<_^$8LEG*U(*I)Z0AC[(--N2>$5%/G2:#_[Z(V&HTGS;VKLFPJ50!S3 M'3JGW>9EMW&SFS\Z[1.
<4UEVFV@AL6?9SM Z[1:>=W.=8RM^P[&3\1C5XS%2CL<<[W&,LI@!LF*VA4!KL MFRQTD@4EF=\T&YI M2=(M3W*>7$U^K29?
J::OQ6Y/)!FX1U3L7BO-W.0[1+&>>2]6ZV6+=&[PS_3M MBX_8;RE'Z4%?Y>@D"\[]WSS+ GI-!GJ)(LD_D_,I2VE$7I-*(\$9?
RD'66"Z@22V@B7+#-,?)+D\\'5NFBHM*YULP67W%UH-AEK9HLON M+Y5=3J5TK));ZC)Y9S:J)K6+HCDORTKSD=;:N5:V0!*"-
!]IK9]K98MD(Y0? "O. MYQSIR]-CCY"^XHR!!*V%*7/H"_G3\D!6>&PO M=V]R:W-H965TLY)"F5%GD-QAWDC%=/^ES'X00P#"\
!K@OP2, M+@""&A!&U'D8U8'2MAW$-&-O85\&RD5Y03:.I% $]\SP_;SM,-7T,Q((%W$;ZX'AZT1>/>5_^9^]GL0R: MD@HL7W"!
[XYKEK*LM 6TAJ243#.LF/@YR4I,%]E(D9.YR(M24RLO8D-:ZO#+ M[TA,/FK(U=\MI[JO=A&V[\((\]TJ]: (S!Q57@=R#$_WT9CCV?
FG+;Y]DBS[) MXC()ECV1G=5%V-1%V,4>K?"; 5)B :"]J4_O2$A0;E!JJ""4%R 2X M?M>6\(K^QM*;#^8^\@;>R!]-W?
UI*CMW\=I4]DD67W> 94\^SY(T:I(TZDS2 M9R/]7!.*:;%*_\%\MU-2T&]XG<#U Y5IF^+?=_*^]N_8)]FB3[*X3[)E3V1G MF1XWF1[_$#(]
[K,N^B1;]$D6]TFV[(GLK"XF35U,.A7@K"[JR]Y;O.U5PU9A M[B1\;8HKLLF)2 [#@7\ND8OOC?R;07AN%+<8^8/@A=A^;Q1X)T95"-
V3"W8. M8(*:(:MVJ9IH4=CK_:/0V"S8X0X[3)#& -]OA-#'B7'0]*S1/U!+ P04 M " !Q,&99X/$,(R0" "H! &0 'AL+W=O>
<^;,9,;I(-6C;@$,>N),Z RWQG2K*-)E"YSHF>Q V)M: M*DZ,-543Z4X!J3R(LRB)X^N($RIPGOJSK)-#AN?X
M>+"C36O<092G'6E@#^9KMU76BB:6BG(0FDJ!%-097L]7FZ7S]P[?* SZ9(]< M)H64C\ZXJS(<.T' H#2.@=CE #? F".R,GZ-
G'@*Z8"G^R/[9Y^[S:4@&FXD M^TXKTV;X/485U*1G9B>'+S#F<^7X2LFT_Z(A^"X3C,I>&\E'L%7 J0@K>1KK M<)
(G@,D(R#QND,@K_*6&)*G2@Y(.6_+YC8^58^VXJAP/V5OE+VE%F?R/32V MQ ;=B?"#7:7>H@>B%''E0J]NP1#*].LT,C:<
T7E2+T)U,DSU!_0O12FU>B3 MJ*#Z%Q]9F9/6Y*AUDUPDW$,W0XOX#4KB9(ET4'Z!=S'58.%Y%_^IP0XZJ0P5 M#?JQ+K11MF-

^GDL[L"W/L[DI6NF.E)!A.R8:U %P_O+%_#K^>$'K M/_2\ (5D;2?"J24%@V,I]#FQ@>[*T[D)/>2+-#J<*HA.NH>#:OR,:%3*7IC0 M2-/I-(;KT'U_W<,,WQ/54*$1@]I"X]D[&U>%N0B&D9WOQ4(:V]E^V]JG!)1S ML/>UE.9HN #3XY3_ 5!+ P04 " !Q,&99;;9G?M<# .% &0 'AL M+W=OLIW#"P9X4QKEF>.[[MC)<4JL MY;QL>V#+.3V(+"7PP! _Y#EF3S>0T=/"\JGSPV.ZVPO5X"SG!=[!"L2/XH') M.Z>A;-(<"$\I00RV"^O:NXJ]0!F4BK]3./'6-5*NK"G]J6[N-@O+52."#!*A M$%C^'>$6LDR1Y#C^K:%6TZ1]08]P!'(M'Z2EP5E J\S0&?MIP@$3C/^M62I_K"+TZ<-G] &E!-VG628!?.X(.335@9/4P[BIAN&_,(P W5,B]AS%9 ,; MC7TT;#\;L'=D2)JX^.>XW/B#P!44-@KO-P]T[KRO]_A_]]X)M1M!,DJ#D!2_PHI3CW8[!KIH?='N>(+I$5ZA0CU)U[XH7.(&%)0L;!W8$:_GQ M-V_L?M5%V20L,@F+#<$Z^0B;?(1#].5?5.#LG/MVU;9CTM[]:TX+L>^;_MS MY]B.KD853OJJZ%+E36>!/>G*8HUL%HYLKY%U7!TUKHX&7;U.\ ;R%*./."^^MHC_I$1A154CG]2#JK5//)"PR"8L-P3KY&#?Y&)LK!6.3^3)BTS"8D.P3CXF M33XF[RP%E?VD]5X&OF<'O5*@4UV6@DO5;!K8HUXET*MF^D(P;1R=#CIZ1X1< M3_SS)[VZH!&YGM>_V,?:61CU^]7E5@G"R8OK0F\MUJ;%&W3W>[J5VY$D!9(KY<&WP!G8I]@IIV%P\"W3D.CM,@H+39%ZZ;&?TZ- M;ZXVU"Q363%)BXS28E.T;E:>-W#>X'[D-?4AN%R_NU[K5:UCK)--^R]^I)$% M[J2U!JBCHI'YX45]<%KG&SFP77FPQ%%"#T14N]BFM3F\NBZ/;'KM-][5K:=I MC]1A5WF>\HRO3LKN,=NEA*,,MK(KUY[(Q3>K#I^J&T&+\G1E386@>7FY![EG M84H@GV\I%><;U4%S!+C\#U!+ P04 " !Q,&99]JV(G6H) !74 &0 M 'AL+W=O[ )HZ0WNRK>NTMG5WPGXBAA=RG)=IM-F+Y^9C%_N>X9 MO;_&N Q,,P\H M6OPS8B]9XW>2=^6!\V_YBV!UW1OF%;&8+46.".5_SVS.XC@GR3K^J*"]??51T:Y;PEC[/B7_)2MM1WVR'*7";ZI@F4%FR@I_P^_5P>B$2 Y< "M F@WP#H08%8!YJD!5A5@G1HP MJ@)&IP;858!]:L"X"AB?>I0F5<#DU S3*F!:R*$\?\7)7X0BG%VE_(6D>6M) MRW\I%%1$RW,>);G8[T4J_QK).#&[9T]2NH($27GAY *\(#>K_\K4;$6&GY8,!%&2JBY*EUG?S[BVQ.L$VV7\@U9=L"V;G=['+;!LNV75/ MWJ8RECZSWNSGOQGV\!=(2; 0;NDV 4EGS,]SZAM]>55^=S4I3;7N;K$A#E _1.C6[^+MF=+#A/EJ_>/QJ&^TZP_*5I-&]XDQW;=I"62T%\A(+Y"4/T?%;/# TO88R0^ M$CGJR9O\DF\8$>%W!@JFI(X;I5P82L%S;>YS!8,)<^#Z[8Y@,%-ZF# ?J)^: M?;,C&+75I-FHI1A[KQA;JY@%D_4MH_*V&"8K$F[R^^7_BC<@J=C H1Z/^[2C M%6W6<[6""7/#MC]24HW^M-AXZ=SQ%W,_!XF MS I@P'RA?RJ1S%PV 5LVI0DLDTJU(IEJ1?.6O82PBEA6W("[6M+"7;E*]V2W%8+%/PIM^=Y6H3GZL63)@#U$^5^EW,E!XFS ?JMZ9=N0= J^FX M/YPV?V#Q&,/:"1MJY>-QOGJ)XKA03Y2(,'F*'F)&PBQC@D2;;1BEN1L .UQ# M4/:=^*ZB'HF'(,=2;6'7[TF<^6#2;-J6CMXZ[J@T^J! M877GF0'43ZU!SXZ&;36#7T7W= 3=*/-?+9N,&E.13NF&\R<'BK-AWH Z09H MIM%-[4T;6I=P=O-SN-G^XG47:T"MF,>&]KD^V=E20768*UKS"I4,690@V]U?N/?&9;VKH?8IYE'T&= ,:B/>J/ MX-EW)9J1XEY?F$.KVZ]%U:[I7U^,.YZ"Q0@KW^S>Y:!E 8UNY_\/:"=I?@8 M/M1IR[+ZT^Z)@0[.^.#H7CNJQA%+-7J.5BQ9980G\E,L>V1I*L?X;!VFL/MN MJ(Z>,L:C^JFH-,>'-5)]W"[J$D]5)H/=<$TU$L9KJ(D3%]U*@+\NZ/7.JH#BTISP/ZH4P=4VQ65YD,]L,;* M;3J VN7#GWU5[7U:NB]5R^,DGP0RI@0,A/:CT@(L6EO>M8=-]1[V%SEOS._U MJ^B992(2NY2!.E8]Z^[-7I_H;'&B6M;'RW=1$WJH-)^J1K1A=9>:FTGV_*H MK6JJMZIOEN&*;:*0%-8C\?@S2Y-#,T(]Z^S!#M7*1J4YJ#07E>:ATGQ46H!% M:ZNY-M#I>^[NIJC;NU%I"U2:@TIS46D>*LU'I058M+:\:]^?XNSSIH"';DZ5 MK0OZ;&8#Y\!2MR$%8#/[T-8%6B\#4/TRP \N M05-HQW1W"7>NSWVV<%"W?,,]Z&[*1,WIH=)\J > <$;J9@'CD&SJ-0JJ7Z/(M-_+&^==6=V%,[E*^9:EX!86"Z;//46D+5)J#2G-1:1XJS4>E!5BTMI+KM1,Z M?L^I(*;A/T>E+5!I#BK-1:5YJ#0?E19@T=KRKI=PJ'X)Y^2IH+J,,.UNG->GM.EN>J*LX5%WCF$ZZ2_LN:DX/E>8#/:"VJ2SV0F3D M?AFQ9,FRRAWT61B+]3*$+60]\-Q[)BIM@4IS4&DN*LU#I?FHM "+UI9TO11BM&N\X)30Q'?\Y*FV!2G-0:2XJS4.E^:BT (O6EG>]E&/JEW).G1*:ZNYU4_DZ MWUR?[&R!HJ[.0#U0-Q:BYO10:3[0@ZFM?/,6:&4,IX?V?YF-9^#HOV?P@W/" MBMK:CDN5K^'J*$^T"*!6S4<9E+H9-!XRMF'I M4_&$NDP.'+M$E$]4VK^[?PK>3?'LM\[[GXU+SP#>]XW+H'S&78TO'[EW&Z9/ M49*1F#W*5,/^6'Y 3&PO=V]R:W-H M965TLPIDQ,K M4ZH8V;9,,LBQ[/$"F'ZSX"+'2B_%TI:%)R6HIS:KN,$=HX)L\)QN7\I4+Z96'UKNW%+EIDR&W8X+O 2YJ#NBANA5W9#24D.3!+. MD(#%Q+KHC^*AL2\-OA'8R)UG9"*YY_S!+"[3B>68 P&%1!D"UA]KF &E!J2/ M\:MF6HU+(]Q]WM(_E;'K6.ZQA!FGWTFJLHEU9J$4%GA%U2W??($ZGH'A)9S* M\B_:5+:!;Z%D)17/:[$^04Y8]8D?ZSSL"#2G7>#6 O>IX#D/7BWPCO7@UP+_ M6 ^#6E"&;E>QEXF+L,+A6/ -$L9:T\Q#F?U2K?-%F+DGB:4*KK+,>VTH

V?%RKRV<__,>_[/WO61XS77P2I[W#.^*2_GD#ORXTC;H4D$N?[:5 MNP+Z[4#3YD:RP E,+-W')(@U6.';-_W^=B6ZRYA49>PN"/87E7\IBK^(7KX M6?=[I+NJ!*4HF"]K6R$JQEG),#\/Z] 9V^O=[+YH$;UH$5<6P8Z%?][S&Z.] M^ 9-?(.#\7W5%XPOD,H 42R6(!"%):8HH9CDK3WF(.^UEZY+6-0E+.X(ME>4MH"E*T'4K"+JL2I>PJ$M8W!%LKRK#IBK##EK!0<9K"]$E+.H2%@^/Z47VSG"4 M@^XN9BJ5*.$KIJH?QF:W&7PORGGOR?ZT/YKU6_8C/2A7<^U??#5E7^MF1IC4 MW6RA73F]H?X^BVIRK1:*%^5H=L^5'O3*QTP/^R",@7Z_X%QM%9!\^]#^ =0 M2P,$% @<3!F65:X@+)5 P !A4 T !X;"]S='EL97,N>&ULW5A1 M3]LP$/XKD1D32!-I&DB;T5;:*B%-VB8D>-@;0XF>.REL?]GOVJ_9+YMXC1IBX\!#X,N58E]7[Z[[\Z7Q'10ZI5@5W/&M+?,A"R'9*YU\=[WR^F<9;0\ MR0LF#9+F*J/:3-7,+PO%:%("*1-^M].)_(QR248#N<@N,EUZTWPA]9#T&Y-G M3Y^2(0FB4^)9=^,\84-R<_3V^R+7YV\\>SYX=W#0.>G<')_O(DMH[\1HT2;HL\F'"OMXTYX.V,TY5[@H+=42_/K#AL-TERVC182:S!^:<:\6RJ&9$P%GR@.K)1F7*RL MN0N&:2YRY6G3X290);RSL*!G4'SUWXR+G-5Q;81[-])??D.L)Z!0"Y$([!+ MK&$T**C63,D+,ZDNKHSW(*\>7Z*HW"FZ"KHGI&64)U,DFNJ::, %9FT8# MP5*0H_AL#F>=%SZ6N>9&22]6=^;;D^?Y=)W)AJTRM08F"+>+5.:3S*:NWNH^=_6><8D4U1LBC:]_YJK_&S%8>^E)%=/E5W!3HWUZ_ZUBSS; M!Y'1/HC]$]E[LJ?D4D<&K%.G76Z&-_=;6;JNQ>K"K'9*OL#L6 M;5!OLN!"YJ XW@G$LYD8 MP^)@"C".96%Q_J=\^F@^%L.T]9U('^7T48YEN9!Q]<'BN#FQ.=R9QG$81A%6 MT?'8J6",U2V*X.OVAFD#!A8'(CVMUOAJXQWR, ?0(8@S9?$6!/D!5J(/V!(%BD6=OZ_:I7&0"QEY/3P2W!YI0.TXI+:+ MJ1C]$%)I6M6X 4BV)8]ISI%"KM0L'C6'TD!$VV-#L%HL/D N&6:WO606IW.D M5XA-/E_G;@M2=&A(E@6FD7)TZ(=I7\=Q_:0T^FO8R*T>EOH^7%H5 J.W&,EC'%BM/XU@LD/ M['X 4$L#!!0 ('$P9ED!?*LMRP0 .,E / >&PO=V]R:V)O;VLN M>&ULQ9K?;^(X$(#_%8N7ZTF[!^1'=[=:5F(+>X?4HZB@WN/)) /X-K$YVZ'M M_O4W3HKJ;./H7ER>($Y(OMADOO$XGQ^4_KY6ZCM[+ MI1KV=M?NK?M]D.RBY M^4WM0>*>C=(EM[BIMWVSU\!SLP.P9=&/!H/+?LF%['WY?#S70O?]#64ALT)) M;'0-]P(>S,M^M\D.PHBU*(1]&O7J[P7T6"FD*,4/R$>]08^9G7KX0VGQ0TG+ MBV6F55&,>L-FQSUH*])7S4L'N>)K4[=8OK[C"#+J70[PA!NAC:V/J,_/D?$ M>'"S55GU3106](1;^%VK:B_DUIT&[Z+OW4;=#\?/IA.O]/_I1K79B PF*JM*MD+;I1PV% Y1F)_:FQR0O8=2[5@?0[G[P K.\N3>+4%Y/Z2N!._0LK_$"HMS. M)]/YS.;C%>X\75\,YY?3YD'&1&0T1DA_XX\R)BC,\"N5SAQY_3 MN0>9$)#)&2%;/9D2D.DY(6,/\I* O#PG9.)!?B @/YP3,O4@/Q*0'\-"SKFM M-#"U8;=[T,U^QF7.EE59VQW'$-.U7DH,TO;(I/A'WRV2AG M# -+8U$/(K!%P3-PQ[*_N-;\IY&DA#$,;(P[<'^N#",&YIUU#'E^0,H]%[KT M,2EE# ,[HX%Z#L4(.GW$DQE@%S.9J;(57"AI# -;HZ%A*_[8CK^4(X:!)3'E M6F*7&;; 'JP?%C]_ILP0!3;#$K;U,S&3S<]QOX]&62(*/0-192EL'7/KA^(: M9X/8B2 ST1K9B)R!';$@C^Q0SVN]<]E!I@ F*Q0IFH/,J6**+ JT%X"0S-; M:9Z[)W?LXM\6?M991"DD"JP0,MEK34 BRB918)L\9U+L8L7QPN97GXMR2!38M(61*U>X^RB%18(=TIU2=O4DY) KL$)=;=4)1$HD"2Z0KR>J"C"F?Q,%G&D0N MTZ[(4&Z)WV0&+7C6+*M+7%@MY"E!/;>QZ14$P>?KC0*?.\R';[=:M@B2%QEB2C5Q8-6\8+K$4?/, MLJ^\S5UIPB_K))1^DK,4P!#S&Q>:W?N8E(*2-ZB$(513%7YR87XF MD+)0$MA"=MOL62B@+ M)6]BH5-INX^94A9* UO(+T&Z7,-R4;2RX9223QI8/EV3BBY&RCSIVT]\7D(0M^"$]IU6WBB>']]1.KY?]>4_4$L#!!0 ('$P9EGS((MYZ0$!(B : M>&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'/-VCM.PT 4A>&M1%XD_N8\%!" M14.+V(5)@^1Q)9G$,GNB4(1CD5!@^94UMCR]5]]LL:>OZ1=6[;=(6^V?9X< M][M#7C2;4OJ'$/)RD_9MONGZ=#A?677#OBWGY; .?;M\;]NI3W^9V*U6VV5ZZI8?^W0HOPP.G]WPGCBGHK@=Z*>BN!WCIZV2;06U%O)=!;46\ET%M1M;R706U%O)=!;46\ET%M1;R706U%O)=#;4&\CT-M0;R/0VU!O(]#;1ILE!'H;MZFT$>AOJ;01Z&^IM!'H;ZFT$>AOJ;01Z&^IM!'H[ZNT$>COJ[01Z.^KM!'H[MZNT$>OMHLYM ;T>]G4!O1[V=0&]'O9U;T>]G4!O1[V=0.^(>D<"O2/J'0GT MCJAW)- [HMZ10.^(>D<"O>/H8R6!WA'UC@1Z1]0[_J?>N9QV*5][OM?X_/^D MNISO3=?'7Y;?)T?L7' .\ O(XQ=02P,$% @ <3!F6;)H2=C5 0 OR$ M !, !;0V]N=&5N=%]4>7!E&ULS=I=3X,P% ;@O[)P:T;7K_D1YXUZ MJU[X!RJ<#3*@3=O-^>\M3$TT2EQFXGL#@;;G/;3)<\7EXXNC,-FU31<6616C MNV L%!6U)N3649=&EM:W)J9'OV+.%&NS(B9FLSDK;!>IB]/8U\BN+F]H:39-MG-SNTNM0VVZ1>6I"-KG>3^RS%IEQKJD+$],XVW;EEY3I6T*>5@YS0E6[<)(F M9.S;A'[DYX"W=?=;\KXN:?)@?+PS;9K%=@T+\;6AD(^7^*9'NUS6!96VV+1I M21Z<)U.&BBBV3;XO>C*>'-,.T_[*C\X?RHP%IID/WKJ03LS3X7'O1]*OGKI4MB'RLQS_Q(S&5/OK[J#_MDLI?9J?M?;9^/9Q'8,/M^#W^?,8?]0_L0X#T(4'Z M4"!]:)^YB!]G(+T<0;2QSE('WR&T@B*J!R%5(YB*D=!E:.HRE%8Y2BNN3M>N__J6@O^>MJ;OW?#;\MW'U"E!+ M 0(4 Q0 ('$P9ED'04UB@0+$ 0 " 0 !D M;V-0&UL4$L! A0#% @ <3!F6=/=G%7N *P(!$ M (!KP &1O8U!R;W!S+V-O&UL4$L! A0#% @ M<3!F69E&PO=V]R:W-H965T&UL4$L! A0#% @ M<3!F66\"R\08!P ,AX !@ ("!$PX 'AL+W=O,& "9'P & @('L& >&PO=V]R M:W-H965T&UL4$L! A0#% @ <3!F6=%]HC' P E T M !@ ("!!2 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F67E]#--]!P +" !@ ("! MSS8 'AL+W=O=JT% L#0 &0 M @('11@ >&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F69TVA2MC!@ FP\ !D M ("!P5, 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ <3!F6:'(X_[4!0 9 X !D ("! M'FP 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ <3!F6=1/,J.(P)P@ !D ("! 7P 'AL+W=O&PO=V]R:W-H965TU6?.5@4 *,/ 9 " @8V# !X M;"]W;W)K&UL4$L! A0#% @ <3!F68BWX?M? M"0 4!8 !D ("!&HD 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F6<>']PQ* P X0L !D M ("!OY\ 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ <3!F6=&G+4>-! =@H !D ("!5:T M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M<3!F6&PO=V]R:W-H965T&UL4$L! A0#% @

<3!F6;TXN[5? P MLP@ !D ("!?L8 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F6;CSX*/G!@ 74$!D M ("!Q=('AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ <3!F6<'I?> !!0 (!P !D ("! ^$ 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F M64-CA*L#!0 :B, !D ("!A^T 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F62Z3JBI>!0 M2D M !D ("!O_L 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F68RYR,C\ @) L !D M ("!C0\! 'AL+W=OWO%H, !DB@ &0 @(' $@$ >&PO=V]R:W-H965T M&UL4$L! A0# M% @ <3!F65E1V95Y P +PT !D ("!AB,! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F6>#Q M#",D @ J 0 !D ("!R3 ! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ <3!F62[D7\#L @ 2@P !D M ("!TT ! 'AL+W=O&PO M>D! 2(@ &@ @ %730$ >&PO7W)E M;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"% ,4 " !Q,&99LFA)V-4! "_ M(0 $P @ %X3P$ 6T-O;G1E;G1?5'EP97-=+GAM;%!+!08 1 00!! +X1 !^40$! end XML 78 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 79 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 81 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 265 231 1 false 57 0 false 6 false false R1.htm 0000001 - Document - Cover Sheet http://clarivate.com/role/Cover Cover Cover 1 false false R2.htm 9952151 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) Sheet http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) Statements 2 false false R3.htm 9952152 - Statement - CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) (Parenthetical) Sheet http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) (Parenthetical) Statements 3 false false R4.htm 9952153 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED) Sheet http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED) Statements 4 false false R5.htm 9952154 - Statement - CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) Sheet http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVEINCOMELOSSUNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) Statements 5 false false R6.htm 9952155 - 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General (Details) Sheet http://clarivate.com/role/NatureofOperationsandSummaryofSignificantAccountingPoliciesGeneralDetails Nature of Operations and Summary of Significant Accounting Policies - General (Details) Details http://clarivate.com/role/NatureofOperationsandSummaryofSignificantAccountingPoliciesPolicies 35 false false R36.htm 9954482 - Disclosure - Acquisitions and Divestitures - Narrative (Details) Sheet http://clarivate.com/role/AcquisitionsandDivestituresNarrativeDetails Acquisitions and Divestitures - Narrative (Details) Details 36 false false R37.htm 9954483 - Disclosure - Revenue - Disaggregated Revenues (Details) Sheet http://clarivate.com/role/RevenueDisaggregatedRevenuesDetails Revenue - Disaggregated Revenues (Details) Details 37 false false R38.htm 9954484 - Disclosure - Revenue - Contract Balances (Details) Sheet http://clarivate.com/role/RevenueContractBalancesDetails Revenue - Contract Balances (Details) Details 38 false false R39.htm 9954485 - Disclosure - Other Intangible Assets, Net and Goodwill - 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Disclosure - Commitments and Contingencies (Details)", "shortName": "Commitments and Contingencies (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "57", "firstAnchor": { "contextRef": "c-5", "name": "us-gaap:GainLossRelatedToLitigationSettlement", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-5", "ancestors": ["span", "td", "tr", "table", "div", "ix:continuation", "clvt:ScheduleOfOtherOperatingIncomeNetTableTextBlock", "body", "html"], "reportCount": 1, "baseRef": "clvt-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-264", "name": "us-gaap:GainLossRelatedToLitigationSettlement", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-5", "ancestors": ["span", "div", "ix:continuation", "body", "html"], "reportCount": 1, "baseRef": "clvt-20240930.htm", "unique": true } } }, "tag": { "us-gaap_AOCIAttributableToParentNetOfTaxRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AOCIAttributableToParentNetOfTaxRollForward", "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "AOCI Attributable to Parent, Net of Tax [Roll Forward]", "label": "AOCI Attributable to Parent, Net of Tax [Roll Forward]", "documentation": "A roll forward is a reconciliation of a concept from the beginning of a period to the end of a period." } } }, "auth_ref": [] }, "clvt_AcademiaGovernmentGroupMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "AcademiaGovernmentGroupMember", "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsnetandGoodwillChangeintheCarryingAmountofGoodwillDetails", "http://clarivate.com/role/RestructuringandOtherImpairmentsDetails", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails", "http://clarivate.com/role/SegmentInformationRevenuebyReportableSegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "A&G Segment", "verboseLabel": "Academia & Government", "label": "Academia & Government Group [Member]", "documentation": "Academia & Government Group" } } }, "auth_ref": [] }, "us-gaap_AccountingPoliciesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingPoliciesAbstract", "lang": { "en-us": { "role": { "terseLabel": "Accounting Policies [Abstract]", "label": "Accounting Policies [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccountsPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrent", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable", "label": "Accounts Payable, Current", "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. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r76", "r714"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED", "http://clarivate.com/role/RevenueContractBalancesDetails"], "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": ["r842"] }, "us-gaap_AccruedLiabilitiesAndOtherLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesAndOtherLiabilities", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Accrued expenses and other current liabilities", "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_AccumulatedDefinedBenefitPlansAdjustmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDefinedBenefitPlansAdjustmentMember", "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Defined benefit pension plans", "label": "Accumulated Defined Benefit Plans Adjustment Attributable to Parent [Member]", "documentation": "Accumulated other comprehensive (income) loss related to defined benefit plans attributable to the parent." } } }, "auth_ref": ["r6", "r7", "r15", "r25", "r96", "r822", "r823", "r824"] }, "us-gaap_AccumulatedGainLossNetCashFlowHedgeParentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedGainLossNetCashFlowHedgeParentMember", "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Interest rate swaps", "label": "Accumulated Gain (Loss), Net, Cash Flow Hedge, Parent [Member]", "documentation": "Accumulated other comprehensive income (loss) from gain (loss) of derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness, attributable to parent." } } }, "auth_ref": ["r176", "r183", "r184", "r464", "r668", "r822"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossLineItems", "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income (Loss) [Line Items]", "label": "Accumulated Other Comprehensive Income (Loss) [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": ["r182", "r183", "r503", "r504", "r505", "r506", "r507", "r508"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive loss", "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", "r97", "r169", "r544", "r578", "r579"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossTable", "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income (Loss) [Table]", "label": "Accumulated Other Comprehensive Income (Loss) [Table]", "documentation": "Disclosure of information about components of accumulated other comprehensive income (loss)." } } }, "auth_ref": ["r182", "r183", "r503", "r504", "r505", "r506", "r507", "r508"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCHANGESINEQUITYUNAUDITED", "http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income (Loss)", "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", "r470", "r473", "r521", "r574", "r575", "r822", "r823", "r824", "r831", "r832", "r833", "r834"] }, "us-gaap_AccumulatedTranslationAdjustmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedTranslationAdjustmentMember", "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Foreign currency translation adjustment", "label": "Accumulated Foreign Currency Adjustment Attributable to Parent [Member]", "documentation": "Accumulated other comprehensive income (loss) resulting from foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to the parent." } } }, "auth_ref": ["r5", "r15", "r25", "r94", "r95", "r183", "r184", "r504", "r505", "r506", "r507", "r508", "r822"] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r769"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment to Compensation, Amount", "label": "Adjustment to Compensation Amount" } } }, "auth_ref": ["r782"] }, "ecd_AdjToCompAxis": { 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"Adjustment To PEO Compensation, Footnote", "label": "Adjustment To PEO Compensation, Footnote [Text Block]" } } }, "auth_ref": ["r782"] }, "clvt_AdjustedEBITDA": { "xbrltype": "monetaryItemType", "nsuri": "http://clarivate.com/20240930", "localname": "AdjustedEBITDA", "crdr": "credit", "presentation": ["http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "People-related costs", "label": "Adjusted EBITDA", "documentation": "Adjusted EBITDA" } } }, "auth_ref": [] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue", "crdr": "credit", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCHANGESINEQUITYUNAUDITED"], "lang": { "en-us": { "role": { 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{ "role": { "terseLabel": "All Individuals", "label": "All Individuals [Member]" } } }, "auth_ref": ["r745", "r755", "r765", "r789", "r797", "r801", "r809"] }, "ecd_AllTradingArrangementsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllTradingArrangementsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "All Trading Arrangements", "label": "All Trading Arrangements [Member]" } } }, "auth_ref": ["r807"] }, "us-gaap_AllocatedShareBasedCompensationExpense": { "xbrltype": "monetaryItemType", "nsuri":

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Excludes amount capitalized." } } }, "auth_ref": ["r431", "r432"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Amendment Flag", "label": "Amendment Flag", "documentation": "Boolean flag that is true when the XBRL content amends previously-filed or accepted submission." } } }, "auth_ref": [] }, "us-gaap_AmortizationOfIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfIntangibleAssets", "crdr": "debit", "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillOtherIntangibleAssetsNetNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Amortization of intangible assets", "label": "Amortization of Intangible Assets", "documentation": "The 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." } } }, "auth_ref": ["r13", "r284", "r291", "r683"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://clarivate.com/role/EarningsPerShareNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive shares (in shares)", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r224"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://clarivate.com/role/EarningsPerShareNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities [Axis]", "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r32"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://clarivate.com/role/EarningsPerShareNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [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": [] }, "us-gaap_AntidilutiveSecuritiesNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesNameDomain", "presentation": ["http://clarivate.com/role/EarningsPerShareNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities, Name [Domain]", "label": "Antidilutive Securities, Name [Domain]", "documentation": "Incremental common shares attributable to securities that were not included in diluted earnings per share (EPS) because to do so would increase EPS amounts or decrease loss per share amounts for the period presented." } } }, "auth_ref": ["r32"] }, "us-gaap_Assets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Assets", "crdr": "debit", "calculation": { 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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." } } }, "auth_ref": ["r43"] }, "us-gaap_BusinessCombinationAndAssetAcquisitionAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationAndAssetAcquisitionAbstract", "lang": { "en-us": { "role": { "label": "Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]" } } }, "auth_ref": [] }, "us-gaap_BusinessCombinationDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationDisclosureTextBlock", "presentation": ["http://clarivate.com/role/AcquisitionsandDivestitures"], "lang": { "en-us": { "role": { "terseLabel": "Acquisitions and Divestitures", "label": "Business Combination Disclosure [Text Block]", "documentation": "The entire disclosure for a business combination (or series of individually immaterial business combinations) completed during the period, including background, timing, and recognized assets and liabilities. 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Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. Accounting policies describe all significant accounting policies of the reporting entity." } } }, "auth_ref": ["r110", "r111"] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Cash and cash equivalents, including restricted cash", "label": "Cash and Cash Equivalents, at Carrying Value", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r30", "r164", "r665"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": [

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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": ["r30", "r107", "r190"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "periodEndLabel": "Cash and cash equivalents, including restricted cash, end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r30", "r107", "r190"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "totalLabel": "Net change in cash and cash equivalents, including restricted 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": ["r2", "r107"] }, "us-gaap_CashFlowHedgeGainLossToBeReclassifiedWithinTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowHedgeGainLossToBeReclassifiedWithinTwelveMonths", "crdr": "credit", "presentation": ["http://clarivate.com/role/DerivativeInstrumentsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Pre-tax gain expected to be reclassified within 12 months", "label": "Cash Flow Hedge Gain (Loss) to be Reclassified within 12 Months", "documentation": "The estimated net amount of existing gains or losses on cash flow hedges at the reporting date expected to be reclassified to earnings within the next 12 months." } } }, "auth_ref": ["r63"] }, "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": { "terseLabel": "Changed Peer Group, Footnote", "label": "Changed Peer Group, Footnote [Text Block]" } } }, "auth_ref": ["r780"] }, "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": { "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year", "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]" } } }, "auth_ref": ["r777"] }, "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested", "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]" } } }, "auth_ref": ["r775"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "City Area Code", "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Warrant exercise price (usd 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": ["r379"] }, "clvt_ClassOfWarrantOrRightExpired": { "xbrltype": "sharesItemType", "nsuri": "http://clarivate.com/20240930", "localname": "ClassOfWarrantOrRightExpired", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of warrants expired (in shares)", "label": "Class Of Warrant Or Right, Expired", "documentation": "Class Of Warrant Or Right, Expired" } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightLineItems", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Warrant or Right [Line Items]", "label": "Class of Warrant or Right [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": [] }, "us-gaap_ClassOfWarrantOrRightTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightTable", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Warrant or Right [Table]", "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": ["r40"] }, "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": { "terseLabel": "Company Selected Measure Amount", "label": "Company Selected Measure Amount" } } }, "auth_ref": ["r781"] }, "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": { "terseLabel": "Company Selected Measure Name", "label": "Company Selected Measure Name" } } }, "auth_ref": ["r781"] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingencies", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Commitments and contingencies (Note 14)", "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": ["r85", "r133", "r541", "r597"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies Disclosure [Abstract]", "label": "Commitments and Contingencies Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": ["http://clarivate.com/role/CommitmentsandContingencies"], "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies", "label": "Commitments and Contingencies Disclosure [Text Block]", "documentation": "The entire disclosure for commitments and contingencies." } } }, "auth_ref": ["r118", "r317", "r318", "r658", "r870", "r876"] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockMember", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCHANGESINEQUITYUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Ordinary Shares", "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r721", "r722", "r723", "r725", "r726", "r727", "r730", "r831", "r832", "r834", "r894", "r954", "r955"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Ordinary shares, par value (in dollars per share)", "label": "Common Stock, Par or Stated Value Per Share", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": ["r88"] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesIssued", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Ordinary shares, issued (in shares)", "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": ["r88"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Ordinary shares, outstanding (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r16", "r88", "r598", "r616", "r955", "r956"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Ordinary Shares, no par value; unlimited shares authorized; 710.3 and 666.1 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively", "label": "Common Stock, Value, Issued", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r88", "r543", "r714"] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Company Selected Measure", "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]" } } }, "auth_ref": ["r786"] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Net Income", "label": "Compensation Actually Paid vs. Net Income [Text Block]" } } }, "auth_ref": ["r785"] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Other Measure", "label": "Compensation Actually Paid vs. Other Measure [Text Block]" } } }, "auth_ref": ["r787"] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return", "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]" } } }, "auth_ref": ["r784"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVEINCOMELOSSUNAUDITED": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVEINCOMELOSSUNAUDITED"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive income (loss)", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r26", "r179", "r181", "r185", "r535", "r550", "r551"] }, "us-gaap_ComputerSoftwareIntangibleAssetMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComputerSoftwareIntangibleAssetMember", "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillIntangibleAssetsbyMajorClassDetails"], "lang": { "en-us": { "role": { "terseLabel": "Computer software", "label": "Computer Software, Intangible Asset [Member]", "documentation": "Collection of computer programs and related data that provide instructions to a computer, for example, but not limited to, application program, control module or operating system, that perform one or more particular functions or tasks." } } }, "auth_ref": ["r661", "r664", "r857", "r858", "r859", "r860", "r862", "r863", "r865", "r866"] }, "us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerAssetAndLiabilityTableTextBlock", "presentation": ["http://clarivate.com/role/RevenueTables"], "lang": { "en-us": { "role": { "verboseLabel": "Schedule of contract balances", "label": "Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block]", "documentation": "Tabular disclosure of receivable, contract asset, and contract liability from contract with customer. Includes, but is not limited to, change in contract asset and contract liability." } } }, "auth_ref": ["r888"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED", "http://clarivate.com/role/RevenueContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Current portion of

deferred revenues", "label": "Contract with Customer, Liability, Current", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r381", "r382", "r393"] }, "us-gaap_ContractWithCustomerLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityNoncurrent", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED", "http://clarivate.com/role/RevenueContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Non-current portion of deferred revenues", "label": "Contract with Customer, Liability, Noncurrent", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent." } } }, "auth_ref": ["r381", "r382", "r393"] }, "us-gaap_ContractWithCustomerLiabilityRevenueRecognized": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityRevenueRecognized", "crdr": "credit", "presentation": ["http://clarivate.com/role/RevenueContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue recognized that was deferred at the beginning of the period", "label": "Contract with Customer, Liability, Revenue Recognized", "documentation": "Amount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due." } } }, "auth_ref": ["r394"] }, "us-gaap_ConvertiblePreferredStockTermsOfConversion": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertiblePreferredStockTermsOfConversion", "presentation": ["http://clarivate.com/role/ShareholdersEquityNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Preferred Stock, Convertible, Terms", "label": "Preferred Stock, Convertible, Terms", "documentation": "Description of conversion terms for preferred stock." } } }, "auth_ref": ["r22", "r37", "r38", "r87", "r121", "r122"] }, "us-gaap_CostOfRevenue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfRevenue", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenues", "label": "Cost of Revenue", "documentation": "The aggregate cost of goods produced and sold and services rendered during the reporting period." } } }, "auth_ref": ["r99", "r193", "r264", "r327", "r328", "r329", "r330", "r331", "r332", "r333", "r334", "r335", "r497", "r676", "r884"] }, "us-gaap_CostsAndExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostsAndExpenses", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED"], "lang": { "en-us": { "role": { "totalLabel": "Total operating expenses", "label": "Costs and Expenses", "documentation": "Total costs of sales and operating expenses for the period." } } }, "auth_ref": ["r102"] }, "dei_CountryRegion": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CountryRegion", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Country Region", "label": "Country Region", "documentation": "Region code of country" } } }, "auth_ref": [] }, "dei_CoverAbstract": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CoverAbstract", "lang": { "en-us": { "role": { "label": "Cover [Abstract]", "documentation": "Cover page." } } }, "auth_ref": [] }, "us-gaap_CreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityAxis", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Axis]", "label": "Credit Facility [Axis]", "documentation": "Information by type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r326", "r882"] }, "us-gaap_CreditFacilityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityDomain", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Domain]", "label": "Credit Facility [Domain]", "documentation": "Type of credit facility. 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Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt." } } }, "auth_ref": ["r21", "r132", "r363"] }, "us-gaap_DebtInstrumentCollateralAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentCollateralAmount", "crdr": "debit", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Collateralized amount", "label": "Debt Instrument, Collateral Amount", "documentation": "Amount of assets pledged to secure a debt instrument." } } }, "auth_ref": ["r65"] }, "us-gaap_DebtInstrumentFaceAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentFaceAmount", "crdr": "credit", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Debt face amount", "label": "Debt Instrument, Face Amount", "documentation": "Face (par) amount of debt instrument at time of issuance." } } }, "auth_ref": ["r337", "r511", "r512", "r686", "r687", "r712"] }, "us-gaap_DebtInstrumentFairValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentFairValue", "crdr": "credit", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Fair vale of company's debt", "label": "Debt Instrument, Fair Value Disclosure", "documentation": "Fair value portion of debt instrument payable, including, but not limited to, notes payable and loans payable." } } }, "auth_ref": ["r350", "r496", "r686", "r687", "r896", "r897", "r898", "r899", "r906"] }, "us-gaap_DebtInstrumentInterestRateEffectivePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentInterestRateEffectivePercentage", "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective Interest Rate", "label": "Debt Instrument, Interest Rate, Effective Percentage", "documentation": "Effective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium." } } }, "auth_ref": ["r81", "r365", "r511", "r512", "r712"] }, "us-gaap_DebtInstrumentLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentLineItems", "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails", "http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument [Line Items]", "label": "Debt Instrument [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": ["r195", "r337", "r338", "r339", "r340", "r341", "r343", "r348", "r349", "r350", "r351", "r353", "r354", "r355", "r356", "r357", "r358", "r361", "r685", "r686", "r687", "r688", "r689", "r712", "r829", "r913", "r914"] }, "us-gaap_DebtInstrumentNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentNameDomain", "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails", "http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Name [Domain]", "label": "Debt Instrument, Name [Domain]", "documentation": "The name for the particular debt instrument or borrowing that distinguishes it from other debt instruments or borrowings, including draws against credit 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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": ["r502"] }, "clvt_EffectiveIncomeTaxRateReconciliationDeductibleExpenseImpairmentLossesAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://clarivate.com/20240930", "localname": "EffectiveIncomeTaxRateReconciliationDeductibleExpenseImpairmentLossesAmount", "crdr": "credit", "presentation": ["http://clarivate.com/role/IncomeTaxesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Income tax benefit due to impairment of intangible assets", "label": "Effective Income Tax Rate Reconciliation, Deductible Expense, Impairment Losses, Amount", "documentation": "Effective Income Tax Rate Reconciliation, Deductible Expense, Impairment Losses, Amount" } } }, "auth_ref": [] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Accrued compensation", "label": "Employee-related Liabilities, Current", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r79"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Employee Stock Option", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "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://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Country", "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://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "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": ["r734"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding", "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_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "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_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r734"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "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://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Filer Category", "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": ["r734"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "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": ["r818"] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Registrant Name", "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": ["r734"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Shell Company", "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": ["r734"] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Entity Small Business", "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": ["r734"] },

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Compensation Recovery [Table]" } } }, "auth_ref": ["r738", "r748", "r758", "r790"] }, "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": { "terseLabel": "Executive Category:", "label": "Executive Category [Axis]" } } }, "auth_ref": ["r789"] }, "clvt_ExitAndDisposalCostsMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "ExitAndDisposalCostsMember", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Exit and disposal costs:", "label": "Exit and Disposal Costs [Member]", "documentation": "Exit and Disposal Costs" } } }, "auth_ref": [] }, "clvt_ExitDisposalAndAbandonmentCostsMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": 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Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect

of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r486", "r487", "r488", "r489", "r491", "r492", "r493", "r494", "r495", "r533", "r706", "r709"] }, "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "terseLabel": "Level 2", "label": "Fair Value, Inputs, Level 2 [Member]", "documentation": "Inputs other than quoted prices included within level 1 that are observable for an asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r350", "r397", "r402", "r482", "r483", "r490", "r524", "r686", "r687", "r698", "r699", "r700", "r706"] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Level 3", "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r350", "r397", "r398", "r399", "r400", "r401", "r402", "r482", "r483", "r484", "r485", "r490", "r525", "r686", "r687", "r698", "r699", "r700", "r706", "r708"] }, "us-gaap_FairValueMeasurementFrequencyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementFrequencyDomain", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Frequency [Domain]", "label": "Measurement Frequency [Domain]", "documentation": "Measurement frequency." } } }, "auth_ref": ["r481", "r482", "r483", "r485", "r706", "r898", "r909"] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": ["http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details", "http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Domain]", "label": "Fair Value Hierarchy and NAV [Domain]", "documentation": "Categories used to prioritize the inputs to valuation techniques to measure fair value." } } }, "auth_ref": ["r350", "r397", "r398", "r399", "r400", "r401", "r402", "r480", "r482", "r483", "r484", "r485", "r489", "r490", "r491", "r523", "r524", "r525", "r686", "r687", "r698", "r699", "r700", "r706", "r708"] }, "us-gaap_FairValueMeasurementsRecurringMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsRecurringMember", "presentation": ["http://clarivate.com/role/PrivatePlacementWarrantsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Recurring", "label": "Fair Value, Recurring [Member]", "documentation": "Frequent fair value measurement. Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": ["r706", "r895", "r896", "r897", "r898", "r899", "r909"] }, "us-gaap_FairValuesDerivativesBalanceSheetLocationByDerivativeContractTypeByHedgingDesignationTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValuesDerivativesBalanceSheetLocationByDerivativeContractTypeByHedgingDesignationTable", "presentation": ["http://clarivate.com/role/DerivativeInstrumentsFairValueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table]", "label": "Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table]", "documentation": "Disclosure of information about location and fair value of derivative instrument and nonderivative instrument designated as hedging instrument." } } }, "auth_ref": 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Exchange, or the Chicago Mercantile Exchange) for options or future contracts to buy or sell a certain currency, at a specified date, at a fixed exercise exchange rate." } } }, "auth_ref": ["r604", "r608", "r613", "r626", "r632", "r651", "r652", "r653", "r723"] }, "ecd_ForgoneRecoveryDueToDisqualificationOfTaxBenefitsAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ForgoneRecoveryDueToDisqualificationOfTaxBenefitsAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Forgone Recovery due to Disqualification of Tax Benefits, Amount", "label": "Forgone Recovery due to Disqualification of Tax Benefits, Amount" } } }, "auth_ref": ["r745", "r755", "r765", "r797"] }, "ecd_ForgoneRecoveryDueToExpenseOfEnforcementAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ForgoneRecoveryDueToExpenseOfEnforcementAmt", "presentation": 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Excludes claims within an insurance entity's normal claims settlement process." } } }, "auth_ref": ["r676", "r877"] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED", "http://clarivate.com/role/OtherIntangibleAssetsnetandGoodwillChangeintheCarryingAmountofGoodwillDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Goodwill", "periodStartLabel": "Goodwill, beginning balance", "periodEndLabel": "Goodwill, ending balance", "label": "Goodwill", "documentation": "Amount, 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." } } }, "auth_ref": ["r165", "r270", "r534", "r677", "r682", "r707", "r714", "r846", "r853"] }, "us-gaap_GoodwillAndIntangibleAssetImpairment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GoodwillAndIntangibleAssetImpairment", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Goodwill and intangible asset impairments", "negatedTerseLabel": "Goodwill and intangible asset impairments", "label": "Goodwill and Intangible Asset Impairment", "documentation": "Total 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." } } }, "auth_ref": [] }, "us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GoodwillAndIntangibleAssetsDisclosureAbstract", "lang": { "en-us": { "role": { "terseLabel": "Goodwill and Intangible Assets Disclosure [Abstract]", "label": "Goodwill and Intangible Assets Disclosure [Abstract]"

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Including, but not limited to, domestic tax contingency, foreign tax contingency, state and local tax contingency, and other contingencies." } } }, "auth_ref": ["r440", "r704", "r890"] }, "us-gaap_IncreaseDecreaseInAccountsPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInAccountsPayable", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 12.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable", "label": "Increase (Decrease) in Accounts Payable", "documentation": "The 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." } } }, "auth_ref": ["r12"] }, "us-gaap_IncreaseDecreaseInAccountsReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInAccountsReceivable", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 9.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "negatedLabel": "Accounts receivable", "label": "Increase (Decrease) in Accounts Receivable", "documentation": "The 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." } } }, "auth_ref": ["r12"] }, "us-gaap_IncreaseDecreaseInContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInContractWithCustomerLiability", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 14.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Deferred revenues", "label": "Increase (Decrease) in Contract with Customer, Liability", "documentation": "Amount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r529", "r827"] }, "us-gaap_IncreaseDecreaseInDeferredCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInDeferredCharges", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 7.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "negatedLabel": "Amortization of debt issuance costs", "label": "Increase (Decrease) in Deferred Charges", "documentation": "The increase (decrease) during the reporting period in the value of expenditures made during the current reporting period for benefits that will be received over a period of years. Deferred charges differ from prepaid expenses in that they usually extend over a long period of time and may or may not be regularly recurring costs of operation." } } }, "auth_ref": ["r12"] }, "us-gaap_IncreaseDecreaseInOperatingCapitalAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInOperatingCapitalAbstract", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Changes in operating assets and liabilities:", "label": "Increase (Decrease) in Operating Capital [Abstract]" } } }, "auth_ref": [] }, "us-gaap_IncreaseDecreaseInOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInOperatingLeaseLiability", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 15.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Operating leases, net", "label": "Increase (Decrease) in Operating Lease Liability", "documentation": "Amount of increase (decrease) in obligation for operating lease." } } }, "auth_ref": ["r820", "r827"] }, "us-gaap_IncreaseDecreaseInOtherCurrentLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncreaseDecreaseInOtherCurrentLiabilities", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 13.0 } }, "presentation": [

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A major class is composed of intangible assets that can be grouped together because they are similar, either by their nature or by their use in the operations of the company." } } }, "auth_ref": ["r283", "r288", "r292", "r683"] }, "ecd_IndividualAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "IndividualAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure", "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure", "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Individual:", "label": "Individual [Axis]" } } }, "auth_ref": ["r745", "r755", "r765", "r789", "r797", "r801", "r809"] }, "ecd_InsiderTradingArrLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingArrLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Arrangements [Line Items]" } } }, "auth_ref": ["r807"] }, "ecd_InsiderTradingPoliciesProcLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTradingPoliciesProcLineItems", "lang": { "en-us": { "role": { "label": "Insider Trading Policies and Procedures [Line Items]" } } }, "auth_ref": ["r737", "r813"] }, "ecd_InsiderTrdPoliciesProcAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTrdPoliciesProcAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc"], "lang": { "en-us": { "role": { "terseLabel": "Insider Trading Policies and Procedures Adopted", "label": "Insider Trading Policies and Procedures Adopted [Flag]" } } }, "auth_ref": ["r737", "r813"] }, "ecd_InsiderTrdPoliciesProcNotAdoptedTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "InsiderTrdPoliciesProcNotAdoptedTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc"], "lang": { "en-us": { "role": { "terseLabel": "Insider Trading Policies and Procedures Not Adopted", "label": "Insider Trading Policies and Procedures Not Adopted [Text Block]" } } }, "auth_ref": ["r737", "r813"] }, "us-gaap_IntangibleAssetsGrossExcludingGoodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IntangibleAssetsGrossExcludingGoodwill", "crdr": "debit", "calculation": { "http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillIntangibleAssetsbyMajorClassDetails": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillIntangibleAssetsbyMajorClassDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total intangible assets, Gross", "label": "Intangible Assets, Gross (Excluding Goodwill)", "documentation": "Amount before accumulated amortization of intangible assets, excluding goodwill." } } }, "auth_ref": ["r165"] }, "us-gaap_IntangibleAssetsNetExcludingGoodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IntangibleAssetsNetExcludingGoodwill", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 1.0 }, "http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillIntangibleAssetsbyMajorClassDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillIntangibleAssetsbyMajorClassDetails_1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED", "http://clarivate.com/role/OtherIntangibleAssetsNetandGoodwillIntangibleAssetsbyMajorClassDetails"], "lang": { "en-us": { "role": { "terseLabel": "Other intangible assets, net", "totalLabel": "Other intangible assets, net", "label": "Intangible Assets, Net (Excluding Goodwill)", "documentation": "Sum of the carrying amounts of all intangible assets, excluding goodwill, as of the

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For example, but not limited to, name of case, category of litigation, or other differentiating information." } } }, "auth_ref": [] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Local Phone Number", "label": "Local Phone Number", "documentation": "Local phone number for entity." } } }, "auth_ref": [] }, "us-gaap_LongTermDebtAndCapitalLeaseObligations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtAndCapitalLeaseObligations", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED", "http://clarivate.com/role/DebtSummaryofIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-term debt", "label": "Long-Term Debt and Lease Obligation", "documentation": "Amount of long-term debt and lease obligation, classified as noncurrent." } } }, "auth_ref": ["r21", "r540"] }, "us-gaap_LongTermDebtAndCapitalLeaseObligationsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtAndCapitalLeaseObligationsCurrent", "crdr": "credit", "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Current portion of long-term debt", "label": "Long-Term Debt and Lease Obligation, Current", "documentation": "Amount of long-term debt and lease obligation, classified as current." } } }, "auth_ref": ["r79"] }, "us-gaap_LongTermDebtAndCapitalLeaseObligationsIncludingCurrentMaturities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtAndCapitalLeaseObligationsIncludingCurrentMaturities", "crdr": "credit", "calculation": { "http://clarivate.com/role/DebtSummaryofIndebtednessDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total debt outstanding", "label": "Long-Term Debt and Lease Obligation, Including Current Maturities", "documentation": "Amount of long-term debt and lease obligation, including portion classified as current." } } }, "auth_ref": [] }, "us-gaap_LossContingenciesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesLineItems", "presentation": ["http://clarivate.com/role/CommitmentsandContingenciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingencies [Line Items]", "label": "Loss Contingencies [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": ["r319", "r320", "r321", "r324", "r433", "r684", "r878", "r879"] }, "us-gaap_LossContingenciesTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesTable", "presentation": ["http://clarivate.com/role/CommitmentsandContingenciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingencies [Table]", "label": "Loss Contingencies [Table]", "documentation": "Disclosure of information about loss contingency. Excludes environmental contingency, warranty, and unconditional purchase obligation." } } }, "auth_ref": ["r319", "r320", "r321", "r324", "r433", "r684", "r878", "r879"] }, "clvt_MarkMonitorMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "MarkMonitorMember", "presentation": ["http://clarivate.com/role/AcquisitionsandDivestituresNarrativeDetails", "http://clarivate.com/role/OtherOperatingExpenseIncomeNetDetails", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "MarkMonitor", "label": "MarkMonitor [Member]", "documentation": "MarkMonitor" } } }, "auth_ref": [] }, "srt_MaximumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MaximumMember", "presentation": ["http://clarivate.com/role/DerivativeInstrumentsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Maximum", "label": "Maximum [Member]", "documentation": "Upper limit of the provided range." } } }, "auth_ref": ["r144", "r145", "r146", "r147", "r148", "r156", "r157", "r320", "r321", "r322", "r323", "r403", "r433", "r485", "r528", "r572", "r573", "r580", "r588", "r589", "r642", "r644", "r647", "r648", "r655", "r659", "r660", "r681", "r690", "r703", "r708", "r709", "r710", "r711", "r716", "r886", "r917", "r918", "r919", "r920", "r921", "r922"] }, "ecd_MeasureAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Measure:", "label": "Measure [Axis]" } } }, "auth_ref": ["r781"] }, "ecd_MeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Name", "label": "Measure Name" } } }, "auth_ref": ["r781"] }, "ecd_MnpiDiscTimedForCompValFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MnpiDiscTimedForCompValFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "MNPI Disclosure Timed for Compensation Value", "label": "MNPI Disclosure Timed for Compensation Value [Flag]" } } }, "auth_ref": ["r800"] }, "ecd_MtrlTermsOfTrdArrTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MtrlTermsOfTrdArrTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Material Terms of Trading Arrangement", "label": "Material Terms of Trading Arrangement [Text Block]" } } }, "auth_ref": ["r808"] }, "ecd_NamedExecutiveOfficersFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NamedExecutiveOfficersFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Named Executive Officers, Footnote", "label": "Named Executive Officers, Footnote [Text Block]" } } }, "auth_ref": ["r782"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used for) financing activities", "label": "Net Cash Provided by (Used in) Financing Activities", "documentation": "Amount 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." } } }, "auth_ref": ["r189"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "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://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used for) investing activities", "label": "Net Cash Provided by (Used in) Investing Activities",

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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": ["r189"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "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://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by 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": ["r107", "r108", "r109"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "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://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED": { "parentTag": "us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic", "weight": 1.0, "order": 1.0 }, "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVEINCOMELOSSUNAUDITED": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 1.0 }, "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED", "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCHANGESINEQUITYUNAUDITED", "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCOMPREHENSIVEINCOMELOSSUNAUDITED", "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED", "http://clarivate.com/role/EarningsPerShareDetails", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "totalLabel": "Net income (loss)", "terseLabel": "Net income (loss)", "netLabel": "Net income (loss)", "label": "Net Income (Loss) Attributable to Parent", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r100", "r109", "r136", "r161", "r177", "r180", "r184", "r193", "r199", "r201", "r202", "r203", "r204", "r205", "r208", "r209", "r219", "r264", "r327", "r328", "r329", "r330", "r331", "r332", "r333", "r334", "r335", "r456", "r461", "r479", "r497", "r548", "r618", "r635", "r636", "r731", "r884"] }, "us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLossAvailableToCommonStockholdersBasic", "crdr": "credit", "calculation": { "http://clarivate.com/role/EarningsPerShareDetails": { "parentTag": "us-gaap_NetIncomeLossAvailableToCommonStockholdersDiluted", "weight": 1.0, "order": 2.0 }, "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED", "http://clarivate.com/role/EarningsPerShareDetails", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "totalLabel": "Net loss attributable to ordinary shares", "verboseLabel": "Net income (loss) attributable to ordinary shares", "terseLabel": "Net income (loss) attributable to ordinary shares", "label": "Net Income (Loss) Available to Common Stockholders, Basic", "documentation": "Amount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders." } } }, "auth_ref": ["r187", "r201", "r202", "r203", "r204", "r211", "r212", "r220", "r223", "r461"] }, "us-gaap_NetIncomeLossAvailableToCommonStockholdersDiluted": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLossAvailableToCommonStockholdersDiluted", "crdr": "credit", "calculation": { "http://clarivate.com/role/EarningsPerShareDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://clarivate.com/role/EarningsPerShareDetails"], "lang": { "en-us": { "role": { "totalLabel": "Net income (loss) attributable to ordinary shares, diluted", "label": "Net Income (Loss) Available to Common Stockholders, Diluted", "documentation": "Amount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities, and addition from assumption of issuance of common shares for dilutive potential common shares; of income (loss) available to common shareholders." } } }, "auth_ref": ["r187", "r213", "r215", "r216", "r217", "r218", "r220", "r223"] }, "us-gaap_NetInvestmentHedgingMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetInvestmentHedgingMember", "presentation": ["http://clarivate.com/role/DerivativeInstrumentsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Net Investment Hedging", "label": "Net Investment Hedging [Member]", "documentation": "Hedges of a net investment in a foreign operation." } } }, "auth_ref": ["r51"] }, "us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsPolicyPolicyTextBlock", "presentation": ["http://clarivate.com/role/NatureofOperationsandSummaryofSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Recently Issued Accounting Standards", "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": [] }, "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": { "terseLabel": "Non-GAAP Measure Description", "label": "Non-GAAP Measure Description [Text Block]" } } }, "auth_ref": ["r781"] }, "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": { "terseLabel": "Non-NEOs", "label": "Non-NEOs [Member]" } } }, "auth_ref": ["r745", "r755", "r765", "r789", "r797"] }, "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": { "terseLabel": "Non-PEO NEO Average Compensation Actually Paid Amount", "label": "Non-PEO NEO Average Compensation Actually Paid Amount" } } }, "auth_ref": ["r772"] }, "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": { "terseLabel": "Non-PEO NEO Average Total Compensation Amount", "label": "Non-PEO NEO Average Total Compensation Amount" } } }, "auth_ref": ["r771"] }, "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": { "terseLabel": "Non-PEO NEO", "label": "Non-PEO NEO [Member]" } } }, "auth_ref": ["r789"] }, "ecd_NonRule10b51ArrAdoptedFlag": {

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A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } }, "auth_ref": ["r672", "r680", "r837"] }, "us-gaap_OciBeforeReclassificationsNetOfTaxAttributableToParent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OciBeforeReclassificationsNetOfTaxAttributableToParent", "crdr": "credit", "calculation": { "http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails": { "parentTag": "us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "terseLabel": "Other comprehensive income (loss) before reclassifications", "label": "OCI, before Reclassifications, Net of Tax, 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Preferred shares typically represent an ownership interest in the company." } } }, "auth_ref": ["r721", "r722", "r725", "r726", "r727", "r730", "r954", "r955"] }, "us-gaap_PreferredStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockParOrStatedValuePerShare", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "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": ["r87", "r367"] }, "us-gaap_PreferredStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesAuthorized", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Preferred stock, authorized (in shares)", "label": "Preferred Stock, Shares Authorized", "documentation": "The 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." } } }, "auth_ref": ["r87", "r598"] }, "us-gaap_PreferredStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesIssued", "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITEDParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Preferred stock, issued (in shares)", "label": "Preferred Stock, Shares Issued", "documentation": "Number of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. 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nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r87", "r542", "r714"] }, "us-gaap_PrepaidExpenseCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseCurrent", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDBALANCESHEETSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Prepaid expenses", "label": "Prepaid Expense, Current", "documentation": "Amount of asset related to consideration paid in advance for costs that provide economic benefits within a future period of one year or the normal operating cycle, if longer." } } }, "auth_ref": ["r170", "r267", "r268", "r666"] }, "clvt_ProQuestAcquisitionIntegrationProgramMember": { 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Includes, but is not limited to, minimum, maximum, weighted average, arithmetic average, and median." } } }, "auth_ref": ["r144", "r145", "r146", "r147", "r148", "r156", "r157", "r320", "r321", "r322", "r323", "r396", "r403", "r427", "r428", "r429", "r433", "r485", "r526", "r527", "r528", "r572", "r573", "r580", "r588", "r589", "r642", "r644", "r647", "r648", "r655", "r659", "r660", "r681", "r690", "r703", "r708", "r709", "r710", "r711", "r716", "r723", "r874", "r886", "r898", "r918", "r919", "r920", "r921", "r922"] }, "clvt_ReOccurringRevenuesMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "ReOccurringRevenuesMember", "presentation": ["http://clarivate.com/role/RevenueDisaggregatedRevenuesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Re-occurring Revenues", "label": "Re-occurring Revenues [Member]", "documentation": "Re-occurring Revenues" } } }, "auth_ref": [] }, "us-gaap_ReclassificationFromAociCurrentPeriodNetOfTaxAttributableToParent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReclassificationFromAociCurrentPeriodNetOfTaxAttributableToParent", "crdr": "debit", "calculation": { "http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails": { "parentTag": "us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://clarivate.com/role/ShareholdersEquityAccumulatedOtherComprehensiveIncomeLossRollforwardDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Reclassifications from AOCI/ AOCL to net earnings", "label": "Reclassification from AOCI, Current Period, Net of Tax, Attributable to Parent", "documentation": "Amount after tax of reclassification adjustments of other comprehensive income (loss) attributable to parent." } } }, "auth_ref": ["r20", "r25"] }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Recovery of Erroneously Awarded Compensation Disclosure [Line Items]" } } }, "auth_ref": ["r738", "r748", "r758", "r790"] }, "us-gaap_RepaymentsOfLongTermDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLongTermDebt", "crdr": "credit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 4.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED", "http://clarivate.com/role/DebtTheCreditFacilitiesRevolvingCreditFacilityandTermLoanFacility2026Details"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Principal payments on term loans", "terseLabel": "Repayment of long-term debt", "label": "Repayments of Long-Term Debt", "documentation": "The cash outflow for debt initially having maturity due after one year or

beyond the normal operating cycle, if longer." } } }, "auth_ref": ["r106", "r582"] }, "us-gaap_ReportingUnitAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReportingUnitAxis", "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsnetandGoodwillChangeintheCarryingAmountofGoodwillDetails"], "lang": { "en-us": { "role": { "terseLabel": "Reporting Unit [Axis]", "label": "Reporting Unit [Axis]", "documentation": "Information by reporting unit." } } }, "auth_ref": ["r281", "r282", "r682"] }, "us-gaap_ReportingUnitDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReportingUnitDomain", "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsnetandGoodwillChangeintheCarryingAmountofGoodwillDetails"], "lang": { "en-us": { "role": { "terseLabel": "Reporting Unit [Domain]", "label": "Reporting Unit [Domain]", "documentation": "Level of reporting at which goodwill is tested for impairment." } } }, "auth_ref": ["r281", "r282", "r682"] }, "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": { "terseLabel": "Restatement Determination Date:", "label": "Restatement Determination Date [Axis]" } } }, "auth_ref": ["r739", "r749", "r759", "r791"] }, "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": { "terseLabel": "Restatement Determination Date", "label": "Restatement Determination Date" } } }, "auth_ref": ["r740", "r750", "r760", "r792"] }, "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": { "terseLabel": "Restatement does not require Recovery", "label": "Restatement Does Not Require Recovery [Text Block]" } } }, "auth_ref": ["r747", "r757", "r767", "r799"] }, "us-gaap_RestructuringAndRelatedActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesAbstract", "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Related Activities [Abstract]", "label": "Restructuring and Related Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesDisclosureTextBlock", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairments"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Other Impairments", "label": "Restructuring and Related Activities Disclosure [Text Block]", "documentation": "The entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r305", "r306", "r308", "r311", "r316"] }, "us-gaap_RestructuringAndRelatedCostExpectedCostRemaining1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedCostRemaining1", "crdr": "debit", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expected additional restructuring costs", "label": "Restructuring and Related Cost, Expected Cost Remaining", "documentation": "Amount of expected cost remaining for the specified restructuring cost." } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Expenses recorded", "negatedTerseLabel": "Restructuring and other impairments", "label": "Restructuring Charges", "documentation": "Amount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation." } } }, "auth_ref": ["r13", "r312", "r313", "r875"] }, "us-gaap_RestructuringCostAndReserveAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveAxis", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Type [Axis]", "label": "Restructuring Type [Axis]", "documentation": "Information by type of restructuring cost." } } }, "auth_ref": ["r307", "r308", "r313", "r314"] }, "us-gaap_RestructuringCostAndReserveLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveLineItems", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Cost and Reserve [Line Items]", "label": "Restructuring Cost and Reserve [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": ["r307", "r308", "r309", "r310", "r313", "r314", "r315"] }, "us-gaap_RestructuringCostsAndAssetImpairmentCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostsAndAssetImpairmentCharges", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and other impairments, including goodwill", "label": "Restructuring Costs and Asset Impairment Charges", "documentation": "Amount, after cash payment, of expenses associated with exit or disposal activities pursuant to an authorized plan and expenses resulting from the write-down of assets. Excludes expenses related to a business combination, a discontinued operation or an asset retirement obligation." } } }, "auth_ref": ["r13"] }, "clvt_RestructuringCostsAndOtherImpairmentCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://clarivate.com/20240930", "localname": "RestructuringCostsAndOtherImpairmentCharges", "crdr": "debit", "calculation": { "http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://clarivate.com/role/CONDENSEDCONSOLIDATEDSTATEMENTSOFOPERATIONSUNAUDITED", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and other impairments", "negatedTerseLabel": "Restructuring and other impairments", "label": "Restructuring Costs And Other Impairment Charges", "documentation": "Restructuring Costs And Other Impairment Charges" } } }, "auth_ref": [] }, "us-gaap_RestructuringPlanAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanAxis", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Plan [Axis]", "label": "Restructuring Plan [Axis]", "documentation": "Information by individual restructuring plan." } } }, "auth_ref": [] }, "us-gaap_RestructuringPlanDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanDomain", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Plan [Domain]", "label": "Restructuring Plan [Domain]", "documentation": "Identification of the individual restructuring plans." } } }, "auth_ref": [] }, "us-gaap_RestructuringReserve": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserve", "crdr": "credit", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "periodStartLabel": "Restructuring Reserve, Beginning Balance", "periodEndLabel": "Restructuring Reserve, Ending Balance", "label": "Restructuring Reserve", "documentation": "Carrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan." } } }, "auth_ref": ["r308", "r314"] }, "clvt_RestructuringReserveNoncashItemsAndOtherAdjustments": { "xbrltype": "monetaryItemType", "nsuri": "http://clarivate.com/20240930", "localname": "RestructuringReserveNoncashItemsAndOtherAdjustments", "crdr": "credit", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Noncash items", "label": "Restructuring Reserve, Noncash Items And Other Adjustments", "documentation": "Restructuring Reserve, Noncash Items And Other Adjustments" } } }, "auth_ref": [] }, "us-gaap_RestructuringReserveRollForward": { "xbrltype":

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both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added
and excise." } } }, "auth_ref": ["r137", "r138", "r228", "r235", "r236", "r250", "r256", "r259", "r261", "r262", "r391", "r392", "r530"]
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nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer,
judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill
contract with customer. Excludes insurance and lease contracts." } } }, "auth_ref": ["r143", "r383", "r384", "r385", "r386", "r387",
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arrangements, including but not limited to identification of terms, features, collateral requirements and other information
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instruments that are designated and qualify as hedging instruments) reported in the statement of financial position." } } },
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An entity discloses certain information on each reportable segment if the amounts (a) are included in the measure of segment profit or loss reviewed by the chief operating decision maker or (b) are otherwise regularly provided to the chief operating decision maker, even if not included in that measure of segment profit or loss." } } }, "auth_ref": ["r33", "r34", "r35"] }, "clvt_ScholarOneBusinessMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "ScholarOneBusinessMember", "presentation": ["http://clarivate.com/role/AcquisitionsandDivestituresNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "ScholarOne Business", "label": "ScholarOne Business [Member]", "documentation": "ScholarOne Business" } } }, "auth_ref": [] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r733"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://clarivate.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r735"] }, "us-gaap_SegmentDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentDomain", "presentation": ["http://clarivate.com/role/OtherIntangibleAssetsnetandGoodwillChangeintheCarryingAmountofGoodwillDetails", "http://clarivate.com/role/RestructuringandOtherImpairmentsDetails", "http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails", "http://clarivate.com/role/SegmentInformationRevenuebyReportableSegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Segments [Domain]", "label": "Segments [Domain]", "documentation": "Components of an entity that engage in business activities from which they may earn revenue and incur expenses, including transactions with other components of the same entity." } } }, "auth_ref": ["r137", "r138", "r139", "r140", "r228", "r231", "r234", "r235", "r236", "r237", "r238", "r239", "r240", "r241", "r242", "r243", "r244", "r245", "r247", "r248", "r249", "r250", "r251", "r252", "r253", "r254", "r256", "r257", "r258", "r262", "r272", "r273", "r274", "r275", "r276", "r277", "r278", "r279", "r280", "r295", "r310", "r315", "r554", "r555", "r556", "r557", "r558", "r559", "r560", "r561", "r562", "r563", "r564", "r673", "r676", "r677", "r682", "r718", "r923", "r926", "r927", "r928", "r929", "r930", "r931", "r932", "r933", "r934", "r935", "r936", "r937", "r938", "r939", "r940", "r941", "r942", "r943", "r944", "r945", "r946", "r947", "r948", "r949", "r950", "r951", "r952", "r953"] }, "clvt_SegmentOptimizationProgramMember": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "SegmentOptimizationProgramMember", "presentation": ["http://clarivate.com/role/RestructuringandOtherImpairmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Segment Optimization Program", "label": "Segment Optimization Program [Member]", "documentation": "Segment Optimization Program" } } }, "auth_ref": [] }, "us-gaap_SegmentReportingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingAbstract", "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting [Abstract]", "label": "Segment Reporting [Abstract]" } } }, "auth_ref": [] }, "us-gaap_SegmentReportingDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingDisclosureTextBlock",

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Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": ["r140", "r228", "r230", "r231", "r232", "r233", "r234", "r246", "r248", "r249", "r254", "r255", "r256", "r257", "r258", "r259", "r260", "r262", "r672", "r674", "r675", "r676", "r678", "r679", "r680"] }, "us-gaap_SegmentReportingInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingInformationLineItems", "presentation": ["http://clarivate.com/role/SegmentInformationAdjustedEBITDAbySegmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting Information [Line Items]", "label": "Segment Reporting Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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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": ["r101"] }, "clvt_SeniorNotes2029Member": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "SeniorNotes2029Member", "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior Notes", "label": "Senior Notes 2029 [Member]", "documentation": "Senior Notes 2029" } } }, "auth_ref": [] }, "clvt_SeniorSecuredNotes2026Member": { "xbrltype": "domainItemType", "nsuri": "http://clarivate.com/20240930", "localname": "SeniorSecuredNotes2026Member", "presentation": ["http://clarivate.com/role/DebtSummaryofIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior Secured Notes", "label": "Senior Secured Notes 2026 [Member]", "documentation": "Senior Secured Notes 2026" } } }, "auth_ref": [] }, "clvt_SeniorSecuredNotes2028Member": { 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MQ/OYF^M8@>O5,Q#;XC8Z(>!W2/B5%%5N<1N4$? [,/S*L$7;W(:7!G 'T[)G M@?5$[ZD!ME!@4?_B!5E'S>^>.SEW)]-9P'AV,[H@G@,
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P]QY%G2RTW'7HS>AC3*^(]4N^*/A(; M+$^KKB,[V]Q% JEA@H5M6D^6.2/V$F>^$N]WBG$>^*/R*O*3]7(&?H$[\PSJ MA_\<4V*RQ<.
[][_ 'XQ'EDR&HZXA*Z9IMG1=(\.N+!O=KMQNJT-34T?_Q.#5 MXC=^\&H#KR:6'*
M*3'1,3GUV(_;S4YK&L!O_"EQ^E^&WB=X6/CW\)GK3UZ[8_1)X$[/=/@G$N"4 MV-:C@A['GAUPLR-.60% $0/##C)T=?-^&K3^N?][K-
GIS\ ME=Q4V.>?V/V\^,N(QJC(/P&W@1I]TM#:[QYV6CY<*5DNC,DQE]D]K^8'V>R MI,!MXF=\8B^?BOQ)],95Q+^ 1;G>6?
RX$2#T=$0FEOUZ]M<'$$M?NJ;/TIT[M(WU_>7%?P MI?X@_AC0%;C.B?2M>=Z45+FE]S*\R))PM_@0[DY3T3L\R3;2!F17\EW;,NLG
MU]]=;R)]@0W,<9WKV01N8DC1/G='1VAE* W)(6A!F-0Z^^8:,]R5'UZGM,&V MN-$I;&&*?/IWM@TN[M(7,-S#%K,')+XA?
FQ!V'04G/763(I>$G_"3RP'#<>S M4Z4[MSE2H'G@6<26?CB6X9I4^NT^+9SU1#AG1_+?9V >4L]^O:-3UPL:T@@D M@@1@N\$K@:5\-
G1=>TALVPV&[DN,^6ZC_U]_Z77T]N=-L,_R^OG>^;_^HK3E MS^M_9EQ)H6KE[S\&=P\7=U?_D.XN;F_N'J3;'W?W/P;7#]+#C01[\0-
LN)*B M23=WDM+Z8'Z4;KY+#W^[D):VZ?D6/3A_P*^5GJ:GU"F)("U/P4K!F$I_QCB3 M0J]" F>#FCNHWEOV\XO055F!ZYD)GYQ.X!9C_-
FI25Y/7RGQ3JD3X[8'EA"= M!J'?ILDG$CI!.VKNWA%JBP[@;7]Y=,*Y2E M,%:@C*A\@V7VT18P:^TL8-Z+G@GF"(T5SS[D[F5@^
MQIJD[Q88A-=N,P)O:E&^8'$D_#5<#&IP+J,*!L.44ZW;4Y0^#APOI]NJ\8!R609D/%R_$"!@!)'?,7EX@O^5-J8*C9E"Q'L@)?,L;,3/HHO$?
^@QA5"?WJO:;T/-X2(7S_U; _+Y*=5>=AZI4'5C,[N6,96.?NS F\ MUW,PYM-7"BU&T1O__4L^GKV_UXXET/B:.0VWITK>)8_IO MSCL"

^1);>6WBZTY+H?OUI,'\M?*'=$9?\9G/,E;)=,&!(8,VZ.#]1^M?, MLWS3,IA%ZX[8(9:U#"1VJ?=(G*AER,<5VM2"))?-
N^9]4[J83&WWE7J,!I?1 M*6V848F&\,>"0)&DAB:6:=JT'FIH8)H>]?WH/U=P/V6N6/1&OR-+]T%3^HUX
MK]+@A::VP"I.CG/XZXWWX#XOM&RKT;]RL2CD+0TR1*U6GG'K^@&Q_S]K&BK\
MZ#'M1O_B7!M(W:\71T/L<$=;W_.BK0Y_MK3==1K]'XX5@)7\WR"SICNI')T^ M1"^.'L#4 _UM38DMT1=JL+PK^!@T&?
4_[F^[GFNP4G9L%[R=*::YH.G+]/<' M$,)Y>#C:E[&7'=S[00G1Q873NU__:6K*IW/OA10FT['KD,EAT5;3L#1B[+G
M)>)1(F$@]TPJ,_;X_Z87XDAN\3W=A7AV&WU]+8B>04>BZAT +5:T8J_15^5. MCKM>N0#^6R3]:IP+IZ[KF@8-JM9K?5 MSN-
I1_0.X_DKP8_/&\,BGZOE&3Q8@0^AH[WM55&'3/#G.[K2Z-]X\,KHLK(:!?]$,JV%F*&;U=];54# M90>+_8?K_93N]?X*
<6W>)>76Y1<;.+!SVEDTA1V58Z$OS?.X[]F?F"-7E=R M&K+EYQ3*;2PD,3 8/'R5C#$%5L#2?*60UED&$WVI=/$#\K'T*8?$U\:63:8
M_<2VX0K,TT%OX,^9A;X N !#&ET -UYU!S2,)H<))I%3L.10Q$! 1P&_Q@03 MR61=5MBE4X\:E)D=BBJQ-"Q?^@#W
]1)_@RV27_LXN%FG)@1C$GP]BV>R>I2 M<9WACZ,7^7@B$<>4/JA+;SL$,-%PW_!N^"/V/7P2UQ*=#/6SY6MA*V4^('4 MDR63O/K-C?
E &6-;YS//@Z>$B5&H$0,2S/RY8.F-_C^H_U:(6MQC.49Q-X,K=;F%6N:./L[L\)#G_O1!^H HZ'Q6-;49 M71",+98W,
<6\B7WKHW"]B&Y(G4RUQ^M2NB/,O7$)D8(_<&? M_@"1)9*-9$.G_@I.'7.:>(7_@04#SS%BS=?$+<)$.$5 M[1FX&^S_2,9'Z=%SGX-
Q_&T3S!O*EF;2D>6PM%%V1H/Q>Q7>*D:6VG+IEES([J6:VJG;I@E>^9A"T+0 M.1NK;",PRHN?D"%X4+-@\T_2']%LKLH-
_QS/L[VFY)&>#CU*?IZ2$=S@C-C/ M8+ZA!\!_Z7 K470K$R%7@!IJIK#VYG!WMZL5$VM7FUV=MT7Q22D-F/[^J<2> MDO;XCI$L,N&]
<]#=CVY21D+8=H%I=2.Z:"E:TF[TKY+WB!TB7VOY]'O+H'QS M>EE6_=$;FS%UTL.>"%0&6@<+W(3F:00> 994IO,>4OU*A<-
UDH$KT) %#4>C M.NY#IR)4&W//(OQGY#,(Y.2W#QB9X\E@*>M=U<[6>M?L^BLEATJYK KR_PV>B=.!5FC29&UZQ14F">A>/! M>G!
<%DV?^6&,"UXT;+J04"/M>NQ9]BL^_-F"1V/PS(%W2XGWHPT+^V-J MV_ [@< -(O.AD6R[\<^-Y_&_(/Z%03:/9(B&
[ZTPGIM'/1PIOQCF;>!B'K(MW\,X+CU >7'C-#F?I'Y;_ J;.674"^_;&"-QA[&1H2M@PYX0=BT98 M_L[.+$'#SQPK1')X[\8;=*L-$&/#
FO:_Z5Q>?T](8'"G4RP,-8U?H99?#>+ MY:PV^H$7.C7=X#2Z(5A@8%;!O>2Y$"B-?D>13W19.VFUYV4$\5K[F\](WCJL*_I&/F
],@H(+/48TZ@?_E$\EB(:[T<]*: M6F>-7]&'V;&95EVJ:\M8!XV6*!XK*K60,\IV4]?>/^TL-DJ6$*-A>#Q,Q*J7JNCDEF#2=?HDZXSQ
MI["!!T-KH0H[;>EX<7HYU1/7A)GECV?0R3WDB!=(ETWI^SP0 MZN?=ZK[*]JT$8L]BND^V(F51Y!FX71A@CMB_RM8<-^-
^@BI7>9E"WN;HKF/YPSP M-U:BQU(@H@F5$AM1F> $91+9W=@L1+9 -O.]UPJ13@1)*K&]=XMA#Y+#@"V$&52KS6EOV/IBA6PK%
FP/"!?\; MY=]V_1DF3P^&[BS 01D_:2#=6?Y/L9-76:@9"#2QE==(JO5(JO4FRZ+U@&], MHF\]UZ
F"K'8AZLMLOIVD7V3_J_H[Q4O;%/*6])+T__^T/I$)'FF U0GSO*\ M;$HWK$1QUQ1/H2VXTQ; 7$T59GMM-
GBL=8V3/:_H([C>;&=G35]%7*W:PHJ\ M+4Y8A35>OK!JL; .FLQ=EKX3(W]88-77% UL:O62U#;BQ#X#V=IC-P]L<.> M 6'RR/)L"/2J?
_BL7C7:@L7^6W&Q;HO]MUYBW8O$NB4\V]H):T_LP;425KT5 M"6N[*5V\C*VA)1)%*BZCR%)MRZ%QOECU&RV<.5:]Z?=E*9#5"O?>
;1'3:+8 M>K?1OP>2DF#F4:$VJJTVNMO4QL;66=$R6CH_#:\2:+_7]G=J(;VU--%;2_36 M*KFW5F_M&7ISXUBA8D5-3[5+GI,9,@6[2V(J-
[N(QYK)?G=]9]AKZ=7KON3 M325?RGU.2_.2],<##A?\I1WY?< MF2>Y4\O!5,\3_)0:09CX>2(-J6W1$?QE:A/\M\OFEH)&AK\3WY]-
IM&%KHC@4W#OJ40\RNXU(:\X<=&D ML.!H_.))/'-L%"(CCBT>*]X[!CVA+8A!>TL&F<-;+"^;;XU%D8F'Q[$V IJ&< TB-
KL(TLC4='XE=^_&:, M8-U/=*$C;!-:Q]@7F#QK6-.FK$ IK'_N4_ES[,&+^VN<6ZBQS_7(&IS=(DG#>O4%\0 J0Q?(DASZ&B9#P0Y<%D9Z(
M9Y%H<%[81)QX3+TND3<%&R.18C.+@:CPXTBD +ZLD3D(8N!Z:&)*(P)48?=\ MEFM0#^4#I'GBXBVB1M=X)HVC#6-
LH/WM!Y)/GL)OO$6>N#O/$S]9 M:KINQ&GE)Y)M_3FSX!\ 7$")'V(J:AI_(F$S[8 ^6DRCA+J ==VFC,[2\]@"
MKC[3Z#&T*=VS<:;;F8,\&!*L9L&<]B=BV8S#,0'">R/;*&O+C,^#4J*H!9L$R_-VK. F 9K./\#'@?'1V&$$'-%GX=#6;="K.SE!N/MK;9SXW;
MJ#GE:8F]G9FPECES=94V"C-(&GV4&9-.<=8 -NYQ<=>P/%,"Q1 P3"YT[70V MM"U#\N$G!GZ#PM^[\!O8">X0:@=<'25[UM#R\;C01S?
[E$:3I (G4[0O'!+T -A/XDE M)L<8$)S:LV22!7=PLZ8!LH%M$6/X-3 H_-0*0@:9X%-X%DW<.$(AG+IL>T2]
M;S[!M@T:>S3"#6DQG#N^H^L(]AZ.O1,"E@O\/V,LL,J9 8]@PZ;/^%^T3@4W M#L<-&^P8C^"H4 ^]$V;1H65I@^O.]LF &F-F+J.T?
8BL\L%E9)%_1 '$6X*] M9\Z,R,M;;(>+/35TAICX#BY/HB';X!L\SO#I$]>D]N+^5U>_Q3[:QQ- C %F M*EP-
)G5DPLYWWL$EO(5K"\SL$S/@>,Q@IW2]5T9Y&W-OPIT3+"K8/MUI9) S M#1L[*)%_.[@4O#F8\V#N1"[0L7 MP]8)-V
1/"%+^^97)!F1L@/:QW9F'.?PW5'PC.[M>]I5L&F/;,*Y0[[UZ."> MB"/ 3,OW9BP$RG@"/'3(+!B['CPG]C"8_'D2GKX8XS
E,12UA3LQWTWA[J\^ MN/\L/ 7W"1&QXAV&402P:V_YV!8#L,LQP?Q']%'@_\$._IUB'8O"VF^ MXF.
(9_DL@N&YD_!;$@3$^"F05(;YZV$$:88NS&BSC$NFR*,: '1J/![?H>A MYQ(S#G,A!* 0BPB13-@_1(U/+ M1"\+6[&%4>@8J"<2?7)MC ;&?
M>K-)^NR(PSSZ6&Z[@3RX@7,X\)1A&1^6V7 M+ F/_CFSO#)@"X9P#:+A[_C$)H.$MP! V T\<8ESP:V@X_Z2M.X/1=QZ&V
M8,UA(Q\@A.&@T^G4AJT'11=#C[%!%[=OF>*1E?$*'M2SD)Y]LHB-J W]&M#7 M[!0UU-?#:/@V&RAH.:ST@!UV"78<3F),N#-
LBZ,9GK(BJY8/LH; KY$%.RHS M>%SOD3BP1<7'4?3%\D-?=7Y230S8DOQXX_J7"_NLA,<\V)(!;:TGZ@=LOV)Z M%,=
<1;E(_F=),'V_,@AV!W4>T6R)Q,]#-1AN6]-9>'XG)&_/DD=?IJS+$#,9 ML5:221:R!^,)GL.X0&S)-\!)B3F5[*_,X_,@N'&$/B OJ$U]L
PQ]NAGO/W\ M\,UPO2DF8X7V-.>1(=U1B8TA$S M'=G/MM>5375#@D$H[@D)"9_QJYU3Y013MS.51=M'47[#D+ZZ,&&.99,-,>&
(I>)Y;/(0BPXEWG4>A9]AYH%MXT_#\% <41J3IQ53*54F M%$8!Z$H^$VX!X5O,\#V1?BQP]<"'>0QP02COC&YKB/FX2-
9:RB]0\^4Q=,8#3!=<)[A YPR+7AYQI-HZ\"WCM(?D6\>9N38BR2\=]\Y MILJFUXRR=DY :RT2PFQK@E/<8&DGT>-
CH3&I;WC6,$38GN6;W?',"@CXD"ED M([$!PK[7^.Z*XD/ZMT+(%]U*)='2CL<)-?B#410RGV!*HTF_,8K06GK" A?0=O-
L9_B2Y5\O&T)1ZGYLXVZS?OZ@\?$30T5 ?M)PB4,[MKHT VPVQ2$"83KED^6'EVR^+3J!-++ZP)@,WP'?V@'2KJ37KB1:G\RMQ6<+
M_[I"QYWX3VB I+H.,D,U[H/X. MZ)L@XC"1NRD-?,SC,+=6B^@KK'GT7/:*8].M@'P=+IDC\HL#>*IMZ[+"CW M&P5V+_6=YY[I?T0%=^
-/$>O\^'Y^;EIQ.AN&N[D8YBM, \?^^'+3MC+$L,(M08&^ C'H$/:V$^E_PJCDE>7\I.:E(WWX/W-Y^8C* O 38/(JID XF..*N+ P
M>WW("E/QWT8HM*O;WR)4#CLC%G_9J,980@5.]PABV)&E/ M_!ML>VV>Q'FT> M05VM6L%M%XLEXZ4@!_$Q<]/!<9W3J 1F.7F?
&1<\@4Z/-DC8$>VH*STLB=7 P6M$-\=(VPGNG:R@UF1Q M+Y8G%\2*CR$6\XL:I;:.9YUC^ M.)Y\!I /%X\WF=N!8:W=AW[M-0-B-
K=,2')M18!I%?AZ(1U5>D5T5&''B2(J5;VHU%YB4,F=IG@,7;53^0*W M@[L'Z;*Y-%=NI5_G;J$55=T>6BGOE>->_DEC,G>.)JFMI%?.#
<']Z=T-[76N M!G>7OP\>+J3;J_/,R#_X:I/GGWXE-CM.OA]3;$;QX8=#P/.";SX6(LOOIAN9Y; 793_ZO/H - C>MC/$YX5?
M+S:IIAQN5%$WQ>C)T==-^.K3^N?M5E-OMQ._DIM*XN>;;J6TFK*B9[K5.X^0 ML]WIW46]_WY;.E#&#&*]]38VO-SG55L6F*-
[8L'RV]GQR/G#Y2+B]D98WVDG M^FWIE"RSKJG4]AK, "NR2>2*JL+4W?[&VYIMEHI0GP#US^D
M@\+HH*W0X4#=8,LDP.#^_N+A/@7W-[YLM)?@T92,WJ+$]D)5U[\++E]KNU MG?
[WP^UT'6'/H^1"XOM@E)SMQ/9]M5[FI'6SQ/ZK<A/@]BB<"[&@>+WO+["QTD:4*@/L_<[WA\ILQKXBG5_MBO:#]]1W+*C'T M.G.LX
YC%C/?:,0GO>P#XQ0@;U+#FA#;_Z5QVFI(#IE0O/+TD9#I&4)GX)CX MGXL%;@;!.?
$\/(#YG=@S"E(#+PZ_:C>8ZSDZU<";UKK=9NO+I]6U]/_K+TI; M_IR']K'4I>9!,1N)$(!Z"H"^'P' V5\=N=GA1 "J[B>F-
:JGTD*Z99>*"7HWI^W&UJG"#EF)R66X]."7C?85-4ZN^D'-/:9I6& M_!;E&!'R(J3C9JRW
>L=;@R6(D,_1X^0+4HQ+4(ZC3Y'/MTQ68SA6$IC)1XG MK,4=%2(CYH#1<#/6NX!UI:EPLO$+$_%PVC 5/'J-?KO;E#F!QS'9A2%GI#&U
MPUQP'S@C;,-='6=&S)O1-]9(BMB_ H6FE_&9 -96N*RSOXD8GJ'FZ;^IYZ[+BBZ'+444]3,GEH.P+0_H<.= V!J2E$9?;7/CHA1J
M@/;XUKH/+M;S%&> ICEJKZ>\I-+(B4K6F4U.39=E)>//$^1#;?25$TWK%6:W MIF53!6S:XT5<*@V](^(T1)S>5IMJ!1!7I)GM4=D2X-
9J]%M* ML\T)W(JTL#E7V&&$%\OKFMB M:\JL%D^[T>^>=(IP0T5LF#]
;=')^P!4I]'OGRNH.^BW]C1VOF3L(1ERQ]HMFC174'3:_35$UG5:AD!YEQ3AO8I]F4260A%
M9R%UG@A)GXCP+D*41K\MOV&G)8_UE#)PW$! M7D2>ZLX*,:;F)2/F WF9NU@)F%<;_58!F!?&(W\PV:(5,\%$:_3U>B8,<*X:
MHV0.YU%B_?S"L=ZG[NB43501EF,NRS&F;5+X/T$(=-"579'*6D>D;+,@,R(% M3W]:A1WE\V1):MP48RMHW,->DIW[TV I\J>RQC

M7*W5;O05]436Y,(.?M.QA=-.#D*>CD>>4N7&996G#I.GCES+N_J_2Q=]_7#[\(T]OJR7F M:, !TYUA_D:^CF9IK-^"EU;I]G79&IK95CC W:([=C4KJ.%1>5 M*7G%1@YYW).:;>9);UB;+3ME+YC;$!4;BXE:F(*@MO.7L_,3%Q&(KR?B4_:T MV8KX'B!>U[F)!!Y5U;)A>#-LK>E.L,G&ZJ@"<5*83<5?L+&,E-Y1EN%^M;#F M-F*_+0/V%86;HR!Q8G@X_;@+7)2"C ,.3PZKHBKCQE^+^6OS^N,E_TV<(NYNM)R.9EZ1AX)@LY6CIHP3)P,Z^G18W1H0X3CRHH;D39+ 7KE+/E6D<\<)A MA=&H5S/.6O-PKOE,9*SMWAP=+L;;_&$%X_.9#Z^TD(37S;:%WNAW>W)^<1"F M*'^(V=9-?#?$8!O:KI9_SQ76:!$*U'V3VQ9;HZ_"%BTDHRV%0+0;?545-F@= MH9(II2T%5#H %;VI-U5Z3!<5ZC[?]7_H]9;<>@!T*SEI MJ:W"&IB(KI,U@%UZ';XC[%BSTS9.#J\ [(ZH*OK*=1Y/ ^I-@/]#T6UR9[T, M9'P *GX#(K(!A%,<2P(/:DK:GWJP*^7&@85?@9Y%/'0/&>0[[6-Z;0:?;6 5J\BALX?9O*< M0KZ+F3:.]>:F\^D1&=7K[=?RQD6.PB!*TX-MR1-]%_N=1K\E[.9:PB1-(I:T M,.F".:PT>YS Y(A,S>*ZL1V%C9"U&]LR_I.:QW2P.ZO:X68FHC H2^S)M@TL M71FS,GK<>!_'9$ENR%X3=F3A^6OOV0E=!Q=,1;1]$+:QY2 M@=2#U K:M)[*J=1P)Q,KP %Y8/1D^Y#USCYRWQ;KS[-MG_$[L M&5W<=4M%@3P7P\[[DK]IG?JAU]EM]!UW>R:X-"6>](3/^+R9_CYC4.:YK\MO M%/)X, O&K@<8,1.LD?>2ZY-7L'70<;85]+"Y3E*-U3K5PO5(9'ZW=Z@'=MB0 M>F_7KF0"Q#?KR3*I8]X!) ,!NP4Y)'.7^%4G;\#QF.:ZKI!][^DW\":((K MO4JPP3 U@4TTU\7P'L09WFWPCD6QHY+WY\A*](6]/340X#D9A;X 5 +E&2& MI8'WAM^D0 ^:=?L7MIBV:PO5,]-PAZ>OT'!M":VLDF:QEPE[Z"SN+!$?T[#N MZ32@*&22)I](JJSJL)OU(@^5=BGVHD$MYI2N/,3M5^W6-!''_[+)#ALF\H@ M+&U1F%=CZ&32%PG0V1JZZ&%O\A.MI]9MQGMU[?D;#Q9!P+K(8\YO,Y/147:= M@FSD7GM?WK0Y%EHLVW=:>_:[-MH<@*CB"5FUHI%EK6Q68W=+,N8#.G\!RBW4XXA:B(>784N2SIA6.7#5:1P4M0MM!.YW1.I4'6$3WIML1M\T,-33CJZS$UG^OK54U4W>VM@&+/)C/4QCGOBNI.I M1\?4\4'[2[;K'UD:UX=8#!RS %6DLE'?LB87W?PR%S\Y MG3\JA%@(<;&%.\4(L<:$N".W$Z*UU1)B9FQ\"G ,;'P O)3O,B'>H^7$J^JM MRA"FQE*O:' H*#CQW)@K4^M>F!K3(D7X%%Y,*8^Q?Q<$V<&FO@W1E86QOMN.<0Q++B<992P[Q&^]R2%8^A/7CW)CR60XZAJR8IIF2]E2&,/->Y?MC,3??T'5"LHM;%AGA3+TY1/I;Q2CPV,YV2+B0;J_.^5]ML@9;Z"VD_WR@@2]] M^.&0F8DI:V\+&]]7_CH3"[91+#08VY7@36TR]>E9_)?/\7&[Y;#ULA]]7KT= MAA;?;$J.HN'7"_EMRJ$,1_YP].3HZR9\]6G]E6FS]OZ6W^%]7U.OPMJE!*:>_>:DNTY=VH7F_ML@17(]0.:V!WIT4KMC+>J?4/$!30XE7Z#Z\:^= &ZPUS-&DQ1^ED[FES#)VE)DA(OY=? =W:THS]< M.A(\Q\;=XD2B+P:00H+](XS*2;"]D PE\>GCI-OQL1]O-!U$,)@,>^^^+K!A0P#_DO&+@W/59\D>N(8*5 MK5HL,*R A+P913M"DB+OXJQ F9L)GZ*B]7#N\%9LL+D_!>2_"FSPAXTM;MPVM;*@R!D$4,32OCMC8XE]LQ88"V.CH^5-N.2QQKX#M=$]M^/#Q1'JD#L5,6JS4 M(>;$9+6;:KI#I 634#C>1UR.+KOWJNN:S98=1-!9$VFQ/(F M80FMB*[M9+#%% 91N)S3%W-5@LLY=1/D0L-194E=>87#6WG$;+'7TB$F[2 F M!=L;%#2)28")/S!ML>1V53]JHZ\I[<*:10G(< 29+9;'C5W(:\,=A6^SP88S[*?@;(6PF"R S;Q8I_R%.)R/ MB?>(YO6I4)O]'7A$-<1-!O,N") TX+=M[!R$ $:CD"SP5PK C1M-G)71/AK MB)H-%EL1J.DT^FK2Z!81?CM$G0LST=RWU2[2!XO-W?EX(CGTR*:ZY#+;-LS?M8&2>UQ2%,XVBO(%KFNC+=)E4B,2VBH FT]26+>&W[&#IL5#MNHTOIOOPAI-< MEEI1RD67P25LBP3(JHFDW+9$EO+#A8%7,&D$:N5GO+4YMXR"R>$K%EFN6)H MQSMJ)T59)WHMD20D^2FZVNBWY0)F#5>C1X:54$5H=M@I37ZK;9<6(!6P*H& ML$I13+H*JVS=1G0=G,L31>X(U G492I3S86Z5MAF2BFL %[TN,F%C=#XES[8 MKN]_E$:>.XG-3=?)E6YWO"*TQ$X+W.X2,"+4W@5&8U,!RHL MT2A@=O8!@%5HSI_&M_WXG5B>]$3L&96(^:^9'^!!/W:9>R:>1T2ZW^YV(E+VM=R3L8$[7F]$?$54S9-ZWY,(R[T52#H=[]YI5N&'OWH*G==PH..9']XG9U:T]$:_4\!L(9&&PQ]TTEIFNT*G!= 1+>QJ"9VTM1MJNT&F'$;JBHBD".QQA)ZW%MBMVL%9#Z7*#G2,8A[EZ2#ND(]>C4EB<(07D M1>0#[NC;I+?MXL!T//_':?+.>+),ZIB\!!*8>'5'/MHT#^,?%$+&[G6-QM3,C[P#5^SFD-9P%!&>_!:X4'ZAOL/'VZ@7Q1JW_W-O; M4X-7,=T9>H0KK[GKK<72>%_:$80^;JD7QC3.-IY;Y3TE%K__.^+/(WM-#N< METBP_2Y/7+1FME32&U;77@(5=8\:ZMT8F[K1;+H@G@-4\./;K!I'\L(XZC;Z MR[OP%_/[;L(^ OX\^V[O/_5F[O MI=C6_6\.K7MEG%F+WW/V^R,X1_Z#_8.:$H%%D4<:)VL*GRTEOKGATP7X])+ZXPOX MU $^6^I\<\.'-7;1N-$^X@ N8W.CV@O;M9;1-DU.4@0@9Y$@1;-5D6.^LCN>60$\S4C!Z8N8V%#;Q+^QHD2" M8>GOED,]326>'..&E0P])G.IG[Q&W*&*.UX193U[<0 MX&<>M4E@/='/SY89C('13#Z7?A4]5U[\A R!)R!:&W^RNN+V80'Z+AS;J\19 M_A/7C^K DLEPU#5DQ33-EJYK9-B59:/;E=MM=6AJZNB?FMZ(?S2>'Q9.0?.< M#CU*?IZ2$;S@&;&?R:N/TKQ,&2!+M*"."BM.3\%(I9PRS7'69J[99B*.1KL0 ML9N"AB$K01V[X?2B,]!^U,.K8#6$EZ5(8P^WCK]L9Z8"WLL#:Q$%Z@>G,Z%6 M^?*);!:CF!/H#)]I3:VSQIWHP\.#OI,(^O.KP=WE[X.'"^GVZGSC:W&SVF3EMOU#Y(:,F4X^.X3I075(\T/2*]?WZ\,,A,]."'WU,DO:BMXCP9V&7L;G*9/7) M0#&;3'UZ%O_ELVGY4YN\GED.>V_VH\^KM\.(RQN[@'$F_'JA,)IRJ#2B6$_T MY.CK)GSU:?WS=KLI*YW$K^2FDOCYIELI>K/7;F>ZU>;/6ZWDA^RTJ/??;TM\M[%U3O+=V68*M'0!=2Z3>X;NQ+%R!<($QT"L($5K*DR2V_UPSO)"^E;9? -!E56]33)&BG> M=UN^08U(IF61D3JDFV=H;/M744'I"/K@%34M*">Z(4I)*@N$G3 N4B]5F7F M(A6:7\@W[F^",1C9QHJWNK*OGD@.#2.?Y&6W+%J1,#UW,1(C-(K"QD.7P_]XM4K?DD8!*_C.9^LL&"4)^D<;/C9U->W:HDXIO2?!6]_P[Q.!PM1 MUC7H%B^QEB=TW(,RB7]=V *UIEQ^(9$X "ZC2?B^X<7Z*R5HNY+*U_JQG\!D M5'E/\J,C^,R4AN%X90EG+2-DIC;<4Q1N[#BI[3UAN0TI#)+ KKIU_<"C@>6QM\Y=HRO4M4G]@_FOF!_@IN"ZJ;(8ZE8U_.53VP<"X#K0PO9(]>J. M5 '%_=WUX)^.9,P\L+B-5RGPX&8VVV4E,N>@PJ/:'\>D?X!*1\^$>V;M!1_2"9#:Z"?.=1#IE5QB[.#6=;%HT\"-:_<2Z@DJ;6GS7TV3*5B9Q_"NUT#Q M VGT6&)N78^)TM)TPP=W4TQ+E?$X3'"5OR,<\92J(^<:M$74 *!Y!AL?Y9C6_XUEAE,#X=B++$I^4(SW%SD>9^NB=M.<$"2KG/7NQW>BK M1<1EB^ 6W\DD0D2%B!9C&F0441Q:U^HDU-=51DBSE.2)2@)129"RDF 5SM5. ME+Z&3T2=@:@S$'4&HLY U!F(+&E^QIDGF:3=1E_7]0)-4E%HP &6A CM:5AY MD@BQWG<)";-<29"H-A#5!@>L-E!K4VJ0=J<]1&Z^BFTZM*24@+#48"_Z[S O MIC3ZRKO1:U%UP \^DQBH @/E)@?C2T1>5!E6TK[AI37ZK83.AI7.A5(TO@TI M47*P4W;3ED:?Y9<<*+HH.:@8_O+I[+)*#I16'4L..-?:HMZ@//U=: :X@A.!MBNME(>QJCC"60T47B[$.*Q;G96B!J#00E0:\Z/+=4KL5'*2D%#9'B8=#-5%I M4)ZRWQ&$O4:_FV!W\X?!(TCN$"4&(G^9UT.!;/G+*IX^=3519""$5 CIX8Y6 M,@JITNBW>KE*"RM48R#&_J0IJ>CM//8GTTB=5A?-PV,=JM,I9*A.IXBA.A$C MQ%@=,5:G0-@?SUB=,7$>X9F6(UW\.;."UYV'Z6@;&'78ZK9>K]GM]K(6MZF] MIM8KIKBMT]3E;D&U;:J>[1=B395:4X)W%HL!&+.TM*M2T0KD3.MQQC].UZ2G M*BM]8V"JW;VN*BA5=I:\T#^ZN%N/%@N\5ZE<()KBG3U.D[ON@6+BWH>;M6% MD*%@O>&YSV_/08I.J8\:7:[:@NO=+_=C7:5CTL P9I.9S2RJ=9N!5XJ/*2M MS>NLGD;4YK7PK&Q[>?D[8KI)2VR1["KL("MBB7$HH5N85*;^QF*)"J&*;>]0*&6*[>R0OZ=#%7"2MV@8Y8&.'*M!M,'%G[V2>9K;=:M/T@D= <4^THM%4?IRAA/+=4HY)OQ*;. :5 M2"!]HT;4&DDYD59ZOVQM$I2WC+[%OJQTLIG/],;;@^7N^_EFH;*YF05^0!RD M1M(ILMKHM]OMA!RRG>KE15^.H^[+D24K8AMX]?X&1GFH16^6OCFS":GILL. M[O>2=#&QOK*24>7\V?I5J/UC5">&91GKP#EJ0/"DB9""MTI=.<^=>RW>FYJ)+50(M4N&"E+9VHH#=M -.]DE;+Z2QC9 S?@!WI'*61I:!!],^,IPA)M4Q2!IZU#9$H:@I8A1?B4]-S/:@ MCA_V@_\3&MFC7Q>%Y?5A3)R;*=["1]Y1M\]*YA==TS22IZV&#RG6)VUN7U5IV>XJ:/DW ^JAAS44P2*"F M$J@1W!'<.2;N%-ETD7.?AIG3IT.TIR6"EK2$=N_3VQS1'(2HCFFT.=JVHS># MGN&E[\^H^6WF 3U"YR,\B$UV=;Z[WHABM6:"AZ+)V&D^17N$PHZ.CK[9X38.M+SH5^@_N "B!=R3V+;' U3PG4\Q)9HP>OF7T'06/U0=.WU/OR3)H"(T[:KB/ M#KO+[\2>T204*(U^.V'J4?5;:]96K^1QN8Y63'$3(%G\JM T)T7A!R1*=HUS1X?SZ""'*+D$N=_V("U@+6M89U=1P>@9JR45-+[N1T>#:4 MHH'AM!@9EF3-MAK]3JLIES\^70!DO_[.K@!I\P*0@DY\ *9UFJ(QT5YSLK>A-W=G(EV.&A!WEK\M>:Z, 'G$)]KLT%SZX^=45TM(!;:LPSMN0V\^;6G*EH0Q!W.UV*^'H'U&Q MM>A!G#=*H:ZUR>>F!['>;O3E9F=//8A#CA[/&5IM3CAK*[F%9A)>%<>WEQ$MAP1J^$.-D&W!)<&E8ZVN%CV*TX3C=O1VBNU1K'?0@UF?O5U0C^(=-4QE:ZHM!86V<+J$EGQZF!VX[M!6O\:SM@JFT(+W8Y/7VI0P5]GZ@Y*&J$; LN\<>E M3!83?],=]!Y7%M/1U[2?NPZLU4; 5]JBR.(5C;JAA&&W(-C1:YI,&8AYV;XGG:-MUCF5+HVO M8IR@LH(@3@4%EP27:L"E(SJ[W==P('&R0+I.P%*5O.,3,@I<4+4HZHI*^8X4&5#NZ+0J"JMAC+$V96 MX"W."L1J!%1^(,[1#O.C&FU&WU-UG,UCA%(X1DI:P[1KDCI<(.4 M$OI;\Y6*N<_Q0B+/.U!]GM!0VVLU=-.E%8!M)=$9V<3/:9%0HQO5:/:!0\OX&UDOU#S]-_7<).BI2Z$'H6"%@BU#P>:<2?0^ MP+7- #\6U*R%L6<=/V/IZHW<;Q1&U9+ZR'#U?CB:I;[KV?\425 MSE_(&-/0^!U/U.XT^FI1\>8TA_ZU/&"KYC&HR#@2L#XV6',1'1*HJ01J!'<$ M=XZ).T=4GUWP^*$$0E3'-,K:A76K-U/L^*%V-WF ;D&=5X^EV"I3L(>_L4-M M3!)4\B<)EEWC)TKDA9S6L,BY)CZ70$W9J!''<$=SAV#+:4AA5@F'4D;DRC([HM7.R.3F>>,09.2L0Q)8\&EL=.:_"D;-_H:,Y(LOG55Y>?W_H6-!?'/@@)P@ M[1/9B\D:EB.-:9#E7?AR'(<_:*@O1#Z"J,6-QM2B=0(RJW!9>.FDN93* U%W(_%I#&C05T1,>*HNVS"/H?=8!0P%K NM:PKHYG M(E!3-FIJR9ULX;ZBFO9V]$:_W:K;I%T!D+3.T%9\M'C!A^CI+'HZBQ*4(P^ MB;,; >MC@W5U/*/*HB:3Z:T=NH]KIPTVF):06%%]E-<23;710;7D3H%9B7L0 M]0Y7HG[HELW,<2D!$TM]F^_I-*"3(7A:.\V;L[M5$3FB?BGA:YYIP C3G0$0 MPHXI2]U4E"/L2ZIM&=VML"+?)@]YVDYWE3VUG:Z)"NVV%T-VV(KJI*F.8^072&[1RB[F41WWZ&6KHX=MEN* MUFQ5W$QG ?]/(}0B#@G@OY4%%'-#:P**IZ[/V"6<>M4E@/='/SY89C,\4F;%G MZ5?12\B+GY A+'D6;/]A'B/EA._?GM5.@T*S/6*AITBI\)=]\UIP-*?8V^1M+_9(3X<>)3]/R0C6>D;L9_+J(X&77Q+>,+IWJXOAH@SDB#/2&#O/VLU.Z[VL MM-%H%XIT4Q DY M(ANNQ;AMG&7JX56P&L++4J2QAYK@+Y9,AJ.N(2NF:;9T M72/#KBP;W:[<;JM#4U-'_U3D1O\!T8^M)LY1BSC8AIWT5]F^*3=0:VJ=->Y$M'QX>P9U$!)]?#>XN?Q\\7$BW5^<;7XN;U;K 10>[2<+?F*(CV"3_/H#_L'8P MC%%C[.?N2Y8CA0I<^O##(3,3&Q^^S8I\^Z*KLJ5M8!33B N%QM0OD, F4Y^> MQ7_Y' <'+(>]"/O1Y]4'H)B_T;[L>>'7D0;H]9K=;@^50'3V&CTXT@]-(,RG M]<_57E/K=1*_DIM*XN>;;M5IZG(WTYTV?Z[JV7XAUE2I-7$>E7N?5B!G6H\S M_G&Z)OU]S1)EBKRQ%-4N,TN2F?9NC+>W=AF:LEI3;25IZ,-X)F^MD.0=ZR9N M4'6?MD'5#H10>*?"+5A' \.8368V,[C2V;\5>*FPBJ8VK[.2?5B?U\(,RNUY=PE2O$V)Y!/\

M*NP_*U([]#[UO]&195C!>QI8$#*!D]N0&Q&0;:%11%"=AS?^1R2-@SNA3[G M"GV3S2%%36$.E1J/[L2483<\P[:JEI'F*.72D> Y-HY&2]6;Y7VHI!TP6 48 MI;9_TKSTMI2VXR'K8.+.G'>56C:SLB#2<6^85Q".W-.T:"R6'T Y=+%]N34? MWZ@1E7PHK.1#S5-SFQ;5]D-^S6YW?/@=R'[A7@U"?O0+49P<@)K2GT)X'UY[; MP)M?>W8!VB=.3TWH274LRK-_T"(_E&(?J8,.5TNM'RA!QY N]7LY>^SS;F M"T$2@K0J2)EF^>3:37LR9BZW6UTA9T+.:B!GF<1LK8=NX=*EP!YVTE74_'4! M!Q"Q+3%?+HQ.<96X*M]!Q3O=B#F?@?([]0-8,B:\>_!7SS(PQ<-'+<7TW&ZS M,!/H4=O0FKZM$@Q_]?7M!-F!YV%Y 58;?'U='7')+7O&CP3/QS'![N'2 *S-6 ME<"RS! [&Q+F9XBU\Y!TU+YUPME#25H&#%1-JM<5C/H&5[Z_FQUL&F8/Y#LZGQWO1'%JNDD#T5K].4T@X *._\^O;CVS@\,/\U M\P/F<#ZX Z $WI'8M\0"5_.<3#%]GS%Z^);1=Q0\5A\X?4^])\N@(33NJ.$^ M.NPNF\;?]O1&7],*2USBX%B@_HI%#)(YYB$.5?2Y!&K*1HW@CN .SY;1EO;Y M95A&+:XLHR,Z&/L&#]-)'=.7 E>:SAM/^$M5N\=W-"8"[54+^XCS(P%K >O: M^3("-66CH;[10P5$ CA"B%;'*H,".GP M@I C.D>[IH%DL=FCT@?;]=/UX!%1[J./N=0F(B9@+6!=:UA7Q^$1J"D;-;7D M3I'^#IA+BTGM239L%V>G%5:U);#!$S:V>#I;L='C"AL%G?/D[F?=?F\ S3YY M'S9T-E;Z(">[0AO["(M0N0B:U"WH*6 M8%UK6%?'(:HL:C*956O#BU?-*K9- MKTPK6%A98'+=C![(RZWKL8+;("LX8R-SWIP;XE'G6#=$--DN='O=A.:W%4? MY;5$4VUT4"VY4Z0+M0=95[B2]>-JC_T;\8QQW!M;$[VQ\W2@6)LBGKFYJR:K MV!N[E5"*);J[BHY9>]7[V]";MV.6)FMA;^Q. ;J^&EWIA/K,HC[SCQ;09%WT MQA;:LPSMN>_) IK<$KVQN0@+"=&OO^AG2Z]V)K<;_5:GDW &*7KV M"D&JM2"U\C29S[B;=EAO;$UOJD+.A)Q57LXRB=E:"_K"I:N+O;%[K5Y3JX"M M>D35U*+-<-XH16M;8_G2V@QK<@^;> (DVP^(DL]X2*Y*$!*RYB08)U%0"-8([M@CO'Q)TC*H\6;8;3A-MV]&8*;3.L*3)Z*.LQ =%F>'_!GBT;16+J%0_YIKC*OI< C5EHT9P1W"'9\N(NP$,FJ)R91D=T<&8:#,L M NTU"/N(\R,|:P'KVODR C5EHZ:6W,F6G%E4$UE-T5@3V133Y@1"*H60+0Y5 M!H3HO"#DT,7@W'7@VMQ\.'O'+1$!/[9X3&VB90+6 M:UAG5UG"&!FK)14TON MY'2&-E2J;6DXJRE8U:UJ325_%9I "% <(67.&=D5(FQN$B';$HAVQ"*F+X*@X M*1*P/BI85\L\=)BU*A@XY%!]62.T4>*NU! MUKMMMX9=U,=NQ%W M.JV$]).0,R%G59.S+&+67FOZ7;ATM5@W8JTKNA'S)1VB&W'>*$5[6ROO\KH1 MJ^U&7RT]JG&T1V6U. [H].99XR!DQ)Q3,FC@>6QTQH*7,]>!WB MO8:]B8_PB"R?5WEY_?W]1(X%\1+UXNKQ%4"M.*J2EYU1 D<^YH$)@YM:P[K\#5:@IBJHJ25WLL49U*+F/&GA)+ "BIX%0KA"2&$ T7D!R-'W MOB]R$)@X4A3E)U4X;A GY0+6QP;KZOA" C5EHZ:6W"G2%=HVW$ECX[_R]Z41 MV. 0&SFAT>8*&D<_"'F?L[]$$/W8PBFU"8<*6 M8UQK6U?&'*HN:;+%E+66: M8_&3@;0.F&0=.6%>A#BOX U3M=%$M>3.7O*:]R#P76X$_M#G3R6 8FD,V#V= M!G0R!(I6:^RA$.NFFOC;+//NA&PSEA M;2WAG+;HXX1#L+IFG<6+I$PU@9^TIVQ#?>ZNXWHX7ZRC]A(JPG>+X17!PK++ MPD)=YU376V8? IU'7>J%SR82V%MIZW]IZ&^CS:^OBYIG54EES$043ZD2HDV(B M"IE*I;?-2-,U\'Y:G32-?VJL-(1P"N$L1CC7AI?N;>Z:'LY=ZZK-EI!=(;M" M=O/:Z6NS1PN76#;+K0T2JU3<3F9H0[!%RXE7U5J7&H$!T MKV@X*'*,!W;',VPI:ADI$/(PIA(Q,#.*.*] $NG:#>!YQ,/VE9(%:WWTB"U-MB<<:6 9CZE/IW'5,ZN"4!/@;(RO!X6_?+8.E7$5'EQ4_($%8P"S;_9)4=[<.R MXUWB]]ZDG2W]B>M'L;%D,AQU#5DQ3;.EZQH9=F79Z';E=EL=FIHZ^B?&*J,? MC;U%VMTC/1UZE/P\)2-XP3-B/Y-7'[& [3!D@2[2@5A>#;AEH&"?V,4DY:S<[MK?>2^T:C7(/Y:^V^ZS+WWXX9"9B?-)/A;PMOTO0^]3/TDA;+R=QB2.[4(+]W'VH\^KMT/Y? [/CL<6&7R]40U,.U4-TH!T].?]Z"5]] M6O^\W6[*2B?Q*[FI)'Z^Z5:*WNRUVYENM?GS5BOY(3LMZOWWVY($\&XLK[=V M68(]'L+I,.;G6W68+%'7\(GT&UPV]J4+$"YS-3=@Q=I+29X=4M$+?O7.CI;6 MATM'@N?8.(U0[[YBH6[-K X[3!CK:FV>$>+*]MZFD.L%*^\[?2R&*)R+W]K MN3>'+@0IX9V7-NCOGCN1;J84K3'P; ;A+#=KQ[[!&<:'YTVVW_7WF=96Y$P& M1>,[-+2Y_\$.%5CU#(95)ZB5*2"==K+ MHH^O=WHZ[J>JYL)/X6> NXUA7O: MXY>M<.\T^NU.0@$K;WVBZ]2]=&E.%/8O]2CPUK# N7?>;E_X-7YHH+$S]5QL MR61*PU?)G5L[9&[MG.VM#*Z,WQ=KMK"P)<^8^$:G@ .+Q1/90"DRP2J(?[,/ M-C+VZ.OWMXRJ7:8J_-VFK*[$,0=+Q$W2BMU&OZ4K">WS1LL!C(I M@(S:2P9OIKTZ+KFLV7;PN+<46^NT/O<]0,?;0??!S!\3O%SD)O'Q.FD+;71UQ2= M&RM"&)Z'TZ8YD8-=NK4"]N'#V),EEZI4?8%UL^!_)98C@039])'8$J ^L%DV MCK#@=]R)D* 8];W#5$MJ/KA75F],A/M?D[=U=3>D?5"S=-_4\]-TC#Z4K\M M+NPX8>OO]4AA)SBMPZ8%_F$OH8ZY]MU9JJ)0O\53T:(3A8"\O),144OK;"\G MR#%=PW.U!Z0J&&KPWW/XT H2C;-VHZ]VBZ@]% 8]3Y!)>PJ["V0ZC7Y+J=O! M; 74YG*<'Q/!33H,),OW9ZSME8%^F3!)\^I0$ 2/$I]^H^%_+YU81-[Q<+'/ MF\)-$%$8G_L,C12)FQ[KT<[+ <616:%A1_:D=)7C,D7WH449;.]=![.#0M/B MX@6/86B"%+3E1E]K%U:0*^Q0CO"25GMFPHL"+DN"U\YE-#E;LTQ8Y8O%\1D_EN M3N4D98>-Y?1N0@MIL3M6'CN[^Q;IL(,'KXIQOX(]J^8R'JC7XW5T\N$8GA$"A;C@%W 0K.3Y03>K96_ 20;]T8!EY" MK^&X#,O]ZL6Y$SWS<")2]!*"CNVVXU^4E=Y<>3'&UX.8TRFQ@W.K^IQDP%Z M3.;DW"6?DM>=_?'CL!+R.^2W(8V3) /^MK"LJP;9O([XN]@II<C"_=[J;PDVN660]7'983NWP8]#TE\M:!P@EQT9)"+XOKP"ENT'@HU X"4 M1E_3>/!CCLD2G>? N>O2).C,1V=R+*8I==_$)?UC!^'SFP^M2+Y:&I!DB'3PF MDM5<29G",N400KLKTLP0TAK]5CM7=S%AJ&:/A-O(]I_??WA8SWFW.A8-(U/DA?L!RFW"LOQRS!X@'=S]G@!MR51*A_@L)MD M2ZL$X(YPUL2E\T1],6OBZ)LVGY,IC@4*#T!-*YAYQW:,662NW2UY9?T(']R! M\>?,\BCH3M"6P>NM39Q@X)@XC72ZHL#/ JGO(:A>>R[P5PE$O+4/*Y8TUZ5ZM>9#P_T M? >]#A7HS0M,F^L9,DA!L2)H4;1(GGI5&35:MFA$U&H8H.3@F/S)[%/8^H)L) M6A6]%--B7@JS2E?5:OC-CFKU.,R.M$>@,SQ",J8XD[6O M8U+<=1ZR>S?NVL6SU58W(5\ZL^G"0XR_(%OXB%&78J-Z#>1+)=N*V(\.T^<2BFZ,WHRG4>'X"FW^@P,=Z->0R%6#<5LV!JCI"M MDX72(P2;Y;9D'@*^]=/@%0\NAAC:T!.=U?X"A<)";1%8S'M>N=2Z")L6+VP83:,*(U^$D2X# YRK]7% H5G\W;"ZG3F&6.L*\2] M$;QHRR'>J^3C=%SAU^3>";^[WH+$-R/,YTFL"NNQZFPN3%?AW920JY :)QHW M.#FF&NSS*/' ,JECLN#/U(N[7.10E96U!_?D-,0$3@*^WNAKG69'. OU D=Z M;^$]<+188PH.P"%D]BW?6GN>I^N%8U^EP)5&[%",AKTTA'V[J](.SQ8IZW8P M/QV)Z9TDH6WTX_,(J+!N.43)%NV=&24=1$F>MBK"MBU$2P;D17JV@O'8M?%] M6*$#LW-/AP3SPPQW@ETSV9Q18?GFM7SG4\D?R,L?"ZJ#3WB/-/^*)#]?HGB2 MY&#;84T4D-4-02G-XR(0A(>G.@\]K40*[CP%=S1/X1(IN.6FX,Z3Z=Y+AH1E M-OJJEI3-SE4RI$C!K4@*;DK489MC5@B(O4=4/K&08'"_\?#E"<0&68G^8%G&6 JL2)0QUS] M8.G*)#'#,[K"#UPN5>]/N!$,I.!W/5+A\G97NN93!K@^UON5$ MW2 <,_P+7;#P!+XU[!D+L7AS/K/+A)6_AWTBE[S=PNI=<[UY9<3 9K2?5]_&&VTD5^&3)1,NXE)]*0/EJ. M@U^!0S)EH#BNL'T6@=3W*)!)\M7&S):DPU$QYJKZ6%(/#*8.@*G5SF]A\!7+ M3ZV13>NI0FJ9XLC!-87,WB'C=AH2X$P#%IGN;&C3<$-=VFR5C#85;QO??^YH M:.2C3&T4D;9'/32W)[]9_M3UB? TK\&,*O_B&)75.8#DS:D:]HUTG46UU06UU MN_F[!7(^Y*<)B'P0N"+$/AVEV^)[S7Z8*TDG%E52^*9@?,IP,G.\=8-?\3+ MG1 /'*^E52W?V0!*4J]H)"ER#"5VQS/L\6T9*<#U,*82,3"SBSBO:*YLF(^>JP#AL?*J(,Q]:ET[CHFCD\V\6^,K"R%+#]WA,OO _B Y:@T M5PV<)2I%R]#:L') $^NE>\:RT:PG^OG9,H,QO!83@*5?1425%S\A0UC!+-C\ MDU5VM _+CG>)K\AOS+^E/_$%4&HLF0Q'74-63--LZ;I&AEU9-KI=N=U6AZ:F MCOZI:XWX1V,O?H4I>:2G0X^2GZ=D!&]X1NQG\NHC>)=) W2)5M118Y$'QX>]1LZ5ET-[BY_'SQ< M2+=7Y_5YK5!Q8AKM.).&E#[\< ALJ_#]QXW46!5 I;M$C/(}U-UQ[_EPZ4CP M'!N-!0F;JL.?.!/LV8(]QG'7";*%+.^I]OZ7H?>FAIY MTO_/WMLW)XXD^>-OI8*]V^N.P SB&7N#"+>[>];W[6G[U_;N_'DA2X71C) 8 M/=CM??6_S*P2""20!,((J(B[63>@4E76)Q\K*U.[9-)0_!Y.81PC>4BV; I& M!5L_<]_PK!E*+##EK@TJAP(@N@?4&A;W'V&,3[9K_#FWXD!&L;F]=QW(S_ - M,)0^@W<$7@CR] [N.I6%1D"V,0@J7/(33*=XWAV\>8*>L,1A93L 6[V;1RUED M*,I%K>P@?"37_M$X?:%=,?A'ZJY^\)G[CAM[\(^K%$C1L,+0DU]^9!9L")N!R0QX ML:VI%<@T?_@-AK!<;X;*##XD748CV?HK93C]+_=_E9G-Q/=<;C-;GT;]G:# MP;=_=LE'\-^Y,&^C]%N/HG&>._,L'B L*:('1/#X!&0X6*- BK'K30EC=?A: MM]_ +_#K^-086 @^!I$.TWFQ#"QL-S?9\]N^!H.%2I")_4#=WD4]@0RZ']RK+)A&V-.7A4%L>+;/B["=?M M8&+@T&+++'QWM&?B(?P=;!@;6]Z4E-/,?97["*^S/%R.X[K[$W&&^&S>NB M&KL1V@%B$!G2"#T++>XW&L0#B6/0YS@2+-4V$5):_\JG(3$(:2+GP;;A=R$Z M$++'"0AYGX-;P&7)CJ0=JUWZ_-GT0-EPV'_[?>OB9S*\%69-Q^;R5GZER"] M;-MT]G=].KMBORXV->+I:_KFUXCYZNPV3J&H"\S\Y[?WBU_B/GY# #P(/CR M+?]<8"!Z[-L#???/Z.$&NPN].)[:UYHD%BV4.<^ VK^@PGH=,$'RQO"?L)> MF2'F,;ZB\!X#7O#U^ VP\)^P>_CW&^&=-]A7U-Q@=@2""V*L@N.!*$HC5QW^ M@KV7HJ(:KK!0HVUVP21B8'_F:]GS5#=.K)%0>@6TO.Y;_MUX1:V_B?^FJ/;6 MJA(_D 1?NW?I)A M$^7XO<>!G8/E.VI5U42)X$L1MX&DYQ/G5)5BIF-1"LNA MX3R3+COC53[VK\9#@SUS!^POVW[#K_D,A]07MM9,W-&T85V1#/GU^GHN?(CY MQ7$6)W:6C_ISJ3#_ &L)P0]>)RZ^RWUUL%!&^.1;I@76# >I?RLD@CNS'-*E M(IZ$FL*SID#^^>K7T;!R(%W00A.?.QR$GX]:&O20SL:ZY2T>DQ$J/'(# MU24Z-9% HZ,V'PF%X."F$*A^:$R6!M>%M:J#\P%L;]=A(&Q.C$1RR)9ML!_1 MT*@@HWE'X_L3-[1-=%U@8Y S?30O:&-,4(D8V,+Q5Z<@-0ZWL<]EF^Z@D7J]/.P^O^"!VA1&GK@W5CX=H=\E;GHUIB7T"63QE8 MS_]O/C><%IY8PF\^_^E1M[*V5F>M9JLMIHN_N.!D,D7@?=)M0J _X3Q@@&&= MO8)S![0 "IB"=M+E39UAG3V%&,J%&2(M(_A%K!>H^WZV" &5B[:^>#U*41L M@UW#+_R81T$;%-FS@0>L*E2XH(&<9IR5.!K!#C&=(*ED0GBF^H;M#9@/.DP; M4&N#F45$$*LE]>"+15(9?I4,.QBX5,P7I"E8,FH\]Z(XANS-'3TWBTG7%7JL M^FE'H38RO,^<.SX\V(Z391=;0URJ1QZT<#U<7SH@K[CAML5?A!=D35H]#VXV^UG!?7AE?&)_M' M:#[+LMH@8L#5F>IT]/#D O/##WP&Z2/0T3=1!R><$H%A R@FDDP#R> S&CHM/ M C%QNI3E._)9=$))4OH^X+SJVB9@F%:0D3ED(;LDKZYQR.EVUOP@D#JLT$$ M-]UQT!L2/@-Z$ 5UT@ZV,JPR9B=]KN,BT@BB&59S^SBMYA_<$!R%!5F!FC&X M@*'IF#KXQI77>F!2?@=?FU" """C,F8RIRV*?7+A?^;F[M?KAT^QD)B@Q<._M:+B+9K]>,7%P.\7(E33F0+HM0AUSS_7SPDPZ),/7P1>PP,B6EIH?,]^0WRU, M4#VD\>N !\+9H_ZS:FQIH4^&=I&H_R/CX>P9M7JL24FCF6!8GQ+;A3&&QSC#3TOP=L(_@_:1^'T^GAJS<#YX,^N1S8H,%(T M*@RE\,_GO4(W'&6MT0($@\=T(]Q ;NVI<^-S@^MC[%IP<@SW3+C0PIO\(_0 MLWQPN O?"O[)%?!Q\-AE2MCSAZO#35>3Q5E&R*^<(9SM@O*P=EA9>)^7\LY,_[R.-0DG],8:9FY[LDFO27EYZV VYT9)\SGT M(DC[R,TF^RL$NU^K8>HH,.VMN!^&I(!! >LXO0,J-8.\WHVD;]DNP]9S% MG<)[,9OD29H9>O.3M&A)O=H(](0HZM@EY%.C-Z^Z';

(YY).3..9]$?_:@, MN/4B:.$7V\?^F@O"6Q!$SFV)--=XHOD5EO)O7,E"<*1M<[\V:@U2TE\I]P5\ M=PS."W^V*;1+'3\6VEJWIZXO(N)
(*!GBPUB^S^XP;P:L2.*F),6E)$B/).(1]HI3.1P;F(H M?NGLT>;.,$4'2)G[BL)8H0(+Y>[!Q%VZS-HPV"P/IOL2"
MT@QQ(WYY/?,LFVG2P*"D &9CJ@"\KACT$S?1UI2]6&(#T**I#/ K[,4WF,:= M$_T\#>.#-27EZ P L? LSIQ%@-WA*T<6,"J/&:CQD)%
N8PV B;08P)0LP_" M)/PH6L9OAGSL!&TIC)9B024MIN74Y>X KS*?;?*RMCYY6>4AJSSDRB?LJCQD
ME8>\2Q[R>A>MHL[8/1T!2V1,N&U>@!E_@?H6; 3L:RM]7YF%&,M+P7"$Y0D_
M3'0'EP;K_X8.CVQ5&:4S=,^CAZ3])2TD$=TD:Y4,4V&6F61'<%,:EA0Z,B-+ M5V0HVG2J%77)N8B"']@6(@#[EV24 88E& R-(+
[.+%FZ$Z"^6;A#^1+,;EC M>W^PGW&=%K@*N.<;YCC=LN@65DOMI5346W8$%BN320=Q1Y&O6-D" M3!0+)(]X[G<*(WN.F06,
4S>\Q:DZFXFU>W\#7?C55H(>-@(CS2R:%C+.ZV< MYZH5_*OKFN2ER>.))8C$UICE_*VSA.?GK.!W@;,#ZY_X\K@UX9^NGK=64.K=
M@=]@!"X=)70CISK%]_ #L%*GMO V,9 DTW4I(V(,5'.)X&/7"/WH)WP,M*+$ M,;R<*D]?@$.C1Y]D8%&R;^%@%P[X8$Q<6_?
N8"_FP^$.%<-M[]U"62TLF*FE M-2N+![-$=3QQT(5^KZQ2%*RXQ,+UG;EH?B*)@*<=3]9'2E*;8FD!IOJ;T+4 MH[M?"JE*BA:E4:Q-
+7%3"!8+*TBQ",O!W)TH]B 386*QBRG'R]N8. -3?)X MWMM-(05)T8,LF6MB3/?"D ,S%U':,4 .F&$Y2MO)Y1SG.T[HMH[M.*%=]#CA
M!VP00.&KYTX1!+B;6)[_1AHIR0.%5LJ!0BOE0$$.O-7)02OUY*"58:RV#WE+ M1^2+@O:F5<\1C1G%T8TULB-12D;'71?
<#L8_+NA6M$T4A#;H3/$L<$XIP_M)G7PL%S'=.AY\EGP-L,K+6 P_A6B/S_\\-WUD6&*PCX.GH/\.D?>(XO3@%S MJL=VPI&:AWHL5-
[!Y04Z6P?:"\J-Z5U5Z9A]F5I:IT%QGX<8-&33&HF>P^.| MZ62U1UB,IC376@MXH7Z3H6YYW#,';AU](.R;3>:!B(_"LT LBH'2J3F^$[\- M?
1[GBCF71'Z2+X%*Q_T880?]*C*VY1TV84;K\[?C3-!#I","3..TY"4T(*$M MLE;X$F.R,>>1?E^J0YCXH4BL$?>(IGCC[(*B\W-C2%A-
BRL,T=L7:Q&4PC/T ME/=1O']_2UB5_LSG[Z0"7N)D"9G:6SIE A8W7X@JY)Q.9S:?7WF# >@(C+Y] MLJUG:3JOF.IFU"Y4;CF1;QX"7Z9#).;
3(#WOTE'1IXMX![0!HB\6KIS@88@ M=F@26T;Y!;*10(,IL?.>8N='7--41N!$URW X\-0!]VZ(.SJ071B!K@R.5[J M2Q<"\?
XTRSJSP>YI%']Y&%]*.H>_$NB?0QN38(2&=4-O,?2$V[,8"]/K=4L8 M_/)ZJB%*\
=^Y9QR/"D(0L!S*%_$6H(*X^2I8E0QX"Q[C$]T>1S&>A6&RT +1 MA1= DH=B$(\&<0$B.@FS3963"=F\$#21; EG+@HEC$&(9'&1F$%
[DEMH])30 M*$-H/"X9G,0@=+Q9&?F!MHAH2<4PM0WO%$380059BGG,LJ@PYP5#G$%)R_S# MHKXFA@YL?
F&Z1KBX0K_(!I0&"FI8>O1CG6*'R$!X@DS<&^4DS-^>>J]?WA?T M%S?Z+;0)IM&%J/D/B1'CW+S,DM[<')"1-LN??
R""4.E\NI&>,'L;Y"7Z1SBH M[3K/L(YU,Y4/"=.*8HG"(EHSXV4ALN;R+LGXE#%O7^9[2EY(Y+G&0V4 M.,X^J&OU^84<,LIF^DIKY^-
EH2BW+'40Y7Q0$4(40_K,YY?1'U=1CV[+H:G1 M0U?+PV%VR4H-0E*SXNM%ED2C*3(E9,EE^6;Y=0.^^B7Y>0>>ZFBI7S4;13_O
M=M-?LNZ)=9/26HU!KZTF=<23ZF\>*J,T^,:Z\CE_-DS\+*7NK)\RKZM) M.^FQYD>L-<-^$\=M7Y+';6M;-YPV6;[C(61.JKP#N&+UG?.W-
*DVA?&)P>X M\JSWC$C6WI4?3Y,L"DD[(ND,^N0]I(2]U[=(W6]%_>U:CU6-HMM6S<]>_OTI)E-,ML1D&>TG
M2F*R/G:1&"@F4TQVEDR6<2UY*R:+7>C%LK@7IDM7B/ E:1R(=_SJ+6UX+DUM M%0\J'HSSX*!Y>!X<$@\V^RF=WZO'@V?0I'=C%E
AMU8U6Z\"D)E0BCC3FA)$&K51FVMKR!TDA#*N'Y; M$H3: *%6=_=FNT?:(_P (,B;X5G6D4=="C(D2B >^Y76:4 M[67]6.E :D-
SR,/]G;+1C]K.RLC&BC;KQWROOO/@1G3,2K.9VK51OZ^=RR4' M!;$\$,O(UBH*L4YM-
&P.3B&'/[+\8!%\/2(/_ZLSN(H@\4:M"V1!MM52M.IF MPJ&44)J_.?LYR9LWJLU>A5)DE*@J8C\W0R:06W4'NQ^E%9F9MWF
MV'D%6WC%NLCGZ$G6H:K&L4;#_JN1;N]91S&;D2%/-+Y,9]&&CB&&%[(*V3" M]"#PK*=0Q-P#-ZE
9"EI]):XILN&*.E<9S,/5N#!KD0=%N5OTKI/+#5HWMR) M0C5,+HABK:4:)L>*XJN&R95IG*L:)JN&R8=KF)S5@^Z K4.I.#SVID&5N:[G
M$_57B#5](DTI74 @CI/3(XPZ/*Y!X"=Q9L\>)IP'LJ_M5/_#]<#6D!K?7YZ7 M:,% 71ZCCC6+9C.O$^PDG+M_V);MPNJQOETN&&
[4L0;;4W!_M07$3CTEN\?6 M4[)3M*=DU/3WVDGTEL;NH[;KAUY*?DJWF>Q^T6TFNU_M.3!F' SM'FR+33L:$3<-4E& MW8HW*[%
!H(W,85-G3>K >_5]U=[P?M19_EP&HKV,/ Y2,3_Z)%41*&SU-D] MV0+]Z4W(/>R)Y>=.86H?
3PI3]]WH]3OEY/@T&T.M55+B4:=94N+1R4^]M!2M MDZ=4J9/:G&&W2S*;UCW.[*SRT]2.E1([Y:F=6U."7U%Y]T8.A6AV';-JKF-6
MC2)CL78_N3(GSXTJBB$50U:$(<\@AR,ZRQ,1-(RE3:Q9@OWVFB%;-9*HDN#9 MI7HRRO)_M>!A_@U;LJ^&@$B\%
[W0UVW51OWZH%M"1N!QI*!35F8TSJU4:_>:99P?5VQFV*W M:BR["+L-,SK.E&Y>=LF\U(:-H6(XQ7"GP7"%S,L=.*XL\[*'YJ763ZNPILQ+
MQ7['QG[OQ'W;F)=]-"]!G59I-S5.J9E:^=E&.1MH<&/BP*N>WRAQR!!9U2MY M@ZMA_+._2SK,N+92NJ4XJ(U:]4%WH-
H3'0NT!:WQMYMG9E]\89A1M*5US=TBN]EJJFLNQP*F8YMX>3VLU=Q)$W=JH.TSS)0K' MYA5Z3D,8D6I.
J57&X'(41T:3Q(M&:6CLE57$B]]K/38+^W@7>&E4KH>\ 4 MT$T#T$U:+Z4UM=)-54//.X%GC6X:8GTZ;?> :+5:OU;_:-/334Z;)XHB4/T<
M=;*9@?Z,;J1;Z-I^$W6M.@\X%K@44[7;XR6_JNUKH&K[.VE:!9Z3DC7IFK,? M DW;JDPM;@66,L&2T6YW&\74!L4TV-
T'5'"IHF+:'B\%%%,'%%-:A%LIIJ! MYYVPLT8Q=4$Q]2J3P_#>)X/K2M?NH2AA/C!\YF/:P@L;]S!9 2_=2U3Y\RI_ MOD
;C+)/5/MX546K#WJ:NJ"I&.Y4&*Z04;>',^>"/-@'15YO#;6=TJ05]RGN MJ\:RWX?YMDBGZP_ -Z]W>\-SZ0RKN$UQ6X%V6:4;ET,R+GO-
;J.I&$XQW&DP M7"'C<@])(\5X<-"DRR[=KC(N%?>= />]#_-M85P.-#0N!YVA*D5P#-':6\=< MCM<&B\R>W?-
Y=I(T1\USP_YFIEO0/97QOOS$AEQ GJBW3AJGX>VZ;J^T,]8J M:+62CM!."W=__]N@I;6NU*Z>U*Y639JTE311N%O%W6#_N.LHW)T%
[H06.\5= MK9HTZ1Z/-"DI4TC I%WM*$VNMJ3%X@&+SIC,=$,TA34GRM^/KT^'J/
MBOH[#W97TY0&U6_URCZI4MRLN/F\N3GCQ'E/9K=(L^KWM+)[OBB&5@Q]>@Q] M7
EGR]1T5=AMD]U&JC8;W9[)56O/1PW$PA_%\"'5XV3Y,2 M2_H>3F'SC*6,KZGN/5M.-,\]I'QIS7PW=$,/%LV""8?_]SAG4WADXC/NF-QD
M#WP6\.D3]UB[66>M9JM3IQ)/\%>[G@SA,STFU!G_.>..S]FK[K/_*@+$C'(E M<>&J1;]9HJ56F<>]V<<_O'"[3=!
M=W.Q6PYL914V*Z/K17&"4*F'M#9QQ3;,:R]F2AV%[M&O'2"D!.&4N"H)\J""(1OCSU)0&6W/EE>CX8$VZ&-K\;1X,]PJ_V:[QYX*$
M0$T.A)W!.^)?N>6_X /!/Z 3XHV>YW#J#C9W0#UV@.P$6^$F'5QAH\\+'S T]P,H, MD$?O_GSE#N!?
YD3,FV"C'Q6ZD*AU(!JMC[S^67TQY5I^3-;?[NT'%HI/72U M/!SHP%6-1AI/?'WU:IG!!,C9,;!.H#DACZCEF^77#?CJE^3G[6%C,$S_JMG0
M4C]?-Y0&PKO7+C34^L^[W0I.JM.LX*1*HU2[,6QM?GE& L3&1)ODSW9(Q8\] M8@!COZI*+2.0H^H MGU/(UC:<-;9^
MWLX1_RVU*5:WV5EC3ZJNMD>.D)R!DVR$8#.C9EK:JH+(<4.D+(#T "!:6N[\ MNP.D*K53#VGMX'X9E \Z=CWXPF%&Z'G<,=[8V Z-
(*1$XQ(JJ1X?>Q03H!GY M_Q%_?!54OI%$?O1@?C;1^%?=0EO;S=8M3/-P=B-,JLGL5HRI&/5]& MS:A,OCYCN*NU:Z-
>JX2*XXH=%3LJ=LQ1"W1K&Q=/7^O]=J_LVV;OSJO'67;H M5M32\#GLMLG^"G4O)
<9_&=1MF;FP;YY\%IFAARK9OBA'^@PBHEHP.%\K+*! MM33\B>YQ?,#@=?,*X7L8:4H_#29ZP*R :MKHLYGGPJ_T@,;;<0\!PV#E%MY"
MMJ8X"2>P AU+N,PK>L0R5ZALCN_CGPWV.X^&H/?PV)=U1+!O^0$^\VH%$YIF MVH !]S$?C,T #
<8;50N!21K<##WNU]G3&XP$OYZ7_,&?3ZF.R!B&8"^Z+8BS M5)5$? HS$[5(@*1$)5%F1%8>P=\AT_FQ8B:+&3Z)@$:,#?
=)]>)E8TFPB/AK9RTKJ\@J!RO3(A%@.2%L,JSN"6 2/L'VPV>Z#9"PL%J1 M >_'498606,WV%=8/(X>78-?&3X)DP3Y<'R.J\#A%].^HJWE?
X6P<"S)!.-X M@& /?ZFG;K$!Z'RFY18KJE1:$H&V-HD@JF>3SH.5*&&41X0$$\M+D2#QK2E(M^CTED&N]-0D_\0I"R%FN81&
[D.S0F0\3@<\75S/H"[EYM_^J4(7-L4W/.L)E_7DOO 5A")5I=R@$+G +-+>:NI/XX'1 MU$S3['8Z;?
UIT&P:@T&SUVL]F>W6^/^Z@UH>H$>UDU"+#_> ^U:NTA7?75!A MW4M6K#;79_C1"U'WUO$#+R247COF/[GYC-#%RF6
+NY_MGS#=GU008GB75VM M7YO+9O,ZD)_ARY9+>BU>QF)O2]@EJY7&XMNW>"4.G_+25JV24@FX#^T1_G/F M^J+@UPLH<#?
T&&BOX>S(-B%,XUH#>^'-:C/Q.'^W(HFAD:&/0TE6#!H=WD/)#H**-\>KV!=;DO MYE_ZK_J,WC#A]BQZ#3)W-#Y+&S*Y-
%&B\%6L8WF)\U=, 9C/^,D:$@@909(F M86+XRR0AFPJL,Z08T%Y,+!"%V@!BAC4CT3L%^2(> #D[#@-20#E95VNO4"SVWXFW2#=
[YA=/'M?_O-#' M,-E+W7[5WWQTO>*KA"7*P?LHUO-3(TIG([?OLM?H;\QG&X_+J)&41@^Q+29:
M$H272W!YN8>_@MGH59D*FWBH\/Z6K>/Q7/R1^]XY@:.5):DD?;36T%U*+&PW MVOW$[L@/WQ_ Z9;!S;?K'[?
_OG[\PNZ_W9S.LM#@\2/C%7;.Q$*U)OY%8102 MV%\M!WQ6\ _9]B04G9_^)>C@XZ%[S_F]&:T08P8AR?0G#EHP+1:KFNRD<$W
M@O?8F&[*P!G&U 1LNOAJ@7)QW"1!LDRP5JH)UCZ8";;6'FMJ!4:J^P?:#0]H M5U3>O06[9J*_I-
E$8!)X:$0)D).72!XH]V;@!%N"5SQNAD;2(D-C5'^R;"N@ M.(JA^Q,V!A?.9T+78Z3)7;QSIK^)M[@BV.:& 09BR&[%^ FS7:!,?#YDD-'$
MP5T#SA!E;R?IMIWN+V8 AJ3YS/W(HA%F[XHS#+\3F^,I^.%W,(>NV"?^5.P MYZEMG A8M&LRH>H)TJ.!@L"#J'I^]CB9_2"QQ$;-#?
N"$9V,DG4+=_6[?-,U ME79."^(,;J-^-ZUV"5G\ "+A*K-[(W!QI;#N7O5C:8]IKE/]JEC^2E!75L&F M<"^X<:]N:)L4W$%O%/@,N(YT-
T5;:9S0F,#F>EP(#/!Y]#\E%ERFBV!:Y"RO M];FFNN40;P(5A)\+A*?X!;XS]/&[^1BS,)*34\N\D!_CB0$%OK'@]XQV$3:;
MZN";%OJ$%$*W^L@B/P9&/QF@]V0]RJ\P@6YT$6;A]S@JUB7&Z%W*8[O\0D8 M+D@5&SQI]@$#;*WFU?7=S3?Z4[OZ&+F&:XR<*-
/P8<)YM")="&Y\TWCLTW+C MX0 J]8\DL2.Q7Y]34>P<2OZ8?PG%Q!YKD9ELP#JV)PQYY@Y!L/>
MS;@PX4$(7SMO[%G'4QO/4$3&)"G:\78ER='$,%W)UH_N)_XC!L7?*0SS^,KM%_X;&AJI$?]A;=1K=%,#_B .+@+] MI^"
B(7CIE=,YB[)%F3,B%.2S#%GC-@9@0.+9UI+-@NIA#(J:+_?4.PQRH,_M$@,>?
+#_#0&=HOW*JXRU1ANEIP54!;B%$4&R#:V'I0AH2D15&O=>C$/'$,+L(A[O7IQG"_\9,;5T< M'-J(0%^HTI47DU4O0LTV"%\QP5C EI-
,!E7ER /= %^5-LCB2,E8:&&*M2Z, M]18LJU-=&A.9UH+N9XZLC!>8/K\ISR]'GON=.5<'T=8F>T+%P?-L/ZYT414
MDMQ7KL)$(VUN"B^:C]#Q=0J65ITGVG=XHROLL-@6OZU0Q2=:@%'2[G6NULI6 M&"\I6S-NMA2PM%O-VH@:CZ18VFL418-57BCD-
"!1R'\@=DHP?+"X!00F273@ M7,QTK&]I.Y9DM+V"(4R3)>XS$[(*^- BLQGF;^*;EO,_; N,%5J6,LS>PS"K M E,5-!CDS3DV-QG@@U?=
(Z809YI56%16_$\X-.B6 NISG=36I=OS# K*H\=, M%W6&3&C*R!G06NOE]2.X2'?CB'Q+Z9:P0N,2O"Y3?UM(;[Q#-&BN'ODS^ T)
M/_@Y<6D]{Q%R\N0X%FK$%2Z'&WT>/[!VH[@"&@4BSD@/8Z-;(5-00CP[L#W) MAX.ER(@07/PG-
T*2,BB'R/18$8!3KHLE3.*#B4,,&"TN_&6:G&.2A:'#]BTR M<00$3N"46V0E45"(,K8N,%;]1HL0XEJLF4@$PMISGUS::<1#E*LW=]7ZS\"
ME2_SL>;HBAMF'@>!]A]I2(?._)^H8@7Q4^&.5*(K#$+8U:ACXP?+,=PI M_[B;<1F?)28SBA@5SN/CPAB.HW9N>E

\MEC]&RTCJWLA=B+_^\Z)F8X\U5YL MU4:=E*Z1'XNWC=2T1/8ERA;XJY2)MG&B2;.V3A"W(U88ZT]DWU"B^Y'1L65 MK9:)&?8I-
V&VVH_$3=S:JA*F,A.F.BIA M2B5,'7%FD4J84@E3.R9,;=,=.S47_]:9;\3=>+X[!U)-? 7+^]!H>"><3\EN# M1$?M]8E<[:KUVYYY[@OXJ?
YJZ({"ZM@UF^*C@6EXG69/!7LP4R-M_MNW=$_;=[C4Z{7TH#Y]:P,1P4[1[!'EVEM6[U)M7O;2;ZKK52,YKTEEYK=3\2 M>J,&6SJN8#?
R,$%(@[6=B0Y+0J'0JD3$[%)ÐBG1K2+>Y*_)1%[7+-I'6-*2G MT\"%Z>)O!:8"+=L* RU/\?%SFEM5:G+O(?2>EXL7B2HI1T
K)M\AA>+)/%^2 M:!2%?=K5KNQSFTS5VT4F5D([Y%NY.(J:'RNB9BAEZ44*2)U^(:C3+.BD:;EO
M8\R#'O&0"=DA!8HDMLHKI5V=9BJ*.4Z4.5H9R>GYF"/!!.TFGCGO7!2\6LUB MSLI(J%(,IXB1 &B[*,%04&T%8N?9@\5]OB^G
Y<=^RDIEG=RSY^36?%/7# X M+^-.&7;OI:5S)TP7T])M3'VM2J\H!9E2(9-107A;R%!:=[LBD%%VW6D=+#RZ
M@6ZS4H^:]V$F%3BF/=?V%:I!Q6YBMHNWWU-N..S4G.*H6\4H;CH#;MJ3T=*K
MC5HE&+I[YR:IXJ,9S,DHDHZ//#>ÐX/,Q*J]VTSFFJ1VUU;9MLN"W>9'1"EMQ M1_V\2NY3R7U'FMRW,^:D/CR *7.3T@2CO).$(S!@ÐX?
Z47$HJWP!K[*<3M/(MUUJYZTVDFOESZR+-U.^#J5]:]8C\(X5$U1G:<68(%'4I#PF&" 3),MV''6Z
MW_&:JGO.1ZBJN7CHY_I+DJY^0C'9Y=>&X87 F_)HFBB=IJ[E*2P1T,UU[%S
M7GU]Y%HM=_FI+*V6^X9'^Q1O>"A(+2"5NW)884.ITZR-FJ=V+Z+*<=P#%(AN^)D#^19COIK40DU7.!P
M#V6]6[F++++>949)_22$GH+/EF_85. ^6,*I9=" M2&MJ (K!4E[1JNU0S_ IH$JA*>OI)(H35JK\H!]. 4TPB$^E! ,R3RW'A!5Q
M$YO\Y*T+V#ZJNH"M0;&Z@.L_[S3+J9LW; QZQ4;:?RV_*LY)TQK#7KMBÐZHJ MH?
J;A\KPMW,ZE>_XLV'B9T=136^K0H2G2(B=R@H>U4H?WV9\UTT^TJ7_)EH1 MOY6W_#Q5_XZ"-
%^B]HG_>/)^F9=&H7_\T(,\@"FC...I4/-&]{PWF"W1C[Q1 M!3D%N4-";ML3]RWI4[7HVP-W+-=CU'[AD,GN1P"W?
0%$VFH"+G/(*@3HCV: M/')=JM&8$@A]"A:M*R*ABO)T+F[ON8=ÐT)_Y/!IZT5J$A;I8CV{03]YO_.]# MYF;DW>]3/&3/K,H9W_)
(#ZQMT=7IU4;#EK9[T;#BG'C0; TE5-8+E79SST*E MKX1*M81*.[.::3&A,C@>H7(&N3S2W'W@1NAQ

SM^0ÐGJ,0GF#:#A2Q]J5I MM#UKFB'6S2I/T^394U71JIU9W;:0-NÐVA39)MHP^_O)G9R\ 6OL5 %U-"8 # M"
(#,6L7%!$"K6@+@J"N%O+/)6')9C:,0@F R]A2Q]J4QVGO6&&T,3G2;R4NY M!PU.G+K&R$R^+Z8Q.K51'Y/N*G)A2 F $@5 9\\"H*L$P
$$0&9*?S$!T*N6 M #B#*.,/_N+:+YBQ?0,FHQ6PK[I!MRQ4]&S?I^CG2*S";J.[9[71Q]Y+W:&* M-+RKVL@L4+5);>2N7- =E%:Y0
4AJR<:>GL6#EJY5J8*3N12 M)9FULO*J$H#-A>D&%W*T-'V"!0CJ6GNX>^\F%;RLGGP8[%Ð^M-'4[/15\/)= MY4-FX;,2Y4.'Y,.PA#
[/1QK;++\N1<[2G9:C.P9G-M?]Q76J@Y>!/0HY"4;G M=Ð?BYTBL@ÐIE\X&X1.TW!.WO]!9N7L-B08%@?1L40:A?I%I)U2G=VJC7&+95
M^*(ZQ>CBN[JIG%4/&VH-&\FM4U'+(^?ZS:?@)7!]7W%]U>K:Y>;Z06W4;AY+
M\]]"AFF_XH%)JDN&5Y*L:I'9I1;IY]2^>8*%4=]&_=0P[1.+]$NPR([G0O0Q6&L(&9*?TBT MHK%\/Z0HG^'Z025N29_D\R?IZ7THM=M
_,C@7_"E"^O\#SXU,KG(+\ MHH]*V-X@:K^G]E;O:[51MY=RB>[CF42!%)#W N1"B?NE +D%ZG20DMK_[D"N M2I_E/31,S-EF6;9LF^&>
D[<,;/!N+H(,#_+I-+W8D=*G5NW,>CFF-[5S/4M MG-:EQVU]_'"%!M-%NZ&E5&U_ NL/1P#T:Q]W.-VKL)M4F>=/,F.@3.V?ST.1
MW)4C!]A"Z?F?8=FJCM#(/[X[:,GW@JG>Ð_9:JL)7' MJSJ>J8YGU0EIEF(P% Y]_=VOT@H\1-/=.0@Y(D2I)4YG"DL"3IT1%(M2SN-
UHH)TS!7"YR\L9U$(\6R0?5^ 922ISWO^$A#7B(R+6/K=8"#O&D9;"^+ M6.W?D<[0XO"1F\QRV+5A>"'\R7_.N.-
S<4[E!A/N,4/&WVR9#&9A>T2'P7?L MQG5,_+F)?Q'^]0#^\4FWZ7CK8<)YX#=2 EUK>H>N=@I]+ZPN>D:NW?-US33ZT+W7%"W;;?
6."RB6N#^/0QGNMQ V0IOO!_0X>S=I.&7S1(M:^*/N&Y,V!O7O09[S'RQ[N$;Q5_N MBV NK2!O]0['6P.:'?!413EI#6%F'JP(RP?,IX([.V
#X("FN*(@$TVT8SB5 M8.D.",GQ>:8]P+^]V5S3P*[N7A$?P*%'0;K'TFVVDY<;3@0DVC=%8K%_COQ M%D;R,
[]X\KC^YX4^ALE>ZO:K_N:C?1U?)2Q1#MY'RR_-:+34;+E+WN-?G>3
MU!B/]V7(B6TQÐ<<)+Y<$4V%>_D.ORE38Q$/7\&_9C=^U9FU$#<2166_0K70P M24H?K17>2^?4[4:[G]@=^>'[WA-
Y[QOUS]N_WW]^(7=?[LYG64)L0RZ9X-O M(*Z76"#U'@+X /,U0#G_R]%#$*C@ MKM%]X72[6J#E'#=)$/'?%0TQ[T31OFB]LY>?
4V([[BMS7QW4BQZ#]7&2R$PW M_@HMU):@$V_T*;?=@$4WH!\:UPWV 9&$Z9+<$XY5I,3Q\[EBEH;J%Z?+9ZA MFDG]*Z&=_1
>G3\S_\I=!)PV*O@/8"K\@28#X'O&O:D5()S1Z(D[R_RGP6.3O>TIO.\;L(*S Q6*G\@C'9FZ/X$!I'F/V4&5QM!VU9HK2J* M[F OO/GLE['P%L'
QYAT[&>V"V^L,Q^$UX4)SM7"TZF+G>8@)H07)Ð9LL'O/ M-CSQEY' A>B;NW M2B IBX?!=PPBV1[GV3F_ DF(?X'8CBF9[]*K=?
W#>9U-Q;(C8#[F_[3FH;3 M3]'.WN@S^";U3FP?Z[-VTRI";]A4T'WP28BK8Q:I%[WHJC(*E.ZZJL&Z.M>+ M17P@/U^7>%_
'1ULVP)EB1\57%5&$])=5S6$5?73,GR%H3$7X@C'B(\8&K&X M11$^VUJ=XJ%U%C,/=(;61:MYY<]0RL/_T;^UJ]5Q9+QAJ,&_W_P%VR9?
=DB M(S"3)R9;9T\AAI=$E A_3DL-Q&R"B2LM3Y]-]!?Z$T0.=Y:4IB?)$Q.'_:GH4VKC3HA<:B$/CE MFG
Z@577*C=&."&;U=Z;2!*,Z8;$0'XKL9$:(/%FH2H1>L!*=+61 Q_[DIX MJ#\$3LEX1=K@^NP&%R$<5#5 %] M,5DTC&$(FH")_",.U7
<#AKK"0CW0NL$ U,GP49/T=;ZX''8NA=7<6-.,TQ] M^SQ,@_ OJ!8*]8;X"J_]-[ZUL%:@U+:>EN:ÐD (L..M"9>NWGW5?S+J;4I.
M0MUIEO%*ZH?PK]H8ZO!G0@+8;W5YC1[7Y5LF1R_G&X=O6"L61XEM\L0"@]4S M)JNMW$35UGO2] AH
M(I&/LM1E=QX(;33HQ8>55T]W4297Y.V"@;'>4O!I44DIM501_?;[UU5XSFE% M.!6DN5M41"LLKH9@.W36ECR6YW3QFFM,S#S2(85-
H4&A!7ZV, +MF+&BBFNL MH"%X\-U&*Z6 /PA<2G6Y9K_!$O3 !4P) 86*M,$_#[(4-9O-_DA MP$NGC%8P+
WQ/"62;C+'UVUS%A5H\7AGGYN?R=&!Q5NN*2:XX)Z[<6PA%/N2 MA702&SW$*A6I2FF^QQ&_R0T&VU"7ZR1&73%^UXA37-
GR4F(S7-Y;=)#]: 7X MBL5D6]1=O--KK@)BP=%RB=7Q\R],?M, M^6IXU@W,!W8W&>ZX4_,UPH_"&>Y?
05MP39C=]P+!>0LR2BI>SR<@0AQ;&HN! MO]Y-/S.0PG(5O,'$<\/G2<+TZS38[QC,B29AQCT3D#Y%Q4VWF4?<+!9M7H/$
MY0&F*22E3U$5,\3+Q^V4._,K*F:%-NC=%-O5;D90.-\BI=6?7 9ZV>F[BY+2 M8;HH XPRQ>"9X45X&9$S8Q6MU44\8K]]-
YH,=M/O8J<$BÐ"!V9D%C3 ;! MV10PC>(IB'^$?F"-WRIC+5W'3,0[.J*]<:=@*TZXXULOG'US_84?<'UW\RWR M
Q(.>H'(@C'A9FCSNW'L[?3RI7??.H8[Y3@!R@A.Q!MZS:3S#Y\EXPU[:.A2 M(%)+%]U\D9*V2"ASA.V C*(_@5\!"'? *W^E24UP0CV=9]WQI;
(K? X0$#W>W0W9.8;)V1HO'I(HA! M(WS GV(IH6O_Y40:)04("O\H+Ð,8,';_YMMPQ$]F80LN+6<'C-%40%2 QZ:"% MPN'3&8@;&CP:
:81#3^_@O(&TMCG8FW19_?KI/ M":,N!>[4%9:L*RP]=85%76$YXKL>Z@J+NL)2_A468;MM.NS9>*S3)O$5B NQ
MÐ=:@(AV4M3;S^67TQY5I^3-;?[NT'%H3/72U//%Q* 0K:!O'U0LXVFD+6RHH= M\LWRZP9\]4OR\TZGT>UT4[!J-K34S]<-I6F-
8:]=:*CUGW>:Z2\YZ*2ZW5.? M5&_C4!FE C<7E-3RE(UYSU9EJVIXC22&3]AO(OCQ94WP8ZF>SRY$BI7+RM_U MH-KTNUW*P?%?
0>CEJ;N88_GG0L'/F$]*-\Ð<^"M@6!Ð'E1&H#4?1LA@MO^;S MI2M-U;REM=[/5-M\EQ.O$ZRKO?2.!>4/4*HN*Ð
ENV85'LTQ4.E\U#&A9E\/-2NC9IK,_(4"RD6 M.C(6*M0)0>LF#LDWY55D,E.G-NIBM&'WW@>*DZH#*<5).3@ID0ZW$R-AR?IA
M6@)QI1CIC)ILBK058REMQ:+<$?;!=GW_(WOB>,8=RP\P1,VGM1&'DVRZ5TS[M9%1QOS.L3T35'ZM$_!3M' M*A!U,RY(;@NB>-
XUW1R]^_WW#1P]6LC*O;6NE(.T6 9=QE+4]*81FÐ]N[Q M'(6B"J+HO3 TK(T&S4:O(A@JZ2C@&"S$Q,Z)?$I*UUS)$]W*)#R/WHR9-
N$J MF;\"D:]=PY+]&,7]CH),@]ETVJ *+1M5H_W- U+P%)N*U'32K,2%=8J*;@R MS,2]"*X6GEZ4$&Y56*H4E@Z
I#:HP&%*34;5M7B/J/B.-X)2(HLRI"@"C+L$ M$'[L) M1F*_T3_\K7=50*%4K;[_(D*Y;]RV5>&78\-:0<&U_RI#25!1X9<2R@,K+%4)
M2QF&Y%Z0U 85.$CQ2U3AEP,4?EF*+ZK"+V59DN]6^*6-'1!V.@Q3Y0Q."HJ' MJT'4[I84L%10K"@4RPUTE@_
7FVDM5.+>U@V.=_#9[[KGZ4[@1RB3TQHMYT6M[-'BM?"*S;0OG=C-7(Q[MZ[#?]#I(<3$L3)C_Y)YA^=QL ML,<)]_GB-Q/=9$#MZ
%O!%2GKLEM>C@ZHX=G=9]]XR_P>9N-+4=W#$NWF>7XP"5(\;ÐC>B^H#I-RP^?_N!&@ F& #:N(ZO2!NJ8;6A,
MV).,LOD3SD$$XR[CM#P^]AA[0B8%[,M_6[^: MIKQ:..)=AZWQ9["E%B#EK1['CX3'M6%X"$7@3.[X@#X<1Z8/B-2/^7Y:*T$
MU(WKF/AS$_\B=:OCWÐ=!V >$AR\09DQTYQFS#^(H?(5E>-QPGQT0B(1E/?[U MHL *+G:.T M-!/!RFVÐ[C5"B""P4.(I.KR?
HL/[21V^!)")"G+@0=SN=_0AH#[=3YO2NE!FT MJJGB?P=YK+]PQIUG_1Ð@;*'4]RPW1.Z(DVCFN<^>/O51,L/G\'N@E\/9X6:$-
#K9OF'/;ZLWC?WN: HUX:07@DQB9DUJFEM;!(\3:Z($_DQ2] M-Y-B:OU';.R]V*$]SWXC =D%^RS@@NCP01, V/X*=2\ *0"
$[KK%33!#/#T M0F;%"LQ TT3<$"%^CO:Y[0.8XF24P(](+0C] 6+&>1-6CAD:L2?!A#)G^""6+P1D[M]Q3@RP \8/O_"
[&*X+7Q5VCY%NT'EA9\]BH*_C$(:H#:,OBULP/_@8!]O<:< M)OJ3;@8UAG9P87\@40IE@YUU,\&]\M/\ #P83CN!PFD;X33$DH0P2]HXL*-
] M%_S 0)KWM(6;5(!T2,GX%VX?K58 [R?,/0"OH>C",^]:I1J8-[" +S0-\?>/ M*-BAI5%E6!NEDP1E@L3R,LNL(Y#E1Q9+7:(=0!:Q$"*AD;
\\QO3X-$#7]C\ M;KQAU2FQL&XS:<5VFTD[^A\TI4/PS6/R'[S@]BG'S[?K'[;^O'[^P^V\WI[,L M#,[XD M$R#EOL--N63Z?& X?
IB>M:E#TB#B"COC44JKO, ["M M2H'D>+X,Y*JY'?'<,K@S\NDY7YU2.I>B)9"%YM^'2>!%:GEAN M?]H**YVC7^R +;, 7=K)8NZDR&YY-
>6J4T]6,[SG)TJ_%&"=QY7X[QNG61IW=N]ZHZL!5A,B&Z)%(8*= MD4HK8Z0@4B6(##(N9>:%2)_4;[*^N,+("6 DXQ9L7HP,4-
,DVQ4>!B+J,.!H M#@,JWO;QT0TPFS/[]/.]#P/.M,%LT=6?Ð* NYWI2=UB*2W <99@5$RDF6F:B M(E?=UC-1#SN%
[5YD4C&18]Ð]++L8$VUUG)UD(HW<2J6*%!>=)1=E-HK+QT4M M4$7:[@&\=^ BY957RRL_I?SD+S_!$4?
G'*GB^E%A#)63K.:F6KYF:&CF$$QP]$PPU:Y9_F9H:N8 M03'#T3!#.5EVO5YZMKY*8%8)S">95C8L)_40>^V4P#<]K3E55
MKK/*C=FOX"XGPZROE>EUJP2SZJ!),5$.)MHJP2R_]=,J.XZK&*PZ2%,,EH/! MMCI"3S)2NQ0/5#&18J)J++L8$Y53(J;?.1933_GHU?
+13RD+^AMV?67Z$[CL MKD/"7BH+6LU-94&?\J\4>:NE3S;$?,\N5T)E3)U$QE2Q2J?#1/[@;I5.^]UT M_UA5.JT -$X8]<5
7TZ>8+]7&Z7UCE.)L55!Q0D#OI"8;S43&7X]BOD^UE11 M8EZAOKIBOM4LIUIB?U ;M54]ZP/L]ATV(&9+VQ1Y.-
NEM:A,O%Q\LU6R9OZS MZ&'5,O$4?,HU-A*9G+L9&X/FKMTS%$ZJ*&;VVVAK4%ZC+06?2HJ9ÐEM3#5H5 M$3-
GE[F\YB1492ZK=)8]BY"2^WP-UF2'%0Z+J,2PZD#J3#FI&".5DQ@VP-YA M*KM2,=&I,%%!=53R8>R@6U*47G%2=2!UIIQ4C)'*.>
=]##RKZHUG_VO2CIT MJ;)863YEP6O$+IV^6-.9;GGHE)=^Y)(S<550Y;(-;&&ZX9/-! M)F5.1MR74YM_T,=>2\V28L5E[-
"!8LR*+15;EL&6Y5RX')23?:'84K&E8DO* M?BV'+8>UD59>MW+%EXHOSYPORXF@#['98;>T$GF'XDL5S]A_/..70(>=A/\U MK9?

1/^@_L;*(ULR7 C#A;.S:MON*@0>:$_/#Z53W8!"?!?#US.,7@?Z3&0+V M[.D-/J(T4 I4^/(FG"EB%_0$S,4U?68Y)N
KX.;B5G6TVFB=*)GRXD@WEN6 ML7^$?F"-WX"3Y<0DOPC@ XEL?>;SR^B/JXC0ED,+I8>NEM_0G25P3R\47U^] M6F8P
=HU&T!V%"&2"^2;Y=<-^_J7Y.?M?D,;#%*_:C:T@I]WFNDO6??$NDEI M8+[W.FI2QSNI7FOS4!G2.N<%]HT_&R9^EF(1&2
%N/?.51\VUGAXG'B:GR#N"*6?[YSVBJ3>%6L]7) M$Z\OH6[%"9&LO2L_GB99%))V1-)9USFZ-G233RV=_5V?SJ[8KR[,EK)\5:4C M-
3=5Z>A$?W5.I7A4OU=U<[W4_#5MJX9,N:_&#J>$D%H*%0'Z$^485A1]2W=[W>JE"O4+]OPR=1.F([K'=]HZ'] MX'J W58=7 _#-
^7T8!IV\?YE6E^W(^29QM;_< MB&YY-16KX^6?-GP*1H,2-]WB@;UFSO75%0XJ:"8:>WUX*C?/,6#H].&3S$Q MTRKWJ*7?
W+FF8@5C<$=14_&:LJU^/5#-AG,KM5-T]946&<4DQE;%PI."HEUF MY+$*]:H4$RDFRLU$I1Q[]9M4/G'G8R_%1(J)JK'L0G4-DO7
MV.B+D:ORSK@ M4$Q4'30I)LJAB4HY2.XW\92P578U+54Z\?A^=1+-#+-;]^H1W &R; [N 1W|O MN3.8[-
MVUY{R!+!R/+^7ZSMJ;L844@H@X.CN;@X"@2E&_O M56ZR2F;9KQPN)ZU2ZY9B*N,,,5$U5AV,28J)R-,ZY7B$BDF4DQ4C647RTTN
MR2/HE^(T*B923%2-91?31.4D^&N#VJAW%)I(N=S54HJ^2;;8W0_:9E:BH333'#\3## M?M,R6TW%#
(H9CH89]EKBL=\JK_::8@;%#/MFAG)R+5LM#'B75=%&Y2BK'.6*_M\TVGG 345KLV:E6F 8J"2*D0*2'^
M)=#A5?"_IO4R^@?]H]0]U)KYC](GG(U=VW9?T3.F.3$_G$YU#P;Q&7C)S)CH M#NP'LQSFAA[SEGQI^!?W7N#;IS>&F_%B!6_,%-
_APS.8EFOBPR;0(N#FXO)O MM/!HR?#.9\N)MJ,',@AV44Q(;J38$2"-K<|\?AG]<15%-"R'%D@/72T/UYTE M-H0V3'Q]|6J9P01HUFP
N1';,AXBWRR_;L!7OR0_[[0;S4XG]:MF0ROX>:>9 M_I)U3ZR;E-9K#+6!FE2^2;4RA]H]D);SEG/!GQ75G3&&BSUB<)#6WM[*!VPL
M%O# 8:ZZ8W ,S*V5#A69K,=ME&+LB3M\; 6P,WXL=DB3WA!!/+N]_?+3"NH, M&<7U=;M>]=W%R+#^!/]U';J?\-Z[*];^SK4]-
E*$4M5RQ,;WE,U799?@AS!] MV"?=%M++9^Z8?>8&GSYQC[6U.FLU6VV5WJ?.@_=['ES$N9*@37.N*!]_YX+0
M*JE",5$UEEV,B8K6+S]GW/%A.(\;2'>S[*2:^?-G?\5.&Y1SJ:,] (754ZUBC@4C'XI9-8E" M&3XL
/[:%BU#O+V03"/ZJ'!2,9R_Z%YIUGJH7E%E?/Q7CJ]U]\HT95-=9.7 M'93*Q4QYRRY5CID*"=U,S1QMQ%?76V*M-)[2@*<&*4&9_
*W.N6X%$8V*>;M M,=+"U-YD#J&"R%%#)$,I%P$(EFMJIUR7JPA"SMAA_NXZANY/F!7P:>DW4$[; MP-U5)Z\X0H;]$J1&J.06W>
(.73OF'=X;NC;_"/V ^"^-WZBSIG*2JH^A4E1V MFE ;]-+PF/72&J,X^CJB;4=K].C6U
M/4Y-.5IKTO%;JA>?:C*3S^@K4N9^O6[J8EJ$5EI'Z".PWQ3BJ[.T8H@OQQH# M;VG4K$Q;)05X!?AU^>HE2?@62?BRRM%6-/)^O(?
L*BO]';/2RRE7V,64E1)8 M2IV$5@\CK6XY-Q=@F HU!U(0J5RUJ&ZWU&I1%=7+*B%=99+NJ)0+Y))V>\!3 M?95M?&H8R53*13!"60+)._
*(D<-D0RE7 0@ [#W^42F7*2JN5 M2+$N8_U0A0U5K?G]4*;2TJN88BQR"+'^7*_70LE45N)&U9M *,94C+EWQBS2 M-
6D#8[;W4&11,:9BS'-ES%XYQ4|[=");<@7ABO!EJA^PW,,%EXUTM9Q0IW6G M?!(K>2]WJSO LI17,]>W\">7U&#
>N&+EB3_O5S97Q*DN7A$?X+EA\'Z1Q*= M59(UY\L&;<[V,]I@I;I^[+^X $26U=2?Q@.CJ9FFV>UTVOK3H-DT!H-FK]=Z M,MNM\?
_U02'(AR;S>Q,S_9E?/'E<__-"'\,*+W7[57_S!LJKM;H3R.BV$L3?;2V>42T$ZB5+MN-=C^Q._+#]T=] M>E.%FV_7/V[_??
WXA=U_NSF=97UW VP9Y5+C)]@Y$]/N3/R+Q#/U3?EJ.;IC M6+K-'@+X0"0 ?/B7HX>F!=]_7$N-90;4!C%B')Y <^:@ 2^M %YFY G*W3H,
MWF,#K_C,]2C4@B&S5\OGS'&3!,ENFA7UO4+-.-PDD;:$0BLW%)C6O&32#/D>
M3F$@(UD48]G0H'CAW8RC^'">;QW#G?)KQY09G(_PY"?;-?Y<6!Q=8,7'.JP[B.P6.=<5>9-K'107?3 F MW QM?
C=.6PZ\B*1;RF)Z]J/^QXK]L%@VO/* 3>,$.=TY.7E$3BLB[\.#.A+) MMWSD>I#DP5*CN3& '3\)0"U0WR?
FP%O8%%X]\1D'T6&FU,B@'V+H\12;R&F- M5J=53D.S5F/0:U>MRYJ:5)%)#3<.M4NGN>&1-J(B2?&;$!!?D@(BQVG$*9+E M.XK-
G%0HS]A@8X*U29=WJI+.=9{1B3+<^QWAF112-H12>]]L+[.T>Z5[S/E M"]A^6DXQ((NHNV@TMQ0Q^TGTN0DX? MM%67M>Q^2:=\
("%&W:):W8R,XL^R:^RO0*_9=S> ?\]]?>E4N\ZONN4@Y]PY MT<^+I+'U]UAX2W5L4SQ8?
1[./E[!Q[<9_$[Q8.*!ZO.@_U$%8HU/;JVYL4D MSPVI5=- ,9QBN/-CN%8WH_G._I5>O[S[$^_ @R7=?SM>UQSW&EUSFS_K-O-Y M$-
ATA^@WUX)J'P,(=&$6&@JK61 MUM^I2Z8"3??$3L(\W8_8Z8/8Z9U2B7&%H+RE1TI"T #$3PFU04M"T!E5&/O-
M\@UNV[K#W=!/OSFP-I5.^6MYS3JZH?'==3QN (/,+Y_(>R]I##'$UL/)$\&* ME.%1_OT^8H^%43)H8H_AI-
&F0D&5A$JQDH3[$BT#+1TT2K14#2\E1@Z+HZ2% MQ2.JTO'A#,J\Y;K$N;>B'>>;:;,K;4Y&@A2R95=N44LY\IVGG3X,VM3X8>?6
M(*7N6[63WQ3#GBG#EAD1+LZHG=I(:Y<1!%8\JGCT9'ET;UY<(5[M@A?7>__J M;HIA%<,>&\.6F8)3G%%[U%TE>29_1$HUU?UN=?
*4Z,C*SCFR3!=M/PDZ>:KY MU48,(,H]K.BVWTG0@/FKIE%QL1:[8-?&7Z$EZ.I3;.C/B[OS_B'IAN6MQJ%'
M$1;+$=F6,,E&2M:2@GKR8H*"^G(=O0Y@_<:=3BW118.@?D,WDIZY8U@*ZYOK MOQT5%[0/S 68Z$M%/#T.<_L/-PEMH3/_)V:-
"@AB%BFGFB51@JDALS%8L$C' M\.OLU0HF5.[/IEZM ;.F,_C2!\/' \]8;.RYTZ5GX!O'G5H.U0RU'/;KI_NU M@,I3A3E>UK% 7>'>O*
[PL93L>?D[!PI,9R$0V0T]-O/<%S]8.8?GKC# MQU;PD22A.#QA 5* /;TQ?3:SW_!X!>&/MLF4(*T[L'";@97-#10.^ #$Y\C
MY[UQ'>WJ"ZR8"R_"6I0_HX$_(--])/;3J:\2#;R8#<[!A)WT>" &I4Y^P,P& MFNO$2_0
$,$U5UBJ@E1_A+DN2!I;ISMF_U7BG;XY%TC7ZI/8TS3W2F2.)7,/ M:4*S2DCG%I@3D.:4_+P=*7.:M[RJG7 BS\3R+3?0'[K/I
>)NK!#C,SY%&1 MYZGU$W?BC]"S?-.2HAL@]CJQC,DJZ3NWO>VSF8Z&#NZ#<.[X['/ Y*+I5"-ZBU_B83HG'8_ M0'#^@ F
;6O;I%\^7_A@R2%*6V6[-NHW4^ZDR8*

M#P_OFOW20C$*0Q7"4*N3T2BG) S1T52G,KJLI) =O;=?;2OOT0UTF\EM3#3) MS5JPJI6[5\J)6WB@^(3B6\6W9?#M^VC_+O!MIX3$
M%,6WBF\5W^;H,K@5WQ:K/=S#P\?Z8-@NN_6J8FO%UN?*UAD]'-^#K?O(UL-. MM[23F$JWJ"A68<#.T^=UXM?ANK&#NIS?Y9;
(,;V^P6G"W6O>GYS4"HFO2 M,\\=6_"=9SO!F[CI__^W]Z[=;2,Y_O!7X> M)#.]^VI/B2Q9G%"DAA<[ZD__*@JDI(HFY(EBY2J7Z1EB9
M>DQ[+V73U:1G@/F3W:[9UM*CI>?\I&=C.71%Z;&>O>Y:O8W]2+7T:.DY8>G9 M6.9<47ILE)Y^(Z X3KM\F1PX7;Z\G_+EBLS?>?
9Z9#W>[M+5@'5DC3QVBF:-^K'&QF+CBJS1>_;:[G?VEB2H>:-&O+&QB+@B;_2!-T;UX8TSB'GK MXN
]%P=7Y/3!L]>=CMFO29V4KK5[BIK?BJPQ!-88ZC+,4V2-C:6\%5EC!&9U M?V^0A)HU:L0:&RMTJ['&D% D1K794":*[%H= MT-S
,TU[#X6T%87=0A^Z^_A#FRW)7^^J&RT[9R([C]LH;9"=H:5E1\O..?9Z,-A[R9B6G1HPD9:=7:LV*\I.]]GKH37:VW%IK5(%FA?WKM(!
M^3'1[T?IAMI)R<4>,8(^$(6_L1_O1,?F7P3YRT2F]^RU5;,;/*]37LT31\%. MAK$H0K858ST
8K,%8_6)L=9C99JQ3H"QMM=8#Z"L;,%8B++?*8%AU8QU HSU M>)B/&$8/GQ[!8$.P(LL83.>;'D')O.7S"-97(&00;,8,<4+^H"_,)N]T[Q9B
MD:SPV>?XX2IPKPK4+9,-+*,;E,'/5=>^.JFL>7;?CNPRPA/30;^DZE*S2XW8 M9>_6W*[L8CU[W>N6I;MK=JD1NVRO71[
8MN576Q@%WM0DJOSY.QRVM&\K&]A MQ./$X,* ;AD!7T-M.-E++,]\PU6&UEE58I/SCSV3E>=09!QF\1W"NE)>(^PNO" M5.-
DM^/I)OIT>P\P_I+&\/PX?A/.QEY +MR5\Y_4BSW\^40^0W2NQM#)Z] M[C_J4%J' 6JXV3P09'P_VX="D=
<:RJ*+Y.6<0OQRPF:VR&+HW.+U@)I/FEYORR=[-L M=W[I/'O='3W*C-?\4D/]\H!)MCN_(C:8!_IZS]\],.+AU*MOX:A>^?Y/N4O
M>D'"@AL/VW&Q.,9^7[,Y\R+L@7 ^X<;M-<@#%JTB\57@?L@(C+W[D@\9>!XS=754/PM-9?1U^/#5V><#6W95=AKA3]>J0>7\&H<*^
8_OAI>&VD?/7I>UG-&A@$8SQP.V647FL-JP M>^HXT:DQQWW0.=SL(5^1K6<;YSW,
R>7'1UOO2I<EL.X97[*#48P/[@V1C@Q[E@4L;,+C>W1VD+*_@L)>Y71]?/D M=TG5+:(<5D='.4Z8BZK6G3S 3NMLTX5]UWX\9K+FF?
KQ3-6BDZUYIH=)5G7I M4*)9Y@AP+5NS3)_,^WTASC8M1.9ZMT+7^%2#N7'=/"VU?IQ6*.3P ?P\JM>"*>#N-
MA9]."_^%PPV.!Z^Y^9#P M62R .;^%G[BL$_L8QO%5DD3>.$W8V.??PFL6E<>W+83U*NORJ?WSNC'1/LW* M
S'3<#^[@>:H&JJE^V*$^^>D$9BB>T$;U$Q4([7TD!EZ&&:RV[#'=4M.+73_ MH /;J9\PST[3E_XL&!;GYD74!RM,T:AOV_N=54.AX/N6=
(!9?)N/7O=?QP& M\E9+4/\>#EIV&B@[>SS=?U!B;(H6/QI[5XM-K3CH+,7F(/A-#PH0%E!UNX\" M^-
+"4RL^TL*SKT.%!X6G"_;:X%'._L%E1]>9':;.[/@#K.M5I80#45'7/^+, M2CUBQJ(;+
[@4/\&#DGTKG2JG279['Z=)>QWVL%+@R[B.0/=%\%PCXA.?.TEL M)%..^+R4L.Y0(M4DC. F!,]PIBRXX<8-\X*8I?OQ"&G0<2!P'_ 2-
;&C"-MB2N!#,8,:#.-#1ZXM@'UZ-QBO1R1)FX@G6#J(#@\3KP$E@8^QTX:(T** M%QB'Y4%ZX$LO@;5Q*G
E$((;MG%I%,!U!.N\S<NQU[\G_8FD\^=N-6 MV=__5FG9*Q09W+=F+XV_+$UYW:U=YO?" E\%[M+RHMH$-0=:X1L\X!<_=+[G
M[#X0>),A'T@IO?.;-XN7Y'VP M: '+G$8Q)UM'@L29QKQH<6%H)^K0Q#AMGHX;*R, #>RHF*L;I^-]HF(&E-4G)=H#M-_13'&9+S@E-
M-'Q$"O99E,#MB2>>ZV>[DEE[KGD?A3,C\;##;$C_;QEW@I& '4+_5G!2/J-[MN "-6,4)11J)I8([I&*0"D8P&+((\5?1H%:+$CI.&E%1Z1PX.
<*?\"4LMY&* MW,=AB:\2&MT<5@M90DQHGEG\8^ZP%-ZUM/(P5Q@26)Z^CTQFYR118C3(*"O=)MF[GM[Q#7GS M+6L"472-
'8Z(ZD<2$=M:H5CAWVF4._8W_'(,SMCW2S:!P;YD_AU;Q!@3*,X2 MIB@?/D#3H3HU9.#@DB)>+_OFH'>?
SIA,#F7>B64!*ST4KMK+%)R 2'CV?V%U M&8HQC="F^M/#AB/6QGXC>0-10@M(E*NSUQM5MUH)C->\[)B=P=KJR"^?GH'+
MK<\W'Z^^?/C7U;=WQO7'-Z&WMH.W!:(QZE''%9-I0L:;O"LS M-I2]N[/MN?&@YJG6[ZU
$D&Y/D@8H^(PJH2ZRL9W=/J1U0JFB#.%,1>"6@43 MFQD^EG)+WY X/>-=4 O$GW#E>)'S-@E"!+OM34#Q9@;/ YW#Q1U'&Z*.@HZ>
[%RCLG'H@3:0O1?XG8;%R(5\WE+'%$$]VUWV2:' M5,BBZ8]0!4^UA@O>L=B4)Y!_C,0$N?XOV'T/=L>WH#L>+>X!5"H07C_M_
B_D/&!R.4L20 M7]$)@G1T?1!V(1>8[3%P #OQ#_LNW!@\^6=P2(LJ()\\"JF@$@4,+&112%N M.B"?,#UEW41\CMT_)?Q2V?<4_G'I%('>
[\&<&9$'_4P13>04-?)"GRG?-S8%RE-RF0 M57X%#CL]UIM,8KF";/GA()ZDCK,1M&"__#L^WF4S]-OQ-6,^9?Z$O/*<+=5@L? M4?
+@S<]BA>W+ZF1/D6\0:UI"631>9%#%HQB.6O6601/@\I33@+G [Y*#F>/ M!DB?+=]0B&F],;ZROC5#\? H<34
MN'4I7G:19&^Y(R9L#]2$<Z88'GP$-N.9C4\H!;?@EFSQVL"^P[7%!: MS651IFWPB-B;> X#"GP/PCO@63JYCC<-
+..$6>ARWX3E10,>]YSAF]OLZ3!K M<:B_3FA8W<] *&2)@=) OP,KA6E"1D 6U9V%(M:;D*;#+8)<.=0^@4$)2YE(MVH)-
X%]8P?".M&VNP7QO1OL.K,,M.2 T*$&==447E(^9U([5%>\IZDRI#CK% M@4K^R\;I3Q"=%_S"57X:.2#>2D26"(,DF6WT"1 M%
,J98Y_4%AM!FZ4<0TB0'OO]=3S04WY M\RGPD21!P44Q:,'?,WWWRMABEFC#K"ZZ'*#+D"!%'L/@9)@PVQ MR$LML4\
J\WE<8Y0LBYJQH)&)!V&7Q494&V-AALZJ;B.S,2[D$1,I/?@].[; MA8F<^/B<"W$?
$AN!4O"9\H(A+>#=7KQB,BEI'Q5,#+40"6T^J&:94G5XJ7 M<1[%I2G5A+@M"E5XA:%KT.),;-WB=$)N80OB#FF@=]?
5#C@D'MEJ$_@+?1EQ MST0:#]GI(\'-(]O6(.B0J.O;/'@;O'!,4P=ALS=31MOR=Q;Q.)2-?&"ILWU
M,*FG,H6K'.\'D%I:;K:0HMTBVK8'JEAK]Z$0@>66*G1FAT+%3=[<=N&%5W2 M9BISRRQPH!L"VV%JV1CNYSA194Q(Z5+\+WF\8,13R
P/^Y,\<+8>+"N$R&:F M\2M8(.)!A5.SDC5OK9]MX5DSG6:)]#D6A_@3:%1PM0GP7V1Q16!,!.*9(I_- MHU.V%H7 D$<+0;##RR)
<^X7KPA,O>?,)5/04'^Y#J8S%]++;K\.[;OIZ#QWU',3W:66&]P7N.@+LIT7QU,/^ /5LZ],4(A+PSEF$; MW#!AT'MA$_XNZ+*,4;*-["
(!"E28^F8;":R"QM*Y,XPN,RWC/1$QD MX[R.Z+5U*ZF9S[<\NO7X7<6!=HQA2G@-@43TK5Q<)LS._0S/>DS*>POFK'>85<.4R?Q2"P
MR)PFPP6\+2_.*[0E?AO5=D&ZL727 + M2L7/\P_NQ/$9RQ0J6AWI7 <,GY2%W\OMZXVRW93+^/Y_E+-X7.,^1I!X$UFW
MDY4U*1936SDF;\BO,CA!BMB(../ZU>L.HI 0R;/+#]G,E#H=$],Q.\OTT8 C M.K/R%#(KJX56-H:0&Q#)W#CT++7HS;_RA!\T-
@E8*C#F(99DX'Y/B%41EYN\ M+$+*GRL>IP*& 2RX8=FBWX-$*L#:UG2,L<,Y\NBE*):!+8VJR=E-Q&7V7)9T M67
"$=YJEM4H,]_'="HO$G!6:T]P%4X#RXP31E!IX$)F56->E!LP$6;B$&R& MJ']1AP'*A)(92<7QQX7P;)RP"%X[:HL)NZ#N8 =#EU&4(&
1SV3)9"H^2;[% M-#[CG&6 4J8QPKKDH*7X@!P*V WO@IN(N6C%I7/U24P%;L%P+5>@<^@P^[Z, MI[HYBD6A#%N,H?:L_#O/SJ.0-
NHLQ4N*O)EG^V5'$UGM1XAZC9+-BDN0%8UF M2";C-1 R2D-MC#@$:7R38K2VR(HFH3XJ%";ZR]D
MBB&N%V'RD:0J>$EY8%%,:L")\/^DE%&51V%9Z0F@C&[B4%:$RKC (PLN_P*% MN21?N32*"NB"F%)X:A5(N0
$+4*IV1F%..LL<#O.KIB'F,>_,<]9X0<*AF&" M8=2E\D!6JI4-I[+U%W]4D4@)K/?\R6KU1GVS2Q/ /P8CTS9$,FT9C#A<)4H# M9=4ET-U?
J/36W$<09G4BS6XB]6_Z!UT:<:BBR[6+I\7DBLZ?T?6FJ@(2ZY?X<@]94#BGL
MB=L"RN9*=4JQCL';N!,N;P]D(U+^M!\BMGJMR7R3.DM 0I2M*FR(=ZV4%6&%>@+6\2^26 M^/)\<2$S.U[LPC C6"P!)G'!G@MS=
<62=T,?B]6%00_O+>?A/*"X9GUG20[* MWEXWQU>ABK.7$4ZM?'1QYX2!7XP/.5X"RDWG1#1%11*W;,RF(7VESW,>J&OB
MEG2;1+*XCV.!&O&*:^">_)D2U VP#,L,CX$)EK.I04CG\WG\"[R[%<% MN26@N7_(6"W98R"[HO [0(1U8F$R4WB
EFW1EB[X*A59DC1CGJ!4W"-7UYSF MC'DDY1=F-A8E3MG]C47\5]6Z)+[@'B M,>F2HRHA723A5FU9+Z.1.%
S=/*:+_!.);;7.QRXS,,Q"=I$3QFAE4'&;=->I/P%<(-Z/[Q5E=@6(1NG$>I$T4I8U MJ0+NPKPZ8?[!E7(;%6,6FQ*\/D_:0XB-
)7/^GQE.4&$1K'"P$/VUIK8R-U MTEK[*8'OGQ=.KR^<4BC2H%$Q"-FW"M'XJ*I3FE]X(JI8Y?XV5ANDUUM*&2R:
M3ZLWP&_R@+8>!?(/.D)2.O)08W6=)HOF!9P+$1T;M[@4OD+'69WBT>H@\?-> M%63-$H3+F$!7J!V ("TE[@C+(I,9XHV6H7PATBIY-
KBHJY5X+?EC,ZX4_I*' M.4.)!RX9P1N*^/%2X[+<;BB@'<^\1 5T5LFP/G]D.DF 8@ZB[X&'$Z]>_56G2A,J(-];IN'RKO?QB+0?YJ*?F
M#V8EZU-K/+7NZE-K?6I]KJ?6RW4IM7=&?A=1N95J&IGN7RPE6H:37JEL%JGT M99[&4GF+VO05/N-2"&3TF7&A'@NXA]*($BD
\19>/$^%\KUIO*Q2[ST*K MOX'2!#:58;[5NB_A;-(761'1N'B>6RB]9$.;]@<317AL[GJ&! M-%5[5 V
M*C1*6'YQ<076+#MIJU4:5&ZF86"S;=4JM_'9ZX\9OU)C2$F[+ZH,78[Y4O[_ M#<[X/9YJU,!,V[W,>53G,N=2B+@M\M,+NRS:W-YD
1.1B$+!*&D6T:&Q9XK-Y MS%^J#Z]4CW,OH&'13:^6WU#2\)M>*'[.[3>S+6PXV2%=OEG^;,)/+]:_[_3-
M;F=0^E/;M$J_W_2HD=GKE_^RZ4F;O^^VMWO24XRIUZO?F$Z93@.STQ[6C$X# MLVWU[GT2M6*6$@A"CBKDOY]UGJT8[B_;A@7:
]L7R9:.UR^SY#]QPW8Q?50A" M%QRL%]J]VO,;(8G])@Y&WJT?C&2*%%M5GP]9/]%I=62JH'^XD2:%+>WINNK= M2[*?C3>4T;:IQ?
F.:S0G299-"UMB5:O&Z\UC*C_6TK4!['*]0Z:CL/Y9+(S7?8Z M\5&E<(0ZI5Z5PH>F6)4MVD8#B/#3P69?G#4=)]1IVGW;-F55UJ$(
MO;$6(MS7KH(6$KZC'-O6? O=V!YE[-O0WE7JLU''7,@>9?S;\-Y=]1MV=:)\F_V]S? M
%>\VH)>=)__7"5ZH0GY$"$[*X3PH$"7L&G.Y>O<7Y#:(F4Z5J>7 H(X&]'0E*#;K:F3:VU=[5L*F3 M\7*:.V.WS;Y>FUJN3;]KF3V]-
O5KV<3:DV/5 M%*OLJ\)&EU!S$OU_Y@4>=;_!\E8J#=[)7"NA33-4F]4?;1U'O8<1#J':JK@E MI[DV
\LFV>RD2SS+9>FWJNC3TXA6CGJ06) ML-;;LE_IJ%I5@G7..J;V:QBZ!!0F>B$G++CQL-@F<74.CHT4-.E MD0I.KTXM5Z=C];
<^G]9K\U1*K;>U%UK#M3FU.-&G%[_IF-J.M#JSD-J7)5SC M IS:(^VTQCJA71T>J.G*[%S;HU?FT&9 5\>B:[HT=F_K4\\:+LVI18B&.IA6

MO8AJM8KJS.)IG\D>"U?+@8P+ 0+_G+I@G%!>51.^W6 M;[=WS>EH"J3%V:UIK]_>-4BJU[2F:VJWK/9 K^J)K2I"8EF[5G/\9 M -A\6&XKBIVOP_7^)3O$JTY+1&UKUUA6'>1S3U[[:2WIJ4V_SZ'U9,WA$"+MC4<3.+NUJMQSL
M&J8JG.3J7%BVV:^^^^EE>;)EZ9FV7I7:K8K5-;N-7I93RR';]4#O'&EUT3_S M?*L/LI&X.LP[P_RJP?9-;&J8EG":2Z/1O^JZ-!@BVC&HH-?FX&LS/(6U.;7L MH4=!2YPCP0Z% %9O@ZQXD#CFDS#BADA^-Q+V0V=;%0,"6^62-NR@_^R6TQYL
M;>SI):WWDEYT;6N'4*I>S[JNIP4J]W37LXGWGUF\ZCH*;[T8$5$OQCS@$R]Y M;H")]'@+J;'.GK5]%\4.^GJGNC0:RZF>2V-W3@$?_227YF*X2_)9G9;EY.(P MJQU)-;&>O$:PSD;9)X0Z+<:M=(PJ/V#NG;##=';+"1[2C@!#>DEKNJ07W6[7 M'&D1/9GU[_^V,1\;MIQ-O'^O(:J.)[J_]6X]EP=N;(2!,8_XA$<1!_:;LNC< M E,::+S.JV,-=6I539>F8^G85$V7IM<_A:4Y]9"+IM6]|L[Y)56M!:@,EB21 M-TX3ALUZDM\|\+6+388*E5=!_$'%^"C6JX88J/)@?B40Y6W6CYTY%H4^M]
MX5%AOD=2YD@NJ18)+1+WBX26""T16B**IM>@OT,)LY8)+1.G*Q.6W3FW?:+1 M]Y=[B_WL2;MZA:YWNV<&'%:-'1B7QA<^!Z\/^W\9S'"F++CA!IO/H_"'-V,) M]Q<&_T^*X,>8:6KP'PZ/8X2OL=KMG_'+($R,&6C&"Q0_]X'4>R:&U:X&\3SE$3?N\)\@-'#JD0?3%A2)T5%.IMP8 MIS'A-8Z$!TP742/!#!F\$+G[.(C3W? M2Q9(PS"-
#"!^ZB=$TAPVT1CSY(YS<1M\ZX5N;,AUXNX*D9^4F/8*,0>EQ/S" M;WF0%H()-5YU@S@32>Z'=XK(8KWDV@/?1W)"QGAA)!&\$)854[&3Q9RWC)C? M(*I3B_KJW?#P)F+SZ0+^C(&AL$-RG*U_&)"HN9%'[%)\C5ISN=Y55[ES2.+1
M$U]Z":@L9XMU+R-3]>D4-2//?9 MXJ47T.CHIE?+;\ _Q5=3"\4/[^Z\]QD"B1HFT"]GY]E*E^^6?YLPD\O2KX? MF1V[_*>V:97?LN%1([/7W^Y)F[_OMD]W3 -SU!X=Z4F'G]W0[.UI=C5]DM6[M]TD/A.CO-?)&54RSISRG6+7+RI7HMVG$N?$;7#>-C7>!RUWC*Y\G?#8&<8G7OY1%5.H[\B=>KE=6"9(?A[AO:+,ML5)W(*1E-Y/! M?D9CI/);MO=*H>K%>9[1B3K/%8|/9HLIZJZ?JJLM33A
MEO7=7@E7C6F)-FO/.!E!OW+^DWJQ=W^/!\V0&ZCW%IS4,&9^K"5Z-P*^_Q]- MN=TH]SFZ88'G; K3-C49JEK$^VLZCIW(FZ/:.E29Q)$/Y*H18M<#N=H>N56; M=M>RMD:,:$:5C.;>,^#>]E!SK^;>AG)OI^Y-)T^H7+3:BK2W;DAWZ!4Y"AEVMP_?8@A2[)J"<6B1A$Q?:!U^!1A#B41C)IT:,B[9I[8B\FUJN#6T8QUP53=6]4+5! M+L">;JCO-?,;9:GLL\N'GG =)XQY?&E>E!O4WRMBK9B *8R1(!U M-JD4^Z1,K;?0OKUS3^]]$.=(L6TM$5HB-DI$=Z E0DN$EHB".]DSVUL?Z]1!
M&"HNWC)UM8BW'7,4&!1/V1*9"'@;>_]X',P+O7[MZ^WP[YP/NE\'K
M3:0+:\TOUF3:8[#DG(AT89?'6#8BMLF[>T.3BAU#40;\,N(^2[Q;G@,H_;Q< M*BG)V,YO86,@6HLOF4-)NSP9905@'?:917A[|PRW'$V?=+-H'! MOF3^'5O$N#$49PE3E \?(+Y:=6HL5YKVS4'O/C"PR>107"26Q>5.* #L7H(L M\0BO@M&PN@S%F$9\\M_/_N2UV7@R=-
J6Z[J];K?#QL-VVQD.V_V^/78[!N3_ MK/:SU]\(;PR14N"-*-KVEQ?L]480LZ4ZX([9&:RMCOOR$P.__LLX>O&ZC*EJ M")M7+*3-L?&\P%6C[EKS",/A@KO-=Q4-AF@LF,#U.Q=,B7X.QX@2AQ4G/#QZY_9;/[JKZ91 MS!G.QT2 CA/03"UCG";P?>$B-2AYL0%,@U,M&;X8 +QRSI
5X(Z WS%?#LDG#370W@H ,GRCO M+H*NLP/;LVH'?]B@I#P-MG?LA*A3 U738'O%#+"VV=%@>U)- MVQIL[VS]CK60 .ZU75M[-[61JQ>FR?:, ;F0(/M'2 1NZO!]AXA:QIL[Y3A MV,YNPH_ P&[D=.TU+^0,CLHTW!
[:>KW^KIUM:A!1/^VUZ5H:;J^N:W,!W,X/8>U\&F49.]Z)JJ,X+;V\UL[]UHRM&20^@E!JR$HV*-*P-T(=%XVOZ=&-)\)0:S:9+BRS_42(? TGM5-NT-:&J<=1JI.U^7#X-#K8M.-B#J%R-0?PRJD-^'8XKZ(DOO01DQUGBD_(2 M615LPT6,^KM#
[KL'K5B9S9@8BK8<\T[)F&/3L@R33LV:&(JV'/-.Q9701=PYYIV#,->]9 RITU[)F, MZ&G$L_-#W.G8EL:+TMS;6.[=OD6JYE[-O?68]D5OFSZ8&NCLX,?6P_JL1H.R MG33(68UJ=C0Q3I$8CT!4.#E26.;@,'5>=;:0/ER?%\"9-=H>AEN#:#W-VMB6 MM6O%F%Z;@VM';QN?X@#+U0)W$N]G\583LKA+/'5AXT:K(7W;4N[*<\ MW;8Y.)_)4DCD[)#-5#K[>4&966U+0YG5=FV&&LJLIFMS,=!(9@>@:E\#F3U*
MULX,R&QT1D!7[;4 Z(E/]Y$]/IHUW7YY\:R&,:L0.]"0-&<*2=.W[:WS@&J% M2Z.AFK1<'$(NNMOGQVFYT')QZG)Q8??,=E.
KS2$V;U+V=GAP%-#F&D(LP8X M@SL#M.^;S>M-I@OKL4>09T(H#8E7T3I8XZ=F)C).CX%2E6&Z261O!A^A0] MT+%D"1),
(650Y;%182TAU#/3$3^NF1G+O17N;9HD:Y.O0^;#MFFF2!N4$:: OC6VEB7'HW4(# M?6U(5M(P7UM,M!G;<;]M;UW8KJ&DGFAM.H.M2'TVCQ5TGMW&[#: RS+:9*U M9_8TS-9;@^;)O4;\(E>=$G/=U'-_QNUG3MQP/K-N]4[#S!OCKM MP:XA]1J$S4]\;>RN!F*KZ=I<6'V-]G40NWN+:FR-]G7N:%^],*#:N]L(B\8UTI)Q$,D8=7N[GMIH MR="2<;*2<=&SMLG#JY5(:,2O]6.
(AJQD@^(,>R.41OS2"$T'C\.:;8WX]21G MF.="**L<=[VYF%]W/.+&Q&=)RV#Q=LA=QAW=16M?
[M"!GV">V.]H!X\S>'Y[8H+\WQ*WM[FC2F ;FR+:/]*3#SVYH]NSN M23_I?K2TQZ G-12H[-LTXAJH[$##$U4AE&JE,(Y4=D&0:J>Q0Q-5(91JIK"Z" MKI'*-%*91BIK(.7.&ZEL!KF(;+.1FXG$ZG9W9K!M&BP9XT]U;DWJYM
M#C7W:NYM)/=>##1468U6P]ZAU$PG,FF8LCTF(W4U%)7,HNEH5"Z-UE:BHE?Y MX@Q RM[]]N[JO&#*K-YP:[->0V$]T=H,^AI"KJ9K]%;6]MS.!"[OGIS7@!EECW<%:F_!L'R MTU\;#5!6S[4A_'B-3]9XJC;(X-;X9 <(D39JPB >HW,"[6JO@7:=\G0MT]8(M91JA3*/-;-,[P[9-6Z,P:;G0PO>H*:BRI#5A2C^R3=":$TFAW5=,,5_FI(=ADLI!O"[M M!QX:>>.42I:-213.#(5PALA;"L;+-#+T;AXET;AG+_XS7-=6/9W+$Y>7$WP MG<\KO1-!PQ!6;!-N&+TS0Q\KCLTT\%#6N+B*/69<,\>;>,Y^WMDRY@Q8C_EP M2X[!IH@@H-LV8XU)^O>&)I6XAJ+X^V7$?9; .R1JEH7@5TOW25YIY[>P,OS<:3H=.V7-?M=;L=-AZVV\YPV.[W[;';L2?_9[6?O?Y&('.(CP-O
M!%:+__*"O=XH%$O5WQVS,UA;'?GE)@9^_9=Q[.)U&5,] //WM&!XP)5F6W#F MEFAX'7MO:'C||9YT'S;;Z8YI8([:]R.]'>Y)AY\=;#Y[FEU-GV3U-!K>\I,[M">%A-1B>!L,[$ TT&)X&P]-@>(U371H,3X/AU470-1B>!L/38'@-I)P&P]-@ M>&<)R&2UVG;;[&M ,7?;L?L:?[5_-M(_KVP[6V2N30BWL'S(#0BGD;$ M:V("W,DAG^W>5_($26%I4B@%O4H*C8>WU52;L1%W1P.-N5;3M>G9VWM<>FV> M2C_VM[%@#[LITG678JGSL7VKR)L&@_OI#'3[#/#P]L1M;R)D]U4&G+B9V)G MAX?7&?1V;2Q3@UCYJ:^-QL.KZ]H00K_&P]M_R*NO\? >(6L:#^^4$=-_/'IG M!!!W83VV.TZCIJOQ\#0>WEY2)U^Z@E M0TO&J4O&1<_:IAUMK41"8^*M1ZD;LI(-BC3LC5 :$T]CF!T^2-#6F'B'S:P\M,T)9:U$VC8I'J'A/@GQ7\A+Y:(04B\+@!FYU$>$J,M@-\X(X$3'P#K_F=C4(EQ"F'TXRJAUQP-68='7 R *Q%RP?(G/&"!0YAM81JIJP4/,.W)YS-PV56A4OG/(K# M(."^>&?+<%G"#*&,Y%LD'_GP"488W*@K\4LQ4.1)K/V'MX3JS9QX&I[3,KS M\5/4>T84+IB?+(P)Y_$Q>:K:$GT#HBOA0UIUS>'/-.NN.?J9Z ETS98GF49< M2'6 4$VSD*":^#I4DX& *"U8W7C.'<2,]!+4I[$(]?D034RC]MKK M*_=]$N8;'O"(^4)HW9D7@$:("%A4+%+M9:;*3"[PP-)NO_KZ*VTR5_2G]>JY MU"9"77 CX"S"-?=]8YR"XN%Q+*\(0C"Y0-LX"?Z>B)V3@""?5%4F4R]R+W'W M7. S)C! >"/,.=.;*&DM8\(EW!G&L Z MW:@K61R'CD>R>^ M. J7\':P ?=TM#+&ARYMYZ<1B!=/K\AOGBQA!H'RV30JH9 ME-ALZVB>YK>4>K--NZ::_P'UK61-(9=&K_9ZL:^3M^86:8>+]@)4#8>>HG')1Q95+T9P##G+O&*H"QE[&OJNX434/0)O_2!3>#AP(C!C8>*N618:0PTA6$)Z&S0 M$5-OOJP%"S8*W@ES",A-<8&M_7 N&9,F%H>31,Q-JD'<0-BL*68FD"53-E@# M*Y5-_ZF4C7H_KAEN!\@/J'5*B:YHO61#B@6NOQ[X-0S=.\\7.],J@Z(X,"^: M"<#KFO/-AX 8(N:P!*[QGQ3L$%AY8"#$]&RM1R1B$#@P?C".P!U\'.[G)+:T MM^ -#LC/'4>E/@F!"J!-) MX,WQ!&:"V %N%!5S@A$%XY@^CA>2;U'0<9!H M8EH&+B_#:6 MCV;,?#3L3./;^G/AEVX'5 -59* =A&([Q M_M1IV^;PJ)['5DQ$INPZ#]VAAG(;6>L&^I!^\ M0 6AEFEM&K\7GH^LEI-2\D:^LMQA:RJIO$>F!ECOHFPAL%D![EB MRC'A&7\<:.GIB2_1F/><"LSP*02WHFM<&I_)D/^0:\3&R#-!6COQ\Z="4),TPR%_!RG9W=NKX/-%#^;)"_(I(J4?AMP4D_ MIL@9N\B<[J5S'TGM@>ZED]-#]}(Y1B^=X[EC7[B*8)(IGP41F^2(?=O6+>_* M;5'&X8KG&^O;Y%>YYWV>@PNEXB_747@3L1GLW5//F8)]>T,;]SV6@_!W8XK<M./)4$7UW+TAI]&%Z(I['<0V$ R#\J.TB#MM,#6;QCY3CN77!8P"KD]]$I=,D M@SX=@QL;B(&>9D^3\1^A*\76_XDC007Y?L];$8W+*+($V=.YEU&2_R'P2N/ M]AZQ[18,&?SHH E<4[-A!&;#NC!)0WY=F)IO/-1%@PD2AW../(O<)4.C%S#; M<,:?MXR)Q5G,3JJ#A.G
")\,30'&T*/#\D_"FD>6,3[J[$1YQ) %O_0:Z& M"^9[]B>EL,BL&/2HT3,'Z85!!BJE95$\WP)1S!0)G63$F9""'QY1)H2>8KW MP"]!:"%82DRKCUU^NFQ$@+JS-8&!VU]:FDFI>7AKPVBZZ(]/[G$B/Y*:C/%!P M2>)S%0&F@,M]9S^O&K#&KY2;:G7-(;T;WUSTF=5,.1!)<7X;=Y3:,@56.POA M?,[4TCNEECXHM?0I5TMZ-]C7;O ^CR\R]]^I/$F!^=RQ"BTLC5[WV@,'18 MG(U1<"':\('B]47Y$2=#]YT8MXK:*#<3QXOLX+WL>"++:(PX)G*(_99'CA=S M^>!6=G@@;$:1#$7WR"60RR,E/IR3=8C?"3MQ%KK<-\$,-7YC"QD'QU!:_D88 MR2TF8,Q]Y@@]J187-W\/M7(:J&&Y]>=9M+C1#E:FRS86RS'CI,NC)GYZ.*6A MDA$C')]B!@CAG*R?QNZP[8JDM3!-T(TA?V0<1E%X!Y]H5T*.#X!$,+L97,R" M+'^H_IP$_MJMAYD_QL68!WSB)<_I/$^8PD;"?C0@,U>>Q\L!8PA=SHF"WCW3M(B6$G_HTN:I-N)#H(9"T(5,@./*-)$\RJ 9\0 MSWB*CRD+Z10B)O"HD@0@98@/0([6R$3I C*%4Y 7OUA ML-#P"GSHF4B0,K]4[(I/)C)]#V=)6:,S,&HP?W:,' <4$?:9C(:M7Q\3]TU2 M$7(!,6"UB"='F3$90<5KOG!]1<=X$U[* (Y,#GPKDIV(MCU6Z\N=W;]YF]*/*?]V0L&E'J2T(QVKIQ_'", ^;-@+L[2&=%RK9OPNC M[P;=(E
*N@GSNM4@BAF%U+&U9)Q^%]4KLIJ<@KQEHICY[BT?A1OLEGD^'E)1+L"8^QY'%8 <,Y-E'SC\#4KT MCLOH)[{$;&PSSA/IHU%-D.!7VL(P2J/.XF,VX9B2"M8O*GF/3V@?C#@&A&@@ M;DB:2IQ8B,US7;" D06G&YA?%M'41!Q*G @ \?X*%C<(3DNIL>(RP;8D75\R)I6277M[_:UWZ[E@2)#C 9OAA$?HW)##7?](MQ=+H<2E^>W/]56S<#O.=5-A=9' X3H3JFF%D I5BBLN+'NLW3/MWL ^*QWT/ M>-85O"$(PF6ER$]6NVVVV[@)"@)1C.!OX.D7@@1%MXY&PU*@$;.27CJN"K# M5Z1&AT:O![8=$,87G AWH=+ZM-8Y0UD"*OAZFR*>[,IACJ;0F=3'#>;XG@: ML6,.NWU[396@RB)M)/76%27I.NE,JLA<|
[N92A7'|\QS9>Q6)6MG'DFZCJ%53J')@VFBYAG8SO'0#X-G@6FV1DE5HX0IS#+6|Y?JPRN, MOOAL|=(+:$'HIE?K;UC!#*$7BI_S+0LL%]JV)(RJ?+/\V82?7JQ_WX4?1G;I M3PC*4_;]ID=9MCGL=[9ZU:,;ON^WREQQU4+U>#0>U5TJ-[GW4 R"}]R)AC=8NMJQE 3KEB_T8*ZS>A!]ZMZZD*&$.G2)9/J+TK4N4Q7%- :FH>Y%(YZ7!CJX), MM0?(N1,B6>>Q@G::9-&<]$A.>D Y*>L,+$V^F3SG>)4FW&$(5^_68J-*CN2: MHW6H?O-'!J.N1HTU8.I*",=;4F)P9(C>:.]2XZ/=*0(QWD8)*(.B:FTZ:F\!C MK6(6:E[2O/2P9NIVN^9(JR:-3GO:Z :K/1-/HL-5M=EOE2+\R.["BA^.U[ZA MXF,5,ZUC]AYO*,WZFF;;T0SSJ,]-MLH;/YWZK"\P;?R1>\P];65KOL=4P_I\ M9!_-IK""-1B8]C$;[3:3;'USJ(FV'=%ZF#!P;N+UB/VEP;/NV0.S=ZXNS/WU MLF=B80SL'7>5,[:_!Y8YTC3;TF>Q.BN:Y@PF?9Y.BVT-'[NI--)GL7J83%;H

MW*%*AI=;OIR):='?,19VQH:W;0XTR;9T\#H[A@\;/.V9>_%JC\GLG6L_GX2(:*FIMG67OM6M8RG9%Y7AV_$[-.:FXB[Y5!:]@$* MTDZ>:F B:J)MS6I=LWN0DI#*BGH39MH!<+.JT80:F!RD04G/';J(-:M0RAB M!=)EQ[1*4)?PE$4 ZUU8*Z!=Y^(.V'UMJ.U!\C75'C[3U84L9S+K" [MK#@Y2 MR%)G%V8%*5%#9.C*8;'!=G<\C-=EZ)J9UI"R+6E.']M2^Q_[QWG=$ MZ9-PZ(\(;#4Z/ M:]?G/.JJ]Y<&M.= (TVSK>T=&LM@/9UJGVU KH M,PD1=FVSMYO G'$$O=O11-N>:.U==[1S)HM6EMIYN/7(M3UJE+"V=WL^BVW M+O!X2AO9H2=D[__8_^F.W?/[%OW319=;-L,FLN@'^JF+'2FIN_F0QJ=: MAP/W\#CQJ*\JL*N3QC%UMS0.NQ;TP)=> L1TJKBS8<(- V[@TKIS_I)Y@+T'K MM_GXXP./^=X14G/>+;J\;URA[LCL$B_A"OG\!COMYNW=:[Y$5A?6Z$TXFWF) M]'(-9,$^C\#- ("1>#@U[A"4RC9+H!ZGD%]29;9?&A;TZ-R[\2+UPO60AEH'- M<3&-+SP&;>-4[@]\O%[>OW/9S%DT:LXZO,?8TE(JZV0*=M;-U'!8/#6 QZB/-MM6N,%P4UBJ@LMZ SN.!'='0[.%% M!$Y\(GW 9MFWS">VOQ 2C<]&H+'(H_;B=!EV(AZ8]&U*?^R#)'^%W6PKLP M+ (?!OH/+)UK.(PTB?AOZM_1CQ&%IC0E]5_09G_]X/[^*JW1>/RGG4 ME'SJQ4D8R>;/.7?%L/%[$_@:-#(MZH2F- 8G"69%35SCK,_P2I^/8B;PYLK$$ M=H EY4'*95_Y.<)KBZT@3CASA>S.<;$=V722I!=Y1MV9L2 .@W:A5%D?1K*8 MR^%CPWGL33]G"]G170T7=A0@-X^H9S7URDQ8E+6#+0Y9-M T+M(XI8=:MMSH MGF==/($T?_!L;$ '&'4FIV&:"/M'/$@09>]A ,M!P)T!OY/MO5LX%)RT8(Q8 M] KE$YAC0@U!P30#@O$"Q>%'#S8:VFSHZKLP^BZEB?0?, >[$;LI\^,0#/$ M!'2 MOK,O EC;)G;NGA:B,W3/C'NQV.XDN?<0&=:EG%R[.;WH#LWVP3HO/W8YSV\Y MUIN+'FTMCD* L\O<*[47+|)8) 8\-]R CJ5W,QU+R'%B&VS9#&O-X!=V;VA: MU:6\G*,/MDG>DYZFN:Q!7&8-VB5H$@W@LDI[?U6.J]^Z# >K(9/O"PG2=:> MM:5;L@_"- M$^.1%X6L$^$GD]CPNMG?#.53;#6C/XA=W!$KO'3+"F(3#-9?69 MVD7'MDO0"1O 9=O$1IJWD8\L<[!;A/&)PT[-(^V%/7Q:?J^_? 73\.IZ:5 [5 M:8"U)\F&1/^:)1YC$J?+G8BSF&.)1U#U7-JX8['A1MXM#_ 2/[SCQ3SDB,>I MG\0M8\Y Z"EU-YQ,L%T- 7)QX,ZH[FJSERCJ4_E22XEI'NGE!"=V4RU$:D15$ M2RGQ5]WMPN]9C1E!=+I%32[%)Q5WZKHEL\YP&JX,V$DZ/O#4W*'"%DKFSB>1E&[GM[!Q'/IILOF6M34Z? *Y)Q56S1RO9)H5_IQE:T)S=\,LQ4/C[M)9O 8%\R_XXM8A3]XBQABO+A RQ(}$Z-Y72.1]4N=UXRI0(!6/AL0+"D^"[^ MPQ-*=;D<" <<),_H;"U(6+:A^RC3>BLX[0/?I>]T!E5?1Q'^BU/ZLO@HF-:6] MK1#>/T\CV))B60\6 6/@XV-LDWK43:I.!=3[B/- "HX[\:FZES8[;ZY19:SSDQ[LHS!84F3PT.ORQD8E,N!#6TUGM^^ M:X^&9K=^^ZZV&C7W5IAV9]#=-2GGX%9CXX[A5Z+AQ/ MJ%EE#\2QEI^O(,Q5[!'8> Z>1VI_-/.+ MVK/RKBPP'"%W59_*&$% MPS2)$T:Y"#FP8%P % S"1.*DK9W@F<;OE%2! +?P5- OJF#V!6FA;$@'1P] G MCQ/!A" K]XR!KW#Y.#'",2@"B=[HBH/ JF"V]$Z!F0KOFG,,Y7%_(:4@E."B MB>%[K@- CY0DMR_SNL^3!%'ND.W%9 E;+P?9!(%;ES@]AA$T6?1TN@] 9R; MG3XZ,,>8SKC':0S3B1N0+O-A^6R66$>=[L(:/'"RFX0JRJKP]UQU5 WZ:.+# MK0)!KV7D.)BP0XB,&,6=R.'($M(@3CEC;1&%Z\]?/([^(D1:3'F8A;*I_M$,'X?Y"+X)\(+@ MX 6@#GU?)#M]I=Y\S1'L$*4E!/]E#H8B> M%S!>!1<166#,EMEN_YQ/J97G3(R93YH%%Y!E+']4N-9J*@+AQB=I1&I0HDYC M0APEJ'%70666[R\M,!WX8>"I\]'3$[?$I^X;E\9;4#T"MK]2/,2[9L@O*\1 M:/5#R_@ >YYA"@(]W4 M1S66"G1\W+(RK2UA_&'?O/- \'W2AD(D9^\YI-R5=3QC"S@IEYCXJJ14YHA2F M8H(3;*LW$0--4NXW% WR_/$/FR:M@D6$>MSQPQ1-]MD\I2U'F?ST@CB<)'*? @@)/!_M,5]*=L<")[`^0)[N/A(M8A1R+XD:OTAM^77*.;D9QI7CB!!J;&0RX@(GV R" MS6$"(+OX1#!6THCD9 Z2@PI6K:H0UN_<7Q2-]!C;0#I@ID= &F6^Q7S)88(O MA02)YB6"+C.V$&01EQAQ&#'H"LENI*H10 J>P'Y4F)68T3[1]:\;P5]:RL< MJ9? %B5H1E7'W([2Q(P%]3UNK\/!%PC-MLVOH^Y'J: &7M'!G0A^2F!G(0.,H M#+:3W.^4FYQZ%:UN"[;Y0/B3]U&WYQ_S)E\9Z9; ME#HN%*& E/U"_I3T#['S$,P;!U/4.BBPA2X !.Z?=,("<'[T'7=E6I6BAH-K%$F1OI+4*$TE C=#TA+DFHD/2="M;23$-E^,0#-)H8-6 YN45R,_M6]!;4]H90:[D]EJ&R*\2L9ML^@ >?:Z .C>0XKV,GUT 9 N #J? B!5)4@* M-)WC%IWM'(7=0O4[(8,0S%'? 1>TK=1EH<'3CZ%N./E9+J&/^O6B6H=H5RDSL M+G,,:CIX)YB4MZC#\6F@JD.Y16:%/O$K8QK>P6"BUNH#8{(/L8L=;@;9]H(N M-(_ M,8=9"Z*,F!(:9DC5K7-UK#.;;;>8 S; ;)(7Q4)?2T-<]H-WL6P-;"$ M-Z#QT6=I-L&;\8PSZS8'5D9X1SWK(MD::6'DRIBX2BJL)PJ MN;O"%4FDL1''Z6PNME.R7))I&'-IML+KA7^[9.8.S)HY#;]E?87^_*>A;0U> MQ<;;/&Z*L[P"R5E@"!S4X?OLO 1#(7FQ\1=Y> R7?, [[G8$C4IG)CNR5%$]O MQ/JA1@ W$3R3]N7?L].#!6>1//);#3UTZA_N_#4,730@:R_0OW-UP&G7SIHAB"/&C\5XJ"R]C=,8(R[P2#!_ MD*"QXFH14X,;L!UK[5?^C4SXP!,M=11/"GA!E%,:6#I00!JY&+*R-^8W1"LA MPR+ (Z,$BHW,&3@[M#:B(5%]#4=**JL]NOWK[YCU[LEX]%WWMQ"'=+(R39?>= MV 7I6]P!,!S-HCPX3K=A^SI<.J5#+_*EER&[=<9%7? *)0]OOUSIBQC-N.%>S8N3CDED P9X:C#)9-)2JK'WY+$9"3.*"SS QS, M"W/Q\+S3MLUAJ6C!BD9YD/$A2J@!ETNX8)!41%^1XR9T_HL!'!IY<67(Z\[L M+&$/DYTB)BJX1- DJ*.S9PV2Z%M#%Z+6+9]1+@"+W\85Q5_XZ4DF.B#>PQU) MYXKQWQ\T/1C]3_TVA7S1M%Z37OQ&<>.&!XH! [E$) =;/";(40:/#;_0<$? MS/ !KEK6U@U0?>]%E*;"MB0810J#%Q1=G!5[%E3:/0PG#@/I804F8\!CCFBI MZ7)TBL#H(X;!33731H75$STT2P:SQCM'/=:JYA=](8T-9/@ 9*,=&DQ@-YSC MG(M6;!0&\-D18;GZ\U88R;T(126?&9,S*[H[2S.K[T$'N!>? &$G,LM>.!T_J: MSF9X#(8'E(6-N\0+.8'3D(KA"-NJ%(Y0J!*81WT(?NU7DD*B0L<.N4^GVEMZ[(T;L%L,G>?BF+'YRA3Q1 M+W6T*X>>9LBC]C;J-DT;@&/IP%1Z O9NL;$ -#<|.H;3PTQ:/]5W*..969?S MZ:8YUF&*]W+T=1K%N%F@Y?LE1<0G]\,NK= [%6*0^6SU7_B74"K+V5^ZH5.YW M2GE>X6'$G0P7^SZULB=$"*'@M^I%M$:MN03Y4CO%I9YG2TTHD2YF:0O+9(F:?(F:O (UY89 \)#ZTD!-4OD]PC8$S)W MI)&#,3274\Q%G4U+?E69^!5FD5.>H@#PK#^4SX.GYAOO$\<#Z-%/L6]*TX$[MCD7:S"(_ 7D"C,HL72D,R$9C,7@^E$ 8]W0G](,=6+M;%:O$IT6BN E'8(3C M? XMUBFGB>7:8NOB&N.GA.1NSE&).E+8HMW/ZP!)Y""+2ZT3B"96;)!'S5)J0 MS)[*J$;K(<[K*'%\/H^*)0U#HPV\9*,U3:-4F4+R)PR3]9G MU4*-WJMCLH06HA3/5&A+R/.[ST).WW_&J4O3'B]M;3:*JC$S<&%4D.=BFEPI MRZD57\IL*Z[EF*NWYI%((7NQ_'GB818QV !Q.IYY27Z>=9^H8X33>YX%W5IB M"FC,H=V*/AF6[+5DQ$ >DZ'^E$-(8+6R*D",&X+GE@_PZ[LWV2%51$])DG-@ M@O) [L*#EX,KF\Y2D;0H,IEFLS2@,'X>F]VLE/-%I%4K9##2&35#@$$:IT]% M([0-($O?L,@5=922ROFJ:CS=^]-I+)U.H]-I3CB=9DO3_$WN^G_ 607BN)U,_MA<]@+A5,P"\J0%[[K?,;F1^TC8%]58ANH-+UU#0SBPBGF0<;\G._PHDOIIX_M7(4K;9J5X+9,0!+6D-P_%X4<]+4;6M7'^_B? >%#-)SZ\XJ[F%E]???EF?/A@ M&B+_YD-N:^Q,@D[[.#E36\0!+-/X2)4!UWEE0/U-U_?43*!H#&9E'6MU#O6- M^9]#<4-52>G47U*N3 IT&N]%@GK]I>1;M4S!+%OO,^]+ 22R@H"'J8%(K7K) M7'"MSCI8W>G77M9LT_AG %XHYDZA]_F5$>C]Q'@G4J0+'CLJS7^*]!2YA36@ M"P&=QH/$R,+0\JG5N!-!S$79L0P5)R'FUN05.J(9A*']7ET1^V.R^)&._@2Z M Z(UT,6M2L\Q"!4BHF0(U-),"D3DPSUK>WW[1BS$;T4.D.S/QS5K0%"QQQ9M>O*8)F@ M@^LVJ%I2"@=U/T]5;-!P5&C$:HT"KBD^7*&[0L4."KM.O:",#NZ15Z/,-]H- M/F6[P5>AL-6FZ1[$B.N9PUZ58.)Z=!L/]2\[IE6B;<_8K*=NX,1_2T&@).".<6G0GPJ ITK7HT/U('\4 G3ML)![W=:PVZL? M&+*&\MYN'<\4RKL';NY),N_Y:B3*OK%?G>2J:I5T^BH)OJT:?[^ZI(U6=V>TJ MO<'$U-QBE%\\RF8\V^Y)5KO5ZXY: [9Z])3/7I[W5HQ>E;AQ>7:&6S;#6[-8W M>]OV$ZH/HYV^)NCT6KUV M>NRU[.$;*4=PQ -<$I/6#N6S;#6W- 8W^Z/&,MH*X)NJ]_MM3JCYJZ/5@3- M402=7:-_!S:35-Y;$ 9\,UOJJS9=IY4F[S')NU5@9U!O MPU,D#Q[SQ$D>)LI2@PZ0S0U3+%R@X\3"4:/5]'P!J]<:CJQ6=^LLICU2ZM@'M#\>^7S/D,D-:PW9KU.YHAMSF_M+]P1[L(^^Y8>G >37"7H==!8[EV6OC@Z@P MCU4I'A8;3[E/9?PQ3".>+(R$_1#?"]S.I2[P86",^93Y$\)RGLW]<,%515_H M.&EDI'.XYE;V5\"B0!=F#N18'"%"OO&^R'(& A"&<;=F,A]VQR(T+M8!VVQKA MR'E V%57^#LEAYM5,ZOWPVGJ$]6HJ[S:AM"B:O8- =BX(%O]?:/P2(C,2 F;$92T_5C[X9P'EPJ-N%B(GY95U'T+9H%B?O>9S?/#(%@ M U3YD;R<>#^X"V/V8_Z,2#6Y'- E(BLHOVO4M!%.TZW1D-X&*;]4>[,E>*6E M=[}^Z.\5CKMOX'9_:>B_)9'_#?OB?9Y\BURD$ESZBQ\ZW_,1@H?!8X?-X98D M2OD#0'M'0G9YFP,/[']XMFS_'" '6E9]'6DPKH-UU7%S#ZK-+JR#Y13C,YPKL M5FD1U6T!P4ID7PWJ3",>!.P!CTHB)IKQ@H%$&&4; [HI$5O"R[CT41OI\@6G' M!!"E#6Q:NFXV$N38K_F'IC+WEU[/$U'R2S&J\< MTZ[HFZ!R:;DK@QAUCJ(V-L#P_\]?/_SRX9OQX=/;=_]3??Q- P;H9F;W^?A!. MAD/3[M[_]"?*$@5O]R"1]XH;3=>T_JLR(,;>,V/OF_9N.K;BM_^MZBL-8TW7 MT_F95/|\1]<2+0RQ*]8O^^=YL!N8TV2&")S4WO!KX4>PZ5WX@,#OHH^C@(F_M E_5-ZPNF:-V2R$.>J4?7P8K-0\T6".#S4(P]^_">^'B<0*YL97\\HD0',! MI":|VQNPA%E_C6"A"U$DP!$.0GI$5UM*_MVGT6>;<(S_35\3C*^U]5H[XW8327XZ^C_'?,X:!WOP(8GON>W]5[?DTU0#>9 M>M&:_I! [_C?\]2![_CDJ@3.W GK:"JBI#NAI*V!) 3QH\!=E?4G&1^>^T??U M1E]3(>_KC:Z,_@5 E4Z#^KYQ%9[WA@2#8CQ($ MO>4=7!#L)4%X1UGBE$ZTK2"\^V%\],.1%QL?$]>DGWZ#]R8>FZ;&:?Q,O.?& MURF?&=_"VSKL#T=)'"H$-X@(2?81EIF- U.WZ*G')\#GW$FI MMN&SS!2D-O'9[WF_5O7[/(WB% PS-_6_8D]O>&2G;:M\P:\L&K. QY>??_A\ M09VUX1>[W;;KL'D<)[UN- RG1V\6AI<1^6BD9M?M/)R5-VTO B*W=9G+0"2]W MVBOVMZ4Z$V0NU2/R'UF/R(?SO\5C$IDF3:ESP+Y4"81)=[^HSIY9^VWC(PO MU[]A+XT+L&G>A.C:8R<4^$1EH&0N_<)\<3_Y=@-|.*?.4M=#WYYWH+;-M_W M-8'_B8:W>/H_YY$LYUM]0M5'8#YZQ*KS[RM^LB\ MH[=LR[C\H,K/8?'4> \+NC(U\47MS!!$5:0(90-C\Q52>'AA<=5+CP\I2W4 M:G=KMX<>=,)OJ$/[-3;/^H IOK"! (KN_90D##@$YOBB3__YY: 5R*HY MY&FQVX$B*6U'MJ%\ZY[TW6,0Y+]$T?OZOT@-U\#0(|8.U[]-_\S-LT$-1LH M!):$T2(OHJ@*Z[F= <', MH\]:6$@>Y5L"V7IY^^)BA17^;(TZLEA3M#_&@+]N04:H'V(-SL8!P?82_" MMKG_ M5MML6]LU1- V8_#\P!P^TS"W=OOOU:F]:==_Z>/7EP[^NOKTSKC^^6=]QF]## MM>(D?UF\W*+M8A-F]") ^D0?Z?S/!(O7AHGB7!7P(MZ4]SDRMZ? 6)SAJ* M-8DNW[S$!\+DX9)_4>/7B,<>GA<;?V:S^:M-,9-UVFVT2G79+K4TV%RV^V(< MN@OXWS29^:__?U!+ P04 " !Q,&99N()7YY<- BCP $0 &-L=G0M M,C R-# Y,S N>'-D[5U9<]LX$G[/K\#]99VJH758/BO.E&S+B:IDR2,ID]FG M*9"$)$PH4@-"MK6_?AL@J8L'0%E. <8?.0THDT>??.+H)&I]^?9DYZ(DPGWKN M=:.5^7*L@XE]>3=W)=>7;Z- ZXJ/SZ^<.'3_\RC#]N!EUTYUF+&7$YNF4$O,EHY,I1XU:HQDUBYZR]W/3MB_, M4]LP\6G=;)Y58SS :^J)/SL^99X^*7R=78;IY? GC;KQAEI-HUF[?+" MP!?G%X9M-2].SD\:Y_BL*9F^^%>^-24SC, TU[]Z\:\K4\[G5]7]_/S\?/) ML<^:FXYF(%A

MG!Q;WJPJ;*U=GM2BIH(1S6!-79]CUUJQMCDS^'),_'HR$3ROBN="4,VHU8U& M/4:JIFP8M1/CI+ZII+VV:%/#TVKPL((PYXR:"T[N
>0[,L8+!T@6[M\+[-_Q M)39D-$C&PUV'C,,,9L0WL,SXL^Q150>_/P!(8$JG2O$D32 _O MY-$@*XJ2U$@D$5=&1&>(6T:]
3&QMP[K3I)/AXCNE3HD=HPT4%24\MI_K1JK M7I9;C9 REQK)O583BXA @'".1Z!/K..)\U2U"=7I"+O-Q8\\H;_%A%AV'IE1
M<_$C029V78]+>G$GO#>?4W?L!3?@EHC5JRA@!V0J7EY=5^12& M6DF,F<4\AV0WKLZ9-R>,4^)OSCV2P921\75%S$!&-%+^.6?
D)FL0$;/SD-1Q(K(6S3]0+\A$\1]2^KMQZL'2N("OVZ"3LI"1 H.6$:N(V3KZ M/M?DOSHRUDML TFJ3]7=MCM<%CZQ^^YG^7NW/X?
$89,,PAV/:--M=Z!$LO!F MY+DL?_9[=^W>L'T'/X;];N>N-6K?W;2ZK=YM>_BUW1X-O_5:W^XZ<%?/ZSGX M96!S>7G:J)*;
(;@61*!$S%'F]Q1R!X%_-'12L+'=R"3'/^(&=@Y)9R"YH=& M=9NY$N+&:R%&1UL22P_Y<
3_/[1|HV'_OO_8'K1&'7AZ@$ZL8JR$^D0/ZK4< MU+|':TGO_3H9B]O^P^.@_17:='YO=WIPV>[VAX=&7"E%"7]S'_BWQ*) +CH2
MDC^^Q\-^2!UH]-]?I#)23M\P4MZGBPP8O[9Z7]K#3J_]V[?.Z#^''D'2N"OC MX6RO> C$022@0.#[>)&"2VOX],
[,_W[P&2/.5XGT^5Y(@R D)944XA[F"T:\ M<1]2>*F*CUU[N)C-,%MZXR&=N'0,@YW+6Y;E+5Q.WT%]&J%R1Y^(MSZGPH!ZV6?1*
["YWL=OD)C';Y%KP4>)1W\5#R)1,J42EL8O*F@_:8%0J"$RNZ7%HJ'3P2=S! M)B^1.X=32""GGF,3YK=ANN-++> MO$Y:
<40A2W04,/TH%TPEPB@P>X1?-':VS?9*[\?RZX :2?(2.,F-F0O!YC\2 M)F=1+4_'B)3NCJ7$$0L$/(+YNT1.'Y*)&'
{KMB>+'716RO%R52./X]EQR$3 MM,&E1)Z_]68SRN5L!U/@K2<+9,35KOEET2NQB&7&&]SDC+S%KT2HO**2^K,J
MMIJ5VV8SCO(!*K?H*/I5I@)^6,@;8=/1!'B;0@E5K"@2TJ.C@$.9G*U1^\L! MA#XW)4BQPHHV/;&,,":6!W,
ET6OA"I6F$DN,I83%Y/G@F'57.GU6!U&$))?1 MQ_%:8@Z/IQ(K_1\KM225(\N(AZ]*E6MBUV*EQ"I6=-$HBY41NNSB5MZ%@(J1
M$K98M4:K5E9&X'9+,SF@2B%5@J-1VRDC$O%]39[9*(U8A<:%3L&GC'"\(O?_M0ER@<>X@?:'.FU<:=J0I
7^3>H.!0C704:A(F6(E8_=73[S1% E-GFC(PT^) M=ZQHD;F[3,9#***46(8E'? 8GDP8F8B_%1+>_-@J,-'B5VLEA$5G.3M->/H
MOE]FR$0UG&&+WV!'_$F(?=!*8Z$$*E;)6 ,5\401TU)BI%'@VWUJ+A_P7QZ[M=;"?"\L#B5)B'JNCZ!<:C7@K9"Z15))+=Z#9&_D_JS_Q#
!8>^!4L1 26NR MUX+LD/*4X1*K# ^8)E\RVY5[9)2+D;H%X.X6'A(KO&F_!5TO(<5HSD>QXXZC) MJ\-F;XG*P$G9(980#&X\<
)%$'7EW\2+=$&!,B(%7+\E*V'L)+[FVFLHT>.D MQ#I6X4QY=5;V="[1W?>8LM^QLW@]<#%.2N!BU<]4X 1O))F7%#F3KRI@'=>&
M2V*[)%\NH&2BPNLR5A^5;TN-S>+8)M_20C6""8P1F_)[,%&'BK^!!3FPYSS! M+++U8 D3SXBP6=?
#;G2K46NKX_\!QG[+%GS.S7(;N_/&4(Q,JM*2&PH4*XQMY2
M(OHVX$CH\1$)35"H2BEC)NV3L;VZNC8S)=]QFFWZ]VBE[_:J_33Y:NUZO)0 MQNIJ6IMS2HA>]J.:W!4-)2UH^Z5U:C8*N$YK
M6OO;WO':=72X?\%<#H@XR4!L_PL;O0Y -5\EHK%R3#K8TOX,=6,GOK^=QOQ7+EVZDX MD0J0Q:8O-YE=5\;8$8=.B)-
G=M)V%0^7.HX8(Z\K0"/.K1 G?UU!2D8]>R0/ MEK 7P?;@Z)D9[&B#!\2DXJR>A2GWD8HV7YBWF%]7@H:4DUD%!:=3!'=FGG@/
MSI8=>"*8KX^QB3E'G'1F+QS2'V]GG]M?A8S("I]Q/.M'JC-R\\GC$"W3UV>C M7?%(C(X#9MAQ'IEG Y*2]W?*I]3M/(;CW0.9F>
(TC[7=@;ZAV9K4;V?ME>W- M,$A46_J V8\'#WJ9Q[*-2FCXEFAI&P QYL&@VG?)S<*GXH6@ IS4]D6 P;Q MN>=C1_*$;N(LQ/&*8FB7
_@"QK[HBP$8TGUJAQ>/4LM'O!0&I/;' W$_N*." M.Q'1P=T4S'Q\RR2Y+V>]EV U=Q[(=_E$JAT:G+K'?^XT\'J3W]";A?7:$+A:
MC,XWL@9[4X3.S/D'KP.X :,7TVA);,6)NG$NB"H*I:.&L,6YEB*9Y)S-FP* MHD) !SXGCD,@'\0B(Q!"%2XU3%.2%
<*X+AV3H46)^,0*XNLKP0Z?6I@1#0OU M: MAYI"XU&,]CQ._46M<*N;RY,8%,F1(8&8F=[3BA8X]:33%->ML#]/."F76
M[@9*Q0(EI74A3!&[-]<[K5NN*X8UO!07[?$8ACGZ1"#'M$1U<9*1@N5D\X8) M_3P0HV&[_&2L/P[W-?
79@$ZFO/TRITR<;Y]B:391CL0GSV0MWJ/Z6OU-5K'Z MD*_,Z'^# @'S)@S/5'U.15>$"@RH]!NL[OG&-_MB-IXP?4-SL2A$!Y7EV:W2
M=:BE(BU2TQ7"O"&D;$RD_K#2&!"YB_2&N&1,N:C0JZ)6A[809K9?*(R*=E1; MD6\?LHW+HBB$25T">5G+Q*[MR16^ADV9)
(4P2G@]+(>'+^B\6-/E]8H7;);\DN2MBH2K]Z(>($D\O5HU^?J#:+8Y@YYD_Q2--5C!Y516$^&:R2 7VX$NX':
M;X>+PI9X,B']%W;Y>!2B:VUO^4B-@=UFA84Q7FL1D4C?Q ZY'7(WS]F4F+ M^[H#\>34E7["1@73*!R=O!5+E>4Y$5(K9O
M,/N=B!0&_LNV)ZGE3TTBY-82WYJ2&?I\X7]02P,$% @ <3!F6;3G:SC8 M&P *PL! !4 !C;'9T+3(P,C0P.3,P7V-A;"YX;6S=75MS6S>2?
L^O\'I? M%S'NE]0D4XHM)ZYR+)?M3.:-U0 :-B<4J3VD?-E?OPU2DG47*>)0QY[*R"9%
M\WSH_M#H;C0:__CGY\/)HX_8S<>SZ<^/Q8_\\2.3]___/C/=\^9?_S/ M7W[XX1__Q=B_?WWS\M&S63H^Q.GBT=,.88'YT:?QXL.CQ0=\]-
>L^WO\$1Z] MGL"BS+I#QGY9_K.GLZ,OW?C]A\4CR:4^_=CI,[N?7,S91Y-9!".85]&PJ"UG
M48(7Z*RVTO_/^Y]*UBX8+9A%K9GFP3/PSK.?+ITZ_]$G'[Z\U M_+0((3Q9_O;LH_/Q=1^DKQ5/_OW'R[?I QX"&T_G"YBF^I#Y^^?
Y\LV7LP2+ MI=3OQ/7HQD_45^ST8ZR^Q81D2OSX>9X?__+#HT>;%V>/ M3!/H2!D+_#'-#I_4WSYY>O#JV?
ZKM_O/Z"]O#UZ^>+;W;O_9KWLO]UX]W7_[M^_[^N[=_OMK[\]D+>I=&L_SVQ98'3C"L1GF*8S-*%#TV] F?=
MZ;^<0,3)\MW1\9R]!S@:O1Q#'$_&BS'.]Z;Y[6*6_OXPFV2:;?O_>SQ>?!D1 M;Q&%\(P"\$R+:!AH'9D4'*+,SO%T2:)UL';:
[9(&!>9QR863!SZIHGZ"D\7\ M])VE\)>"7Q?32NKW'_,UHS16!1-+8:AHJ-I9PX+UGJ:Y\&A\-CGQQJ.\:USG
M^+37I4>SCCY(YN_QHT]83=6))5Q!@BY=(-K567CRB2?SX\/#Y7>R\0(/3_]]
MZ6:'(?)B,6N]@)6>:43;$N'<($>.6WH^)VM=GZVE0.8+_1#<<1FR@9!L?SQ? M1_7R>U#]?
47>3.=/9X>'XT7U#^KHGLZF"_(CR)^H@!1B$4(:YFPA0 HB\RI9 M9J0.II@ QH;&'+@%SC]<4-\#)UJH!E'KAE?E,7Y"
(E!+.3;61$9.*\8M\E9 M:X,URNUX@=A\7*\)&'8=KA3X+Y@, 2K=,R%/-_6 M*]\U,(:T]&VI_98CZ@$+@C5$<=?L#I?/P17U 8?8@O9_/Y
M*UP<0M!T!C68BHF"Y&,I]IB,:2)T5NF#$Z-N;$AA"'M"PVIDR?RFK& MJ#>X@/$4\SYT4UJGY^=
/\,R3N/%*.FB"Q+332)!Z"P$\QH".0/.22Q*D8_? MF$1WHUJ'-_K;Y$UCE;0S/O,Y+N8C278/.$CFA,L4VPE@-%#'5,@V1P4BY^8V M9?GD;?
&_F"Y@^GX<)[CZ/IIX^Y_3Y+BF'G^,S?*G\60R,H87#Y$&%H SK0V- MS@O'8I&Y($>G=6L':AU<0_*H[L&#RQ1OKHIF)#]I.F019?
29YBU8FF(VLJ Y ML*1E!O3>6TB-B;")LG?E1C50]KU$VDRA!T?800U!7R+,\4T5V4'Y<[XBWLAE MZ6,TAF7I"@6D"ICG63-
ZOV3,7)$;UUC+MP(:DCO40/7MA-^,#Z^[&8%:?'D] M@>EB;YKK@GU4LQ7T]^?C:=TTN0[L7EE@=V$E)E\NC5>ZF>:]PUFW&/_?\N6(
MZV04FL*4HA]:),] T!)MC[/L+ MMX\]SE,<-G%RG9-E-F5/YB9)!BK7E*0$:;TKH%I'K%=1-$ALSHZGB_EK^ (4 M%9Z.+8#)/)*,@T<* 1-
7+)@:.XBHA++(LV^];EV/9$CQ]Y8)K,C1EQ)Z@AQ>N- MR=%6(2WW0;KC"W#(^5YZ8^'H\7Y"_=@;JR^G8%7)A"UKFC!4TXDCN
M@>*:>:I)<3S.4Q^ZV;'1Q0,KK8RZ-VT MK'\BDW@RA-GT%+0((H2.,LFD(/E9:Z;A9XYY0H%*2)"<]]V2\A#BMT;$VR7 MRNREX!53"-
$;37X7A;0:@V+D?5FF# $0KF:A6ENC&SV:)F$M!A]%2)$I#]7D M6Z#X@WN6G":A^BQR:)U$OY]G_P!AWT;:OH7]Y%U._;.IN_?87?X#&--
NC^% MH_$")DL#?Q GX_=+F-]CK9C?]^+OUNR D(%9(T2===15U]17$91R-I%C\V+VFY&,]#P;BMB-)))] M?QMDY['58H2B5%:1TZ)G*
(;@F4+,("4KW"DK?)2R^9FQ.R --)[;BA4MM=!W MH'^.L1ZR](XG,E2V:5HJ6Z",Y%:[][+6!#"LGNSXLK M;E1SG;3<:UGN#[[!A 0L3I
,]>F8O;*V8*#IR"TABDXQ@(),.4N+N G6MZ\P MN 7/D&*R=N1HIH&&191X!..__D(I_.S+6,>2Y(""^-VF:6OQQ^$H9?%!J-* M*"7T'!Y!
MJHF**)23P)"&6)M" L0"[/62)Z%-@9;SXM-\&T8*;'OAD>]*;$9S;Z*XCE) M:M5 YYC6Z+-U>?XKEEF'9SE4G.]_7G1 6AM/H?OR@H:P3+?
7K9G9A![S_L5T M@1W.%Z. A!R48&BC(\>1Q >N*):TQ1PI9O2YM?7]<3C-$K_G+(O@DCMTDG$2 M%%F62#Y6RM
MKP[*7]!U,%W,1T[0$*4C--D9BM!]9-$YOFPF:ASG!67KXU>W AJ4Y1\JM]JI MM.&RL!K72A0G:2 ;^NQT&M3]L^BTM=UZ6]?;\; MUY
R#PPA. A"Q "M:W$O !C2^].APCJXAK38-B5,ZV3!Z0SY> M=YP6QQT9O],!+_?XOL)Z^@&Z]S1\"!"B(G\2#)(_:9.J/20L*]%QPF>=N6QA
MKNYG;/K0(6U_->%#KU)ONZ=^*:5Q&@20XX_:!H?$3B$-\31(,FLNT:(HM70F M)*>:KS6W(]JP_+#?-$)3N]%0$^U+5,_GNH)T/-
O"O$BU]*,X>M?=E*G?-V5O> ..2@;EO^7.U1VZ_6^LM=>)&=DF 95PF8%EFRF$5B7N=(ML41PV>XV=_' &=C6S-A*X,W4?G&W.
NGI>"&.<%K9VU7#YP0$;.RV5L.%02Q MNSW[^^X(TAPZ$>JO%#*7\6($I9YNIRF4>0BU0ZYFP /2M-):*I,SQ-9;"S= MV=#6[7
I>2/E7\W);B_X;V)?.$=,*DL*@TJB 0D:"[A46'$@K/=3\I<,:-5:9P1UYLZV,,@ZWP.\6!VZOY-I%XVX3+'7>RO*Z)91++| M8M&-
X_%B597V&E95T259FRPR66HX8W3M247(>0E@BM79B^9G0K>#/*1EL2]B M[5*K@Z%B,5$&FB6LU!9$VJG(O)?(D.*T;)-
$XUI;K*94;"NQ>HCR^63VZ7?, M[_$W&$^75:6U?DV8_?GYS)25_>=3"=0SI%7%^=*/VL M8.W,GHJ4=9183X?
JS+1"Q0)PS3!YRX'+8)NGO/H9R9 6L*$R?4<|><@@<._M M[\]?'OS5=]AW]3$["/3N&%N[0U[5(K[N9O7X0_[URY_SVI/EQ?0CSFLN>(\(
M\W'5SB/I("'Q0&Y0+.2;2U\W0P4KWD@004@O>CC?M2:ZK4_TP)?E1<7O9GOI M?X_''=YX+8*'"%%&^@U;[T!NSZZH:5?^R#7E8,|
M_>BNW6FQR_A^/9Z/IW4W;+4^+%M^K'Z31ZFVVCBE^M]-?R*K.$F)?IX&?CY>@7QQT>E&N0KGY?D6(4)FG) MBL)(*
[TLM9RR9ETPN%"\%[YU%=I]< ZIB'%7A.M;G2UW5Z\3R-E6\CF!T(B#
M$.3F@JN78:DD&)E;R;@6P1CEN#6M^RRNCZ[Q+G,M2.92,2F%7YT*\E+&>DC5 MF%Q41MY$;NM%-=<)UG//$"
(%%X5&FBDX3%%_DC=[28->M7M_BXO% M9-D48^2$$@IH@>6E$#2/R,BE="]B&1Q8>)#QM3:GV&NNO
MU?;R%C#Z\RF].5[4+@VHO0Z:V9#KU9D%-M]^%!6JK];:;]+7,D41PX?#.R"J)"DQFH&OOC@2>A8 53E!&(I>I
M>1GXC6#6(8S_S@C31C,]6I]KC99'N5#(YY:7FIIZ^6WMKQMKRP)1SS6(K'1L
M75JS#JYUZ!.^,_HTUU>/3+K8K'E4'!=8\U$AE$BH##+(Q/1 (6/1UD? UMV1 M#*T5K:0?
<4VD)1/=+GS%*N.O">W%VOE9*IH&').+'N")7K#;CM9('KRP% MAK*'0QKK0%N+3^] =T_F;97VPX6MY-[WD<0O
F<8(&S%!I*IUFIHVT<(OAC) MA07>0RO(VT&MQ:/O+"/=5E-]&Z63GN#G+_P!"4IY*"QY7RH\R2))@V&*2LO$ M2Y;]NT@W@%N+4-
]9UKH?S?5(K%OO$"3S&9-W*3&3:U5B <=B<8XY@P*EBRJ(MU@4+&T)L;_[)&XY,U+8'U:ZRZ*1@TI']M<*JQ%M7 MT&Z";RUZ?6>I#]
[TUZYO"4GATFUPRTW$<5I@/KDM[N(;YS[Y&KOQ+%\=Y$E3 MEOW/Z0-,W^,;6.!^*9@6(VO R 26&>/)/.=
(GD#MEZ224ERK;*)KOMDU)PE7:JHE-G5O>]4^T1%ZTS.]/O&/.YA&$,] MU?N&"/_0A.K;<%_G]W"*@S+WCH&,R'1R@L48:
(E1((30M@3>NCCPOF[O_0_S M'91G&!@(N*SE'P2ESTU'];;53O.SG_6ZU9,+YD;(>09!(W*J7EIGVFCW45ARX'A,H/YNAO3&
(]@>6;L&SH)GX75&FBE^8KSMEQ@'?PN>[$U7M3:,6K=.C-*:%!7 M6.R83]MKJ+\.4*MK62Y>V5-;'\ TG]II<_FW\2)14%F*,5H4'*G

M>/,+(M?!U> *U@O/^*V;S>=71Z^5$2+62Z12;>U673-?:]ME=4R$"3IO!Q_Q,M7D|WW4CH^/%XN]A=Z$F3#B|U>,N'J
M>AZY]M=H.%8TQRB%A:!;5RAMCG)0V87>&=:S%G?!MGJA%8 UW)"G:(,G=T)9 MSV*B"1&S54K{HD5I;:YN1}3C>)=&8*1! 7G$B?0=*
(Z'9%BP7C,>3=- MZVYK=V$:DFENR)<-ILSF]GE(<\RM<%]YR%"70A/9&.8#E\Q#,.(X[EQNG?3_ MQLWQP["JA?
X;EHVNYY+XF+,'$D6N49A%R[R0!#6!BC+2_P$'X#_V8)@AJ&*+ MY.1}11HY!DN1K?(L9*<*@@/5O
S{6S+,/?!G8P.]B8H:3IR,Y69D5T7@P944 M03-AZ|D6KC6#4"^T4R9+FO>&N_8AV&88AU3]M@-B]:K"H>>B1I>Z%^PR&T7/
M'D@^ZK(4=IF1,I%[8]&S$K-CY$](%@P:XE4**#/8T/S"JEUDI.YPJK@%P[4"_M1B:[=D-0Y$T;;QA:XX2U-J?
4NN/))J'=L%;3K7FSP5JZJ7(>;B4UU@I/IIZ5 M0N9>UQN90NW4PJ$4'8 D[]O?,?K]K*3-2=6K OM;1^O.^-LJP^[+K-0Q1(K(
M:E/K+79K[OS.K=>]S5 W6L_.%Q/L3?-3.!HO8+(L23F(DY,>?_.STM63<]U_M0.TNN=P?-#)SG6)@AL?(M$N1@8+(E
5E8RG"R=;IK6TQ;]]R,"Y>3&N3S64K M3>BZ+W7/]+#V41C) $J" 29U\;6[%*=H13I6I'&((CF#K>5Q&YXAK8${Y=K5 M!H2-E-9+@=
[7(\8@?030R 2O?1#K?;V^<,' %$6VNB3C6I?(7 MD2.O<@Q)G M>S7UM] MRW%J=0YV|U55Q;D4Y&T7=[V9329EUGV"+F^Q)K9_-
;+9V^R:+32 M;GN'&X^RH"B&R:P#V2A4S'ORZ,@XJ923M%*T/JOVT/=NIO'JDO'+UR:>/?Q: M024MI$8OR0)3NOM.KL7\\-"Z0O
M0JSWY^S-TOADS5F=_+H5MHA"TLK!Z_TY%(_%D)BWR3%5DE9%9H?-[W;;&O2@
M]O8>DJ]I57_/F>:S({$G#2G/;L;>M]CQSB]NDR/>#'_+9?SLR1*H8?2ZI]-7V^49$N[FL :-.!8-CD&J2*7O%HEP>'Q5&
M6T7N=VY=;=WLLH:=+K%MF',_^QDV45+S#ND=UFY'EP<^VF5$;KQ.^I3@*S^QWA\=4W)?60Y M&UX[WT06C/8LB"
("%U:DTGRW:7UX0^K=T2.)^E)8N]MAQO.CV1PFOW6SXZ-7 MLP6]3K,IR>$8\XE(OF(]F)Y^?.01.&9A&&(MU-99,B*L
@EEH0BF]"Z1=D] MH0ZI:4:/3-N%(OMSM_>AFY)$:F.099I]"P?[IJ_:VJ5>"V,C)_JO)1LQ{WTD MS;W'5\>'D8A3GHTGQ_3N\O'S@^/%O-
9\$*:13!(LT8/)>NVQ-L&SZ+(@YI3D M,WC@OK6QWQ#BMH;JVL?=]+"]_)_C^6+ITTF$*)"6:&4\K=,;1T:2RJR@S-G9
M2!1OO=UT3ZA#UA/3CEFFBQ9:^GKUF[O8^TTJRR9$]GAX<4M"YF MZ>^3O9P3"8U0U&(59YEQ%68-84.(F7GE13$DV]TO;>//Q/[X?
__Z'__QG_^+D/]^\>'M#Z]& M<78)P^D/+\?@IY!^^+T_O?AA>@$__';T_]W_V?_P?N"G>32^),2O__LY>C3 MUW'__&+Z
Z=&LL25%:800W7LOYAP[ZP]_^7/X)?@(_X/*&D_FW?_GQ8CK] M].>??OK]]]__]"6,!W\:C<[_XI2*GU9__>/RS[_<^?O?Q?
ROF7/NI_EOO_WI MI+_N#_%CV4___>O;LW@!EY[TAY.I'\:K!^#CT_3;?W@=C?II\4O\TTG_SY/Y M?_]V%/UTK] 'E_##QK\HWY'5GY'R(\
(X$>Q/7R;IQ[_^QP_+"3GQW$\&L ' MR#\LO_S[AS=WD?:'TY]2__*GY=_\Y <#1#S_A.G73_"7'R?]RT\#6/WL8@QY M(_K5D@LH5>#\
[_)I/^V-Z0*!C.,L ,&?PK!0O"+&=9^^/^9OGT429#\;3"LB MOOO95?&.+GV_IH#O?'0%M/,/(I=P&6!<$^J-S[V&7INU>OWYV]?H5?
G)V^??/JY.K5V;Z\\N_G;S[Y?79 MFW>O_^OO;S[^O[^_.G[JS?X-P^O(PX^%[<=TU!YX ?_[!KBT,6]8?]LC&]
MQ6^73RQKZ6"9\&4*PP2+G6L%:#"*._YH4/;-T3=%#WR P?RGO=F$G'Q_J71R".>F&,C-JQ-329K&B7_23,B;)\ MQ$]%
[C_!8#I9_62NB;D6-J-8B+G"NC[Z,("> 3Q8@1DUTHI'@Z2J(5XF1'"%FD MQ+70AK5:TQS!S?5<$>=DO%K9\A7=Z:3)X]%E57U.1]7$N-
4@O[QA]$XP1B- M*_S5?-_X3DR_]22]R$"QE1UA$@TIR8,0QA>9!=)%&G[+RHA4QU@&JR)-[3O][M>/,(16_BS-
X"7T>A/=EP"].K^;FU%:C>+7ND$AO6 JK(@HWVU#T)8DQIP0G%?HD($A7E(E[A@O/:)T2$5;IBJAV?"+L)NP
"$6,:DKVKJKIOJI^C\J"\1C2=4Q*#Y9 M$5EDYYRA!#1HW+R,)E9E17C.SEMF!>YDE?FQ'LDQD*&"C.]J7NRK>63A&/P$
M7L'B?]\L3J^+T0__?[*0PH?18/#S:/R[']Z>>C4XX;C()U-HBO0W$ QYJQ@21 M0$:OC*E,B1TA=L^5RD&(EBH8&*<7?
@Q3$YGTW+E4>Z1>C+I9+,RQ"FAB,P M)&0!)%,M(K>!I>KVQ1T0W;.@J=INQQSVDGD#F^/N4GM:2&IP;6@ F?(/'F[> ML40X
,W"NA1M=1;<07'D--A/Z@T,B3DQ7^"R4SDZT=#Q"VF/_?!\OD6^^'KU M)^_]U_*CDR*'!?PWP\ET/+]OGLP-IH\7?GCZJ7S$Y!\P03/JS?
]C/NCU*J MI114),8GCANLH\2Y9(C!=>=,!4@96NPQ':SMR#G[%!G2P+":2_#-9#*#]&HV MQBUZ 6NQ4!12TT9,&J@.KOWP'OD
MC.U*DW=9*/>.!:3_F4VF\]?EX^@DI;E:_."]{^.+\M)_ZD_]8+Z$<'L)'P"% M.,$UG,'X8S%:BR2%8@!+K2&CC*B#&N@ BJ*QY
M;1>Q!9J.F\U/BA%W&:.^J[+L?X--L'"_*"DZ&""':']]\>1=09792)#2:0V02 MC69&2? :??]H%4AGC>&UXU\]
[P#MN'K;2TUU*Z7TI]:K_N9]@F"8WH[T]7#7/ M0GIHB7 G=<"$(VAN>1_EQ9F7U]\@^DBAOMV-)GT M#--,,J])L@K!
,O$*XK^.&7!1AJJ$.;T$84B=0D4\:$ M HX.?.V,LSTA'S>YNM3G73JZ^@%8E54)/Z/UY1D*0SE!?$Z6>.H! *&*'+L- MP%.)*#*70\HLE.L66\P
3X(080)(>!1H+G7'4<4J\4%YH;.R]%P69IQFA=? M3_M(M#.(^)?3/DQZ#BAS*FC" O)-:M0LGGV").Z\,$IS8$TLUL<"/NZ-HSM=
MK@G9[Q^KO2^N\3#\Z'6*!O+"YI)""F(%'L<93V8/2BFOZJ>2[H/XN^1B"VVN M(6.=<.F#[N!B-3U*,W4.3U@/FJ']%S.QCB<21=(4F
C>R(/X[0M\S_X&NIDR M-MX_N=/MV2%"_GM464U)W$1I2HW FB)H.\(DVE_.D.H[_QXI*?X@U4PAS2X?OV_IS*.74JE8YL5L@G2:3*[AN.
(7\\["**693,Q/+T_^)%Y!F SC-:YXR>?'UVG>+D@%!O:=) A[7&85@K9^[GR0J MQY+A7F5:O6QH1XQ=%>%4X\F=?:BE4IY*P?^
MHOYWGGZ.-/",,=RYA2_[JY#$Z4!)"HQ%G[2AOK;)_P"D@Q7M-*7#G:!C/;4T
M2+BY!]XR5W$;@(V*?!X$=YB"GZHJW9XN>^CC(,1A.6;E1"1.>O1"N.-HT#%- M5(J2"I&4H[6O=]$F ?*@@[+EUW4T)HG?X-!RJ,Q?
@OO1E/\53D+^T/T-4]Q M_YZC_I;/S ,$BNZC3SFC#XO>I - 1S*$+&R(,1C>DCW;0^W>3:NL]/LHU4AC M#?*'UV-;+ 9_DE]\/<-
%++%2FWF4R1$>M272*70[147H8"UX)DPVM1.C=L%W MA)1JHYL&&];BSN9;).2%'Y0./&<7 -.38;K*="EK0O.^>-$OOMX0WP0_8C K
MEQ?KU[VH!BTE.5Q)(I3N$IJBPN7;M(1_&D7B*++K/&&A,@=;6YP[PE;=!*>X)2$[1)"_5 M=(8+HJ+EB6JEE*X=E7M2S'W
HSEBXNZB^8J$+3<$O;-+/QB\'X_2+$[GN/_9 MGU[TAV_>GRU"A"L#*3(3'&3"->.EU%.@6!AZCBEP*BE3-*B'[A]V>-Z!C=%6
MNANU%7Q%#V<.\5<__NW7$4I^-%ZBR:"I],$0)5PD4@(E-AI*.%"*JP[@@M^* M!G<^^CO0^'[BK/[BQXO1P(]/A["R75=M/Y))TG%-
P'.T494HZTN21*.R!BML MC&R[5WW#$[X#55<1;@/K^N%Y2*4XF$YCB8?FK_Y_1>.Z'-MST]":BQ-)E
BJ,M$&BI(X(X2+7A@VBF59>W+FQW@?1YV62*SN;X PP6-L%%_]/J!)^!T;TLU5>7MGG25]-#@ZN=Z_.'MZ-K-JI.<.>T8 ML;V02
NZ7V1&O=>G8EKS))D[4NZKDGQ@%'2 M-2=VD7@#+LQ+^-Z-AG$V+B5YRZ-T<<@)@"2B+,5BCA.9#25!>4VD3C)0E(?)
MN46YY7HXW1L;M;2VKFJR@LA;M*2;A0G\:U8:.G\N/=[Q/YMS'ZULIJ4%$A(R M7L:$1Z3QGB0ON&%4QN"JERRMA_)=6!4UU-
"B0\A=6,O781M@C6R*C:_.U!N_MANH>IL,><6XCT&%ZO-4NB7$0QWR
M.^7#+N)NSX/EF<8RSRE*1[05E,A@(_$F9,*EL2QPYP*HMAPXE %125'WJ_\1 M4FZ3C'IUR77_'==+/##[:?E-CSJ3
TT6WX%2S)UU)L'.>T 8G4,T2E5GQV.Q M'L ";54@UHFZ:F<$/!;THNKVO?\Z-\PXSX[B^T>XHQD-=HVFNZ.>6"=L#FAA M^]N]RS;
<,%>! ?37LHN MI#)BA<72B5>@P6I3-(0"L$$1Z6K3:7[$1T18RJ*OL%]T@[;ZFWT/8^>B,$J MD.02H&="D-
(;B(=D\1;68P\SQ+$8/+MH6[-K/0C(,\AM+*Q5W&]+ED?X#,,YVZ! M/S\?PWD94;?
\V62/[EC;?.R^7;%VAEZI&]:U!_9+'[WE,Z_H%233G/M(4O0& M;1M%B9.1D\BYRQKI%:NG1SZ$J8*]M.[S%U>#7%"1N8Y$J2SPG;*!N,
$$=EX MB9]E?&I0B[\13U?=K]KR8(VM4T?@A^YN-1E/>\O"K-/Q1-#T@'% M(4OO;J_0 Q"&X/;(:+;*!;55H!P?<(TQ^-
T56S8]^U"7[O64.JHHW(J!QVMX M)B?#M$0T636@V +4+K?]VVG^+I!N;]+KZ.BNPBL)N#/M1V$E%R5AV9:>ME0I
MXB'AYIARB#EEH^A6V5=/2^L;KLL[5/HN]C@+DSCNS\>NK4ROY?UMT(Y: ME@3A.48B4V;$:5N& 45&F9#&WL]2'^ TEF0^
M=%]NH4)O. 07#,F4HD=,.1DEP!*),FB1E'0V;*74C8]X]C]M([S:+ ^K'L1]. M?%Q#-$:!)ZT,24P&W)!T(M;Y0$IP
TD(@N6TE4HW/N+9J[2.\)L,:Y^C^1D% M4,(-8\18^AZL"GU>?UD&*$IH" _??1?>IE)G8Q)* 7\1ZH0B,\N$R498DY< M*5L[@^T1,]2U=
[.FVNMJ(TG0+U T3S+>\U-CA^F7T:C]'M_,+C]VW'"MZ'&/ M6%*E) ^\;,FHA@#TC4O/=:.?5PW/!N/_ ^*O)[RS+AU!-"J*(U/2F\,YHGE 2W2
M9&),V^WRVSQMWTX:R\3T>QYUE<6P\)VM%!"L \)Y4$0:GTLUK29,@524:F<4 MW\[8?,336\>;VFCY=H>-MD(_=!3J,27:T206F!;$,
<[*\"P@7N'A3J/)PE(5 M+*\]U?$)M^SHB"=[].S815]/H(G"-G#_Z-G10/5[=E-XC-Z> -TX32P[CPY* MN>Z4BJ'WZ9-#0U8'PVBT-
IMCI%G%GAU=LFP7=77@]J](K(J"+ MPD7)FT\^:G2,5/6H<^Z9\=.JMRA9\JA>NN"GOLR%+V&6XM%>U>T(+E,&
MXXFA*2,Jl8@#])693UR[$*(*>BM3?,,CCE/C%<7:8C\877Z:36%\-LK3W_T8 M;HEA-4# J)B]HT1F ")+O-IKP8CSQB?T/8)0M<^8K8
=)V/.Z:9!J')M]&05 M&$]203*)"%T"LR)S8DN3@*R95,*%'&WMDKE[X!PW66KIH4&R_IOA4MC;ME + M6F29->&F%%!*
<#P8HTT;4CF3O"/'[\-%;ZJW!3O0 W/5]&K> W,A7 M?P3<0\U":$B#W2A738=-IM/L#CUD"9EF1Q)+@4@9%1KY"E]6Q)]HI)97'S'Z
M9&CWX""#I\VZ7537@&T?QSY!@7/-:73")TFH,F@Q&*Z)9TR1')R2@>;L5>UI
MO;F/%C2I*O4$SBWL,S%_&H\FD%YDS5*12!0R:2,X9+C9:HH55U >K M>?59?
0}AZHXE;>_7FNB@6XZ4WQ&/:NBIVYN*4@D<34#O,AO",)IGQ";B-/?$ M"^>H\5QR5;LKXU,IPCXX8W:5?_?NV+?
4J)68>DYE#P%1IB!*YW3FB%=EX N/ M*GJ))[.HO>OLBO'8&-141TTB26L.V+LH(]IS)>1%E)1E3JG@Q$E=*C.U5MSR MY*K/D-
T.V?'QI[H^&O2$6+,YWL5HI0K*2T\HLX# ^(RUMZ1P0G56*:*'I^@VE MM\%U[(S96Q<;>SHTSI =WD@0?7F!OP24^
6\]./QUY+R>SF:#:>C;\':VHFR MCP;0)%^VCC@J%7*OGG&-LCYE:AVZ^B$A90TZ_=:)1 +UMI0.V.AJCR.Y V+O
MIJ5WXO^+$#]X]#"9522:#799N,Y9C,18Q46"VS%HX(+GRI1!8D1#3FLO"!E4ZL5M=^"^X%
M=/@>Z7MH_#:+]DF^1;_C!9;5K*$MP+1]@GX=R(${G]=3U&T*["WEYJ[/.CNM M\"/!J3(.PG+<)S,G25'C:$PZJNIMSMNK_*'6YAUI?!?
AUJX#/4'(<-GWOXP^ MPWA80,U;&2VO*6P QAF/A$I7$ERC(4YH3V*6P;/@A./;S:6^]S$'Z%O^>/F/ MF@BO=CHFFMDP&$"M3?
$EI&\5%$J M%-U*L0\\Z-FJMJ8 ;[^S;_L9SF(?AG&>%_HW\(/I1?1CN X0C!9!4T&L%;;D MIF?
B(UAB(2:OF7?!R:TTO,W3GJV;JXNR25'WIW)W,SS_.PIUV3,$E PZ$)UP M/Y'!>!*D-
H0Z)7FF*DA>NRGD'1#'9(/O)^'6*O_6R^=A2(VL[S5P#F.#[ZFH M^]2^AY0;6-_KH.6Y!SG/AF!/!'*),2D2F@-
:D5Y0$*J5FG(9X>U;ALSK/]],)SJ?Z+@)MD%ZS M.KT^C :#GT?CW_TX]:S7.4N6T+(H]UVL#&#(U",ND5-PX).LG?FP!D;WR]\;
ME]U7L@V5W4.74(,A0!1+?C7EW>"W,'^YT5**V@51W=\(5E/$!L7N),4&A_,* MQ_O9.%[X"9S$6.ZHRF55^I_99#J/$?5D%!J=CX#
[''R_U5<'A[H68 Y/,4I94 M:J;J>X$=#P_JR;^!"?^M!=~WWO)E$DK/X<:64LGTS8H3&0%/G:Q*AA4ZL(H
MW.!JMX)>C^1X:+"'A!ND&JU0X0JA?SY\.9^:'+_.6\8-;DS%Z7%KM0G:$<-T M+A-T$61$S,8$4-$GKIQX6%TQ\./RHHD&CT{6 3PJF@$L?

*U)56*NDV9!0#$ M\|NRS%L(SZIJ.:!_627U[!_"?}S_!F.)F.9_--^9T?C^<_VR.I9;L/WC=9Y1'P M:TT3^/;D*W-8@Z=)A$BD*]68$20:/#$2%] ,$BZ&6-TQ6 -C[YD!WSYR$;(K M2^ @(_'1EQ$\V967VZ!_YR!JJ{3VM=,*;D'H;,#+ GC]J,PQ@#TD^E923=6_8 MA_]DM\7E*DV49EP+%:I4GI>!+('BJD\A3' K:*B|$=Z'YV#S ?;1\}T;.["GO M!A{5%;95-]1KHZ2WP=8H\'T?KL-$P.MI<2,]*JF@(9& M8B0@JB@HL:R,;4L\>B<26M>UK8OU2 [0NKJ:MNYFX>\KZ@;1U95G=PT1\PJX M4D""";Q,="1.XSO$ ME+,Q!@=XG#YOOCS"6SD877;11@..O(/IF^%G6%Q>+E&NK&N%)[51D<3(\+!6 M2:%U'34)-B-B%]D-M6W9S6BZ-V0JJ6S41-X-O)DEF%IL(?0V]D/=_'QQ+-GC!-F>;E*0$_,!Z MZ)(+N\BZ2=Q[0C2R62)\UK@(JF@UEQ.6'$HB9LU]Y3T'B><@T!")%M,0+F4DRB47C M\==^JQ%5#\Q4_O; YVP,/%YR%5. OH%8=>7? D;%D>C7'MW]$/1'"O^V^O:0 M7,6]^@X<&VV*QI)L0RE>X(QXQ4OZF@H&_0NAMKN./+0"[YEG7EE_.PBLLMY^ M]5_ZE[/+J[IMB+AQ$'PZV@T173\+)A.ET/\#+068K1*W'}#!FV8+T>QUB496)9B(IX)]]2A+1B YMI>\R8L MA[P">ELYZVP/*;>X__63BY\'H]^+90:K^.''T0OX_+$T\>[G/J0R7KD__/@[M##*[#KZ/A]&+2RTP'#YX1- /Y*&UPNB+,J$9V2XX8QSW7UN66/@_K\N=.%CIIF M''V$|>5I7MUV]IH2.2BC)B=90*)\!3SQ+B?(Y^VRBR;1V4'83EN=/CBI2;GJ; MO&+LZ?#:)@A3]#N8UU3H4EV"IV>0CE@+98A6L$F < QJYQD\".J8^%!#[ALC MM8V+'7[V_?$__&!6O=CAS@KYUUQ*_J674DD,]$; (H&6S3\8 M0FF(U@D'@;>SWM8 VCMG:?6)DVN/>>$'?ACA[ )@^K9\!.KNQ=?UZ3O?+D6O MA;<6 1#*,G/#3&:^=*TO93$HM 0''<)U66U1.>FJVF^[*,?=EW)TGJ:6CZ M6=1Z &>A#"Q%$\^7:NXLB8])$(Y^(P^:<6W;%3<]G5J/IT*97/)E(_LH?D\1MR\;6?:9 M6& (S5@!0"\2K&*U25$'4OA_8A.4/IZ2^RC]BT]KD:@MDC=R1S:@._MXXS4T=X6E-A#] V.GGL0JI24BJ6#G7:*R$PS<4D;PH2(())E*=8^>+IFQ0,N M2->1YU$M)26SN. MNPE+]^9'+7V-&@B[@0,RQ_5N-(QKH#$\"B-%-]N%,@$ZH.L=(C6$YHA6$J X MJ@\>NP?.<5&A@LA;;0E7T-[V?>@/4,K?9L8SJ;7.2A&AK""E1S$)RD1B7*8T M2^F=K-T3Z2%,Q\]+_83? P+"\OH7=!08+$6ORE-&-_B'VUAPY5##1;,0,RA-M6U45OQ$"@6? MJ,]:05U=UAQN@^M[KCG<26_;UID]1NA=UAQ"2 &-9DY,C*4=+]7$;X2K1'3, M2*#7)C@_2S(\KN:P"1=VD?6!;@Y]*%DPS! AHRK-?CSQ(7/B0!L=)?44;@=(_MGU?-X4XZ?$3-X2X*:.# HL&\4*N=85A=#TW+LM9B7'E47WO<,JY*THLC8(DABZ4LBHH MVB{1]WYLWQ%G'J>/C7M,S?3Z,#V;75[Z\==1?H-;8L#ML QDWBNS_H'/W# ^1 M?A?0U?+IP_3*2KAB#0>/'YXI2^OX{L[PWY2?3]) MYM?7L6@(PVVQBSS1G"8B71FGHB(G#)H 48E6;\O^&T4A^N3L:=>[^7)SO)M M8H]>1_3.7Z[2E;;!U2S_>SVF0^5^[Z>S>RFPI\"I)(2E3OO@/.$]H%$C?"0A M>D:85% (+:4RJWA"^6R(\F.7=#0]VD7-%_<|GOY[!L#\:OQM-88+*<$N7.5*1 M%0N!'"%ZZTCM P]8+7&;.G/D4J37A(7MQ\|BD/_)$K#(A>.* fN#0M<_Y7CT6D&*;5[46\#T MZF(5IJ8439(DM\,R270_K78D>E"><2<-W6[6]7U/.5KU/D:*#5(6/L#GT>S M?WC^$K'UIS_[. (\M+,$Y3SU+U!//E2[=^"AQP5,2G.$N1*N%K9WQ>"^@9\Z& M^D*O>-<\IVKI[/%VY(>W(!G+G:/)$LJ20$A4$Z_1+5% <&^L==RG1K5[U]9__MS-5:2W(5&Q:N7^?U"J_7.4,L\<3WZ*?B[_PY]+07"$HFP@RC1&:1B)=>$*N9 MI$(RRFG]/BD[#PT3UI$<6KJI,'EP,_]80M^_O^$_OE%N>G\#&.$]JH_MF4_T+LB7@'N.ZP1@$!X:,$12BE\9BK8HY9S2,F,&:F<_JH;P."C44"O-??V7 M? CS^6J; +[K2F>#!X;9*;'"EO-0!;K@.G9F(VR[/1FI3?X;H9CS'P8]J$F]@ M<5[G[M5=%K74AIPS$4G@.2FM)DY$0% TEAYR45>?"[D6R"H? W\9-TAB?#L: MGA^D_]J1_,,9Z&0?]\,3CDS3 .9JG8QHN$WE_]=#:>Y_/.NPPJ M63*#:6E6QJ(DP8(@QEIA9? #:B=KFR;Z8CX-.G6JNN17\]IZ&_'(VG_7]#6AV6 M{\=PV9]=XMKF?SJ9S,KK\W(TF4Y*'SN?/ 2?\'7))0#+T3VWR:"/@!NFQK?* MI^H5YWM"/@[>=:FWN{13W6QXR[>E!UEP;XPD\^F_,E%# N.!>.]<*HT4-=<' MV=V6 (^#4NUT0, 8*K+70=/:";],;(?N> M*+.3%NYRQ;3(QOIX 3H],[>]/;]&EE<;833.""M) M?-:@S>29];@!N4B"F#?X\MG[Z"#[MI;'VY89849[%9G =X27HC\1. FZS*I. M@I:6,I'Q^NVYGUQ&V"XZWB8C;!>I/N&,,-Q!T3PK8T.32>7LQ64T0983G^M'VC[?66$[;37AS/"=I%OEPE V^#Z7C/"=M+9MIE CQ%XEX3(GEM&=28YLF)8 MY4@\F$@2C0ID9#Y5[_7XU#/"FO!@%SDWT/_JE^+*LFP49T1(*8@,1A%'5291 M"HKFE_14V\HD>"Z9"#OI;:=,A%V$WN#N\2U,IS_^S0ML2TS:&]\2>N,@92CY M,HX$A>L6S@G!;5 BU"YN7H?C2/2_MXAK9YQM2*, $"KZB):Q=)1('R1N>.AK MSU>7P?,[M2//-0'E,=JL);D&MWTW]Y7YX96TEL);0Z+*:,=Z98FE%,UB2"*# M0-]'TLIQ\%T4QV+8[RG?YAI? LGH;3(V,^G5X#F/0[ZNK>U6_AZ ;&'-KL5FI MN,BN9,"5\(;CDG@G&6'6:,B0-,VU;SBZ4_X#1GP7NM]%OIT;\ [7)!D#XH"6 MJQ1&N0& M?8/V*_C); PW9]M]P[M\:;8!V\B:V GH8$2M8&6")BS!,41UJ-\=Y MQZP(IY2H<@5P<;S)-VU0)'%5.E<[9:KW"+\'3O?F3D- %;J+,GEIH$<+L#V$5 M7?MFG_DO_#SZO5AO_A/^9OJU%ZCFG $G5@)BE4H0QYDD+K.D6'!, MJ.H98#O@.W20[&V5&_- F&FG2F>M&&O]HL/!3?&T&RT1^&K/FB:%)'XM9F$)" MW\$*?(40KD YJ%R_']=]B(Z#(16EWL3+_N2_SO?2TWP],ZV"?(Q""D9$S!8/ M758"O2Z0X#)%9R\HI>K7ZJ|'(C(SD43+=9TN M?4:5,\10]%1K0.K/Z)W/9;C8$ 523?PEF_B>N$G_6\L;BD M7L' V84?P\5H@)\^>? VO6;FEBG%V.2O6;UJ,6!E=XMYV46)%908U_I?P=C29 M?$ +.2]&A>Y1+U#S\?N6"S031:5]@2W17-$W:X?>]O$$J,.=1C%+K'$"-2", M3I)+GFI'%G;%N.]NMN7S%A=5Z$9+QD-Q%LN2$(A2:%YH++V%K<+ MOJX]$IKRZ/8VV$Q!3Z6&X6R*:YN?]?,MHZQO- "SNXSPF'J0&9G"/Y\Y2=!IQ M60Y*AI=0#GA0P:7:Y0SW CK4_68[&HQ;J:-!%.<6IF40?!M0C>XUUP(ZS/UE M1<6- 6DF],TIDZJP,5A&7099QE[CC,G0>DPLQ@0@V5&^/TR$5'KAN(}II)NPB[M 0.VV!I7&=H*URRH(\I,!"HD)]XE18H;DD/. (N?:*;1;@^O>::N@S-UME4=H MHL$-T36@O^"BR\GY#J8O_>3BY\'HI$+M"-[]>3.693-9(4R4LHS9I*412TD/ MTXX38_ DU9199FJ7T>P(L7OZ-%+V9DI5UU3;O>A5T0&D%S#$+Z;O!WXX.4G_M,YM,KXTX$]3C7BS+U/GRR6OLZN? 1L=#Y&]TD&CB=H3)%8*@)1#*(V,>?(;[?=>AS2X^52!YIK M,G/A)MB?47XGH]A?=IU[#^/^*-V[ )JE1[%8PD).Z-LZ4R8* Q%2>&H4!9?K M%U/M"?IX6=BM/AL85O=9!"O<[TOK3=36.OC,@F,V6&)Q.,642D)XF79 M[T:7CI\,RCOD) FZOHZHGTIB MPI95>RRG#%)DH@(Z8# (JNNB1RU-$]TQRW/F;%:P]R5+L6C1X7$7V+NHX>+7L M-F#_J,BNJ?&]RF8?HZZ#<|S;'+Q -UUK7RYT,[YSI0!'\.BTU2ZZ6#N)\0EP MJTY%=G?4VD5+'55DB^7U!5="4N;+3,6$7O;\&DP)192-7B87F*C>4?@>.$^] M(GLG16Y1D?T8+;3M2W-- ##^/X5\S&,9%9R:O!7!PD=@LT':4#)>N92;)J^PY;P#I>,ZB*(EJ,*EOSPGP#N'I-MH#8H>5S"]I:[9TZJMWB1*JAEXY, MG- M0#?,I1!Y1PRX3Z9@A5N'A+ """*-"\%Z\2PZ80ZVYLS!V/.+NKHRBC^4(:' MC_O#|^4A&JTL;4U*'[8B?0N$0\ A&8%8'3,4#WBLPVNIV'3[*70;8S??;11 MT:29UYRN/9U??_G4'T/JZ>03DPR-*Z!H<)799\XE*!G3)D@MA'+;S>V^[RD' MZ*18/_175Y8-[-8- V-",ZT_@_;@?X=LO)\O?3E@O@Q5*ZD"B86AL6Q^(YTA4 MG1/7SE(TWZKW6GX,T*/@4'>J:G#LK "=#-,"T2DZ;E,_+ ,]>R$'"\ HX9'C M#@H92 #N2(I1"*J4@.KUH_?A.2JV5!/\1@>HWJWE!RAE[+',=1V>(\3Y9?:, MRT]X2,X/QCTN+,?]Z'WO+!^UA$I7EC>>7::4%IW#!,:? X1J?3@-=HHEO(R MJA"YQ .CW@FG.0W654|KVP;7WA?]\0+2;(;WXVGS9\T3TN=3VU=A!4\HSI0*.45@L.M4.)66!(DN;6&8C1J=K)NSO Z^J"LSI,[F1B-E+)4[GWO+&J4@\Q M=Q]Y1+<1&"=10XD_"KF8TVFE#X&7_FW5DY76 CE4.*^9UN]DQ>TK_2;=\VZ! M6KJ(V\!J%,7; .DPD;L*2GN(!GM(O$-". K.6;3HO$504]!+'U(6)%K%GJ4" _$X;KCP2Z"KCULZFQQSIQ^FO8O^_^>Y^Z^'X_.Q_YR&=BAY;HT M*$TBE[C_26F)5=F0F)CC"6C,7#QDV& [UI.X]FBKZ&+429NTH&2+YKQFN^"3^ M:J:?S$7[!FV._$:G#:P9"E5A*FDB,P.C2OM!0DR@(U),+%ET&R'AQZ!_EN) MN/9+/W? X;JY^@6VR&IP"V7F6.1H]E):^;$ 1F"%2&RF[<|;_.[=@3XTT(,Q' M_+M;(E@9K%L :^0B; 3U!)R$?54X:BG_!@[#9H"FS&U3RA,9M""224D\ T>$ MCC**Q'VFM?>2CHFQB]/0&2]V$7M]!^(SC/TPPM4VN6R_49:_/ (-0/)&<9)8 MJ3:U)3JGDB,&12&L5-HGLZ43\?#3NKAQR%;FL)L:)] M]XUS*\(A]S8@%%HIFR 12TOBLZ2!.),3X=SR&%(0S/.MW^ ''W<4"J\OV 95 M[M^Z2;Z83?I#F$R6$:M%-TG#!=B@'=$J([B8/? JJHBA(E+;4V6J:J!WSO!73L M?F];;2@R@++ZK78 DPCS^\&D .WX]U?4;4&_AW-T%E:R*C61/M8^DQ MRSFQ.07$Z"BUPLLD:_ MS3ZMHI:>].OU[%I=!&%U):@65/&_ &Z%F76:(HJ6AFM!Q>V4NP# M#WJVJ]TIP.J^63_#6>S#,$+)EOP;^,'T(OHQ7 >8@RRUC*%=+++$&9V1,) M!&&-EXQEO=WTJFV>]FS57%V4K>]N;MJ?K[|\0HHNOOX 113X)ZRG+\),B(#GQ M% I$YF2(A\R)$64%V3%;O5/0SB /?.G7(H^PK;(:U%+< +P4Q?7^6TPY,,XE M(ET.9<"G)8E67<&T'NFG)/ MKHB-D(DS:/QF[K)6M>=IKL- Q8#;LJZPMB+"3I%MK_^6%'Y_#I&<%!:6\)DGD M4NWN%0D);)G2K1 E#KDR@S8A.6X6%!%XA4#@7,C>=V"WXV&T4\NYL??R;)Z MZ*I/_J1'&0=?+/)H: FA.X_.+Y4DX"^BH]Q8R;9R/Q[Q\..@1">B;]"Y=.TQ M9B64'+I(M!0ET3%)8KWEA%)FG>.1<5F[<'*SP5"O#G N^]- /4'([A^?%R!]. MEGUFW\%TCRK [3YXWQK 1\"O5 &X>,A5@-4/2IK#V05 L:]/4IHOQ0!>]2>E M4FHVALF+KZN;M;EO/L&/&,Q* <6CYF]$05S"#M%S,:'AM@@.^8((*98D0K'3R MS>B^ZRB(D4*ZD)U/MO9AU>'R]GU=VT-=W)%QFG@ , 0XPUVIJ,*7CDE6\! 3 M=Y97SS#M:&E=U4$^U7?FM@WS%!GU5$HQ;RSSY8UN^?-+!0@RZ.A0T%R6"2 9 M'3]:.A4J[H!1SU)@E=^2!R =ZO[]2;+H]D3[BMILX+S? V\9-]\&8*;, 0?! M'>;6OZI*MZ?+'QHX""%L=H(Y]$2%CQP=&LO0$S6.>*D%."EI3AWN4P?,$3@L M7W910QN>K-E7%[#Q)_G%US,_6,WEDY!U5H&1)(Q&1Q@$\4XZPB/8J"(')FKW M&]@%7_=!@\KJO4N>-KH<_5_JQ?-$R4:+>:] G5N<10T9YUU'+"2X:>U1P M:C.PFY7]8:-MMM&>(+<:1.IW OS.7*J._^P6L+LP +>'?!BS\"FRZ#YKH3$% M6MN3UIZHA- 57CN!)+J5(;WAPNO.1Q_8 M,FVED5$U<3:P2&](X-UHNG;IO^":RSC!T^'JSWL"#+X'% @H$8@,)A*;8B2& M1F834T:W<'(> /5[5CV7^'47NF] V16B9=;AQ]%;E.?Y'.P93*>+0':/1IFD M5(G0$%UH*K0FZ2<)*4"OJ("?U<[<+,5L#_HN(F.]?7:HEG_:_S]\^%BTF_| M^G'LAQ,?K[HB_G4'_V77@I>48L'A B2H:V0\8#0C)*D Z<@(X^A^E29[>'| M0<1-1&REXP;N\#RQX=UH.%X-*%C(>)GAT.NI9# <15J962\X9"6@*D*Q- MD%YE8VGMZ23W(_J#9_?RK(XF-^;4U^W'I8!D\A[&9Q=^##6F93_XF?MF MF^T&NE*BV0GR)? 4'L_*4IXP&7>;)*)>IJO\NUL-=K6;\GHD4T/T5>9G FP@W;JU)3 MM T\8T0DS7E0&4V#VA&[NBOH*N'K(-S=W!R_<^4_E:2M/1? ^XNOZ#Y@'3AT7 M'H\6302SG,AH+?%HT9" 'AOC7L24:SM##9=S^&8MW9-T|#3)TL#)7X_L6OQW M&WR-;A,? PG:8:\,G0X:M2+JG)@_!..52J?!G1/E0WM0R''3>X<>I)&/M M>/MAF/;-=^S)=HN"JQ]B;><.(9^Z$((BV*90'>2?G-^=R,6%Y(*2,RMX:3 MY'7IVL\H\3%1DJ2$Z)V5VS8]W.6IW?OK=14VZD+:#>Y2]GR=3BY'L^&T%Z,) M(2A!@F62R 216&H42^01C,>0SJ:C M^- NK_N=^@F'ZX*> .",^8/X<>M)(*D!8 F4B@;2.$BL,$)=9]AHAFUB]?'L+ M7-\I[ZJK;.,Y62\ N6R_]&:81^/+N70^P&<8SB!_0"?1N- I\:-6/9H>'Y-\ MS&/V#5/NO;1*DS M67K0#3+?]L54(>UFW>"'H? MGJZB@%5YL";7I8[GTJL[OZ>G=J7!LY4$2Y<)-*P3*

(5@9AHG4O;;=;$:<=!)ZI]_DH MNAD_6K4U!7B0;L;6,72LO2/>E/R;3 .Q+AJ2(5(-GJN8[58:?@[=C!^MYNJB M;-+->&YJ+F(KP^G8Q^D_^],.+E(/)='0)XT7LI?3/G4SPC()4LDFS2U0J1TGB M=#X(R9)01!/

.%1P%AGJ|S/>&>9!ZG3:N8:M%;7OD&@9I5KTR8/T^L6;CZ]. MPM<6(.H'GE$_/K7+HBH%IY:/6

3$Y@F3W]!1U=M';X.K7CKVUA@5I"#@BB@L;K\AL$2,3,GI[WP MVBUS'P&SJY!6=?9L3EIKHZ+G$>TR$ 1Z<{C()RO1JLOESCYG$DU

\R(ZYVWM MHM/,MK5G V[C?3:02O-(R';@/E>@V [>K^D5Z/D'+[^*=BVBH7B/9E:)V/ M#/T 38G1"H0.-*

*BE6NQ+TJ0?!ZFE\%^%V&P13E-+HE25*EXHI%=$1I!#GF3Q" M2X>_.H*17CO)?_L@V"["ZSH(EKR10CM)!%/H>\7 T')""5@CG=*

(7/'M0B1/ M/ CV:-76%.!!@F"")6V23$3P5&[\M2/6QTR$A91]<#2H[5J,/(<@V/57%V4 MK=MUK>D:*34U&D)&W3&%!S'Q;-*

7+)*S!2M6TC\G3: '=MN]?43+?$6;XW MVP#\HZ7OHU6Z)66L3(DD"+!I0G5MM(%)4Q.31ULFR07O4, M6_]VY6OCNI=Y^6*

*MOKOHYOFV]&4V:F%3(!EE3X;@M8;D$"ML9:RD-/SF^WR/=E;3Y G#?K$/+:A MXC:P_VC/^S195*G+Z6,H\(3:\T9K9;;)DTR]+?-*

+8YEP'$G*)C,1N8%<^P[J M23'W:;3G/01Q=]%\^_:|SFH=1!+$1L&)5$XB&]Z(UMEH;WFXTR;Z^-KS[J21 M^]OS[B+.VH'PF^DN/0BE5-

@K0DU9E3>)!(UF=0:-('-.G&T7%;WYN0>+?];/ MBMA7:LW<@X_^R[+'V@L8HH2GO6Q"D%'BSF0D\BH9B;!") +7YR H9P5M8L_?

M@7)$^J\U]!:F!7P:0^POO&3X-("YF/'TNRQR^/?\YSWM149_0A&>&4,?HP3L MA9>$KO+0%)K>[-,X&HY6#1Q+ST8\@H1V M-

!/T/U$(FJ'18X(F$6T>DQV:1*%V^N$VN(Z0,M75T< %7R5\O!Q=AOYP$\N?,+T60ZZ5E-C?72HTD3<#^D6A-;^IPXIA3^A.<,M:M$MT=W

MA/1ID)H&L\U/!O,_@6LM;$J#"*3[']/6J*S&:TIG3F$H/D$@D\XP$",X4T]G@_MJ?&ALH$V@[9$9*G@4KN$D?M/9QA-*

*$]_]P<#/$=QL_3#\WX80*FA@>&);,QUJ&[_;X#I"TE17QUW*Z/T+I2;3 M\2Q.9Z7K^4LD]SF4.4LJF6 3 <-*

*PJ=PY4G+.2,"SE0>NO$RUPVGK$0>:ROLN+^S>TU80SC_\8 :+H$Y!=I]7_?4F/>XSVD61$R;U? Y1&.SGU M!H C(L?^*

*EZC[KT#LNL;$DYNW5664S%.>T%&EIA7).$*BY4LB+XH3 M/TPOY\P_!_0'8+)']YDM/G7??C.[ ]_48:9H^,;#KLBCD31X G"= 14+1%Q*

MY;7'S:U'TE5/F$KZOKU95!#OH9N]3,:EJ'6UQ;WT$UCD=&9!KMTLG&K(;;X\=?8@=+]=,6/]DP]5FE!#E:-J(JV8"'47S4?\+U;Y

MWUM@VJ4$8"=U7^'H-J^_AGXVJGI/X7:E>"6\T=2A3:01%O[#B-03U5#%}),<&F2>,<\,R M>'1]G"D]|B5Q)>\6O5M?

JHMSEK7O\9^HN]C(]JNOAMK]2N>"FT#\T_GH\T\0 MT\+;>C-,): [\X/)Z7#P]6&?\ 8OKG_<@A(Q73'A]F?OY!D^ NZ>GB ^I&1W

*M77O$KS>XM//Z-W{@/MOZ"S_^!_2'DRG^L^H2Q66.WC+"/+<@\ M.L8%F+!=)Z:[G]W=^_F0|&_LR7L*86.&^(97:_GC\D_4^6O__'_ 5!+*

*P04 M " !Q,&99*S*4/1;5 $.P@ %0 &-L=G0M,C R-# Y,S!?;&%B+GAM M;-2]:V_D.+(F_/W\"KZSP+*

*[=@#FM"W6;/>7[^D+IE*9Z9$4I3<"\Q45]DB(^*1(A@DX_+O__/[PQH\|:+,MYO_*

*M^)(_9^]/@&_HEN6;^__XTU_O/L#T3__S/__MW_][_X/P?]WY_!&\V]+= }]4 MX&W!<<49^)977T'UE8._;8M_Y$\8W*YQ);;% X3_60]*

*fNWU\+O+[KQ4(O !U MCW6_+?Z2$,92$C%(<.1#%&8"$A1[D 0X]7D2HSA(K^[_(AA*L@CY,.8(0>1E M*<1DD)&41HF89#@&-63KO/-*

*/_ZB_B"XY$"*MRGK?_['G[Y6U>-??OKIV[=O M?_Y.BO6?M\7]3X'GA3]U3_^I??S[R?/?POH/\NRG^K?[A\M\W,/RFG]G_[7 M+Q^_T*_|<-*

\4U9X0Q6!,O]+6?_PXY;BJD9]E"]P\0GU+]@]!M6/H!_ T/_S M]Y+]Z3__#8 &CF[YI^Y_J_?_U\7F@WJ_84M]NWM2DUF?GV-7*

*MG\6VPNL%/HL#F1[+:_6#C_)O+1DUT8 QK>FTIKO'*O]>\0WCC;4\FAKD[#_^ M)/^VVI7P'N/"U37[^ZZLU.I7WFT_<[K=T'S-*

I9+=R!7S@7_N2%M/6;^VM:Y4]YE?/RFI15@6FU\G&&,?+DRD=X E$J M+3CVB >3F.(XBWA""%W)!9IL6\U8\0W\ZY=.B)K3^=G\DP'&?

*6;/L2YXN=T5 MM%EG)>O*QVBD^<|>TZ#:@]C&TB3" *:?#C"]TAM>_S_QUM937M>>7R 9!C?MZ_K8O2[%-KCMO:H?%.OR MM?*

X(]MR# _O@]TZ _W/Q]6WI$:MKY4QMBY?X;NDB^!X,7"D!KL$5N"0UPBW] MGY3S^Q-?5V7W$ZA^4ENY65G\Z>2KORXZ['!!1SZ-]HF?

%"_\L8)'7XDHM@_+ M@5QMEU.8YJ.2PO\); O&"[DS.@/DWGR41;7Z+-6#_\(?""]644B%2"F%B&)I MV(- ;FXH|>4?,1-

<&GM.DU6U]W4NVH87\YJHE[5WE9Y12OP2|< ME[N"USN]W]]M'W"^N:R+@U@,6[\)$IH9+&OAM W-!5&&;

(,9=^K69LM#U4[6ZIHCQAQS_O)7>PD:]B9^+[>ZQ_6:2B B1T0! M1RB"*";2)^(>A1[+:!CQ-/:B4$=_QDG-K%+7_QT_//Z/G\$7?]*

{ZVF0#D 9 MBR-_H@3(2#> 9Q1B,8^R(F6-H8(1(]H]$M1':N7TL=U&"| Q/.X!JV06XA M,/2C+LD..O+@]X8!3=NK 05KS^_JHZ>%*

(#FBZ0J:Z09;7\C&A]OG:P/M9:%7 M&VF-&1:QV_J2=;<8(29=>^\L|_\$3_7SMDG\7&[N;_CQ<,[3JI5)!*/!BR% M+$BD@R18*

*M,X3*1OY&>>)TT[]J+5R7'0Z/;I$CVM[U3OK&O@6[TMY!8U?Y2^ M1<<%V&Z 7# >P']+-Z79+O0B=DDF/4?,& PY"B*

BE,,4AQQF/O:P\!$*,-99 M%YV 9K\J[LF"K9#X;.YAC123E!T!I,?E=B&^F;D_4%2B*YI0$07OAD0WWNJ.

MR>5HNWJ1S);SC%A7VX;1Y^WLW=?JBW]AYQ;OOBON.1RSWE?X(?/7&TNU%9S M5WW=%OF_.#L|<_VPW6TJ?T5Q&'EI%$(JXDB=*

')(8G4"Z';>2HM(XE28:+4] M[-O,"5CH-A35:=WBK4K^;.6.8#WW/4?Q#5_9L9APAO1,Q_+X&RXS?V*"PX. M!,%M!_&>+W!@[I<#P-*

*K;'JF8^+(.$U@9%'S-1VPEP;.P8QV)O!F0PLN9WO' MF__>;&ZE"N.(&GHI",3,8Q@') T\ 3Q8R]>]2^H M1E5PC*2%]V?]^-7D*

&_H&3IZHXCI&2(G%B9FXXR^*&C_2/(-Z!#I:7OSKSH M2NK(B(R26]14Z K_TB!HC[-3^[X3=;UA;_%CKFYK%:5/9)W?U[O^4C*QW]FH*

*MHK>[HI#>UR^XVA7UV?LJY4+0U/-A0*1%0 $*(2%1+,U"B$A"/)[$WJK:7P&/ MJL-4AHR\H L7X ,Z4U]FUYL=L-*

*U5*BY(<6%F."9CKF=8ED32S/ <;YV Q!#4 M;($#7U=@SQAH.0,'UMS9)%<@.;,)9D]E9U*:Y N^ES7,VKYU-?,>+_$G2>.+E*

M!YP7O^'UCG_,-_RFX@_EBHN4$X\D, N3%"(A",P0\Z&/*4["-.&)GYIL^ :I MS;RGZ]&^ HHZJ,F#WQ4#H.9 _!:#SL]P^4,$3.K-

D,8\.C):0C]S),:U&3 MH27V2WN@-\A,V1G/5V_5T;EFI,_)_-]B#49IV$T%YD_]X&5G/IY?OOTDQS3 M?%OR+X=/ZG2F13Z?BP)TG\KE!^S6

!5ZHO[__I\[^>FMU8GC9RYGS]G<9:I? MR'7I^ >-])YN(TE//O5VOWG^7^_;-/?\L=ZSOA>#RV\N"F,69G\$@C!(_ !# MPG (6<23T,*

*<1#3)LXD4OR_[,/K>*2FM(]NU!3FH7,;Z+_S]I6*-&Q=QF(O*

M6_V8V1]V\+O76Q3_N&_4T+A)SJZ:F,+W_7=WX!TTCZA7_.'QR,:H<"94XS^ MYJ&3#2CA0".=NU7|==Z*([=@8>87]3-*

*>Y\6|=%Q>B0MS3^BNP&K.+|\/9+M> MH82S-,4#V&*Y+KDR76("S>1?Y_YX[90,<<;;3SY U;^]O;AX><5XHOE3. R^;V]Q5%'L9XBH\ M.*

EBB (2P#1-?4@$%6D81S[5"RMQS=C,A]=-/]KP=T#XAHN\ FS'5192OF=' M!5_EFTH.4]P"+)FK-

^]NG;^F85OUFN";Y;,]DUWZEV2SV3$=,WH%#JQV%\1R MMW5X-PV[HZ$I\[X5@S#I5WH[=D'52[\ELV#L&: <#-UV26^Y0.\94##H"Y]C*

M?K.UD%.VNEZO6S_\NBC4+K6.V6RSK;$Y9EZ&)&G0[;[ZQ/7LV2@ PZN& M2]G-5H%+8H\GLFA;"EWA!K:DL0E\D M# 6!=#8]+IW-

R(>I%P8P$5F8>M+WS(A6Q]L9V9EU^..$U 1-W/1V]N{1,--J MC6B;I>-I7B5]YH\8&S,M F;" OUV^_!X3:L=7]^?;W'.?BOWN?

=W_'OU1HKR M#]V%6F>NF95=L2 =F>;XI>,%&; 4_GG7ET+_15<"Z'QE=PU.(:W;;JX@-\5 M-*

*Z!FQ]$R;R*YU7*O16"Q9=]$W/]R;S1N:D#;/GSFDSC\|%J=H*P$2^/0SWR(M<$0A8D)*

$L48)B3RXSBA!/FQ75S;9:)SN_&*!NA%#]G&L@W IN<#N ;#S H< M"(&:TA7XLB-_E]M$=;#V"RXEM,H45"__BM N-@6TE$00HZ:(_9M'

WG(7 # M)%\I$FX;7_G6<+M^-&AFQ9:TX*_O/QGLQX]%&E^VK:4Q MT\Q.$,

*<[[+/<6ZVQQS,MMIB>%:"_:IY_P/*6EW[E;+>6*O0>%RK+3H5>U+F8 M;W"94^E_O\O7.U5;)-US_E# :*

(Q]CS(<2"7320RF/F"PQCYF"9IR#QLEOIK MQ\?<=\$M5^K:I>:CWD&VG(#WMU^ \F!VS5%V">2" 3X5+-_@XAG4S!NNNK9O

M0V\A7@!C,PO0A[=C286V-=A=G8'\]YHUX-1?=P2/]VMG2RZ6O8F>!M7)Y?3$ MZ2SNJ[\\R#W';,%5EP%U[9B_Y=77?'-

SVUZ4MXME[&/B1T$*4Q&'$/$4R;]% M& 8LXF&$,]G6AL# YISFS3%!&BY:&LU?:OY #>W%N6^-($7R-C4M=*$R.#FUCU4=I>R6I

YNF(UDWGP]E1SJN4N1LUD.[KS-!QJOB'Z M+ VS[Y'(E[OC;[9]E&;XPQK?ZVZ-+@R?VD']]% M.1# ^V MOVP>|W=Y26M_1SMFX.

(,].LMT_6N>X6PEL??X_=S+[MB33.S^_OG;B^HF(ET_G3Q^U4\&?MUOV+9<^;E?RBU(5H=*"A@YU]%=>F,4*

M91&,2!PW%;J(GV50:6."F)]P870>J45U[G65_G.7E_E@D,H$R/24U3D09NK; MD;\ZJGW?IK\>.'"GSD;R.E)P/9J+]KP1#"^-@-

*G@"65+;\IRQ]F[72&G;MNP MU:?N;[>;MC/@)]'\O8[X_<)I5T;*CX*0B"B#09 E$,5>"E/?PY"DON >#\,, M>\:E2ZW9F?O,KRY?VG*

*'&O9:%;IJKRFNP(%'=1K?XQ(V:6+W0Z&;BSQ4ZGSV]YKWO4:"NZA]V$IN*LN8^:'SW#O98-<.8;KFEBN]J467*Q[.9M&E0G MF[N)TYF?*

BM[BY]_497'=K"Q%/ARFZ1XZ;,XRGU)(XN"I#FOHR/<.!!V?21@ M:W4ZJ#/_8L>$!L+VSPM-AEE\M)P7M8K4!7/K%?WK=BW'?*

*JXVUP^5[GG^R#0S M+X**>FO'F[J_/0; 9U[MBHU1HK,..]J.[X30RV>#H>9%NL);J?!(W,O#[UZ M0AYIKN805XT*

*VJ.+\C.G/'^J;Z"2F#/,,8,>3U6R@.=!G(8(,IYF<<1$&D1X M:C. 4[):G_:4A@ =2=7!N*4YM2? &?#T/%MG@+CL#; 'Z/,X0 [Z UR6>+8> M*

6=(OG?@,L@C/<*&!@[]3*PN8H.:)"BV$L@1D$"492I/KD)@I0PXD5)),T# MLKL(7.+6OG\Q-G(IK86&Z=W?S#?R!N)-N/(;NVR?*

*=MVWX)W[B&B7K_ESI\Y=ON.OVF8HX3@(>01*D&"+B!Q 'E,*$1TF8,L0BIM5(]S*)F=7K;;$M M2T!;LJ"4=*

TK\9Z"HJ=BTT0UT[.%E#$'";RC,OBJ@[L*8%E:[5>%/"DGNKE M)VWBWW>DI$7^J(YJ/O.GOMGQ+D',BY,LC5D,PXP@B)*

(P@]B+",1^@)D7^5Q@ MK9J.(W3FOO/]$98N;4/9)&C[,D##:NA0;,,KI[]$'5&K>/7+HIO$]#N!P"XN M_:92/1CE W4%G^HK;_?FZIZM_1:

*TD50]IC\LZM]5'!AX/3+P]?,"!]5(;C M(/3QQUUMR-L#YLU]71#D8XY)OLZKYQ4+@R1-20(3CWL091F&.)3V"*E@KLN45V*

*RDHT\$T79W[@ :)UOT UA-E9\])W-NU$>$ MGVVW?HGN*V_91^ 8W]>/36"5TS\QB^7R##.KOTJ2=Y;,,H##^-&[&PC,U%Q#*

M>J=I+>,RVA82>/7DEG'17I08<)OBTJG[?W%V+U7[,U\WM\1?]\SZ%P1>1[G"0AA@'%@PW#" 100 #GR J_QE%.+,K*

M(^*$O[G/'KU+WI-%^6_>J?7/?9MBXFX>5=Z-N<5WX#A<4D/_/-PJQW%GMOZ*

*M'77\@H[AXV:9BQ0G<0JK\Z(E;KA[I6(F3J&]7.3$+1D[0[Z?L)><>E!U'. P M%2&%.$T)1!@3F 8T@3$-4Q*BE,D_3,SR(+6Y*

YEJL#FX76/:.;/+?L-I&F)K3 M8<3TC,S',Q,7<]&'>&:2UJ1;3$?FD3] ;9:7C=6V]'JSJY MH.ZUMU9!0=>J04*=0[!O_BL(9H2D%-*

($,8A\EL(,^P1BSZ-!G-+$"XUV7MJ4 M9];\(S[:GIHU)^# BDZKX8GPZIF&64 S,Q.N\#(V&<:R.S(?^G07-27&<+PT M^836-*

8KN7NH@_|_&L3BGQTWWS==DU/E.-0G?;3X?70=>#\HF7TACI,9EZW! M<4F@D_(;%Q^T6[[J0N!/O$D6;H\SVDMHX45!0@2!Q \%1(1',

(WEHN6AD 4B M3@FC1E=]ETG-?;A?EZ#O(.6M-DZ-("3WL+C1GK#<_VS@L\0/S0NG*.E9(#0 MHFO'N, O%PN-$5/#97_&^48UU_JT.?*

*Q,DEW%41*E$4,PDXZF=#RQ_%L6)-#W MLYA%U%?%-[M(^CN;.-H+A+4^[.-8^CMS[5:$P0_WDH4?FV 3%8?R@(M_J,)0*

MZK]2"?!X!0M+;/64WPU4$P-TKX B#GY0Y'\$VPWH_^K7>8KOCXCK/)3W$KU7 M"NX=$?]RN._80(M0Q.LTN&DTK?;39FS[A]-POPM?*

FZ"\1,A#0C#4 @20Q2K M3M0!]F 8@$&4YN)OPBZ@-M/3#A.XS0V=>(VJ* M1Z4'6M)F3:HOR3U^VC-*

*19#.S;2^MT3G/@$Q6ISSGYEOLC&=`F/X)S}!:CT\HZ`M'LX.&>9$$.)#+PY"B&@8P"RA!`JL*CG&"8GT/+B+%&96MH[>A)]JJIZ#H;>,F MB6JF9&926I=?U#E`G5)J<>'CU%'Q+I50=`6<^G;[\+#=U$7'FA)CGW956>&-`M6CQ7.(A]C+$/:9`0B%@D(,F8@(D(_5`D`?&$4?O# (6)SKWA=^Z6R+,;*W/9`&`M/^2;]N<_&N9B#]&GIZ*N,#`3UH8JJ,D>"@_V2#M,U=00T%72YA"I9=,W-80^`M2>34&3- #4=2NH1)G_Q!DH8IC`*1I%F4`M1#@.S>J:3&'\XHS6S%+4]'"%1# !C`T# <8U0VKKW>1M])NL[EE;J,ZI)D!+5#D=8^6/4^-4$S2C"J>Z<]K9P0LI`M9+]*,.HL^FK%?)HE$<+0IR&&*$0IE.:- PR#@'@^\V(\SH_H2HQ3G]GN.TT3!`MNN7`N&KS.'1Z=LHI((;G`,=9H%>'-- K<*#OSN)HB^K(K(S36]1V:(O_TD#H`M#{2X5:I/+#YS)8. <=7-?;Z+>O[FY>W=]M]UWF5=76==55>1D5]6]);>WN/[(`M$YR%29(Q*%#@R2U1C"!A-('<"[*0I3Y"/#*XFG;`TC*7UC6/!A<6$V'6N"M: M`+4)IXT]QIJSD"O0\`;NMJ`)0&L<%]H(DDEKL`%8UVGR[*RM)M-@'`M>X<($@*2!*)$4.E74KG%1(Q`+T@Y# [*$"\^H0KXFW9F]R_]FCD='W7;8-!Q`M,B&07@]9/;=S!KS,E@5'4%G$T!L)[BR"7H_]PO'S1E"<1L^;#;<]D#^=>N\" MO^UVJ5F&L<U<3B9V=WFN07/@47Q^$T]-\`M@[%VIN)O/+__]O)WGN1^^9[_NE/!V>_R]4[^[.0&X=!A;>5YV$MY3.7.%7&( M@CB$A#,*F<]$$&$6>YBOY)QDJVL_+#DQ49D^/]j:T_$%<,,8X$)P6N?L/VXK`MR4&.U^MGP!2G*LF_.=RW/^>W?2- Z5F@!E,T,TQ[>EB/0L*3@;0_^>PQ=@9;5`MJUGZ,TX$QY$-L^5B4;,V$;J7EF[J=)9'^6K7=UV6O"I[9]`X9G)?K&P9C5*Y MS9)_RY(X@5F6$3]#C*7,*`7L+)5%@O,VVPULZ0%<,V!X7G\6'\TS^JE2VYR8`M-?1F.HD?$LC5Z?M9&LN>N ^)>7+*/OBPF5(RGJ_>R]6T>K[#WV^86EA%3NMS`MN\8$H@2F:13`D*?RI\(7?HIU%'.4TLS*V=`&DC@XIMZN`M?7I*.H[7L* (Z1<%,6:T!T%9;;>$&HFKE'(W.RK\<5'5\YD7455O`3F7U!U@6 M_<4_2@^8W6SD0GVOFIHHVIN%GU:Y@E20IH01Z7BVT848@P"6&&$9$JG(J4`M9P'"U"@$=XS@S$K\CHN:`;A6'(!\ST* [TEZ!F@O#.D!C(.JMO2ZA,=/LAC*L`M28,#[?W"/(R)>3T@34%=E00:({=L52!-X4*`^F.LS,$U]*R=)OA0U/A?]/?`MR*.>7,LA]=7U- XE"2"A'$',?9U$B$KG(FQB",8(S&X(^`^5YS[:LIO7U',=2S`M`RZ1,;,#$T$Q-@2ZDCHR!*/D%C4$NL*_-`3:XZRKK+S%Y=?;8ON4,\[>//^U M5!9G'YES*!FT2K&7A"B+8%*GYQ"?*\|\^AE00GP0)ST00KRK5E5'().B3-C(.`M>P:T]4!%"5#)"7AL60'D&6SW,61XSX=Q819=:/4LQ3R F=D,A95B`MSVL/I!`M,0)4F8M#Y-WU.&HVQ5P,`7!7W$67\-+%7@P!.5/\Q72&N0W-H2PA%X+0@$%I`M=;@T.#&&)/!B& (LT]CB)D\@LE,*S/E*#KC4*SYFM+=PZZNGUB?I*ITA8)_Y9NR`MKM_TQ3#GAD&1^',B]4R*$D>V:R,_,AJQ? M2KW"'V@._(\X/([`M"UH;_=2]$S=@E";V3UKE!%Z.VX>:7"\Y.@`MNUQH? MJTUG%M3[RHU'G5;=$&=M698'>|>"@_B>;WI0H_#U)!4QP)*#*40N3%`M*Q,BIS]$>?L_7>5)\JJB$XZ?)[&HFH[*.9+#1U^V+;$1- NEYOT_==RK"5;H4VXUJ8'/]/2]7`MW*,HR'`*Y?(=0<1Q##...Y@$PH\"/TLR9K;O&:(V=PA(31(<:.(+?%57#:Z)A`MO#2W)*Y0,%-.8P L:C5H",:L&,,0K86K+6B(?5I.06?0Y"#+;AE)_(QASP]A`MX"-/:K*?0$*8!QGQ$",!9VG,+",LEUE;FVVQH]!*L\5UF]QF2GH<5.E\6;TL MBOMPRE=94"\+.!!(.6TI];?,^(577[?L<$:E64KTPO"YPRCZS50:TOH%1"I)`M/*Q2CH0UTZDSLY,43KWH4\H&`:20%#00+`V'7>? LRS9DUL$<6[.E:K:8Z^.EIJ6-4S!37"A#[`M-MSC(KINQCU\75:R`2'Q,<"(I%E$!,60!:G`MJ8A2SE&@=?RJ1V[NFY0FE_1<,7]M6O0V`X; O>P&%ZM3$3$(LG6LCZ_;J;M`MZ]?D-Q/U-.=VAKK\;B]^TS2A:K?DM]MU3G->WA9;HI;9&K/,]I6VQ$%W?-.1 MKWO$*QXXFZFGMH'85L+,K`M)8FRY.6OO/HD5(QV\WO.5H'OTY#A`*8)9RJZ3T`R8AO=8H*[G_\Z-I9EY.8:QW]=4`GC@ MJ.X%K'Y4)W^\&\/4(H+('A1G`486+"P>[JG1K22U:U"R0\`M047/BDR1U^$Y.S5{QTDE`MW9*JJ.NZO]VN50Y"@==-&\X5#CS.2!)#GT]O - $XEMM:.T)L`M43W6$_RE5FN.LHA>8G^_VZH(1(/NQ_TQ<\'XDZOD^W`ME=),YRX+Z+33\3EA[,*2^A,M%XMTAOVC`*1SO[? H"'XX)E+=*9YX\6RH&I=G`MF'WMTO]R3.0>UQ,W(IMI38\FZ(C.ISSC$MIU"[\\(7)-PT=%.^H=/OZTG9?Y M'A<;.6EYRXOZP+:.M1;PO;9%$$8H\$4,1"Q7"G@J8>4D$@R@B(4]Q&C"CT(41`M>C/K:DL-O+_]8N9=CL&DYUXZ%- [PJJ0E#"3EYHID7V%\EK(>FH(Z`D,M!M,#M.;7TP1Z@MN\74$_UDCZDYS&*3>7]?O?VZN;_=E)O?\/IF\V7W\-#X#F6UN2/K`M#]OB^G%- UO^[.$/T=']BIA//O5V]OR_JAIW@[5<5%@_R#;B5SZOM71V$\K+B`MRQN^X2*O@- @6X'JJEBOC1J79@ULY;2E=6]5;J:Z&!91D^*676X>#&^R`C=^#`MQC9YSE=@N)=^#?0=1FQ.@M-N-V],;;DMORT01^<"UI/8AH)]> <#K=7?KM0KC`M#*4!BJ`(`R'W+32`)$,)C%*"0I$A(L+8+/;K:/YE@KUJDOO;6]/0KF-`ANV)`M`S$-=R1&$EJ$:IV58T)LUO%\"P=CG17F- /KJ_&/F7L/;[1>^YE1:X#9PT^`<`M[MS8!4[@\$9^3"UAT%(V/HT[*_?X0CQ59#/-L976:#$<$LEJO3L[X6)+VI`X M_55K\+FI53"/DH[JA*/:%ZJOC7M5+],$X23(8!!R#E&6"IAZ`D,FM^8X8XSY`MU*@KER'JF57U.!M.!2.T7(":#=M:EGK0ZNW29P3,3- %'L%JH(J41",XK4.I1`M?Z6*DT;07*XP:3:-9?0I?JX3Q3^)^CZ[+'=8"EN36'E$9$$L,IB%2091$F%I`M<<(8BB0.`LHH# [FWVM3;.W9G$&MZF.26SF2-SIP0UM:?EH&F.S*I0-ZR`.@^`M$HKE)56+IFG1N`$T]8S,5'#L8D1;H@J1)N*D0V38^)I'@8Y+YRK8,? %69>KX#$FV%$9C|&')R8BWVP>=U7YD3_Q==B>W?+,`MCWSIQT.?1=*'9S&!)*(9Q#SP0H0C@D,C'WZ`ULQ*69,"H66.\1EH])9'1P*; M*:4BVIQ67X&&[A5HY9^A.("&B*YSBL]0>IU["?NYP-+]?:.?^>OBVE?/7%B5M2K0UQT;NK[Q,0!Y?I&?"U_:: M:PYH'=]G62!FY1"8T%G,1; 0ON\TV`QWV47T_7>ZWC'.5%:7(KVKZN_DDW@9`M)M1F-Q"?((Q"*M^,IPH,<0K3A$4P\D60!L3+L%DRB!.NYK9S_=:;99/V_X-4 ML.:OAFUQW+P&/>=F<7`-C=SYEJ:@8[#),.VQ6)N],P&&KA-7G.(V:X-44Y[^`M`%U4+6'4. [5J._FTLTYJ8^.5E>>IWJP4P%31C%$:8AA%M$44B'-)/%QX&7^`MA(/.E_06/>4LP0-FFM[9*%!F9YA6.>`I:2N^SCH4%U^>8>^E"<{?AA,- S,D-#U4W7>`M1$D">><'9*J%A+#R/02YP)$U'$D,5^PM1@J3QB"-!`ZVCD5%*.QN+7W?JM$FM`MD]\:ZJ4J5*.(FY]ZC*.V;!^<8F'C+7PZ> N?6F_A"K2T74'`MK0N^5!O59>!`MXHCD$I!HVT5M,1M+J!ZOS9N7A5YMXL8G6,2H:6"N;S*()QDOH099&J[8,X9`'A8200"S/?:,- SALCE))5+7M?IY`?J5R#?J(-?`MY;D7>Q;KQZX`X??Y1AW^*I>FH6UH&R:]+$TCLA3XAM:F1K#&_7T?[@,KH'FD`M"1H_^F%_A$/KY (H5V9L$B_+VCL7L)T81B>36NS#OO!-OBWJ:Q_.?MU6O)3O`M)FU#/!)&1!RP%/HA#B`220*SE&.81G&4$(%\#VGY- *.49G9L&M*@I0UJX@9;`MCD&,-'9=KB0W.SCGA`:*\'C,BB$$!KLN5U#8[;HN0N)HLZ4CW>!F:W"""Y39;`M.G(<;;:T!E@&V_0;S^YK- P7<8X+1'"*8>$1#%OMQM$9_`4(KJ4[MUE&+YK\8!K^M&C>9;B58,BN8H;.4MCV3B0(3%/XCH&`M'!;3QI^W6_8M7Z]7(LA$+%4- $L9]B)"7P#3DB=PX811S0BFCWNJ)%V2KJX+=`MU"8?8I^`]O?8$3))3N+WD2(B(A5X(O3A)(_E-@;:>C+`"'$M*"\W["Y`M(>E(6 #"FS*9T]#0,\,V\IE9WM$OW=C.ON39D6G=3[NH-7TIS$L#>O)[.YMY`MLV%ZN<_)FC<&^A?\]VU1GU:KCHOM>:GGQVF<90SZ/"$0 M!4$`<@I\(SPVJF[3U$/[I#U-A$3,#$D36QX6!1PS,!HI?7UZW:MELX/VR8L^`TN53V$0\+,2C#?QWY&89IF*B00!=)Q0A'DPDLY M9B0(1#0AE->4'RU%=!?J6[1U0*HMJ/!W\.W`81T96\<"0**8!+3'I5UTL/&[`MT3- WLT(),I8Y9Y_!SU6VJ:2L&8%=%4EKM5=\'W=TM1]\+$M*(Z#DXW9>)7@`M95NP+@4W6\\W(092S5?PKZH*YA- O@]0^;LNF=9=DX[;>BLB?%UQ2?\>;_^Z/`M:F(2>"P@JL,U51V`:`I3%A&8()**2&XEXU08AT=.8FEFAZ^)"Z1]#M5=HXH-`M_&$MF? QQWSM0VD?#TS`'[T// BZ+LIDM;`^8]X+OOSA8P-PVTA0&,R.',:0\O';3H:|\&Q(IYN9S4QF652KNK? P9_XH/]ROD9(_NM@@$PH+6)A+$3O3(C-4//Z'M)5N]]N>-4_=WB]+ZQ?`M6ZFV#'EI4-_69NZ9#4/+TJ$?$]MQM3=\R5:W7'>4^#H5_:8- (^YMR*-&]O1NBWL%UX\Y927[:&PRF$QD8W01F[%J%`3'(G+/G->.R.?'I7:ZQ?\`M&IUD9KWKZ(OF2]!0- FQH=U%^O<,+)Z);^/>73V&O6AQFJ-4W*JRK1G87Z2S;`MPFY.W)/F=:,#+&ML;@N>WV_>?Z=U5R'Y3U56K?U.18!%Z/D8BIC*#;Z7)C`C M40`19CZC/HI9[!D5V1P@-K\#KT@#6L=7T6=UBZ.(&Y;='$)+3ZM=86#L<-?B`M=V1!2W>.JIL:`KHJNSE$:MFZFQI"GQ3>U!DS+> [O\W:],N==^4D2494LE:9^`M`I%(`XAIAB"/TR!E)/)2KG5:-T!C9AWN*(+?%,HL3Z%5PD8.R/BI=BQ+8CV,1P3AF*421 M)Y=B#U.IPABE<8@R+S+*5W;+WMS'\BVS=8M#-[43VY+PAL;#\4O5LSNO]ZK,`M3-:Y-_-\=7@Q[V^_@+=X355_RGH3,? (&)G34<0F4\X8[3IA[I7X\+H&]W*[`M*17+//73N]?NWG45!21.5!=O/^%R6R3_!3'#\F\X20**,0N\9%5M*[S6L\4# MM(P,ZYZBML]^O1S>89@I/@"7GI5S!(*9R=*,OK@"UU55Y$1^<2HZM]J"6UPX`MC4K3D-Y5ZO8 I643L\=%/DF[UAAB>0R2;U0"R4<50?$WKFK/<';]Q`M\S]^U`M#:P^XXI+"T/E>U_AV/-H*`046%"(&,&0!)'<5259XB=IK(Y&S- *IS!@PT0BK`MI*N6';!6_,@U7`A.JT9'I/_&RPHH;@P/3\PPUCQ.F0TWPP.6%K"/#6`=*Z#E`M!73,U+A=@98?AZ4 KRC(N/%^5O>*I*GOEP2Q+.0PY\VE(?<%QHJ/P`MEPC,?7S3DCSOI\$9-A!78A]>'5]9F0VDHZ)LE`()(XS,LO/^*N$8`M\23VH A\)/WZE$#"D@!Z!(`=DO`B;2NYH-=8F`MN^BR;`K&R_79>+QEL2-U3W0GQUY_STNC^D7]@3.K?-,G3Q$S+%ET))R>^EK+`M97C3L! <)_*XHN:Q,=$X"5Q6)CN9>MA+1.;%.*A"=?<@R^._%F;S20;K/WJ/,`M3P7G`I(@)A#Q.%!1"=*K39*,I$1@EA"S\[-!>K,?E]74U 67883@($AZ*N=,`M<#,5/->-KD%ACDQ%+2%=10@.TEHV2E!'[)-(0:U!T^^*VM"EMVTPW5V!-V5S`MJ_LSSC? J_F051"+S4Y;"E$891)G]R,H@;&7)A@G24S-#]GT2<_M0C\\2B#5`MS9`XB2EFWOFN_4[-02L#_3,+$(?!#V5MQ3-3*<_:LACK*QG.'>D MC?V9%U6W,R*]U*=SC]B6K#NN`7"S>=>>>3[^5'L"]4J,@2+(4)5!X*("(,`*Q`M*H]993A*$`IQZ&==,2<]11]EJ?4- '`A=L,MS8/FR+*O_7/LB/J9.;O"QW]44L`MW98#U?,0%>%(,U#?);+M>XZ)4`M1]W-$^91;J.@ZID(QU"9&8F&>'>S+.FK?K - !Z!FX;"I=QKAIBNQNTBW48I+`M1[SI0G F\DU[Z.1B'N^_/\KOI0VNE=M==7"0T\99>3XT.+6KYJ$W^6\B5>,F9=OT,3RV&KL0B,9C;$&$'''760G0^*B@(JX&$&R$_)`M#\.) [#R6S,QINW[*-_?'7>?:Y-J4Q8*G60.)SU1GV3A2#>HQC!)/_IV'+&21`MB.\R2&UFZ[.G#5[T-#3S1H8!T_- #G,%@9CTN(C!#/K*6B(Y2>]%UW\X-W9F!3T0_^^TP]PORCF^MD\5T4SY`M[@I%MLGW+&`MV9OGOY:J>/S-YHF7]N?[M4K.J$\2] [?'B&4!H2R!&?<2B#C"D"19"#GS8Q'[`MJNN6E@K:LS"SDM:=-C^LM]]*H#("P9X3<&#%;$&U0%EOE9T7.S/M5UEM-70=`M-X \@Q\40R#?_'@6Q5FN].TQ<;166S"PZ`)N#]#+57W"3-/"!*XW)QTN5+;,`M>EONBD,I[TS:)I;&,:2Q-F2'9T^W2<_>D]VU. M'795T!+25<>$86++=D/0$ORDTX'>*(LS!Q5_4]^,J.XRO/A<;0QJD)\?/;/Z`M-B%#/:K@,Z]VQ<:XB/@%V35. (B:+;7@682FQV3G$H%!V)Q'GIUSN+&)0I*/3`MB.$G)T<7-,FO-V6YXVR%4"@H#T*842$@PCAJ[@W&*(J#&&?,H\0RHJ!/9^DH M@KRF:I^,?@DNO573`0AF2GD<'_"E!:&A.DM`MP#FQW`/4_'D`MVVJS-3F9OX3_^)+H0'@S]=.0>X;+]!$QK5;)2W,NMDR."-5?)\ <>M0UEW_!/`MXL5M&OZ>/^P>WFR+8OM-W;7A1_F;ZGG%"$E(+!`,%)(($0RS0*30\U%`$4M"`MA(Q29DR(SZS++5E`.KJ`MH1-H^(-

|-1;7N="R4SI%1=]N_[B/ERU@&Z0V_," MWHXA9Q%_;PZ!LP!]](+1_";@W(:XF|QAYFEH>NG]E2C -HX1#D22J1(NLTG'[]8;-IN' M$Z#WWU5760Y^:)AKZCSJ&2$KJ(>-T-SPF1FA/6Z?3G%KF&FJ8C:5>X&.#S(= M0+:E=16'IO/U:P%YQ(5K0*=;\BGB-Y9(FUGHB?- M86&B[WCQ\&+-R_"|'S/S[PL"J"@(H8(^PG$/B$PR8B'PH!S7VBU6!F@,?>A MI20*%%7#,,8A5#2,YG19#4\J3\0:/\K=J&PKRC=@6 M#TVTF-28"N>]X(JBXS!*4Q_=F3=A@4?-&(7ABYGJX9Y/S))(X_:QE:K6DBT MVA7*X529D= <;5M^WJFH&>:$^AR[',%B'R(>QA:'O@>E7TC"0(@$ M(Z-.$P:T9[941YS4007;>DW.]WRHL]Z-JC*O'KAO+ZE-H[+UH=:,H,X$H)GY M.\:NYJ)&L.8#'!AQGV%J(;ZS:&Y]R@O'=AM#Z)]"C$\UL.EKZH(N=[KBH=4"Q(MU(59^WY4C_M7'HWT^_M6U,VC,^\A)/>VN] >C.%MA)\8K'3$[%FJ6UZH/**I4Q/1!VN7'KZN/D:K*HF ML_??:.W;*7T2(J=2'RQN@4D58FHFKA=X]P!R/3L@!L@ MS+3?'@/S8- A1\5S%PUXFM&Q(I*C)U&QXR,LVZWAYWJ-N]M>TW_N\H*_V95R MWR5- 1EEWEU2YL^UOV"KTPR@D@0\9\Y6'12.8H<2'44(S$B/B)4%@5DC3A+R% M5V"F]ATSJK8UP(I]F=?EK*_IFF'2E7N.& [Y,>S)9@*TGEEP#IY=M[8.M6H+_M6FK@P,B^DVR==G\]!IUY^S8+#%SU_M?IX<[=H([M,B&:1!/8- 0JE,0AM5[NFAF:MPC91,I=BJ>09#8)#'M MXL-T7J)9P-=%(09CO4Y'+1?F=9'CHPBORT_9^0XO^E'_NE-S?A+O\O5._O2T M]3%# (@F9W+A$OA]#%!$.<>)AR G*TC ,DSB+S9IO&7)@\C%:Q?^WA.T3=DTA M##4D^!:3D##BO+M3OMY7X&607<.G240CCP[4^J+NGB6T+ST]6RG M,;_&_V7SF*O:2'?Y VETU!_49D^*! M;\HFF+RN9Z]_B3\$R;"E<(B&H5-H (338#D-:;VN[8?F7>S"7D.X_E6]SN-V MKMCUI[V9M5YR /BOJ7+1A9G\6*AD"ORN60,N3X862 M"=)Z7L-,^)G9!\?0F;<_-@?!57-D \K+MDXVA^2DL;+%%'8&J"X:TQ1Z*ILZ M(BM!TIAG40C3E&*(1"1@&B,$O20. <)#QR/>9%OV9<*%]42"+TD M9W!NO*X[W^$*$'Z?;_^JD/&DOJ]\<-)-.QLO+L AX1&%$)%0H3D)(<*+Z<; T M8PCCS&,M7N\WFO>? +M#JB-E@Q54>F%.4]-:;;7*;+2O-_%<75A9WR\=EF1RM M$F<(++H87!;PI-+,M)=%M?]85_E]O35XBTM^_3TOI2H&)/,R'PI.,XA2 MZL,T$=*'#/P(I3&)/&76Q]W"\]//["$>"*I+<56_6=+4] OX#&L=-.E-%,X M0P&U%6U8CB$EDR-["B;_=5"N"Y,NHEC# G5*-?*4G:_T7YS)5? +^'2_S^Z:Y MU;OM \XW]SB-HRCT*,1(M:Y/A0<)HRD,<"BWCU"*,F%4$OH2H9F5K"4+>G3! M[PUEP\W61:3T5CH7\INIGY7HQJO=F%R.UKR+9!9=^<:;$?;G^C3YO&RA3.VY? MOG)>?51O2$YUKH P$QKZZ:F==:A], <_Y!M)/I<[O]MM$X.X1^,*="BY M6E9U9786\W*!S,)1+L/"GL:UC#QO>62QK\'4A>X? K9\G#(<"1_&S)?[<[E= MARD5(90+L;IO98@*HS/2-5HSZW6_)-W/5H5%AG#2W'&ZD=Y0J<\(;E) SGP/ M.BZE]\WH-*5E=Z7C(I]L3S6&V!2BY/? *@']ZK/*'_%^UB;@MMO<%?FB#F,)(MQ#1-,XFF2JF3FU2(140ARY(X2M6I6ZRU;=6B-K=,.^1!GSYH&3 IB#B&V;!V M.T?"4+\'0+")>QM%PZ0>I$-4+ M VGPBAE4?-84<+O,X-LF"=1TUY3DNY*@[MR-)'X6OYV_N?^8876*467K.'?).K_E0]V[NM*;M*D- QFB(##,/0]B&C,8!KB M$ 9I+'!!_-#CFF5US0B;?,=V!74;-J[?<-(G0^+CU@!5!61,G1I]J&Z< M0V5]"%N,?NYA=,Q#5WS8H;- C)+0KOT>/Z+(ND!$0)]Z0V6@S(\)XOG]_J?+J M^9HQ^0&5;U5>0/&LR@O(_V5R.R-8J,H+$$A(+/\9RVV/AW$L?Z?C"UTB,+/[MTY $+BFJFUJ93:*CPFRD XEAS:Z*G\RT$]+TZXB"*. MB=.IW.ASEET>525/%"GB1?! M3-5+04*NWR1)$*0BP#BE(19RZ3: (DIC(S\PA%4TMXJZ@>ZDZ:BC:>W6J@\X+^H([U\X5E'@=9+Y9TYWA2K&VQYS$!_3*/48#'VL M[*:'89JA&&8^8D$:^D(PHU:*.D1G- G9[:F9&30LN/F$CIR*AHD5S41@B-K/.=Z1!L:==^Y:&T?Y#:.FIOBL, MS%1^+_[GGOA82"#!]7J]_5;?8M?I/TW?-[4 S="37$=X5W\0Z26#=S7$/HD M4E]GC*7&RTUOG3 KO8TORI;D5<[+-]]5NPG./DCVE4.R:RX8/HGWN% !W.4M M+^HTPH_[RM$D"=/,XPRB5.V08DI@RD@&U:&^AP+,$_(,W#%V-R6I,H:;%>X;T86K:._;V\+8HO3_1M6;5;"\WLZ@O#9[:*MVK[JLXP M#FVBP6V12X_B"R^>S/GJB.]Q?:4AIE4-]:<[% M\J=']A.KG3H\]:A$S]/Y[7KW+R\=MV5R]$;QAVTW=@$A=*; MF8TT#QQXUWX4'_*2XO5MG:#Z0?ZL7 F&HBR+*?1CE$'$F">W@1F%'@X\W\/4 MSSC3C1ZX2&5F&]C1!0UAT% &-6G].(++& V;.V>2FUDX*Z&-P@I&A;**+;@\ MZV(!!J."]:,,QA^V3$%JJP#++#0G)F]2FZT.E[,]\KKTTCF%&A0>#1"29SX(4)YE9M7!]XEH? \)1:X7<%WI28UOOZHM%L$P1H_*?> MN8ECB.Q[^+8\@!X35Z#'!FCY<+5 VPOO*J=)G_"R64[&@)SD/9G/8'!X<+U> M[YM'O943WF^+G)=F)Q!#<\Q].+M>]!J1'8CK'SP, C!^^N!*=L,#T MB.SYT MT!'.ZN1A<.+%CA]TQ.N?06@];[>V? \PQ46W7Y7R]BF/CU_]<;'>/-UU?<%4Y M;JO]>N\X^_3(BZ8D07L7Z6=!$"2J(@[A\@_LQS#U6 Q#@(1H]#CV#.YFYG(MS\Q:W^,.?.7KII"A9%"SAJ,KT/7<@@6A--P/='OWFIDKL&<']/D!>X:N0$^4 M&2Z+'0'ER*^8RLVBSH8CZ%YZ(*ZF=5=RH:W_D:1QP&CL0294-B<./8CC!$.? MIRP.(HHI$5.++BQ2*^52V06K M*L/M?DT'_- Y1@%$D6 PXS&!69(%G$59)JB6>_IRXJ5NQ10M\VNP6G3]FR]3@2PONP9EL;K=_MZC,^Z4*KGFCQ.ZP^^^>NK8Y^;]>8O..DNME(G:HGO-G(;Y&7U6?IZ+\7@E-U M?G;+Y7O;5/B>KPA)69A@# 7'JC1/E,(4)PFDE N:14APSZCLI1'UN8-M.HJ@ MXP,H1LS6)C,X]9:NV4 R5%/)!CCP<74,TQ4XX'?@QMWB9P6"H[71C/:B2Z<5 M+"]75KM);.U-D3_5%3/>;C?U2]JZ,6'OTD9+ (2U2\2L2C2'7.5]XL0C!1W4Y0 M3&GB4S/S%0TBIFM!W.!@:C L(+ P#..R.;,# Z065OMQ MH4^U7&.,16SNQUSP+S3GDO'R>L/^B^- U]97B@M?;WO9V%L5^&$1)"DGD([E) M]4*8(;E33=(0T8C'V&.97MDK;9HF'[95Q:N/7_X[?GC\'_\%VLIB!I&F6I@% M+ A8$G) (_2QM2H41$?DP"W'*(C]63I=V.+-KQ*RN @4''0^@Q@X<^'"-WK!E MG 43,_-X#(<*RCTPT)S5V<0P:V%C$,+L&B.["..;"A3\L>G]7H)\ (I,%0W/] M\LB+2AHP=15:;3LX&_C^['BFV02"P9!FK8F6BV@VD>LHH-EHH,6*\FG#/XF[MK]*\%/>\^,CO\?KM&N$S&Z8N<_(- WW"1RT6WET)IG(Y):)XZ> MFW/1Q-$!H5XFC@X].K5Y1+M/^\P?5=VNS?W-P8]\\]S^\O!ETE3$(DPH](H MA"A)(IBR$$-?X!3Y-$P8- ZJA8[W052+?,P9ZG%T!\FRVTYWZ O3. MMA: U[G:O-; MN0]",78^-*>;V4@U[7U[;$B%JG;%!OQ6]D*;])T179#&G9,9\#&S-GK0S."L M&$INY;SHTEC,F3$4NN_?BI845E;@]=2;XKE M[&MRN7-03$5VY)%HDUW4!3$%XZ7/83S>SM(TM;;D7%M1?9/3W6P]^0WETHFM M _6Z>S_&/9&*"&(_R2#"+)%_(PF,PBR(&4>>\(R2W;2HSFQC.AY V3)A9B[T M@-.S% <[A,#,4>R0Z^G504,L!J%F8H7:QD=".3(4>S47MA!$,+XV$V6!+"X'+ MK^K_JK7]$UXW!9++JLBI2H:7O[C>L,,?!) [L9ZT=BR&OK9*!NM[9JK^ MP@^L7JE^$FT^:,&7!W]L"G Y8"M 0]/0TBWY 6@:S#_H*S6TN_6;J=_G^_YK M/' .FD? 4VW[QP^,11XG$O13C>N3YW&*'E4A>XVVX6A"69'W9=>457LK)\O0: M/$SH*M6T!I$DVC9PIME)PY/,>/->=\-I^]\HE>](SY+ I">ERQXVEXDMWZ)F M5/"S'6C&1UD$V+S!Q6\\WY25_$,_/N1TU'P?IJ0%]L1L(D#.B&@0]#%-5+LX MCR.1'85U7)9C,)+CS++#E@C8- +5:CK0>E:4\:K*%0> MKWJ=;YX/C]SB9_6C:[EW8FKIJ9X/"11EK;AW7_%&]1J6*\QO.-5%(=[43>TRS8C324C8N3KDZM6<]?Z]Y[[5^KZ7\T:O#0!,V=G_^8<+'P38 W1Z;V M_51V)NUFP[C(I7_'/^9/RE >742T[7VD7_CS=LN^Y>OU*B5!()*40>3%=8,S M 4F"I5'S&8FIM&K"-]I2-&5@9C?XP Y<*WZDZ[_4<,U1W\Q,V?& .O9LCEA M,S-D/<1]5D[N(.7.8<\.Z/BYO(4P- E&V4#BR3\;D%S5.MN"\M$S6\YB9I;*H M5K_@[_G#[J'KLAQ[4>8A#V:,_^"I2BD+B)2%,,Y%D2'#,*->Q-R&Y M!Q6[_*^VQ]Y+#5PA%& M*(LKHB]<10Q*UNN;UKI_19L/IV((NQL5Y'GADG0]_MTT#K)%N;XLQ*OV>AWN!V#6M(PT73N$;3^=;'4./BS34RAF>]1Z!T/6E:!C3[M9]I^7_HW=]XQLKO#&\?*T<6>B;B#5WU:$RUW^6 M-0?#9;E[J,]WW^5"\$*5PK!([3:;=6;CUU[([+D:!W; @1^;W&]#\(8MXKRX MF9E&4\AF2,.R@\(J&\N0U&))6780]'.S+&>8UAOP'2]ID==D5%=02K<[%9MV M?[M=YS3GY4$A8D]00>($XC0-I*^59=+-XB'$" <%^0I,L-6RA8AMT&8%ULPT M[;L+]GAI.O^>@N?8+$U&PW&[07WZK])UT!B>2\'T'S2>RO;%1(8EW^/MGKD3- MUWFMLO(';^OHVGMI+R6Y5<_Q2@6*H:\2,9#'?(A#'T,O"BBA42R0,$HQU:0[ML[&2Y, /[9;P1R"52NZT]_6^+4XE?\WR4B77F% [3Z*&J>SOC'"M#UZA73;N. M+E:XJ9+"X)BC]_H7!Z:>K\#U@_IP75]/&&'A[%9&C^K"ES%&4)S>P9@-M[,O M'R[? \OS*JU7]XXRKNCR4A10B0ADFEOB!(6"!%G(<,F9F68W,S6Y,/@3:^9 M!1G!S8^Q\ A*8!!Q!E$0Q##+N ?L@Q2A2? 5MKPC>XT+5RBV[(@!OGL]/ M(_XQWH/A):3=*S"_@9P?'%?7ES-RNNS=Y_R0GUR<+D#2T] W^_;R%C^K,,NN M@76$1(J9B%5I PQ1)+VW5/K!4&1(T$0D$4[-@BO.DIG;C+9$P6-#U=!PGD=& MT^9-EM?07'6BM@1G:,(]+)(K(W.>R++V85#0$]4>? GJ25O9.T_89WB$*_-23 M7I)/60)1@GR8^B*$).)9(C*?9-0HG>]RJ66T_AD>#P-W!0O(WV=B(*5SIH" M8*NX [*Y5=YSA%Y#@0<$OJ#$0R/L%/E6(LNE16!U>;1W^5/.^(:5S1$%R$&4X"$]4V(3ZSLN^)JR/LQXZO M-KW63->-($6>M(D$A9)3T)HP=3GA(8,(*R,!;(S_!]P^]5 ,?=*R*;-M29F9&#TV2I!YA*((1]^1&-(DI MQ%1PR'WNQ[*$)U$8FZ43NP-R2@)QA^&\Z.E99^>(F)GE&HH? %,_F4CP($\ M^#(.C[$I-A+7D0W6H[FH\36"X:75-1L\+7+M[?:!Y!O]QN^.,',7[6D"Q5AH"A#_ZA2Y!TO'I3_R34;# P# M,:X%3C PTPL]\ <'OB@M'J8&C4EJIT^59%U.P4<'Z*C?^\)0L&'7DTD0+U77E M\\W](87M#1=;U5FEC9E7X455@24- ^;Z+YYN*/Y22N;I8X7:]KGM"2KWB9;7R M4QX'04J@GV8D=L?Y!78;,>=&^A=XI_X+R?9]N^H$.6%E?I D?<@HY=_MUSE9LV+J-(]K'DY? (?=K5LC/YXO-2]+*A59^.-]>/]W775E5J._U0V7@09\=_MOX #7>^NY/^[AIQ-]]_C"NS#V9/Z:&BYT9.!,/>BIV-@ZD4/"FGK1)^?=$D? M>E"L%R[T\+,S-=PH+Q5=K_^XDU2O-^Q6?B!]3_UN^X#SC=.^&1;TY[Z%7*^; M_@E 43?TI&;!6\^%>FVHS:S, 6'P>T/+X=7EG% LU6+"AL4_5CN)"2 ;MXZ8 M0LOF0B1WTH=Q=VX^+IZ5VS(P[6*.R[AH?==%XVD[Y^5=7N+[^X+?MQF" MG_D3W^SXQWS#ZUW+RO.8GX6>1#!%JEQ"3#J2 H M,TJOH5/*4P QE"10HBI(P"3!+,^UPL/[,<|> M-;1 0\P@ZNM(^F%=G223F5)JBF,6T76.=;LPKJ.9EHO=.B? 4<#6V0]K M>LY*2QOD>^*&"1?GH=);^"9(;I=2T=*[@>*0)%TF$4O*)*KM(GS1);-DQ@4 M]"0Q8OAI\PUV??A)*]EA6S_?XIS]5K[=?N%KKMK5MG%\QH7 3>;,O[C[9EZ6GCENL-Z\S6BSZC/ E9[%$,12PP1(Q&$';.0B0P M[CT_RP*F%;\]@8>9[4^_D>L-D^8Z%WG=752_ZY SM#4O-^;%T,P0'<%WT@=1 M): [M':\YN[9.P,35)88%!\O>4=A#='(%,6$JR^//-L=_'[EQ*)2*$@\E/,20 M9L*'*$@CN5=),ACY&0Y3E'IAC P//B\2F__(LRM081_-@"5YB&=$_$- C^I)3LNG*L3NC%6,^B0.60>1%$41IBF"* @)]+\X$#TF$!34L\#=.=>Y HH8'P+^K;2MO M/,.MX@'0-LEW? 6#&N/:?!JIZ:Y]SK,P4MH.I1ZQ&JN:@_U.GQ0'U)797)U"# MYM(E_5A.%,]T&"PG>WX1/,F>/DSIVM^9$ULT6? WMY<=;B=L%1[Y6K/+]FZ GW& M0+4%#6ON;-0T:!P9+4LF%K5BTX!Z:=8FSF:[TR_R)ZS*G-]LRJJHF^*67;6I M- __Q=E]'5RU;CCYFC_6)19PS%B$0B(-&TH@PHBI@L@8QCQ!)"0H#5(CI\F. MC9GM7$L5],E:]82P!%GW_&!NZ,P,F0UJ%N<*4X1V=N9@Q<3"YQ%3@#H]JY@T MF_DY1A-#_7!_6W!6%0\;HUH(9P?/O?-*

JD@ORA{K,N"3,JSK]WZ3VP7FAQP\Z M)LMKN'NZ**K3.@>#4EF=@)R?<;%SD$&!^J@ .P5^NRLKN=,N^HML MV9Z%9S%)6."G, JY#U%(YAFJ2]=\RBF,18H)48=W09HS1VFU%(&19^TF?(. M(;6GOH[D-U/@O>A'5!U>*!A(YTB'AR@MJL4:(K_48YTA=IK*__6ZX-2;#?R MK(1)*:R]HICPW?QIB59(H\>,@(#!$5*JW"-2F.V10R#UWPA(_E8NVB7J;,C"S MSG_F5))>/X.;LE2G\KU^/5]4DI=TA@PM@#'">F9A3MP.;QSYMSY,Q[Q<-6V. MGL'O[7]G"06R! <.1:3$FOZB]L07GI1&RGL?.,KWLA_A.=4+D;"5$$E*.(\BB M)) &**0P3:1_(;<(\KWX41AAHRI8%^C.;&=:*N"'? /8=KW&10D>Y7I;]^[Y MT?X%_WU;O%47,/4AO$?"-"%>"FF "$0IEI],L \%Q1%+,(Z966=6]HSV\'A MIO* /(.:'5#S8W7O88*SGO[/A)Z937 *G+&QL(# D0$QH;RH4;& Y*6AL9G" MN?&1/M[N85=W^+E^V!95_J]ZR[E*6(QYD(;03WU/>A,LA!A+#XS[?A)RCS-? M>A- MKN9D*W2!"2UU.DX;-70TN&CT:EWK57[0*]Q&)OX*O"DQ5=.T!2.Z M0U6T4]NGC=BYLM6B;T MC,T(4L,&Q9W\9D:C1[(KUZ)Q[FPB-]O2.F:@,.OSRW]$3QN'FTJ^[4?Y@#I? M ?+MMQ5'50!>^QDT)9=[//YYNN74$[NQCNK9VN1Y6>C59F]D]'"F34^"SGQI M/FT>-- (F\IH4Q>L-F=F^F%7!ZXLR;#0F2&%F);K<=G?E[,ZP;177T9]GL6B. M,|SW8SC._=]\G-+ [3957SW5Q;*4K3_P=KG#;26Q%49C^7^[>M;MM'%D;_2O\ ML/=^$WO/6G'(5%5CU2%0J$N/HY2Y/,LU$._^B&:CI)DJ^?ZJ*| {Q.'HASC/.,1(EG$$?83AA@.?\%.@3^6O%9;MWPGN_]^+/5\"VTG_EZLOV^20C;U9B]W.*92 M$":13/P8J=TX4VI-)(JS/,H#3&-.(N" (C]N:],._T"8*=@6S#-M'Y&B&"V M8,.(V:,#RD]>47H:,KP_%#O>AI^K,5WIB]-Y.S90N)NA Z*^]%P<&VA&9MU8 M+0,_O6I;1M=M]2C:.?]_57^>^GHBT+:SM<@]O/F:\X>X;7EA%/*$Z\LM*A MEI:7;<]T\\,Q *GS9^=Y0((9DB$^F@E/<>%]/E(_^3UQ!U6?AL)Z:K">YK8LI7<1H(? 56R;O65QR?;^SV)] M78IW1?-8-7HB5[/>W*%$<1+G,W:Z(G[7%-^[\ UTP3&$VKM$/)@4&^C= ;JEY+UN:.;4)XP"6;&Q#L M;ME.@.'H'NV\9),7:1.O+W>3=EZ&O:LT@\#"E",__SQ]MVU2\C,7#5GWR"8=6^_/"U=[WKOR_/W M>'*5B82N\]@F:2V:,F4B]E%VE- %+EI:QJF5Q7W9W1OQED,RP;8K1=O2YI7_> MQ83%22#4H2S)W"N.@.4B$(0-K8-CP.P&ABA2_?3V*Z_GR-NP-,PKVO8$4^PX MM!]P#%Q9$P#E96T+')(C2V.QA)W=N:G[^YEOZXK_3UL9TW15LW2,1:!1H),$9O[%OGT4,B6O)O9 MHAUL9AKM"@R83MOCX&HNYIZ \\[$[$C]"/,P]X0VG(6Y_XYERZW-%=&7_$-1 MTI(7='53-44[1YPU[27RG1 ^%S$ENI=FJKN0QX@%NH B\ADG#'.9@\I,38C. MK.Y;%O0W?,N$M^'"^^>&#VA3+A,\S?3?-4HP. ^ ('C;+H#$KCIXF9!SH8]'/M)%B.#/S3OJ" MQNI_*,JC3/DXC"&:^AF*2))E)&@'(\#ZX8P3@JB053N*QCP=,8:X?\4?,"GI8$@=7, LP' M%LPR#+M(;##K.?%:5H87H>-32V;H:VJ'CKM92Q#B2P]=L@!F9/J2S2K6H=$V MF>67NGIZ_%RMM<-2Z2Z(3U)\>90U'=ZN?"DWC]]AG&0QD0$*"<:Z56J*6)A* M%&51$B:$1H0'L- P*2TYFS[K0Y#QEFT3QK+R]8FT\K/U2B(TC4+/!9AM\[,+- M6HZNVA3{(5>EJLK;W!+JR'>O.HT/'L).NXBMU9<+!W4O02JD7CO1+TR3F#O.V M-+V6*""!=1R-::/B1D;@Z6<@GJ<)VF3KC@L+2- 2]6&B[*-TCX1UEYTZ*,YF8 M._[F-./VE=E=S-B.Z/VKWG=1$LQ2@,1#8BH3J-$>ZC@/,H M9AFA,@*&5TY0FCV^F;>LH/O$&QWZPCJY,)-],Y[TQ,]G5UE4YX^)9:[,O11 M*DN7FT^).E)6/OFXY:EY.Z9/;3]M(\.N@=T=ISP4$AMB'6E&K:S. ^P,3S/.1 8>&#=4FP/JYW@'=$YYFF. MB^5\8N8!F5>:B3DN[.FIER>>MXUMK9[THM]T]6A[*7?'>9QS[DLDA=YCDT3M ML3C+$(LH#D0:||>#)5R&E4X)ZRQB=$1@X6#0 M*0&/XSPGG[2=VK7N-FT=&+I^IL6JF\,]MGIXJ,HV-?A[M5+K-9O))F$@L&0T M1CS*8X19%")&0X92'&*! YYB&MRMJS5=F2DUF .0SF_Y,-^-Y7KC,+]9M;%2 M>G#5H_ M2E]_]'G[5YXX,T"%$?)FIF%6/&&60T/9N^1]V'G+C\;QX\@;LC3# M-!IK/)R-] (+27WBFER4\QT.],:!>R"#[_4E7BCV*UNBZ/>L1_*DKY<2T?FKO, M%W%*?8S\C&? JB!]S1'U!D*1)D!.>9W%F5&M@3'%F;V3#@J=X&!G4\D_-A[!EBRR9,XZ@X/@6,RC&ZTT')1=8A<>T%VT(NVV=AM)<@'Q?%8R[_W? _+5D]#Y ME8JJ^G^A*Y%]G.(@XU*=WG23WRA5+E\82,02/\ T2I*,I;!XO 47L\?JOUHU M [7!,T@"P@@A*$OT8&OL9TBMG2 92QE(HK"%5J6)6_#D]O*^0L0<9;"#N=@X0QV:XB.$]CMEW+5]WG3Y(UW MC>$W+5YUZ"D/"64!%8AE.$=8J)\R@F.4BH! (DH69'^/+FCZ?)CZS/>HJ:U8[M>I=V?)Z T/>A* $A_[N2Q80GL'AN;.)B#*F$CG,V,T(SHP>R0$^ NJ1Z&B. ^^ MD- B(^FO5%$.@F2@O!BWCHH_0N^*Y$+(47Q4+-U)[!]2) ^EZ]PQ=/PYAFR&=$ M'69I&B&J'!LD9$RB($QBEH(ZD)@0G3UKZJ"WD.BY\&I]2_F&-A[5$^XU-Q=U M&3H!J9FQ<0T4S,(<=1[;,.!I#JZ\'0]S=2&:EGB6? D0G2+YB9Z)I$*9[%)UY MU_H"]"UMOK>IX,JS+7E]![%G10]_?/.EH0U[5^D30<^31+4O@RTY3 ME(UO.6? #GZ]J9GP;H:P:4848C]Y6UX&70F<7FL" 7!WGVE*>.F+3" @(S>8 MT!4LQU]T%3F;!OOZPO0N25))*66()RQ".&RG7^0AHCC3B8UQ%OL@XS)"8V8K MLKGI[Y(FVK!FM2D] I]+,8#,[,*%8L,,P);8? I.#PP$6IZ5Q-;5BA,*RHRI. MBW@TGV+B43M%_/FI*4K9--?\WT]%U_1H>\|V%R=A@#.9H5#D2B-)&*(LTBF, M5&WU44 CJA.=S *4\1F/B!L2'L#VA9WXD:PF>FI*S!@"FN/ UAU301TI,.3 MI!959A.A#[7:Z)T+Z\OT_*J2%ZNBW8RZK-Z/Y68,I'J@NV/7?=7,)ZY7J^H/ MJD2^HUD<,XICE,DH1#B)$D08\1%/1T],&QD%.PV48]W_" C#.L95_1]7[=DY^>$3CK&BN(ABG"2T; ML3@K\%&$XOP;=FH\N:!"^+L4P6?N]\LKT0/#4)S$G 4ISG0+H!Q2Q6(\&]R7+ M2)#E29) PA/G",X:UO/T;/Q%T^VC,#T^RR.9EKN$AV8KG\Z M@.3]- A@)3>5S)&JGR6WJ,*;"G^H]L;O68SG?EK)P&=Q<%W7M_5#N18?5O3> M>!3WZ-LS;|>;J*>IHF#8N-.[E?5#45+C0JP)\:>UU(WD,+T\+[3W3\V![QO': MD^+9C7W*YT=B3(NV- P9Y^$]YDRMF^%O]J2Z$>^V9)A@IV_:,;RG6M2VBV M30^;ODP/V!?XA,SGM>HR<6$:=492AYT\IR6S4J:1Y193I-.B#)5HXJD+Q[;^ M_++]\6^%K-5"WU\^R6I&R'Q0P<*.[H89K92W"-&$A122.*<)) M)A'C&4-*K[J2 # MXE?]6%*'X7%C21T9@_/T%K4#QN(? F@#S%^VT_V]2W!?E_3O9%/=E%_36>QI. ML+$01C3!&/LT8%7&2QADH+#U.9F8][XEZ ZI6?L >)C,Q4_'+) M87IM(318F:=EVO0(M\#8S M"4MA"#,^E MHGEF0X#U*?1 F#]MDX)C.[K>J;OS9>+;G&!-@8 M;12:5,@@I5&,\I#I5I]JZ,J3@ LE 4D$PRS**+=HU6^- S<:_FXQF&55MT73B9 M_KB!SDYMI+..!,',7=R0>+VQB@="3HY-/'SVXNEJ,67Y M2$FGSL[^M$T*QCD7TH^DLFR8ZUQJADA(*4K"- (G5_X4\LIVO9L3_&&7[>2P MKG?";-USWP31/O$:C+N9_L^))O!2QCV0EPQ< Z'A?N2:&?G7&KH& F=B[!IL M'3N#I9M0%NN-? _>V'8UT+TN^Y]MMFR?$)*%ISG/DTUSY80('B)$H0B1A'*=! M%@M,(-8*1'UF4S7@I?4Z]KC9._M8=JJ 06UFH&8#$&:=7&('- DM6&#BR23#: MBQHD*U@.K9'=(I9-*KJ9P\V7?%//WMQ)P8BD*4-Q%E"$P\1'+ U")(*$\YS% M&0FXQ>EFA- 0RAYNV*GK3A**=Y_BX:U'1-LT&=J$8PF4Z6W MY!RVDS@MBZON$2,4EFT6<5K$H]X0$X_:EHNI_50=ECKWHX]B?*[*:E-W^EFN M[Z(PE'DN ^1G>88P"QC*1QBLTF1SA&T]ZV6@L[,]+D&!&8+ MMUALCFP] S_IL3\['EQ6J9F+ZZP.S8#DPI5FYB YVQ_$ZR MM7:TZ&.A2S=T;>D7MBKNNUX1V^0<(GQ:(V5EN=06PL]0%G..*,,^XX3E(F>P MJ=<@^A;F%N@E]*^%=%:Z :"];Q6(#RU%)B]4BEIG#15FLY:?B61YU MU?^5_JNJWZYHTWRF#_)=]4"+\LZ/0\+B)$5YHJ_AXM!'1+!_21"XH2U/GF,*^V?'%C3#& BZF3V:$4J817*/(CP3 MV0X+5RG)0.K+YB;;07.4I&RY#+Q"Z+=2U*N7^WZLV\NO_[. ^J0LNWWXO[V_X MVK1:.'J5F>V*(BX5=7VGNV% :4']/W+MM5STG2S,*XC.8#)M,-S" ;,-ADAL M>XZZJ3 RD]:JVNC,THM5'IF).*Q",GP#KK ?RS:\^42[0AE#!=U_:_9HQ(;8 M? YDKW8%$\P<.HF'96R&"*>_WE[4?O M^F"$Z@UM(Q_N:FRM!5XN:V/).EUK."SR-)Q4]P[H_*)<::TZ?3O>#ZOJ#YV0 M* JOO3/_U3R(NPRS!B(4X03@D%+&$A"@E7%!,LTQ(6]MB0G^IBX2V?W_S!WT$ M7IA"X01;$]<@ 6W*P)K3GI;>^4I=JZZGMR:HS: [7_O9"U@;""#N;8X1]=>R M/!!H)NP/.!F8%6KJ]=U-78DGOOY2?Y/ULSHCM/YO)&@4,B91(-I,L%"/*\H8 M2B($V]CAV>? NW!LV*=MJG+JLR3DH43J<.#KQ(H$$1%Q ME&$1Q5D@.8Y[J\E@GQ9* M_-L+)/\![!Q6QKODQ:F+(!;4?RW4DB^O)6Y}>_M)XGZM(GYV<=/[E8S>TV5S?SF=+%*$3,CYA.>$I0QF6.HBCP?9_'(64@G_L" M7F969?N"4E'NN51L%TO"P_GO MZS:R<5W2U4M3-+NR=\/ _JGW9[93BFQ5RNJIV6]=MV'#/.Q_4O[S%P N1(=9 MC3-2.Z[:-Y'1ZK[@Y**+W1R<$VMXAW#V6JH:M?ZNKI\6/9 M#T+7.MX68SQ)\64S2VJ3P<9DEF=4'1-DJ)-S\B!"+)09HK%(DT2*6,:@T1SV MK,Q]W]#->O@N5^T\/D_Q!IRY<0'*AI';1; #.A<]+U[+S)6W9<<;\N-M&;K- M)N\XSR2\'!Y7(4-[1I:-'EX,V%$@\?(5+4]< ()5V12B_\M=DB0DD8RB6%*, ML/2YLF]1I+.A8Y&31&)FC]FR\C,UFV/5FO?1-$.7%PKUPYXBK*%VO (M0" M"=71DNG2]"Z>8;OK];",2(HG#A/ (29GF M"#.A/+,,9RAGDA&21#A+02T63U*.V33MYGMN"!MF4IV'R,SB.!$<9E*.99XE MV')6,M?S38_HO,Z4TU/BGIQU>O(%>)"C/;_Q]1- =K5YN:"%^;]HQ.-]V4V^^ MKDMPZ .VZNS.Q# @T'/E:;:|Y^:O7C?V9\":]U4J-P,PU@"(X?GPR7SPP?3> M$KD9@BUVB%B%8("D%@O,V$$P#-=8KC#/]+"=8^#3C(<\0%)/:, XR1"+$XX" M+OV8Y%'...C=NBGAF:W.IX_7/W_\]/'VX_MOWO7G=]ZWOUU_??^W+Y_>O?_Z M[2_>^__UV\?;?]B=(P;T(^; "69>QN>*S>):0(5=:-38ZS@>4#"@H\<<-<79 MW?KHHM ON6[!TWZ_4T$XDX&/HHA@A&.>HDQWWU"_SO,T$BF/84&0$X1FMA!M M[7*5>[PG9WL[?(.].K77F;;>]TK;R/ZVW.B7W!A.RZ7\]O8 S*O=-4Z+NSI M>]03S]LJ*EOO+F9_*^F#;E[P'RG:<,-3N;ZIY4/Q]*'",1? MHTSSI*<-OJV:M M$S?O0AY&$4LSE,92(BPRCDB:,L1R'*5YS',:"8OV.1>R9:0)%W?6:7L7B)ZA M;ALL>D:486C@[=PO^RA,C9(U<>0/>O USWIN>O9]:N+MW-IBW M/+8YXRYMDA.XG)FNR[A9V,(Y@>[8$+I9UF*V]FPVZ7OOY+H? U*F.U^_4+XTG MK$ZL,;//.B#M[='V-'' C-4I&,X'2%PA +,NEL+#A]P:2&8W:G5]X>4&KA](MMS=VU>1YN!,>UN*ZKJ]%]0C5O>,WYTITZ$D!%6Q$PO-J=9EP,&6ZK6E[*3D< M7&PF*TB?3HMDI44CRRVF.Z=%&6K,Q%-P/;EY? KS5Y,FFVK%Y?F:=N*$OWG.C M6V7D5?W0^FV[S$]S'=E*=UXS; 2#Z<.D3-X_6^].@NF'PEAIPG:1Q;[_AVP/ MO_5'_V;;$KX[$/^]6']_^]2LJP=9;Z)=+Y\5BWT"7)H(+&@F4'N[B HCONZPUZ_,!&F;5_X MM;C_OOZ2_]9TG<+N,AY%:90F*, (\1#BF/J(XT5/)TY3X5&#)0=T$)ZDMEA"S M:MMOUIHZJG+TI/Y"VPQ+RP294>C,S(0S0&#&88=%2_?*^[H:0]'N4HEG2)>9 MDM%URLPHK==)FYD2^V3JS.1++UC5"7R6OGF7] G*6Q]Z=65>W53*K%^_Z#ZKG M\.W7RVR8 5<)[2-PWJ&^5'B87AK+ [=;1GA+RDO*@_067+@T:%6>D+&C\N0M[M_S\U!2E;)IO\KZK M2=)P0F24XX17LUV$'"":!RD*[4AXA 6.]T==U\R7]OUN7[. [4#W]3U/^KW_UZ_7/[1BT;]6GPLWS[7XA]U MWX/*--_4H5I?>!%K6GN'O2+K$^5/^N]UET389NY]7^?E,75>W] M0])ZDP;5[E-- ^Z#:K=0:,[4U53_JAP#)];,0G]_#ET =>#B?#7"'C<)<0&>7 MV6I+=+D8K8S+9MM$V'E=,RB9B9S^(*!YBUL8+ 20N20]EF[#&R)?

7]340. MA3;I$G+TCHL,M[>TKG4G]^L'G2IRAWF:)30,4)S+"&$2,T32/$;J+))'(4X% M273ZVMI4I4^3,OHJ;U/2UD!GI2?
5[9J7I)T=X&.JPA?*[6"(T)6NF6T<3F.UJ5[_V?-VP[_IJ>)_;?F#LG]*6M>-+(; M V'NUQ^(=MY;MY<*IE(M'<]0+)#3/"Z!E2M\L-
1B#NZX"$.W]<03=OO6>UJ7 M2H^;&UFW55Z{D0IHHP%48HX30*$*26()3) (95A2"*1!B&&>*(G*LTG47WK;/B'FY:YU^PS4Q|
M]]0W(0%E)6[>FEGEAAE{&Y+0Q,2M@.?W+7O98&HUEI!X5CR+7,1#22[(0]PN MM7 .XJ$(Q_F'1T]87OL\L4;^^TE]%.^?
=X,).!=^F.HQC&G&$,YEB!@7%(DH MC221&8N!USUC5.:^YMG2]%JBP'N>45P,[W5]J*IU64&]\J8@.'\2=B0]3 NG!)^AT9>!
MC';E2A/K+E?!=%ZXO:(F@\?M=D]=5EL_\?53793W-^KS;N_:91IG>1A&R/?U MN5KD/J(D)BBE(LP)32@)0%4)HU1FUM,]FIXF:I63,
Z0V49YL=@P!85+#-XE M)R5RM$>.TUATAYP4\W!_G'[8,MS595N^JQYH4=ZQG/L9CWQ$9*K.SZ'Z(Y-^ M@ *?L#@.N?1%! IS#5>?.
[RUS>;MR$'SF/> ,(QKV8H'C&<92P;/8XU)X"I^ MM;?VLG&K,;&.XE6C#\&=S%_7]4KGT M-F=UY$K"W->
<0.*\J^D&!)AF&Q8(1$,O+OGF7-*M,=;I0. MY L[H&;\O>VI=N6O>M*T?1[=.%!F^]_%PL.T=2-U7^BZI>AN.YP4R-&V.$YC
MT>UQ4LS#;7+Z88L$N=7]8RET].>)KAI8TT+<]\'O/\""?M7QEN. ME0# D/[[+X[WEB.F+6/TU=*[R!'C^_'WPW^TVR|^EKQZD+?
TSY%!W6&4IS[3 MO0I"71'(TQ1EL9\CQA(>)R*)TP24ASU!:V:-Z"A{BK2+X>=3F)EM+(Z0@*F6 M-0C@W<9 /$?[SA2E17<@
Y$/]R*35UR4!.IR_:|?Y$(Q^Y?FEGI- EH(<5&G/..I;4D, T:B=E?#:(:WJ20%N44!P)=4$VQ66GA8HH# M 8YK*0X?
N+"#UI=\:AA;1E),8HIB0E.$"4M0YHL$B5BD) URDF-BU4EKBNK< M=[';IOUJ+QMR\1? Q+$+,,#7;ZIPC!5-
;)R#9]^8R$=IUCZY)FJ_3J\L$AL,] MNXQ>MCW![N=S?Y;K]W_V,Z4W:=]W,I\83<,(A2PG"(M$>;Z9'ZD_$BK\,,\(M
8UE,R$ZL^GH]CR*7:D"[;L\RHE&KI<@&$:<)SY*(ETQDR0!(AE6=EB*),21 M;@NL'!<]L_.5$-R2_E$1- T-
N,4%&B,8+1IZLV5A6SOTD\MP@;G(SN(&!B07 M#B"8@W <20"\;YDFL3GD-+M61LW/=*5O?+]]EW+]27_,157^_+)[8-/._%;1 M_/GE;U+
<*X;>R::X[R;E= UYE?V0>>>#GB 2ZW4.H>XUG88)\(3'FDD:QX!#; M/!^K2P0V.LZ] >M77L^\UW+O;=B_\MC+X+GMP$I/RW"V6?
#2G[*9]?LQ/CN8 MS5ST8X-GJLR.J*MTE_D8739G9G; CQ)OYJ=XR>72KG'O@*7K4EP+46A*=+6+
M7C:*Q:)YK!JZ;JM+&K5$MX^UTP_+=5$^2=%WS*_*KG>TSSE/TX@@1GB"<"SU ME'8>H"Q..8ICFN=^"K^GFIOMF3>3#3]}?
92.TECE3BST&4+NS7ZD3P88PH=_M*):7;TMAY/0>;W:F7^%*<*D/8OQV<3'JUAM$K=-%W\GNOQ_+]DR^FW34G6?N
M0AF0A&88133+$0X$1E2&&<)^&J19Q-4?>%,Y;VSC32@;F8+](GJ;&(3-*")3
M{(PMJS,\;+,36L+>FPT+/^D^YQT^.S;ZL(13\+Y,WN17E,*:EFV7MY!ED(35MD&OOM-/H5(O-+<)0+&\GE_=/ M+9G7BO;#G5-W7Y@?
Y;!JJ34 NV4_X#?@!SP4'WT6_]N<_Q!V/#[Z2)8_M(Q^S8+<=;F:>O:T>6-$%:#6'VJ&^YFJ_;5I.@6D]L$7GLS$;/KP!(U?=0<\;
M,'+5&IO_IRK4*?!W]7'I]/4/>AY].R5SCA0@.X <*3Z0^**Z.P?,H?I9KF(Y M;J-YJU18WE:_EH^%5M;V@@/<@<-@J9E]LGX47,N"CI#
<%FI_7E?>KY]O/@[W MWRNO90LXM>,,2M.&90: 8);$%)O^FM5SWJ\#(+W],) SZR\[,,1,V*,I(H:O
M_:B'QRZG(8BBE,4T0XED!.'4QXBF.4>QGR5YB$D8]HF/=7!<(HW%QNFW2599
MZE/^44Y[,Z>QS/"Q_8#'M#DR5Y;B^O^PX]ED3LO2Y&$;#5\]K^]NZNI_/F:,##L8U6G+/"=6P/L+0YC.=SZX#"]1\;9BL1MO]!JX
M[7&PW-?,>".RE;W;2?3;[?;@D\AOMPCP>HO8>%LI-T;:^GWXT7T{(JL;C5T* M?;_4S\?^I2[U@.SV7YH/*]&.T7Y;E:)Y5ZL?A@/C#4_W;JC-
;G1WT^%+,.P" MW]Z';N;%_U+3LA\8?UV^#.?*K[_3M7YUU1Z/=23_^O%Q5?#V6+R91Z^E*SI7 M[UW7PGDX=MX\LN#H0SP??%C^\X-
N!#_&1^>XQ8Y;V*T"(XY86"QVXA:R87C% M>GQ#LJ-3_YH,5]T?W]^GU= MOZT>']\?UL970WMOS7T+='I?
M_G&GB)9E;)Z:J]/'V79=$>B;CX]X/9G7V:# MBQYK<8%W.A=*"KN_&17*[JIF?ZGE;F5&1=B{@!E_PL&XGK=5H\-SZG>R?I:?
MM@E368IYD.?B M@D0V(T#-]CC7,,$4UP5"EXT#.B/R'-.!3I%\O6%!9T"8G!UT[EV8R1"RN-,E MJ*N;[\J.?
W]J8I)QQG@22Q3&$4,X$SZB29R@G&?2#_,JW30?7#3O5&%UM$Q:;$V*C2 MY#-NFAS]4E=-
<]QB)O+#,)=9BC*)$X0%H8BD7)=#,QI'*?.)3"YITC-.%]1F M\#8]M_]5L38]+3>7->HY@:/9]NH>'9B:CC3K:5E8N%W/M-@S->PY0?
156_9, M W&N:<^9MR\ZQ7ZNUO^0ZW=2;7(:A,7|+1'@[5>^\2K&/,49]Z.-.O3[VFL M0&=B)S Y/BD?(S3#R#((!1<>K$\3>
(WC]EEQ3QS"S[]GVP:\&XZ];32^FVH:^\ MA;9L:4W_E$ /X1QH9]Z!0R!@-F"'+P*#;_X!VV\[/98MP(S&=M0J?IK9PRW C MT8];AYN]VJR?
1I?OIH[R]+%0?O2V1"@CD9_Z::K.!AE%.*8$$9]C%&*9$Y+' M:F9_82WWW5O[T9?G%<;#OHC0QM_6NT _Z^+.VZ<0M?T #$'9M!#
MQ'C?C2UT/2=S#0H! C!?_XU3A%^[!<<90 RZ<)Q;P6KT57LJ!]Z0';PV=Y[4 M^R]>%SNXZ&+L4-;SIX
+Q(3IKIV$T.E98[+8SM#:6VO)25IC0AS,TQ]Q-;S MWK19W/9F_)+O?KD;GYMF642HGZ-4!KYRP6F*:$@R%! 1QZD?<#^/81-YS C/
M'1G?T!DV1(7ZX880FCKD[H&!>N;;EJ],:E?>MR?V+\G7;2H?;=:ZUY5S;7R?I5\!"K!Y1,D LX1S?>!FAO,'
M^!AA=O9U/T&P"9X97T<6>RXN%S7P,T-]N! ,,3AGC$0<19$?()RDNKUVE*$HSPF1<4P2"AO^:D9W9O.^XT+G'PMM M!Q1EU)
(^OF(&AH<,D36,#;G'"Q@8VH-JY*ZYXP)]TFPX# G!Y'85#S*DNFPP M" ;%420(^+J=/5$&[]%H#52CK-G;ML[Z7I:\D,VN-
GMWAYI$01{B+$,YU\4, M.69ZIG2*)$N)'_FIR%*C="\[\G.'GG?,M*'F/79@Q@0(JYE-F0\LF&F9Q&EO M.+73V^G+8'!D:8#$%S4X=L
Q'78^,84\I$2Q,U>DUI1G"ZNR*B(Q" MY*=I1OPXXEDFH).N%Y]:WPY\=C"O_@1&IH&S2R6'ALG 0EM-MIY]-/T)(HO/-MM38?
2'_F:7O_H"K;Z9]]&3>)TXQ2W5_95[L_CI4?0$.9HB0(>4+#$(L(%/,^ MHC!WB*@614GK%Z\K.8/OZ_MPF&_=UD+"=^>J[
;M.BP4/RN)PPUV?_W%]]!1 M\<:VR?$'X?
>QOTK;JJR>I&1X%SMX969]Z2D9)ELIPG<7N5$>8']ZGCOVSY<"/ND^9:E6EL[G73^OO55W\1XH[=8(,?,&5 MDQ?E0OTA?<1PGJ
PR(2DJ1]3"=I-ILG-G;*P(>XUFOJ51[>4[2ODSP!HMO^X M@P6F=SM$OG6(=*2]'6V'LS^,9'0U_&.:V++3/XP$/QK_8?:61<\G)4=5RJ^2
MZY8U+^^>Y&WU_D^=WZ*GBY1YI;XJ^G@)R#P"+#FSBO><>!M6//'4MBCNN6D; M >WXN0*G*T' .[^WSH0;S
8XA@S6V@@.@%W_(@"=Y9H4P87?ZT1D\;IENR'^ M78JGE5IVTU-^T)6N^?EE\+>NIR_C69RQT$?23Y77D-,$97X0(RSS."=!G+ @
M@G@-4 9F-C(;=K1J,*N#V+W7UQ_J!3A*@YUUM+V>N'F+A"FD MI@V)0_EA!L)2=% 3!0/!K/HI3*V[6&L% ^&&?19,'K>MI-HDA[3Y#8?
WYS^_M_$K_5=5O=:I8&Z:BG.=A&J8H3_2$X@0GB,0A0UF2!S$+2)S$#%9.!:(_=]I, M>9 JGY"^RL>JUM?HV\M;&@D.9$2W=N%Z(KJV-
TR&*"3*3\BIGT2)D:MP MCM#E:WW)?1(IPS.'_F!9PL,T>''AS-RN3HFG"*S['"@C+!';O^Y
MYVW=^[=JU9JNM*WX_^5+W<\$WH@>8X2(0.$0RH18P%#3$8X)KF?Y8A[P8![V M-P#D?+3?+18PS9N"888N1>:B6H7S#99?+
(IO+NHP>]XR\ZUO>;\Z>%I1==2 MW-:T;%;= -AMO4N?'B7#/ A%E").?8YPQ'V4^;&/ ASX81 0+B3(T34C._\E
MH"SN2X_U;4L^8NWWK'BT2TO, _8$% S?[@]3#!S,*#O;=!ZNT%KQX9WO5[7 M!7M:M;\-/UI5W0VO]:_=I:S!
'+G5AD07=;)A0!RZW,"WK3R#&UE]EM7U\WW; MS(&OG^A]]7)#'P%(&#BSS (^@6[N\5G[_I9UO1>'K3XZ-GQ-#_@'(%S&!EY
M"J[@@;L)[I"!N@PF,MOZ"Y-K+ ^DLF AYX"D8O6(9 =/)1=^KE7JCZ29D?:[6 MCQ=-++]>EVCO?[$9F_8;>J=$=#.0E4J
MI_]=]4"+\H[%42Q3EB :1;':P$6(**,^BJC(3_)(!OX*)6Y(^7=OK0E MZOVS(PN\S1H'R&QWOEALJYT8(#%X/YZ4R-
'>.TYCT7UV4LS#/77Z81>E-C>T M_E)_6^NC>MO,[$;6K2MZ1T(J0I'XB*=$Y[J$#-$X\U'\C@1 HE=X\TMI[;F?SZLH;4:U6M&
[TN,JN"N>B(IR3T)IN'O 8"I_5)2C6%!? M-*]CH[]HK-CHBG7F*M Y)_RT&464R#2- M49K$$<)
<'=LSPGW$$B%3Z0^TZ;GL_/+33W$7U+ MWU,,O'G^:?"]!IS.S\)A<$!WB03PC#X!PAS':=WX M) ME^TJK;MQQY+(SW4IG]_<
>4$A#$B?A"A)$W#S$^"F.,4=,$_,\-S6YB;CV_[M*G?TL^90.=DWJV7.(+)*FN+D6XI6A;U+B'QK1YO%Q&8#@7(IY%]O.8%!>D
M/N\MMW#>\Y@HQTG/HT_9JI'N(%ZK(U]KNFW0YJU.<*E?WE9"WL49R8.0I4CH M-
D@XBP1B5*E9+#D)>1[Q%!L5(1K26T;1]EBXZF*,7KN#MHQXFA.H_DW#:*]0 MSL"QTM"+<+%07"-I+]#DZ?
475FTC88]UW>PU>/SDMA;*E?Q8BMMBO3+JCWW\ MULS:VM(P#X$<2'0^WF$O#$R[;FLJCL8O*;+%Z,J;EA,4V!@7R2J*<;#4 M8B&+
<1&&\8D3J\!T@*^>UWI@NMI)99M=>%/KV9[KEU_JZNFQ3VP/",VB.&,H MS',]T30.4$8#]5<_C?.8"I\3HY{/)L1F5J:/-UX?D#?3*"-
\PBS.DS3C"&,1 M*N] X4/U!.>0XI2RD,5IF)N->W:-D-6LYR%],\. 0[BF39)K"&!&:E1VKR5]
MOO0!#H6H^)/^,K;;VF*0[%$UAV;MU?)1/=!.%RAV]W#ZZGY-BU(;]W7E34#X MU\O-.P2+SN#K-UJ;I/(;^VZT1J+6'J(-!O;#WK'-
C5<.5CZ&](U%Z,QYKE@ M&0HBFB"MT/M?SWDZZYZS,0N2[' MU'W)>)IF" "GOP@^$#](Q YHS*]Z L+>E;)FU:8*@F6HZQ@6F
MKY:0@)47(*0CC3:AN*B: R XU'W(JQ:GK78NX5?9K.LGM7W7RFM2&_A]31^:
MWBE,6!KR,.$H"JF/,$]S1!,_1B*G8:"@2#DS:KQN1&UF(]#-#-VCWPX%-1SN M80:8P8'")0PPG1]%H*=M4XEE??G+]Y;B7=S+$,HNE
M\F]R$B(#<+(.UGW]+#E$O!;[.?%^N6ZEK2]=R513'P]I3&-DP!A(3&B MD8[G^"(-_#PG,C*Z^SI<>&9[JDEYFA;P*GI/]FF+>(E$,'-G*
SH_GB,/4[^N]V(9A/!67%JE@7LNF:':VW;4P#X<4)ZD,X@2BUF .9M;V#5&/[HI&ZKUS M-%?L (>HPF$VLPNS@@FS1R_\K;X]HGD/4?
NS(@U%HZL"YS^_MHD;'&IY#6V2_D.7_]*)YK!JZ:J]AVS;U15[P]B37WU#(B$8Y36,4X$AY&DE* M$$E2AEB2DSSW8S^.0>7]9RG.;
((V]/O\B'T.+&]ZSJ-H9G&<8@,,;%P&"WSH MNJFHKN:OGZ6W["AV4_&/IK(;OPC/*_W8=56ZK<5-M2JX\H=NZHI_KM;7HGK4
M+3JA];G&"\ZL\ST?WB:;<|--NY-JEJ1XTF-D%6=>SYIY[JHY:M-&8#; 8(;_M
JL9JGS!0%CER9I362R%%BSX,+L6_K*=U]!>S.@BEEI^EXKFL]2I[@_R4]4T M?7OF37?FMJVO.DKIMK[E>)/?SW+]);^E?]XQ3
5+$X)XI*?8,"H0(P%3/_E9 M2+(TRC&H <@\,,YLJV9I!C[3!V;FU;S^QP"S@-WU[A[#7L>Q]T;S_-/5<0_R M >.MH1RP/NA/?
N4![O7T4,6_.U=J7GP=^5\S,;FHTS8OT(>>WLS4+/L_M&/- M^C#97W-(RU M_%:_TEO9M4=;RL!.'7M8F-
E":PEA)]PCLXTL.VPG,,:_J]K_O;67+=0?$^NH MJG[TH0N3U;_D;VGS_<.J^J/97ENDOHA\&0H4950B+#A'629\%.*4ASAB./>-
MR2O=6NIXE[+77[N7Y3N)FIH"LT8!IY 1#V:? 3$KI.BA\C]3HI M\A-"GTR8GWK'1?/4/LO13R,>9WF"_JYV29R&(-)ZP'<0T#Q.&!;\
C4W&B,R MLT(/FGW]!B+ +7,4%3.UO516F+H>]#2=88+0E#RS]"I]C>E 4T).]R\U4A*V MG[C4%4-Q$N! %P+S4-
>]"B%1%F02Q00+G#*!XPATQ3I"8^X]E7^7XFDE]4]R MJ2KOD5KCP3O(IVOL*L?&$#.\N[@,!^!N>@C!K14$\%N+TT*ZNJ<8H;#LS<1I
M$8_N(B8>M72+^_U2W[8@7300O?GE_X?NZ]G@/V4I&&*$ARE""=QB+)(=Q&. MHR!,8Z73%-8V&,[#@@I_W$IWP-65QUZV3]A5CEI\
(9N]FRPVML/=XC"'75[M3%SY[Q8<+.O6VT-TY.U?L-3%0TVGHGF=&H6!X'X@,X3ST$>8A!G*XHSJ8!HE

M(HR##);2"2^LP;CN\|&UVW,UP@J UC=3,!" SE.<7NDD&GQB"X'W=ZGO1K M#3TU!F5B]*GY&@[R4-5?9/TLOU:KU8>]UF.=
{C(_E7DF!8I$1A!F)$=9&"$ M(ADE5(9)&'+KK--C>C,;F_U9@1AD66@V:D3M":6>EUMI+T2OK0)RI5FA.+'(D30)EIN"/Q
M8=K=^00[JEY'=H:(I8%X+I,%3E!:_L9_6N31:_LSKU@&1YY8TS;T6+[_U@<4 MM$ 9IS-WD&-+U6O) M>IJN]TI-&1K#:
(&389SB&AAFFQ7(433E!9-F0P+>I16.#,XW;* MVGGPM_3/L7D^F'"1"1FBG/HIPF&:(4IQ@DB6V/GXHV M]"YPBS774E-
TQA=R+//\;,1$)'NCM):E$%-A'Z4(N-WK'-U5%K?)6/ZNOP M7<_+:,NRUD4MQ;NN*4T[(Z,;;D-U*Q@J"/(#&BO-5CJ>)9&/?!&+* W#* J-
M^L18T)X]DT??@P]8Z:3;[P0A0SC) MP,_:O::WK:IO-W-MMI94RW." MN1I'?XK,LA/ISPA[-)3^W/.6*MK.NM]E2PM ##Q'+N3I,,9(3
M&>8\S4"W%_O+S^U5:5R^5RLE??.7M@G?^@78_^8 #D.%M!82J(8MG7E4;U0$ M5PJWO_BR:C8JV)%RC3]E>T.H9R%
(L='8P>7D.YD7O%#[7Q(D3/@8D336#7XS M@C*?^4A0*N(X\|7!!I2><)|D@DD)HJ,(O18\"YJ9,KJ%_J.:@&|K>=L-\,P2F
MI_^3R_M!4V&=71&>);CP+:$I,<7A<9OSAGIZ!+_[QC-.">)\H!%K)O_)Q&B M,F$H982P(/+3T <5,T"(+Q+KJ
\.D'5_@'Q3E)T+W9Q6B\OA=7G>AH,VXX'[M3-W(3"?N?0@6/7+WI'_,_<^*:'!H,U[S/IOKJ;U+O6+
(DYM6;^O*8U(9I1UCWA\M9UX0>@\M7S#S9/LA MF%FJ!:"%&:UM$:;7LN1IGC9IE!VV7\>Q_74:6[!NQ 91[;,EHM%S=J%4!U:
MN$N7N[3(11?0M F>NXM/JDY2+,<)DC$F""=,(A*R!(E$\#B-<2Y\T#%KBMC<
M7M2@R$(3MZU$&4')T#ER)#O0&3H0N_)F:Y'S81T7FIR BI5ZH).2WTZ>*/ MB7=LJTR[NM7M%;1L=!<6^N=;]9=VI
MF:#.BE#/D%NX(M5,^./R5,/W+DBL_JQ$Z!K"#+J(]TG#E,=)1O1(-))CA(,L M0
1G,9)1DH\2CP/:&PCJ,OUZBMSR.=@&PH\F8IN\!V^4VTVQ_R;5TNV"U_?WU\^T6%T_ MK$U;XTXL,?>]Q_U]W68D>2U![0F9-
[N=DGQ::1T*#=/532-;15G]6G9]&'<| M>"-X>-[XQFAK)1J;+W% ME&E"F*$233UFY\I^EFL="KN[J^=="2/'SRV^-
=IL_%"4MN1Y$H4>|M0I[AS%E M@92ZY2=G",=^C!CQ Q0FDF9O3(AR>"$M/\U)@_02W@]4=^;E.B3\V+.B.W^|
M>=*767E5_^3E&XX\NF4)YO4"4#;S?^?!#J;H&K8VDGXSA$TSXA7E3]Z6%^_Z M/&I@OQ@.@",/&4!X45\9#LBAUVRQ
GS#;K>%WTI1KU[N!\Z N?=\E.*Q.'I1,M>UQL(BYC$FJ6R12A'E.$(E]CC*:_MA"1,12J8T:VZ-0=+74Q]R;T-4VWL]KB*?J_ #]"6R!
[\:4NP"*26]UT_(IJ M =ESHVHW)OOVN[Y@T1B*'7BU?%2OM,>I^R'BQ0[QMJ']7QW-R[X$FLFIV58+
M+S<[^Q*Y]R9H7[2094I5>\GQ@7(=]'QI&R#()$Q3'&7J@]#94E3XB J)]^5:Z=57>5_H2J5R_9D^Z";L?AXG<8H2*?10698CDJJS
MAE(7(F/LYU%NK!EC!...X;Z'SC,I$8YDA%B4 M^B@D.,*Y.L9S;E04.TUF9C7[*E&U(>QM* -.C*?A,3AD.Q$:IG&C\IZ_,((M#C@/.P' [M
+^^!A9]FS8DT>6$^_O=RI]*P$>T?/\T];Q._%OVZKSU5Y(ZO/ MLM*=BS^4X.'0DXO,[>%N+Z1UJ8=B MV_^)]5O_3?,BRZ29W?
JBJ=5FM ?DQ MT\@81/E=@0)TD6%XS##PV4APNW R967NPLP$7#O/L#HA0L*?:\?'VO)B_:C M_5K;.YP?EM].F3
ZSCPWB@>K(IT)Z$Q"Q:.5%K>__V M.ZWO97,7Y11P0B,4Y0G5HPE]1// 1XD0TI(&A:\'K]$) M;I9O(?1,-T2HY<)3;/2C7';,>#TG,\$%.O?-
IOM2= 1?-!#(AB#,\=&_66 M/$B"I3PX6L+?MRVQW.V0ZN>5[$?=7S_H 5[_Z;[5:9R+E*4)BKB>HA4&*6*1 MR! +?(.)B#*2Y+ RR_-
$9]Z^ABRTYI4.:$-++@T@S!D.L1XU+1-.;5IJFT+$ M9[IN+8@#DOK"I^%FTUH8Q/V]ZL>&T>R$X/K[!=N8AM2OO"W]%IYK$W@LBEC-
MY756R&I],9N7^HN\EWBD5^Z ,>-?Y&9*3>_SZS!92T^EZ M.'NTT2T76@X\S0(P+W=$5" R-U;4[N3DAO!X##9-S3$MFGXHZLN6PB
M[FFACM)P)QZU"-M1IZ QVT@="0Q3Q)W>77D=W2NOEW^&^)]!B(ZV MS"E*B^Z4!B(?;I FK]@>0-AZ;$X-
]3.9TR1'H4QT:Q=UYB"$9RC*XTP&-$QD MP&!GCE$ZLQ\SH-V93N%AZOE>+"74V67K^8?UG\'+F4\{3F5A-W92U&//=?KQ M"S?
57R75Z[;QQNTO_U;(6BWY_>5=]4"'+\BX1)*5!PE$0Z/G:7%)$ ^ZC-/&C MF/A!'(6@+DP@ZLMYP5O"[4GN_7OWC|
[%H!YTC!P@1NU:\ALMVX;M.SW;HC4 MKG=S(]JOL[]#8#FYXX,6@9^-
OTI>/^LV:>BE!_7\N'1734]3%9T:]*63TU]Y+@Q3[N1[#W5+SYK7;.(T(K#8\1,B M[O L"GK/WK']6.HX?
IOK3;GL*GOO@A#'+!&Q+EY0VV7*)2*^2!#C>11+&N4Y MQU#/=HS0]ZMERMJ.N8[5;$,0\?\3^8\:(P;TBC*@R! ">.)GNB>(99&&,4^
M#>(D#%E"^9TR*:PRUEL3NI O])"Z>4K3H*FNV'$D]50&2%XX#,V4J>.]GV?M M8$F$OF[9\E4^5G57:/Q-WNMO[AR M&II-US
!;>@>^2%.M[?!CU=#5+W7U]/BQ MY*LGW5U0.V95N2X4-?'E49TZ- .'!=YW?IQPGJ8^$H&VSLK%0B0A K&P;01- M92I
,R0OX&5NMZOGS+O7K%T->T&TG0G@YMH:=&.;LP248$O4H?C+!L6>+V_(MF+?E[.JXYX93
W4I0N[,EC4G2QNS2R$;,7$7+VE;Q'LMA/JR-C=5LZ:K_Z]X M?%L)>9?%811ADB(9,75.E!%%C*@_)
(\8Y6G$,34Z)TZ3F=E<]:6N/>4KKZ/M M*>*>I@ZM[!T%:MH.N1,?9F)L);F;7$REB>> 3RI&4NB]]S 6BC!#$&" M;0Y3TWMN^BQB4
,J&YC-_(Z9P(,&A@^SK,_"<\&D&F-!G0^N.4_YE>;8&$-R M>JR-^1)V%D9Y$U)]A=9?U:K?_J"/?89.D$CNQV& . Y3A#G/$,,T1;Y,L61<
MRBP%)4",DYG9;FR(>K7.J&L469A9.(&-F06X7&*8LF^%U00]37&&?*5IH1PI M]@DBB^KPM*""ZGKF:9M[2>5#K-
MK3YVNV+8S,\S7'7EU9C4;4/3>2;7 0U'V MEXW]UX9C[T])/:UL#@2&;ZFG9776T.V,7)9WI\?K+7A5>E*8_9O1TX_!C[=]
MN]V7(&2WQ5KY;@3G. DS=8J-_1SA5A>1*C), Y]9E,)38*U(TM/K.2M32T M QR$;]A/FY;-+^9'V",PSA]<+Q$1IE90Z4#'U%-B6!U.CQ9;
[$AZ2HSA0?3D M,Y;-1]N'AZILB]F[RHF<)0S'3*E-*I0")9RJ,Z;@2/@!(5&&L4PB4*O1 P(S
M*]&76BAS7;_TP\JOO++R'FGM/6O:_^T]E:OBH=!GR6X.O$>?UM^KNOB/%/_M MI8'_UZ@]<"9)\M=@\TC1-
$_]8/3]::VL5!D&@CQ.MSM*7DOJ:IM:W\+FL//I M"7%<|3T]7'[9K]7K]N4N;3*B_R/I9ZJEKM/G>YB=M2H(',X#N:.."G
M,DTC1$1$=&Y1@&B>$43")(R8[^,T#.R:39@Q,+/UZ*E[A29O6]!O".6T$B\! MT"6AIIZ;*V\#6W*=S.BN:Q#!X'AR,L#
MO6SA^G6V2(KW/W^\?7=]QT@69)*&B 4\0MB/0Y0I5PXE69+[61+'DAG=*XZL M/;-!N)'5XTJBNK\@Y/K.!.!N'.!@X)+92P=3W@T=KR-
D+Q/ .[*7S<[Q,941 MYLV,2S'IJ:R\LIP/,L[KGGMQXA$[S^%@LG:77=3?>3')>"!C'W$JE;^0YQQE M,4Y01 (<"):Q-#6:'69
:X%37#_=W29E<0HDLXW?D>@PBW$TV;X?W37[4/LQ M\>:99[']Z35'V8^)?&:*_>@KMA?ZO):TD>]D]]^/94OK;4?H4T&9GHBCI]$&
M21A'F"0(LRQ0&[N?(2)]@CCSPR@1.$DH:&Z4,>69-?R:\UK'9.6?NNQ1AW&W M#2PWW_[5CAEH2H INF;&8!,,8*9APX+W9L/$3^J\U,
<3>D:\3P; 6603 (5W MEF!@2G?AG ,@',=I"- %X)D);[^7]Q_+#[H0^TO^Y6G=B#8MZ;?RN5F+[0CS M7^IR+3Z6-
W7]CWJS.QKF+U@3F-FJ_$/2&NFR7:1_THU)RWNI%670=D 78*LC MV;JOO6ZZAE[MS&SOIBZJVM/O-
M[M=W7&IK7TO@ROC$H]E/=9:G_/&?"_O.8 M-E"+?10P8[7HI^#0.W("IU7:ASW5Q9)#+@9FF$)R^6(6(9-W=$V9LK@ZGONV
M4E^V28!5B=F8)(A C'J4 TS EB/A-)(D0<1D;=:Z?)S)U\(OGWLEI5 M]UT_%=Z1!H0=3N-C$%5Q(C7,S&Q)ME$7IP 8#^G^*%+5AA,
M)U9>A2>V$ V^$]XF$Y^5>#)B<_KMY8(W9R78B^.Y-MJU4U@SH/?-)* R(\+=&QB/R,G
MN;FB/^=$=!G_.4EK^0C0.;%'8T!G7[)3_.]RK2^(;NKJN1!2_/SR6R.5O_.A
M*&G)=26)SC5KR5TS/;22K^^R)$K3T&/S=L.30M]I@XLC<6#"QJA.P!.K1,%ZP$CRC]HWY?BOZ\=G@^>_M<
MBW_4AZ"9@Q46C%"8^YTFPW%$^45 ?XK'JNLB/\:QO^7]ZO2)*T, M+SK8^RS-7/Z+OS$8)9P .RL MA1D30CERR\8H+.IW38AXZ%A-
/6IG2KH&?^HK_EM9K/NNW9+Z*68\0WXH)5+F M(U;GN31#/(S#, UX3B.C.HP)&C.;DBU%3Y.T;'4^!HV9)EXH,$P3H;*"57!" M&DM5/!]
[0NU7K-C:S;3>IGVA3\+@QHDJ4R1UF8<;6I M2XRR+,%(JO\3DH8LC$#9-:-49E;#EH;W1CG"HE]M])WIH]HEVYT6.'Y[*,X
M21B)_1"E098AG F.2!0S%*<9C2(9!KK)&"@ ?3%*5IU'G#J?W-]]FQ,K,_4BQ;C0<6_
M;JL;6>DY%!_*74]OT_&@XZ_/K;K;96P79B[6WQH$^NOWZ^^3@8+00$*->8(!&E N&0QBBC:8K\ M+/991$B4YT;9G\NQ//L=02=
&W>7&^ZOO%("!Y,L\.&91NU_I(\$>@G0\7[E MM=Q?M9_*5H#V;]T(7BN#UP]!JAPI,;H20O6.EL0;B.(-96D7&4KC\FIA*>2=
MW53,SO#"%Q]+?0#']RB+4;X@\7:0U+=S$X"98.<7FL\|=(FCPX31H;9LV(NO* MR_M-<:7Y LY?GH31S"9@EBZ*V;
[(LJKIM*2O%YVHM&X5=TF?_)3Z.L)X/E"6Z(4BL#C4TB&+D MISGV Q9D(I'&=6U3E&8^D'2DO9ZVUQ('U'=-8C2MS4XEAVGRF-
Z\2FQ*7&; MA !0Y>8*"KM"MY.O.*IH,Y%NLJAMG^_OBF;\EK\ MJ_GVS-|V:UA6^*GWYXZ:;B;<>C>R;/3Y>-#Y4>0QAF"5^0D(1)M1N(-
D>G;D=A,'PL0W=2Z>,[>-DYO0[MD!ZF]<;"7C S;%04Y_/!]JF\TBRP45%/S_T:?]QRMK%LBOM2'UZOF!)<5_H
M#AF;2?;]7A&+@(<^88A&F8]P%(4HPYR@.(X)84+R"%;]:4!S9L7=<:"S_WL> MO!T3P%'%!AB;*;)C9&!*?0Z4&4K" ?
*Z&B1L0"'9@<'F$!P-!@:\;ETJ_K'D MU8/\5#7-]3,M5NU<]6HP3>)[M5+K-7W2+I-1&N$895D>(YRE.6*YP$B=5GPN M>!ZEC-
^MJS5=F5D*('V0U=AR8:P@NMIY1CQZ'I=%^QIK9G1,;]J,SNF*S0" M%XJ#,_XXSRA-8R1]K*VQ3Q"C?
H8"CJ7T"!&^)A;O&!R#J2W<]L(%FI.6!U3*6'GG1 M/%8-7?U25T^/?Y,KD5>U^JO\7*WUQ5U5KHOR28HOC()NPYB;/D,BD#C.P@1)
M'*A]068)HG$HD20I4UMRQ&(,2L&WY&-NS[WGRFO9NO(T8TAQAC1K>O;-VAMR MY^W8_KTEI^"H9_/[9 W_\4K-_,P3K']>
R=%R=%"RY6/;T*"Y>S MZ!E_437:U>;F@A?F_:,(5?)=7Y">",9\/E9C92PYQ[;\..I_GQGIN_ M]NVS>YX [7P-H3H?VI\!)9BY@0
T0^XT4'Z[WKJ&-);KI L3>]JO+O!5.|=G MD*'4=[Z[2[",*8L)$]&D"--0H"S*&(HIS5F>85_HJ9'F\81C$C.'#&[U*Y=W MF!R!QLS1N$Q@F%
(/:%UM6DJZ] MEY^?!)I?\JI/UZ#%WC9AGHB0IUD0HIB3$.$DQHCR0/V1*'!Q#DE&2B? ,K MS+9KPXY'.WXV'FB[IF"L'[4FIH-STW-
CV%_DOF*,!!M[,#9D33IC%VB+9 ML^)UO+0=X#1,!^Q<>>^*U5/;O7&&B@9;4!SY.V#RBWI#MN_<^DK6Z]@9KFY8 MVQW'81"%+-?
V!R,<2HX8%AGR@Q0G- KR.,L@YY9NV47.*C:##WNIS6P\7!:8 MAE]/"P!6TWU^'2E?O^BB*K4OR*&B'RK9=ET7UIP6UUSY?
5\F0QWEU,)C& M<:ZPR?7HX#!"69(2Q 2/:4AEQBBWJ HRY\#H&WAQB=!;^EAHM6KG3HAB_02^ M005@:J:
CB&RJR[>5$XIYZ7GPINN.'98&PR6WU6-KSGA96MUP8 M8#X6.!SA<,C;]@,Q!M>
M,GXL^>I). ^"C]XMOV]_<*X+JIZ80_:],7T6'F]IHTZZ<^2Z*_9 E&4-8!,H& MR#A$-(TQXD20(QY0J518]69^9S9@+2!N.=-
((YO>=,_[ICS:LEE\6S>W7#N M#V_:(OU 'PG,G!VF5FS9/I%1<>7M6/?V>+_:M%491%JAC;7F_A AHPM_B_3
MKB3TU3]4X,S$V:&>'KHX'_D%IS;.CN'^V,?YR<$O"S\HY*I2?I5Z]VC]\HG^-M^/'$4YO.NV5) M[ZN:*:_GRE-L7>E65D^FM4-
6.)Z_&YP32-BV-P^&H#M 6S"LK@#!Q:.[;2% M87@!:+V&W3%?9U877=UW/_6VM6]5P,;*:"#2 MA*.OWN[T4/VP4[^I-1=1/P.A-
NIG\JAMCRZVWMG/ZS^+YBX,F(B2+$0Z)#&S\FF">YN"I@ELFC>"B]F>>)FT,*4#"FK1 M0NN4+,XZ9AT16+A!UBD!C_MAG7S2,IM[U>
(OQ6:2IA3#RN7W.J>SD7=IR)-8 MY GR94X09KZ.3<Z:L<\Z.!LU69H M/=;_?W%7TMRXCJ3O_2MXF^X((X8+N%TZPL]E]U1$O>>:LB/F\

X*$(NM:5ER MB)3KU?SZ ;A(E,0%"8+TH:I<,HC,+ZE,)(!<=NQ 551)#@X8UQ.LGC9;E)-9 MQ6Q%%I5TFW+W[1,UM74N.;
8D@Y";"MD78_HLB'M($%LT!EZ8",T1}GG(6>QD.,^,">: EVZS\W5FEL F5P%:A*RTCXRZ* M7.G%X(PR) 4@$/,\SI/$C:,05%/47! 62J9-
$83K9[X;I1[*(OEEP(2E*"$1 M0[[<3.%,9 E-([EX%',)X;@T%)\H!,VC#--W##S$N*I!=E$1{SNQ&XK<"6R. M FV?6'ZM\[2B<]"$\(
Z+$K50E73UE9\,/7LGP793$C(.!(^&L>:MI3' M'P/R,$O,&(5I,SFCG{CR"1JCP#N3-,.:?,HG7**,#Y%:F/%K1#M1H/S5WA,9U M (-FP8,.@,-*.
T;3.&ZXC)LG1OUXS ,PSB;.L'XBRX(YX$7G2,,$I;J2_; M;6NC6&_T6V^HOI5+7!'AB'J(9T0Z&7&6HE0Z'4B5{(X83VG,M38V8,H+15:H
M\Y\RB@)EY8G'>WWB0 M678-0(B6$F1,\ ^FO(F7"Z)Q03G65J*T02&O:-48>VO>7[@[,MA+TWY=[Y?
M{UB9S7*WVWY(&U8&GU<_%VNY.2];R96IJBL:)6D4JN8(6'682J@T6%P()&US MR+,T3@312@6UPLW,MKGDS:F8 MC]Z.9S&A
T_\9Y8WO&N6#3G9ZJTUB9=E.W#9$-M5GRXKD\!*W:|_WLN&8.": MV5H&TMW?]@PRK3^_R_"S3I6Y4&8HTYKYT(Z(L5-LY55%"
M,)0DF"6^B .!06Y$-YF9-4X1/<^H,NM2V2,CO;5\.G*8YAF AA>E'L1DJS!U M-Y%EBU,/ KTJ4#T\&KZV'2O.JO:T!W_1S8M<3G^\[U79V:?
#V]O^E[JXSXOM M<[:!5:F&SSRSKI[736XU0%9Q)$V1B:I,Q_^OML?2RFW.BH EU #Z8ZOL?,* M%F8*#&5:O/(.N5HN5&TN)Z-EW8#
<8NN^N2C:CL&$6>"&Z%]4Y"Z[.TB5>A<%;>[HAKX4V66_>!BPVFM?%4UVC/UDQZT81E^&Z]IW.0M M_(9@-
G#IEV/93%J4K9'=M$%_,4-J45AMRVIS6M-$I(?UIB[BO2))$'M)@%$4 M^@QA1@*4A"1#..$>Q7'J.8M91W);YQ/S&40P??
TL4U\XEV^7ML63<;AIDY_L$_^/; 'Z0Z0%Y*A_>D6(W-=$5-! M41)+QP:S.$.I&PB4TM#G./ YSQ*(J=4E/+,9K=F F4YMH>F9Q3E$ 3-Y-
0>. M4@>GX<'Y*9EP&BXLMSTUQ6|)/FF37=3V0(5Q:5? S\-W/5_J *J'=4(}1FVL M'^0G^2JAB?!#'J$DBZ5YX-A'&8X\% 8L31/*_$0O 7R
QMRG1355IR);'1J4 MA/7W0GW2&=\26< ,/^!PP7MD$8 &6V4^N9<;+\T JJ];1H;.K9<5W["4R%] M_C+$K6E[%PL2L9!*]7-
%B'"F\CACGJ(LSH1(@S226R'(ZMQ#9_8]3>EE"\GJ MM+D#B4EO/;8 'J;+)KC!*^T(*DL+:Q^51=?1$:B7R^;8\(E%BNI_OJVWW%LE
M.'"QGWHHB@.IJ*{+$.%NB!@77I+1S ^9]CK92V69T\)CW9[Z!T?1=AZWFL[T ML)QT#Q$GHCMFBLUD_IW!1%
{#>TD6=@VT4+_J#O/$ONS>Y MS5YE(4DXXSZBF>?*)91)#S9- A0'+G-90 /!0/VZ^@C-[<:>U_>Y<11EY\^* MJJ2"1BU9Z.VC-B0 =&K-
P$\LVUNAI6O{C=LO,/6B-7&2%8 M4!:CF%,53S3,"89J+3G##S.O9:7')GF&#M?KIF75/D3#NAM8 M'-8O.]A@JG79V4QU?V0JNO) -
LX@YBG=RRY@V>A1UDSY69W(+B -]!N[{&E^ MCU8E8]YO6=F1)V$B<[F0*UO&F.HEAI%_-^L$U'5KUCUP0L2A:A4N
MW=2SA2VM2,TW,J>VEI?17/*\7! M5. ^R2!RAA5P#X&44^J6EYUE.D\"$@+V:YE4U.,OQ=D/0; ;/==)9/A)N"&YG M6-O@ W
WL\S]>'Y[^7W[OK[;YFS/'C;D1=?-['YZYD6P).H\K]^4&O[^Q_>O MQP;;G.F{GSW Q]W/Z9AAVC<$U_E3T;:4XB3D =N0'$HB';1 MN
%",VMB2=DA)]}5;P#-DHRC4AK619O881I9P6Y1=4JR)O7=!K\D^N7<+(G!
MK'I,CS@L56K3@#98F&WH^>7JL&F@.^N{IC,>OMA_K=:-4Z7,;^LM_UKP-YUB MJ/T/SZ=I-4VGHT"J5#?%@%-R8&D%'(=HM
H.3+O82C@.K;T::HR&?_L>#T5> MR&^TFO'EI,C?ERD:MV^%KK?9.\';RUR+KB,)[\OMHR/)[[9\=\C/Z)OWW8' MW6Z/PU(95TDK
@'N!2W* J2,HUB-5+-_UL4T$QR2-J"<0Y[&'<,!\SFD5Z,79*)2* M L4NSQ$6'@QROPXE$LEH7+)Q)R)"!3;#" ^]Y5CBY56O-N-
TW"CHNVR7XYB M"!C]#)&PWBH[E]Q@>@\1V0PKLHD0; 540T@O&V1M()2KP&N3.11U MOO%*L(2PV"?(C7&$BI,[O^XH:T.L^
MEX.>$3!&!J/R!MA8A0.P_G;R;TE!S^=>5 ,[85VJ6/<@4QVZ3M'_MB;9>K,N M?M4D5,#1RW;]?YRM(AIQN;--4!1Y%&$O\1&A?
H:$*\)4A"%A#*AD$/(S:V%3 M@&)_).@4KZ1P?I+<85SPO;I,E/]7)5 S_K+>JD*!ZMNM/G@O@T6@B@L2OJYF
MSR52J.IW5?"X<8Z\W#16P3FQ8]- F(C!F@4!$5_8Q)@(YMH&&>N$;Q40W\^RE"*21AQA-R8H<;T !:GOAU[F9T'(5Q]\G^UTC=(0
M.8B^M(EJJTW3YFEWH@DS*H/"TC,AM@0 ,Q@-U2]YJ*3K/&I(6P;=.!9,@2# MI!95>QW0ET]N]8Q!.!7[W^==>0 !:*%Y]M#,CL"I&+IJ;-
T^CP(TTCQ'.7[P M9@P0IF7]V*QVT^Q$8Q8>=3;3R4PPRF7%D1+2]TPK477.BW8EXN=WD/F23;/5/H-6M!J4SK'JV,,-T M#PQ76_5T\
SYJ/+YEG\J_W?2P,&I%U%!'7"-#FJ--4BR>:*ONPW9/V[Y;X=\ MO>5Y$Y5'@C"(4NPBP8CT0+&KJLWY,4JE"L81%5$6:FGA()69U?!$UFGH
E)+ M>D4SK(+6 ,-TL .K23Y-+VA ,HT-\&:9-) 7#LNB&<,TF$+3^_!R^3-C_)\E MSXP.-CO)NJ7RG1XV*G5\J,'$'[QX%*IG2Q8G?
DAC@8)4[G\Q252_JA@CAM/_MCT@48CT39$A_[H/D$S?.KH]N/NOHLMGI6BM3^>H=A#I=$M@&BUP)$/J M_MUJ0QM#65@Z18-
27_1X1UOAI M@"T1P R&*7J#8MC#T";4P^Z9>.&2V,/PK]MBCXPWK;M8R,T.9TT7UMHQ#6@2 M)L2G"/NI5-4P=%'B2WWU
N*Y:9B&+ .%CG>36= 9^,+%FJZ!EUX]PM%;X]=# MABEF0^_44-?^]=8P)FN5%CN)+%QH<0CH=9W%P=$&Z53;?*L:AS]]T+N\N635
M3:;J>'9F1?NN/ F5.W3J:>\\\?WʼFO*RZ@(@BZH+^+"^V<,T[0QN):;3@^! M,\NAZHPN0RJ 3AG^5-#XPS#&KD*JN+L]H/OR4O=V?
91/+T2^;9;H5;_D7Q- M5W(KG!$>$\02$LN%,(H0"3R&(I'% :6A"*D/C'.$T(=\?XT""TLJSM_76RBOF69!F*XG?0C"4A123P6-NAY*J>\B3 *!
YS&&:R1Y&RB-#!_#2\,J9BI MY7GC9$M*6,\KF4UN,!-Z%%G-1]VF6YTM5*RT U%OG)(;B_&I)D*P%: *HKUL
MQ*J)6*Y"6(TF@;M(3\6_O^_IX_XYW]_GQ?JM/-/^G1>O.W;JQ*KI,NG,-?>M M2B%I._WRH?8[9WGIQ_.B16GXD7?C=
(2SKA;95LNP,L7#9%8{D\+!6WD?FD1 M6,P=@\!MNV>@Y\S@(GHHPI"@C"-$U0D@84N1Z./!9YL8]!/@:0_LP6HN'&^7O#SS\34+-
GMPFDB#'O=.4'4 ME^[::2*:CFZ>1M/ '8_[OS@]%.L/?D<*_K+;_X(DU70^//=]14/3:8@"DFJZ MT8Z{#I.! F\EKC!.3:X91&/D!'3/N-BJ/PBHO

MF*7AC YH\ZK??1,O6_M[!-Y5!?"Q\08ABE5]&++YUWYW>)>+Y^:@-N6=M62J MSH(O9;W?J@)K%:XF1)92/_"1YV88X2 2B-
!$2CVE(B"$DB#6*DUAB9^9-?]$ MU:%MLHZ0>U.I!UQN@@JI%X"P0 OO8-B(?()D8;:FX;=X7%;L@+C-9<5O%N&YP&N
!8;:$]I@"*D%,LL%F]J3R5E8JL5I3!&&4$X5*%B,?50(@A#*<$\91XA"4YA46)G\R\3'%:2/.Y% MH"%AYP(9MO$68 *W6B"$!F%?
G3@F1'N=S[=PD%RH3G(97IC-(@BI'O$U\$(N D)JNJI-930?:%W@EI%RG(-^^2 M("#8J=U8MJ9\X_QV+!+V&Y'C*;#V9Z?DLE1:'.K'R
V4F^N3!!$W<1&F89:D M&8E3/ZLE=[_5;!AG1VX-N:E2NZ*Y]L3F=X)\50AP,Q6)_:9FA!?@)FC W%# MXO/:#U^ '.P]?#G6U+#1#
fNBZ#HRMNDRW1;%?9X>" M9!NY<_Y.U(A52M*81=(*>M(3E%;0#U'B4X](GP0>22*?9[QI_?@,B6Z=R)C6 MU_Z\3^0SW#>Y9#-
WU"MV;A_OOOZG^ON;.N;9\L+A=1PCU!1,?3VZ=F,):1L: MF7/63@*^.4;,5_RU4VENG#:7ZB54?-
JT3I9$9LV43>5G8;MG27S71M+6Q&86 M567]''=U=,WS;\?66P3[?LS2$,4!5Z:28D22@"_$G$\;(C!A5,I4 V,R,@[-
D/P8(+6H8Q@%?:KS&$X:JS(M" M!=K=[3E;-Y'S442"F!..2.ARA)F@*%-
MDZ(XI@$6JEBKUEG*$)&YU;85;T9DC>&0)D2R^[2"RKD0,@KW1Q:.R4CF7=Z;5W M)']]V.Q^_A=G+_Q?9+U5']X*R<*E&W"
[97*]KYWB.'29&S",$JK2$' F]RQ) MDJ' =TGHA[&;A*!BE/99G#WP33XD=Y/.7C7URW^2]_S&*08RT)=Z,WIVY'/E M#;-"&A4
%,N.XMDIF;YQ%-O'WQ+%NW.U#5(%ILN-CNV-S7S"M=HASBJ#G]!; M;@X!=W>EFX42/$SI;O?$-
YP6G/W.B0IW@<0G=3X\>WC"VSO9_G(:RDY->C@R M1Q/WL*&S AEFI\S0@N*0!A$9!2!US[A8Y-$@H';(T?# /EUJ2UWN:?[]S[\U
MG\B_,I+S?_[M_P%02P,$% @ <3!F60'FBA"]@ R=T% !4 !C;'9T M+3(P,C0P.3,P7W!R92YX;6SDO5F36TF.+OC>OR*GYG50Z?
O2UMW7E)(R2S8J M25=2==T[+S1?X!*[&:2:9"A3_>L'3L:^B8L?'E==LZI(103C'#CP.1R 8_F7 M__"V>RGK[A<31?S?
_T3_S/{TTX3XL\G7_ZUS_]{>.OX/[T/_[MG_[I7_XO M@/_UR_O7/[U8I/,SG*]_>K[$L,;\T^_3]>>?UI_QI[\OEO\Y_1I^>C<+Z]8
MG@'\V^;/GB^^?%M./WU>_R284)07#604[*22N%#49M'CJ;SO_SG^N7&%;X$RUO MOMI\^Z]_^KQ>?_GGGW_^_???__Q'7,
[^O%A^^EDP)G^^_/2?+C[^Q[W/_RXW MG^;>^Y\WO[WZZ&KZT ?IL?SG__77UQ_29SP+,)VOUF&>Z@M6TW]>;7[X>1'"
M>L/U{]+UTZ.?]-_!Y<>@_@BX ,G__,AG2>D)P82XK@I#E"91B' +J M!#9Y^E7T,7MU>[V5WA41O&'_"M.?/RV^_DP/_KGRH/YCPXP-
(^Z];LN4P^B^ MW&\?Z;,3I8W51D50.@M07CAP3$OPTH2@K,W1RJ/(OOFVVU3?%..S9?IILQ^J%Y_X^4M8TH,@?9[.\N5?
E^7BK(6LUHL&G-N*A;76ZD\NKC-RM:D1G'SR182_Y_G84E/G'U{CU\6R_7$)!94]@*88HS6 M(0S$Q!&2+=&**%DV;81_Y\4[X4#TCX-C^-
D))-[A=@*&C\LP7TTKXR\ '2+7 M0C,%&;D!%9V'P!A]<9Q%9P4R'=J<#G?>O!,D5/^0.{JC(Z/BY7P]77_[=3K# M-
^=G$9<3Q[45UI,^$X[,:D?'GLO1@76!&9FT(/OZ*#3-,*-#]HN H#G8A M_??X:5J9,%^_"6?GN^R#CQV7N;I820C*3##@TM)QC0
MENN2I':2MP#&DT3LA!/;.T[:\;D+V#S+F02QNO@/^>S()]GXI)0EXUCK:ADA M)Z>IVLK<%]3]8"VV ,L#K]X)(JYWB!S+TYZ
\9S^^7;YJ>U .Z% M!V69H2583O:S4B7YK'.R[6!Q_>*=0.%_$% (/%NL5J'V?\W_;+1>-${ MQC,YT4*$0 RU1$B"RQ=]BX]>
[=PE7L!T'&X6SM"1P7A^&$>YZ, M-PY2V83XLX3H+0X4A=L6 AQIP@RFQSY%DS/"YF??-MN\F\X]#DP:P;6>3U)G/V[O-B?ADY
M,5PGY]!#MH5H+ ^0[>R,*,4 8YS5'(X[S&>Z^<3?1=QR"/(Q%(XQ_Z;S)4&7 MB_AQNI[AQ 5!QQ'+0$ EVFOTS"6=P5DE,'-
AQ9&!I[MOW$W\'<<>CV+AR.+_ MN PU6^3#M[.XF$UDCL8:6KRA?X!"7S66)MSBQDY%Z^QQ'L"MU^TF^(]#C8S!\-1%!&A&+
N8]8FZ^/LS"=>OALN.HXLMF)L M%_CX\!EGLTOJ;"0; MNP !$7Y6TR\6Z3_?": ^K=Z>KVN\1?6L)TX461+/((.BHX_' '"%O$GBR=#(I
MX6.+NZ>G:-@-)!U')QNSN0_0$.>68?9JGO&/_Q>_3:+7@2,R8D94Q!OZ$D(2 MD%$72;HO*GY<-O6#K]T-&AU'+H]GYLAH>':&\URS?
W^=A4\39!ZS)V7'"I&K M#)U]WH8,)C'I559*Y.,\CENOVTWZ'8V+>46P?YU^DJA=G_QK"\+ 2(M6DB>M0>&=I/TBW3X>7*
<7/#5*.)HCKRF?N3-NV&AXS!F$Y9V4EMQO8A?Z2>K M">;BD[$)DC:T!&\1(HI<$_8X(=O'8P/;C[QX-U!T',!LP="N,+$M&]HNPIA@
M([,>1*TG5$PEPK0KX ,*;G"#[X:HN/'JW7#1<=2R#5.[,"0_AC]>95K*M$RW M!=T7-_A)1>DM:3Q7(K$F1B0FT;I4Q3=W)6C;
(JS]R.MW*]/K/HS9@KG-4/(O M/]]CYFOZP6%E]F_?O'CYYL/+%_2/#V]?OWKQI./+%/|\>_WLS?.7'_]R\N7' M#W]
/\^QO+U{13V^O8\=B_#T>WZ!D_]#%'%G8?[Z"3R%\F6PJ+ZHZ>5M^G<[# M/$U)IRRVI7Q70,Q%DS=2?1(N4S5#'.D4R>D$2LB459:
]IVXB2UC%#3XN7KK=_ME#A;KRY_KC"QK+F@[Y'JF*F]B;.01(1C:+5$6 M1/M4[LTAJ[Q-P3AM P9#PJ5*:L#N$4^KV]1?
6.I7BR!+3.88$+Q+I$)Y*! < M"X"<"-.3\ESK03!SAY!QH7.,9!\$R3%L[@ KS\/J\[-YKO]Y^5_GI/%GM)C5 ML_7SL%Q^F\X__7N8G>-
$.%N<81]LVA0D9 F.%P>2H58H0R!6-<;.3H3U@*6C M + 86AH=0.Q92C7-?74>$]*2X@S?X/HR=T'GH$U.&D0JU47DM $-,Y!1:112
M2FU$:ZWT!#WCM$$9#E#->-\[CMXM\4N8YI=_?,'Y"B\7D5Q +AC64@G:#)E) M(-_1
I.6Y>!X]MHW!M"#A(S3,64XY!S/[0X@\W;]F9S4F[R9!/3:>4Q@ZFVG MTBD"F8:"#,08F%0L<_54[/\0O-RG8IQ>*L.!Y4@^=X"4+?
%ORXOIZLMB%6;_M+1?G7U[-T^R\7GS23]-BOI[.SS&__8+;3@!7Z7<6O_WMW2P0.^:Y^@Y?:GR$ M_KT-
D.!K#"M\7QNTOBU_6^%FN<*H9,LQ/.S\UGM\OH":0%INI7B/#\[JXGH M_[WY=H(N"&N, 7*80PW8>_#)>8BDS2,:99.+S+9L)K?

GY1\7I\)OBT7^?3J;34P)S"HC(&L;JC5+RV'90]%%D%4K M-6+KD-@N=/7@2C2!97,A=_"L*[J+5RA11K"\5ET(+R 6ET S5R)ZEM$]E4-R M"'CV LC {D,3@!S$S(-!\!67<=<'>LWRSF*<+NP&#Y4{'7)-J%2AT&0(Y0N!L M$:XD;A)[*C?Y2.?RFI >K/PF #F>S1VHC!<7KZU!Y, {P8_CC2AM.2JQ94R6# M8QA!D;O@EJ&C&\#T6S=5OGGQXRX"89.>,0BJ<9VSM00%N^3+A&E8F$3)C<&R??,X/1X'N_+=BY$=A =>3T.S(CIJ^HGKK]=L083X5=+"29K4HZ1;[H1*?#">A6,4:SY:,0K;>.Z MZH,GG PBH@XTSXUUW8W6Y<+J|:.0${FOS&VML[7I%"V,A&8-,V"=+MHX$6U=) M*<-(_W&(\'2.*#D!U>:G]+GRK-]J705LG8V0I"N"&$W-JK(IX0R>S0NM,=*2P M6SOD#U/2#9B.DO,CF01',+T#Z+P|^S);?$-|CYN YWU>5=-.<2,4%+7ISA0L M^,0T8&'2,6L=?W)HU"$H^BY1XQY^ P&JK2@ZP!;MD.7YK860,M\$,&[\:")8 M3%Z;#)]C)-=!D2MJR O%7"Q'H81Z3FDU%DD'.'N^F&\X M_?I^O/S\|5Z<7:]G,LN4A-OA8RU-C,+LD.5)$O!E^QK0YA"/JJ3RK168[O0 M-6[D>B"4-1=(!R"[`?^XMQH9A":%;(!SP4%Q2[X.9[ZF#CH;<^U7WEJ+/4W1 MN!'O@8#54 @=0.H&DP[*UR$&RI)3@>*2KLY/)BN3)["9F)"4+<$_56IWI,,X M6++58 'U@4!Y2C'VA=K+%125?2BYYK_6%7 F:B#0 L\J%R-0%/=417";R,6X MD?;AL74(LWN(M2[FGS[B\NP%QO6FDN/+M#ZZZN^W<3;]M)'0:I(#ZJ)< ,D* M@G(ZUQA.!A,"1IN9,D_VH3D(0CM1UHVK.6 @K+V(.M!33QJA-^[.N8U.A]@0 MVT!ID\ C6K#!FR(8F:CQJ::>!V?$/$A--]{G< AK) (H.0'4OB>/FJG],5IH M+6V$+$4 188C>!T3),,\+3!Z^^3\B2:I,[=)ZL8"0Y>+87287K-0[HX98VJ M: /(HJ_CH1DX0U\P&9]-8-*;UED3WR6J&\=R0$765# =Z+.;$6?'T8F"!B3/ MI(_)C8&@6:V0XS(@Z>CXY,2L(SW(;ES'DUQV[\7L#CS(VI!UNC[;%/Z3=[* MHWS">.1+DMZT0&>QMA=*!_M{G E9(F2982XN;@O7H.3@CR.%,D2M"(S;)WK=4!&5_/F=B=%SQ$L[P P[R[? MN^'.MO6()DP+)Q&LJ<$]-)\C*Y&XS@YI;22TCK'Y@$RQDVP.4:J}YLL',7B M#E!RHU_XEGZ,Q6=:-=AD%/F:LIHEB?XE ^=!B3I\8(F?<;Z:?L6M#_EZL:J>X]M"SN1$>A\%2QS(8"->)<[!RX+ MHTPH.'?.#) :783DGDVUU]\JY3--T/7') M6!71 E>,_$?4=++7?&W)HE%1UA< M4]IFCC%2PC*!XRQ!*#E$8ZWFIG5*PGTJQ@T[-H3,D0SNP'?_GE9Y9"I P_2-.Z)-GIES5XB:0:QD9I,O]O(Y#.NIRG, M;B^]>5B>J@Z)S %W10O(B\5LB:YF?C M;I3] +VK]T'.TS&%)N+IP/BZO:KM9+)GY^O/B^7TOS%/I+2FU):X6?-.]PFT M&E>38A.:Y++/[,D!U,>#[2Y%/T"]:CN0'26.[L#U8OIUFNF0>$\\I.V2]N ^ MX41H%:1DM;2-ETW !6)1M";,A+$^\Z!;I^SM0M;5: MG=/&2>@-5J>))47^3I$>O*U])HJJ8[1*]+)U=]K'J1DW%C&*#CM #)T"ZN;8 M3B^4*A8#<%<;QO.4(3"4$)(4HI ^=D\,-FN%JGV'I0X6LQ@%6H<*I -\W;B& M>-2>],S*DBVQ"VMG<*$1@JG9A9FA(P>=:=4Z36H'LL9-E!H<9ZT%TQ?6[JAD M5WO,.Y"67!5:AH+(M0&G)8L\H, ^Y=9__1T@9-WWJE)@Z6]XNB6_N6&9U=\ ME3G6<74,7,ATW O%4$? MF&P=FSAZ=/A@B52G1]2AHOAQ9OQ]^$A?__KRS< DB)1Z'Z_]PEYAQ0ZU#@*L-W[LPPE9D55SLE8E! MM$R5#%*X>M,:4\5_N9+]#KZ@*E]3YH+(RKA1H)9YM=2B'.X#'YS-ZB@ MG!-K9G7B1#Z,S]>5++>OI5[Q@U$1]DUE6"-+D3%RIM1LA,B"6U19@283<.E%K M-\K&U3S# &H F71QEMV<;4+_GN%#0TXLJIQ,H/W#:1,IX=SS X:RZ/#O39Y3@+6L:=T2>OSKZ$Z?)LT]#$.Q.21.!)&-+1 M.D (-H*AE7*/FI4\U-R0I^@:.]])G&(PUE\>(&*L! ?(ZB"OG:7V^)%;5H_^J MG^'U@IY_#LM/N*I()S)#VR9*$T%YS>LU@,P/' M70$3E8\N!PRB=8C@ 3+&M;<'C2@=R.L.X/(K';>;F^UG^3_.5^OMA=7?PW(9 MYNO5I$3O8JT.*'4:B\HUF2*&4L=3!O).KCH3: (-0GXG&M2DN)O?+'V?KG&- M["&@U5P:_1A#U_KV]JHI.C^G%5VUQ5W]@F6QQ*N&6KAZ^0=QE,0XG8?EMU?$ MYDT3MWK)M-B$YBZY-2G!, S5<]6>6.Y#O4]R!G3&Y),4P976ES #+F=<^WX8 M6/B'"*%-UF#%IR6D0+YS(G<''0.9+=N-;1D+E% MP+C)6D, Y7#^=J!9'BX06=WA4XW6I=I7-W@G0X 4=(WU1@-!\@PZ1>,M.>.(MIZGA>9B^<5MB#0&MP:33@0]Q:]L\^QJFLSH8[>/B1KKC1:7Y+V$U31-NO Y6 M9:"SF=6IH77P*&?@ S?$PU"*;ST$LI(* 13FK$ZTQM$Z7?XR6W5#U0V7_-6%[!RKL[C]V>T!D MDYT3#*+1#E0)"!$+.1@Z*Q8W\SA:&^4/$C)RF[\F,OX.(>H>3&=G:\Q M3I) 3,$)2"Q84,I'\):^2!Z*R"YK;-[QX1%21FX > KD',+T#K#S=YQ^^DQT M/R,',7S"-^=G$9=OR[VZD"N>D4]J6$!H%=*C>:HB9W!$=P"8L13B%4;6VFO:E M<3<[]4-E(\JIA| (AEQ)7!CZE*,'7B+M,2]*>!4<&&=9C)!GD5LKMKT(/>@ M'!8K!P)S?\%U$>IZ9'D7ROY^]5Q,J(7FBGQD4_M=" 5>:PFFI.RB$^1)GPB9 MCY$X[E'< S:;"*\A.D]:_/C\[5_?O7_Y%_K,JW]_^>H-??OR]=L/ U="?O>E M)RB++W&_A[=O2;:V"S="'">XU]K]"NN+;D8R2PJA;.? 2LRD'Y6#C,Y.*TP4MG4\ M=$\2V]X=V)B*2R5 L8[. X,!8D0/.N(FO!C;)S7N?W=PBM9SS='Q])W"/GSO MP#K;8'FAE[]'.OM6JVF9 MIG!1H%,KF6.1RN1Z4Z-=#5@I!'(G(PB1LDFJH&K>V;0E_2,7@IX8>WM ?U @ M=+X)? ETLR7Z_&%.>OGU'VQUOK=;+ORJ_3']JD(@KL4'3?D8=86TCH4 M"$9Q$,8E$Q/CT@XRY+3Y2D8N:.UW8YP(')UOD2LAU!)-6NQZO9S&_7V1G7; M='N"(8NLBX9"#C-)H';L9Z0@BK"H2W$QAD'JA@XG>>3]VGY!WUK<'=R7/[#2 MJXU:O+5UYDC-7O>@4E'@O'> 67(IC$?CVYF M\;OZ@\WR-I]ZMR".DX):.]1SD7G_;D9^P@,>@G,EIESH\-2L=E:M(X49UK3K MPJPWN;ATRFC*$4OYL0*(0^V&4V'AQVR'^OPOS] F\]O+#JSQ@@[J%E_,Z=O5LS^FJTD2*'DN'G@B1Y/<60Z>:P21?&(IY*+#8'OD M(8(ZP=(!DGX,-$>SO0,,W5G#B\496;T3KIGQHBA(J?:K$T%#%%CG$C%$GX7D MHK7B>9"03C!SO*#O)D$?S?4.H'.C].BO6%/$)]EP56>-@E*ESC<-$1Q+'K(T MPG+NO,/6X8-[1(Q<;'&\8!\?.G ESN R>W2R8LU:"-XM+[F(\IH BFM:@W49 MK$E&Q>04]>'&2*F(CI'K*Y]#Y6A>=X"7&P/6'W-.+Q;F=?:<1P.8HZM#M1G$ MR.C;)'1BF(6UK=7-SL2->^W1'EG#2*4#N+W"-?$&\V5=TN6FD<5[;QF@J75. MSM8!046#*,4'QYTDC=L86P]3,FX#KO9 :L#O#E!S91[^IK5L^MM,BD\!E0R?K, 9W)&[:0ZOYO>/#&.\7L]FO MB^7O89DG+GGIA2T0F9.@@HL0D&P[:V/M$EZ+* :8_],/B9UX8P@???9@B5NE<(D M*A6'T',G6-OH_9Q/JSY[0TL/QWKE^':0[8O-+(?M,K:GS<-,(W$4G-86&\$8 MJ0L/0&81@K*)D<T^#3? M/&73UWOBN2I.D9$E> <0:\,SD$6B$FJ2%,NIB1.O8S=!K&KU7]LGV0E?HZ$7C MO\O3VU=-$^*2*%(%D+[&;X640%95 $%?F6#%L^8= M"1XA9? 0&V">#60M9]#-AX$ZG!6ZXXL% =K6'+O("03-+JI'EUBLK9T;XZFO M[M@G0]'A?.] '1U;]B=-MKH$#R(S3\:S2\1"9: PSJ5&P6QL? 6ESBBK(7MK MGPR8IY1M!U"'^'S'61=?[#:Q3U(AYVDL()3L(+" B+4V6UH5%!T;LAVRE/6+(M?A\!'!EH?3EOXUP_$"[FOL1<>*S7\ [6W!0\0)4J0-L9(EH(1H757AP,#]H,V MSQXS8K^/"'H"TOV8U,9I>;Z8?Z7%D?#>ENV_UW4B\0=,],GU%%<3CXQ['0WP M2 I8&=HY9(M*R,(':;41V'P>SE$$C]_Z=NQ@XP""[>%0?2]R^OW5IF!RLEBV M_1.22H*39!<7,I$#:]V#;E]# <0S%N^'X'^.*Z'2B]07(WPTI;1<_8:PP[\G4 M#5@;LF(JX+S(D&0V#+F,88!VF+O3UTF26IL\HL$$\X-6Q3[[\)=?7[_]^]"= M<>^_YA25L-]97/L:V,N&!->3MJ/BN91$,,V\U XU%GSP&K2S*?N2I6Y^N?44 M/0VB?O69[Y:+&LO,OWS[VZK>SE_->7Z6UM.O&XU]Q0%A:\%4T"HD$#51)A- M(C$F)B0CSYXA:\R!_:GL)%?R6 0]$"P<4EP='+2WPZ$Q$?7!,T@)!2B/&LAF MT5'"*\W0ZZ#!+:_0P]& P&EK:3T:B]V%]![BY=6]=+YWG:3K#6TOZN-B7FXQK MX8HG;TL)\K9J:SH?!$)"D[F4S* O0V8R-%K'N ;?B5$\.A"Z& #R NG=:,H1 M,OU[AA=-DYZ=U8C]?V]^/HE%:=K%!C)9V?6BDE95:DIKL28'HU6,K1/2=J%K M7*4[/G[N7C.W%F4'VOKAI+I)YMD$K1DM8.L(.G!:<>#2Z.@+,F5%:^/Z04K& MU9C=0;"!N+K0BN^QYB6G]28R\'RQ6]_J/EJM<#,Z>+JL+']_:_V$JTGPDKM: MK$TG4>V&RPPX@YR^1&D$3_2KUB'T/<@;-Q6].X ,)=@.5.5E&\3WN*G^_KAX M36S[M:!'U!URO9QL_C7)J*3C 8$L>P,JY 31U)88@7M;M,T)"\]/]>S2-F!?='3R;BK #W7G_/NQRA9>' ?LLC9 M!B6T=:U=H.\2-6ZB=G>@;"O$+DIP-JEU;XBSQ,8M6U_^4#1M;Y>>)28<3.YN\-A&Z%U@;_[6^]*:1-FB7>'T('$VN5!_BREQ3EQGOB. MTZ_;?C=,ZF7P7NGIKNM$&$]^%WI$"ZE1/ MOEOBES#-EYI_)$&KT*6.3"+-KZPBRY@[D"4HHT7@5K9NU/H]FGIKS7$BN!TA MF$ZA=F5O;(;%K3?1K-4$M3*HN" V;=K["58;M1F@Q64G#,_MBZMW)*VW]A@G M M[Q8NH4?Y<*_%WXMM'>R7&1$H\U69/7,1>;&9T>6#;,YV1(M[U/KYZB5+BZ M4V1O*%?J5&I90#BKR)UG,C1/(=N'OM[:2(SCDQPJL [N'ORZ$0X7V<'"U+P MF.N@7W*YC+.T/&:$RD)/!$Y3*MQ-6!?KSHO5I[]:7_ M.I\ND=9*VVS]K0X&73^;;QJR?MED%3$6A? 1M^LA4SA"\$I']J;(&URJ340 M=Z>NRT*;9CBY.R9H&*'UDPIV;X&_G*^FD6K/IY6X M.M"/[_'+A;'RMKQ>S#^1]7KV-N-ZHDK-QPP)#*\1+FX2!*82I%ATELMA4]:IX%\"B(X.@80. MO'4<$H]&1V&,9*W+4)\DJ$L_8VBP'2^:#@[,&SOGLG'1]$8I72TR)(LS@HHU MVUQ[!&*8-;9X)MQ0L9<;9'3I(IQ @1TDAGX4UY9#N+GM?K><$K. ^U$$QV^5- MBI.8I%00 B-WVTA!^X16QZP364J&/K4N''F2H''3M4X,LG:BZ0=NE^1?U4Y_ M#'_4I)_:W90X2#KZD385BBEF%>VI&*W? ZNF(RD/6F1EAF6=:#Z3D]J5UW!RN MD33AH +M![^[",18WEIW[D[=N-E=)\;H M0$+K(*#WLA1,:S)F_R"K=OX)WQ/:W\ [K8NO_]XG[-7TRV7_XWOO^TA_6561_!RY9W(S@*O1?=*6P&TH0P@ MFF1%TMDT;]ZZ-Y$CM[EN@YV[&G18474YDV>3# [N:7N]#&_F(\ZFXIQYWO K; MF=A&*NH2#\\79W$Z#Y=XJ$TR;1!R!3WC4IW!Q$!H44-U69(K%)-+D9A?)#, MMIXMLQ^%K539C;=5\V"V6)$(KC=%L9@UE@#%8Z0M6*?28U+@:",6F:*SS5/G M=J-L7*4U()H>4V0-!=6E]GJ/7Y$,TT,TU>6?']^5'B2BD0:Z>'9-%7^H5< 5 M6))$$25+D+BL8)$60C$<7-$BL^1<2*VWW(ZD'9\I^>1KKL%LC0Z&*PVHF:@] M?0M$J3.D8HS6+#%G6QN-N](VKMX9 D/WTR<'D%*7*F=3G?Z*GC+_5(>";CMF MO<$Z]?NWQ2+_/IW-#E%'NSSV>%6U-_&-U-CEP^F\N_OVZW/I"HAD-"NNM047 M"B.C.FKPP@E(*:OL%4'1MFZ%N1>!1P]%V.5EUUO&J^AC-)TB.36R,PA]"3 M.)71:4YG>.O69? M1.*YZ&PY;]^8?#">W+E7="]S\A+RL5_,ZH62;B7: KLQT(;*3`GP3X> OF#_=2J1X`*;)-LZ$"R]"K^Q2A1.G=?WTS'Q?4#4-$VHI:U]DFX7/%B MP9L0P"=AD'LE=6CM5SU,R?&:Z>93;\1P.=)Q7 ME-_GK.3)P2AM(3LK@9=9% MM{[M?(24L?7)T? *_KRJ.9WF7IM$FM[>F^M([+DJ++#M (#SSE>/WP/=(:.8OM MHZ]1PCPRI1)P420H6QO0$9!(\8U;;;)"U3YZ\1<'10SW7!,Q;,'NS6..#4=.D M(F9G@.5(1Y@/!9Q1M1.=+25D+;QLK1!W)FY<#7($)NX-[1Q$'%WJDG?;'[R; MA;3)"_E[6"[#@9[6H\\Z7]_L1F8C[;()5-WH_/C N>1U1@R"@36RWO9:7>LH M.+!0R-=VK#C6.C_U^U0=7946ILM_#[/S&TB_>=L<-9VXAK:1W(RM2P$"9V0\ M)V,Q1RU9:!T8>Y*@<;,5-8XSAX:MYLP=IG^\^L\5E MVSYD-[N%N_'231;=IN;KH0%8V.IU1*N]{U3RF;::CPX4)DE M",ICG6A=1)".')C64Y]W)*T#VZL-7AZ<5-I8-%UJAMSJ@J10S?__'B=\R@Q MC13,U?,?I-*9P&RPMF<7@L292)Q>N5!;MBOA YK2W*UY@IP&$RCN/OH:M-F4 MDH@:,,G4VB-N("I"KI!1JV21B=2Z90W3'O6<)]M5T/G.2ZX/',V]]B*"RZS:Q62F>B\%:$/+SLD9 MT;P]_&.T'-W:X,YSKZ%K=#%.U2%ELHX%18X0N0W@G4M,;7OU'')==?\1#:ZKOD-:(\UQ\9KW^&6Q MW/0RODJS9PR5<[*V25:@2DU(=3P18E"JJ

6ZYC.@'J/EZ"NL.\]]Z/A3(J$W MN'-,'&O0NLQL+H4J\|\7YR=3=>;P&N8 MY^>;.N%/.#^T0/:IQQVO:78FMI'*N?&^9W?>]X#!JYS@(@H-+&*M_-8. M,: M.)TTQ"/.LFM=P;$7@4<.& EZ0N IU,6 @V),E%\@5$BZ&4.N%".++-34[,>F^6 MF%'DZ9L46^O- 7L%A-5T];;<>><&W[=<;H4^32GDBF! VF2^#H.Q5H%T2@6- M2NOF1MQNE'7;%6 ?E-PKIFTOE ZZR;W!WV^L:+F8TS^WB3VKA]>70U3><0U% MUJ

[LPA!VPCD&U<]9@K/K:.T^](X[BR!@> WJ"Z/((OBDD_AC@[[#"]_8!F M%=X/$73B.F\?C$N>&1*

*EU.;7L8YW8AJD\5X[E"GKUO<')ZKS)F,R?/JTK'V+ M23AORTV>7V-;IZQ<80%,O0Q0PA&VO77@7!8V,!YM;GWR[438V/DC[=%S+Y6_*

*MN7P:EO<,Z:Y-%G92C:AMV M*PKX9!!DK U#(X''MR[B/6E/@@_I,^;S&;XM=]_U(XTKO<2X]8XELB,K6Z/*

MLB:"#PF!B^1=+"F[W#JW\P R?Z3N!/N@[-Z%P\ 2[,!GO5[BU7]NEN(<,\X M#XSYVMC!*W R1!!"!95TBDRV#A@_0\&R]A*

*M[#KWTR#W<5UY>AQTJE_C^AAU>O77;9I]#*HL'VRM$ W#K,@/E9+9VB$*(:I0 M('HEM*

*V!E>93!H=IK7$3VA>,O.%RBQB*PP+9^=H]OB2(6H8Z?H%+H:PLJO7%*

*MP5/TC*U\CD;"4WKE*.9WJ23NM[,X7&4\^]PANFX,J$[N]%E0KF23=8(DZ#Q2 MQ07PF5O@)@9RX]QCI?4&:]Q[XPK!SU(Z/SO?*

*U"5NHD-U>KS6%9_I? M+U:K.R#/7&4FA(84L081K8$8=0$CG7:8I#-B. US$,E=]>G8!S^/*Y_A1=>E M?OI>0?HQMY@[/7GXFOI!*

[SUWK7R6/#JK,((PU=K--H.O X!#3CIHSZ3EI?G- MYXDJZZ\WT2.O?+Y8K6\TGR@V<%7SZ\CCJ."%/""QPPEEQ2%E\'IYDG<^Y$X*

*M]GWH$*AZ7/6UEUJ7]N[HNO0C[YR^\]RAR^H'5'+?*98VW"NMR#H7FS[\CDY> M.O4,"&YX--KR[`^,XOH]V1N[X]%"*

*{DM&W\@8P&*D# $*R[1Z(1W$5!ADRTST MQ:AU^KVSO8#WTR)/:U\8.Z1H^5ADIR*+G MG$XZS>O@!>\D&?F1),VE-*

T86+9N/QQBJ0O8:Y'??4%-UTV9HX>R<#N [8"]6 MR4(\ ,.1P&ZS ![^M RNBX,4[4;!U\MR!I'9:7;L/AAZWEH836I=6T_T"UR,"

M6(\]:X@ZW &UU,5E[GP&+/($*3/U1ZOM9=" 1U3A2N>D/'6MM!0U;B[)4QF M;0O/-3O;, ,JJ%#[H459A DGD)H79Z%*

M1]07_H9S^IO9"UR'Z>S4)99W7CYJH>53C!B^W+(H79(7#ICBU1SC"4(PY)Y MEX/64;+FLXF'*[=\:<&M,J%,/C*F%#*PV%].D4..*

M27@9>6X^%.)Q:KHMJ]P'#??]VMHPOTL]\|2@XC>U;7I-_3E"D^WS^$&G+C^] MF'&F,-,#2B#<

*8^$1')2/02&#*2I&1;&NI!:!SL..X7YVGJX?.]-"?WR[<9W M&]MV(ED(+"N$+$1-%*OWNXQ'2-J3I2N"+FRXZ_'=:/RA)C/O@[#'3;\!A->!*

*M/T).UI?%*LQ^6R[.OSR?A=5J8\AL^/?'=#4AI 1>PSE>AMI*32KPIH:0(NDD3W=0?%PWP-N)IR^L?*

9B<1:F\PDOJ6@O$W@5)"CA!3C/#>B< M%"-O2GO6?';9]X@:.;?^P)01VA]F%](YYFLG

M[J8;=J)%A$C4Q)"+F4[',0C&B@Q%NEB2M&V[AI^(*G=@O$0P#P%QX&DUP=(`M'UC+=O'TD_++MP^TZ(NU,5=$4MF#2,.1Z:(-

*!.5HJ>@*Q49"I>U:GZ!>YJ5C1SC/J4-VB%4 M.MA >RWP33C#"X6D@XM:BP"H!*L#S@RX6@.FDQ.9&:VU:>W:'TAJ#Z,&^D+= M4^;*0!*

8$>G;]+2S,)N]6R[@C]F!89DL4"TL>+0"A',Y:@Y M2ZW[E.U)XKC6UF!0V1V21\NM UA>MEO<5+K5'?UY^N52XRN67;2J@"Q(]@&7 M

@(&3QH_:1&MMDRWSN%]@IQNX78\#.ZVPVPDDP[@==,_?[VX<3WEE>#>>_Y. MVWI, T^J@PA^,1#MAAD^\[W#].R$[#4/\3YVD0*

*C&U)*X'&Q!E*A:AY8?IV;D;)@FTMX!0@>PO@,0;0HKWRSFZ7Q9N7FAS+=J M5B)FF52 *+T 5<@KCCJ8VO%?14;\LZ5UDX(GR.D/1H=*

(_'QT W8WP&2/IS' M%?[7.:WBY=>:YT]_MMEG9%]RHQQ"K#T"5,JDJFT(D(,4EC.5HF]>I_@P*3LA M2/]#G'$MA-$GIBXW7@>=!@*

N1BL@DYXUYV-\?C2'+ZL9"Y'?"[OK7VC9M] MU8/\.DMJ4C K)I%<>5TOC%5Q$(.TP(55/DDCT]VID$W@N@^-XUZ$]H#AP23:

*MFU7P6&K_;V2CU^:S;^>7'Y_8G+'(0*QGDKZ$0B<+)_O*EV!4<*'H]KW7#R-U MW(N&T]@$ PEN?*

WSZ+3[GM4O,Q6<'O,)_@[61B(]9DH_'DXB@)'F-+B<+(C% M-GJF?&L@/DW1N$&_P?#64 RJJ;VG#X"[JYV$(HIU.D+V&4'1*

H$4>P.A:N8 MDBG#)HWO1^ZXWGH/+M%1 NP_J]>MQ._/MONREG=E;0%M2*E+L *PVMUE:OQ M5PY1^7HS5&-*

IK37ACJ3MA$'[PV%P",'\^+[.1$;,0M?]1!L)E.<@E/5# X\ M8XJ6-M^)?)]=@.=^&."-(:$N&P1=]!Z\T9(0\\7/5DQ)?+-A*

M$3O.E/;)9G0,9(J$CNSI>)1:0,:U4Y&79"MX[T[DC9D3]&)D$P681)H723M M2A?!1RY!%AL4/>_?H]7B- MI+IHR.*

*(^(%+'9%ZL8'5Q\YVD4T+6/&7GB"-,:PB8$^1<8BJY6,UV2GG;#2?W M"1@'+&UD>A\@1S)X;..]IC*DY?1+9?*

*^E17"1SQ"-9XYG":*D1(JV/OF-T*!PKO45[5HZ-B/?X-M543;+B[ZR"',H8?;10&".G MDC$'@?$,244CLU;>Q=T \>@KQKF\' @/;1@Y-AP^+L-*

\17;7?5!SAB(;;2%S M%4EQF@S.AP@UMD" 1\E+W@D.C[YBG'O @>#0AI$=! NXPQ1<2-$()ZD M4$?C:@9>);+0A?#%

<(NI>47C]V@:O05 6P-U$%$TG!8U6,3@Y1\7P:<:\J3_MY8_ACTGARF1;!P$Z^J)TC!"+Z 5IPV4A=:N=9[T 61VZ2,=B)3%:876Z1RS*

*MBV5?+OFB?*9!-/"Q)S8+!.Y$\HEC@%$%-,P*R,QJ4"*2421X A8U3UKPW+X.*

M_D0QP(MV_*OWF)#D04K_#:Z?;ZNA)@"LS,"YJ:^1,ZC\X#XP97XM\O<76 MRNLI>GZ,&. ^6+FKK)I)HP-3{"$FO9Z&.)U-

*U]\NU^25P$SK@2R0F(5<@;>6 M@17)8,JD]5/KWK:[T#6N278*I#673N^(NR[RG#@I L-:\R!U-2<,N4G%>E J M12%4'5/?NH_WCJ2-*

*FUPZ.NX.E%'OT+O@*RGUQ:?Y]+\Q3YA(EA7KJC=%:TJ, M7';%) 29%+G5.=GF4T7VIIW#<+-'1@7BAT9L;C6QOS()&CLCE^Y_-[Z637B?*

37^%>V1QE#@+(ZI.D$B,1 M1W)8(4JG93;!!0Z)6$O AN-?_IG=M E5,2I$_,(0A 5E VE-MG^#[MW)+-/(CP7\06E:9- A DNV2,=T M="

*(WWH.MVS4VA^2)@')$O\9]I-8W(!]L ^"98YL6'#*XF4"K-R2 *V5?[.5K. MDG/%G@Z4/W;_QKV@R%EKGD(R2 M6L?*

6Y2#_/T:]X+!'OT:]Y')V"?Z+\(ZQ+#">KU=?;3K'B92]%S0!C)=-0,>LC ^QJ2CV_05XX;]3H&6ABSN00\MSKZ4Z9[&'=^E#:<$6BN9=

"O5_.,99_V MXM'(HHH!86L'D4QK]!(#1!^B1<:-E:WO:OXVBR/S5QE]99 _5.-)\;?@"98P\6&Q V^T'T:!EV -./RY"QDG_# M$?(R9

*5,U[M$*PP$SC64Z+6*K)2@6[<.O$M#UP [7NB+AA(8VQ5]XJQX?96; M&)@@S]IY0.9X'6Q6YU?Q Y'FRVB2S7G;S27=XVCLMPVB-*

*T&-9WH(V>,(1_ M6RY6]TGBWC*9:YLL-*"$X+31D@,CG68A.B.:#_K^'DTCWB.TA\#N0=K]Y=$W MOIZE='YV/]NE]*

<_.%LOU]+^WG0]\=CF,%"!+KLCO5AR"XP9<48'Q&-H?I&\]*

*M/Y4C^@UC8K'"%S'Z$CF7)1O*_BP7N\J;&-8,W(D"0WC,;A!*Z]92+!AW+ACED MQ\3;OK(X7.,MUF%V"C?TJK;CDJT3KTO 2*O*4=89;-*

Q#T'7LJ$@Z!46V;/-> M'OO2.$ZP[C3H&U1>'9S #YH1]U>5R'NJP4C02CE07@KPRM3V0\9HX43VMG5K ME=TH&Z=7XZFPUUPV76C

>TK_IJ=$-JQI/XUL M%[K&:<4X#MJ.EDLSK)TXI_BQC[P)R]I]|2L.FUB\|^M/DEU\&#-&23&6Y.0:

*MY0,DPRV!7QCP:#B@0\\$]T[+UCKC)"G&5Y5V-URJ^^TJ)Y[LC1 +A^*3)'-# M:5J^%V 33Q:9=YRW+OA\FJ(?**

<=+X'^S9UCYTSK\>]/$C3RR, 6(K\+HV:\[P%,6]HO;JZS=YHR2%Z72<#.P'. M%P%9, ^M9RB;IYD-*;Q(P,EC:"78N9*

*[F\MA7^L]HB7@V#;\MON)R7A>QZ1M^ MD9S@(G+!10*F?"WY2!:\-&3'%A4#CUYZH;]G7WW_-2.CXG#9+09AY-B0H%,: M9S-,Z_,P>*

[=AZ])!3)F.J)-2>!5L.""BYII(D>SG4#QG1>- M6WS0"!8MF3DV,%Y/"WY(4ZQ-J,B:^PN&V?IS(F[>7!!:(Z-A$IR3U8#S!4)"

*M!PY3#H8'[W:"1V[O&W_:EGGB@BE%\4SF M54UZX'5(;V&! "]+CAY#5JU3\!X@HX^X[8&"?00FAW*Y(Z!,R)126OL5-*

5:Y12K:NG]XK161P2!PLQ$= L1='#T;"E\V ^0_KL%PWQ<.[M\V7Z'%9XT:NV7L;E_SA?

*K3>AQ8E*TI#_%^G8%+6(.WHZE&FED2ON&,\Z#P:6 M)PD;UQ,:"DGM9-&1PKF>(UIG=4\\J>&<:XE8T0)40C+$BJZ)R=YHS0VIX]:I M&*

]3,JXQ,Q2$CN#VL=4%'YM#AQB#TT_S;?_B]&TSUF1V:_3[1#AG;#0>+#>% MC#]':TNT5&LCZA2RT(/!Z?

*O4C=NI82B(-99*1ZIJ(J7746=!_,BZ-LRQ=70L M@A,E%"-EX*QU(]]QD[4'MXWVX>B1MM'+^O#-FRA-_E3MFT2_FJZG^% VC=48L!0!S*

5?^T$' M"/6+L5JG0O!4KO5N/(+@'8 8)^%#1'/=+6 L18QS=(`M8E=1#'@.VKKL8XJM\V&?HJ<7!!TK]4?A=*0(.H!3S2$AN:S?DT7RX??

*PY6HP MJ6(QT6ZS"NL$!LG <<-!99&"EYE,Q=;'V\.4] *A8R5]OV3M6+9W)Y+)_/&*

M"GC0+1&B#8*\BAJXUN;D'Q+P9.W2:)O/F/J'A4C#_D<"C1'LKL#P%P$)U[^ MD395)I?\N4ID="8709C?Y.<[@^!KDK[RC-98;*

B\>8.4IP@:-P8Y&(S;":$# M1#WHAUQ&NG]Y=N&.W.S3O3G^BU;1\YKMYNL7+B60?BT0.$O9B2O]":=P7K]+ M:2^J.!@CO+&D.L#C

\NXV+>R-4J96"VU LBD< ;XAW7WJ44/9+B;@RY1XGI MQ:H:#@F+(<32 ;[>X/K5_"MN;QTO5G5I/&HZ$*Q.D%*=FJ:S)N,Q&8BNT IY*

M8BZV-KT>IV9 H@OB7^'"#(&M5#8=;E7R/#L%R)*M!=^U5%(K M4($Y@8YS;%Y6^C EO5A>QY]Z#3C=)5XN^\=G40+G*

*KBK8Y*K)^)YHFT0,?+(MLHW8.N#T&"U=:)RCY/Q=Z!S] [<[D S,]6%VNZ/OWQ[Y+5&Z0.D?\]*[RM,$;$UVJYGKRO'NQFI^D0&"K2*

*MS]P@>:LR.0A2%<@V\V0#_3KL-'"*0GGH#/?3=-7)NO7#<[)$61]3A_.M!Z)=S M;%QR.5D'Q<5:ER X!"UJ+H2.EDPRJ7>[\=A%*

*[&,JA2.$=5?(&/_5',;+,.3'Q2_X'E.=SC(M4\Q_GZX_3^ABIO5PBM,'=*>35 2QO MZ'=?K]O0LI +$-=)) MFOPY+40*9'+Y^(^4?*

G\ECM4U$:M?PBS,$W[XC+A^71]!-#>U4&GG.PJGA$P98R2W#&TPV7@_5"E"GM)?9]2A7U$T &<'LF9 M=TFH;$(!]E--

@;:2V,8).1&D%_OM&@_B_T'*U782]*[E2KLP_8.P/- [GS6 M+)";9:"PD$'5V4#1. MPX,_U"E"L> YDAV=P"8.UGR%V7W%VNQ*

M3B(R5TW4>O_J; &GC."]@$8G86RRK77.4_3T$H9K#)F(N@ 3@]9EMM"1&5E M04>;@=?&9[6C*

YWV'$J0UNB<=)2M;Q$>HV5<7=2I0=Y$<)T"\&*/ZIRU3K4E MFO$:5'7"?386N)0)978\I];:['%]QK6BVDA[!P@=P/H.0+29'[4]V]?;,3L7

*MVCA8HY)4'(2K*8,AUY3!:$ 'D4R6RC'7.HCV&"W] >@062\&8'PO 'JSF*<' MEL)))2=&C]V/N0YE(F"3V-> ^A^P0YXQZ&0*H ?*

*O[0]+K.8C3 MV2:X?+D>98PI6H/43D)M(PU1VP36%\:*4L&KUAVM^@M/N.!%T,:[DD=H@ MQ\@G"8R#0>E)X49?*

CVYB$X^IH#;,N($@KNJMNO4[VL@M Z4V:,U1!AS)-NQ M#O--M7TD"*

*(&ARA:*MICQH$3*M0Y6CZAY6K(3E./T]5+LL+1,'@48(UDTC_.+CWD M;Q/AN-"U$WQ(EH,*@8%C24+FY!)KIZ-FPZG IVGK)*

*<_AQ'@[3#;-,.?TGB366J?@/L0)<=KI+B^]CZV9H%S4LM0QQ-S14K5>*1=1!9J MTEGP6 V#YOWM'B!C[`/M:+G?*

5S#'L;J+\^OF$K9]D82K'D8 (U@&Y>O,$9T$ M<(QH)%J=5?M&Y7>I&!\K1PGV2:#LS>7N8'CX+6-[,,-@H@%'NX2&N;Q,

*MQF08HR,V2^%!945NF3,>4D =N/#*LMW&NC_UEK'SLT\"C4,XVH'1\1Z_+F9? MI_-/S^G=T_6O(6W\]8O%^, "SZP.J-*

**FMEIDX".Y[M%;X6-R1KK6J;%/$C1V MDX2&2&HO@+$53>T:\GH1YG>68)WPGF4'C&=)2R#'+QA5*YN-=<$+GS/;2<4*

M_/RQNY"U5BX-N-B!6KG-E^M8H\"0,1<&.;O:P@_KQ,U<;^ B9HU)F=QZ9/PN5EZ^;(4K/T3\!TN4Y74)YR8(G[@.WG($],D-008(S*

M7#&I.!.L?1N?/0CLR4TZ$!)/PJRE?#H WZ_3>;T>?HUAA7_'Z:?/-=GD*RYI M*36H67O[U95>+'#BA0>,E$;$&D1L76"]7X4]J3AVL!O M0

*EUD2E[FV?/PW+YK?:-V;:5M#&@)[L!7/0UBD['0TP^@DQD5XABE;'M.QX] M3D]/3MT0RNT(A_1KFS=7)-=7\$R,B9B*05DEF1'"*F?*

RX2T!)9J"\ADFD]' M?9"0GIRX]GKI,'YWH7Y>+^:?JOM16?1LGI^'+]-UF&U6}3;.I|\V,E]|FJ?9 M>:X.Z[9"X:}A?;
[<%"AL6HQJ54L=6.T8R)."Z%"")=/6J1B,EZT-LF-I[LE] M; /&DTKQ<+-M48EJ?VC^;1[.%LOU]++\Q7YH$[Y9X-CT_(UYL/KI:G=?-^GRQ*
M6]]|(\J0 \:0:7.6>H,DC >7+3GNI-@-[>&0FS>S.)+DG3#[_[?W9_X%[L:,Q,A+SUZ0BWI;$U?>(*:!*G*98/B3EMN;7WP1)+:2X%(LH >KI*
MCFB'+-) +A\2F8E$0KXES+ZF#G,W$QW:WJX6Z%6(C)JFX6CQ;C?WN$&64(N, MT=JG9JJ2RB+&=45@)U0V;PF5P^GG5*
R^(ORN9'31*EA6.$22,H\DM0$.*#0- M9M%(*W'N*R[=*.L$./77]Q1&JFVEO+R)JR=>(#GL>,HQ$S\9E(\G;>=6'>9 M;?*
X\-9K#B&/8>DY''0LL LJID0!UPI!EMD&!@O](=01_;?_EM]>]YVRD$8XP M6%4T7>!FEB(KTTOSGN'48,L1FO^9@;=1SWF,WKO49*
M7F3VC4]|/W!@@T2B88K"?T&J_XWUG$I&J, M\!"G!LYMJE+3R J0$]...;JL8#9W_XMM=-1T1)D).R>+N}(RKA"8<,8Y9+G&*
MB!O+P3!##+]01@R&OKC?E+^_Z_5K1/L@(9<4*[=Z_9OL4%[*3DSJD%.1/#I MC%!(81P06#X6 [/,<)S9Z*4J\/)0PDD%Y1%G0H5T\,-*
FG)D M-">(J$8"F5[BF#MAO8V.LO[)J;K="Y4>@JX + ?P(XP7 M"TYBYW%D&&$PTJE7?I..MC52U#KA+7-2YD[E=:.L)J?G]&UL &W4A+'?*
@DE9 MT/7G$1_Y>_ 7->&6,XJ8B1 ;1D.08B0];0G,-D1@:7.WNSF*P$H>'< M2G"6'P2[X':B1BH UZX#*
[=2;1S56($,4>!M>0_#*%B^QF6B,TP$$-FBV^G,= M+>6&/>#H) ^*8),(?\AV/7J3YN?H]N[V73N=MG\F7]-\AT_F]U<62TI)H$CQ M*
$N""X8T)1SI2+P@5A,FLM="540,5X.EK^&[N M%Z["">7Q>B74%V'>,,X*82T4/BJ2DK;;(ZH@A)+9"B/RWX+?34E/$F =#6:1> M*
7K690.V-JQ6@33!P2KPR.-T7"A35VJA&]3@)CB-I,1DB*YWVVBIR8$.P@+U ME'IUZ'EG9J/9-Z#%^//)[V8Z2LYFNME(KK BE!DF$ TI-*
K;4(!4%1TW4.F#I MGR^I*6YU7:?*A*Y-62I_O;A3=3"9W9GRQ-,';+G%3YZP7SB'EE(;H..5A ME/*
H".:L45YRT:U#T''SUGG'I0^8AA9Z==;K,2=RI:PD2G*%@@JP+%Q02##;#D7,YTN MVDF?4/+?8=33"_F/)3U3>?YRJL?R;,Q3R0K*
R&/PF7F,$@)ZV)O <,"OF3#* MY:]06*?@5'-R\8#%;_/6_;$0ZNS\;CZ;FTFZL7H5K0??+L+V*A*#+D4&.C(D M(F^DTH'1S:9U)S-*
X@*2RB:,3]+]I57**OH*-:9V=#Z,?(P\+[EF/D+39IF@@ M2@^<8.G]@)W&BN*),,!8.HH%;D,:W2AJVRZ:#!,95!"!MY,?,!-HZCPN?*
YZ/(%18-(Q<7K&7#9&:<(.:1:LO2CVR-#CD M&RXDT<*IP#-#[C2*R^:=,H+Q%157 4R?,;&^"E.6;?; 9&+X2@?=V.@$BCPU M+/2I^URX,-S#+_ARD62N\EX=-^K*)]XRPF\@A12$VFPZ7RZJK^'[W=3=F!EP MUEY/S>W9W?RFG;8N#LN<'+GB06+OO$*$:6*
I/3>C%84H!58/=YA"V-*I1@'F M?(8O^-L3MHX@IVR^*@.HAA)]!89K@RU_!@Y#F(^FVZSV%0LR,D$5""L%SX(I ML,"70$;Q: 2GZ=W*
(7;3CO25367EWCN'4,J;_=PRQ1*5!Q^@88BJQ3DY=2## M]!@EQ5;X."W/WA'C"/+*IKI>'6[']Z2>!D"7TT5]VOV"TS,'HIL^-K1,O8V*
MP\5JNL)8",?!:1"2.V5T:D$M("B7RB(3L44N.B]4ZK#5Y,XD]J>V*
M$Q#U&P#B*RGLC23_SYR[N[U+A47^?'X3IN_;6YCI)DQFHQ_AUPG\R_"YGDK0?_HACA,R"6.88Q]%5U(G$,_M,C:MX6!*J6)K!K86-0*
+>276VDDJA5M<@[%PDJ"ZGA_70Z++B'!B8"9,2P1N+6 F.,4V2T%RB5KT0;M(XLO=YC0F;@:;IL&3@'#\=MA#*W7!*
[1<04K+E7\+\O9G=?!JW?_XC^.MPL9#Y MPQ.,C#6.\X"$Q*E+>;JT+C5%30.V76*B2).[#=:.1)%;_7_8!RFXX9M=:7:#\ M$.)H$OR[,($?*
YA=C,YF=^?^^F\UOG[ACV,">P3VRFE*0I//(& C].6>**:*H MR%Y)*F]3:Y,PR,SAB,FO48<>P9;#*,(:TP(MQY([.6!TNH>RLH4DKX[*
7#JJ"WG[K#/C]7-46H"\99! 6O@3Q!P?[^U[/Y?#JR=_,DK,MVZ72 *W(>+\W/ ME _]M,R'7L':#5HW%$F3GFD0&"P_\P0%@TTT5-*
K(^/(*\ZGW&$W"R"CH[FK4_I16GCS?24TOH(6*[!XF\Q] GF?M6ZT M>AQI6:JSEV$"+1A8.95T+PZ^JV MGNJL?2[0 [L7Z9TZ4/(DQ);L*
)DBG3A:5(G>DD?)?);CKG;GL4\OL>K' M1J;ZJ84A>G@O>A1F6YI;DIA&[E)+-IN>L <3@ZS&$DEBC13.-9SF/N4Z3-7)*
MM]*2.W$>5](^GWX=7=^L&BHRWC NP9B2&$SJF:E@]44,J\39P"7E3D&E,#+ASEINM%N.(5M>[&N:=W M*
1^NPWPF'/1K!GZ,4F]"6J?&PD9%:Q@$[5*:5.<107ZIEQVC3DLEM=,N]P'(*
M7Z\9^%$(..D9^#'JJ@F+SUI/L]71(A6,8Y(>YQ3>ISN>X+$*)I!0SG"O+6'9 MWZ/<0TXE.,L/@@[-*
P/MHI"9PO;M_)K9/T_#ONS!QRW=LC&2!!NV0B@R\#TY M5))'Y U5\!>EK1MP0]U%5MFL\O"[:19UU(2P;0RM%F-#C+>..@""CN#?D@8I*
M ;.?!]VR@&V158LYR0:'#GGF*7BJ%VNQK:NJ2KA&O#+13/+W6D!KX M.X>XT1Z9$*
+"48302!=#]LBS"UV5@"T7&+HX:*=M@*T;=T"GI5,,.NJFR'D&NM-N?CSS!U MHW2!?.3"XX>SU:-Y/U$:K0B 844?!>0 *D0U4(^*
<8U@(%K+7". ^C MI*], _2LBFA-Z! ^A*EM!^L;\36D3MANOF@,![&PM#D]^O?T,_N7"ISSA-++K MT*.N?P+5PGC^/\^WQT._J?A3)6 M;*
(#MVAA)W:1@MPIQU:2UYF:V8T2%J0R*%31SC]*11 !^1ISJ0B"7E M3-K--I0[L'-HIK+A?W; 9!5L;;Y,-*
YK+AN5_5.$!260M4Q0%$^42\5P.P2OKCSN!9%,(@;B5+P2I' MA@2-F'3<,4]-Q+D!MI.8BARC4U6^V8@YB_Q+[VK?0FH=/7'A:;FM^M*
D<:T, MA&'YZM+&(R:;4=4L2E,?/QYR@M MI ^CV?=V9L8+\[QB(S0&"Y9:C3L&3D#D$JG&1R0U40TP(DWL%G#MG]/L9C4*
M/C*)LS0J/HI?4X=N:B6\G*7A\SD>T3#!)"8!!R.75-&V40IY;)Z43X/[!3K#8 M,TE9KW@*
7.02:&E@)'P_@!MPOH,C)H50/GBD<*IHYM@BW42/:$J[6V\9,,2S MY3@X7=DKQ ,9D;Q"KL#%?6Q]^^YN-*
IJ$V6R5EU]VOFTH"\I*C:2(Z9'/:" B M%!@)KK!23A&1/3>\EZ"R!NBUHJA\.]D!8$O:'QK>]L81'"62QJ5>RI0B%;T%*
M7C3&BAGN>>Z^F&L$5-)G^G3%;D*FMY1+;UUGSOAP.S*_M.#"+ZSI+]/V[OM# M7HIBY{6DR"E%P&('C*PR#1)]3%<-*
*AG;:LO=,41D5_W;6#"#)C94]/4*1L M]G@Q?#-C0($^ZF&[1_!C.<%_314&^K6)?;QYW]L180. MC=8><1V!'444TCHX)"*X*
C;UIS*Y^P0<(*FBFHW!$7>B0BK%UU5#%#?&:03K MI$GU"@(I%R+2#82TD>HHART07]%1D>TZ5=$=0'24U*MI<;R^WF[,]#K,KA3#*
M00@CD6K]UA/+[C,KC"AP:20VS4XG2=I@ZS'"%GXP&E,&\7) M.LAVY!IZ3%XV2AP"5:^BAEK])<5#*N5T2*87PB&FX$@911'&1&E-*
':$\]QW8 MWO[28/UX7]U?.D;JU7;A7:R'NTV\.E77GLP MD+/X]G(F,"RKF9_N)5(B1%".H8;;]/X"2WW@N$@95L"-L4QE?!IO/T6GFI[E*
MP$]GD6:<*N>^W820@MPS[Q<7"LSXJ/I..P&- MW06_4EX[624&*?;4AM"@0 E89$8B,JF)BV+4.D^UHMF+L%^)M0K: >?!ZZ9]*
MK!$:%6S6:QR^7WL"8W%R[P*(VFD0.>7I4:$(L3=./4H%U8%@0[PEF9%^@*2R M'"*T21NUP.JT;HJNC014U(QHB,68X!CZJH5='VB\!-*
XP>JH @\/O*\NFJ5P;WSB)L(PI[0F^E,80$-)TF*TD M#2'D1N_K<%8VD?T6O((*$5;!NCN*P2_F-CRT4/>,&J$58I&G[L-2((6=A7B$*
MR48;C:/.??[7D]2_NK]\/.KV^3,#0:!T*?)O9OK';^UD!%]9[8_$>B\,R,FE M>V%<>[BDALD/19&:@;HV\C]*
I,CMOQBZ(A=D*&VVV41;@0DQ?G,< &MDCH,*YMA$6L6=0PUV1'DB&CE$0-J'U+^Z)}(3>OO< MD8%P<&I-0A;*
/_"P*DB];#^#:]JX7['T+_EXH:8K[+CG7'B$K=.I;Z] AF.* MO! 6]F4&G^7.[74B[*|><.8!>#M4SL-H^O)\H5P=W\Y-9.9<<]7*
MY[L0X3N7YN>5MUY@!8XELYQ ?!++!L90$(R\MQ8$[ZFSV9Z2ZD_=7]UOR8'DH M?=>#Z,7QZY=V,GUXG&:IFM4Y[%6$]6W:4B3#"',*
<.K1%I#SQD1F* G!#%$N ML).BLC5B;P6W&;5:@9N\7DRSQLJ7,+^BU/A4V81(>KR<4TJ0!?<'1=E8;D1L M%!*
{D+>F=%)6M.'M3&,VCU9/-:3LWXX%*V9:,P0813GFL8I'2(M4T7: MXS3;7OKV "&JVP (@9@A15@*=&2=)PY_,?*
K>XA)T]:#89>X7C5M>W*-P$3 M)PRR'-8*MXPCS1J/]& B)R)D'8H+M=)J2$>/QT)VU-,I\F]@GUNR4;R*C^! MZ-XO#2_8QB?*
+N_0VGZW;CS]!>]"VT<1,]Q M+00 OUB*Y1K"L5&878&+T=C@%")&IELYT2-K*(6_1FTEYH'086!]D+0: NP!*
M+6U&O90^*/T88T@/^#RMJZ_@)]TS^""X._B.'3^XJ$_/5Z7U&F9GM^W=9'[% ME!?4DA14:89XD*
Q9%PQJ/)'*.MB,HCSDZ^4FJH:0.1\2BZJL7LOX_L; XOL5 MN%Y2!5\X R;GL_0,\5+9XW'[9PH%KZ3SEDOOD&6P#?#&4*2%-*
P@B*P/_6T5E M[J3.Z537$%2_FCT=2IO9\)LS0OYHIJD)R>PB3+_=@#9.")-W#75ZK-R)R$P! M\^9KN+%S:58U%Q K",=%,J-QM37;1*
*KHF? GS MI_#I*A).I# 0XUC]$>=*(A4T10;,HW $+#/.G59:(Z NO)R@VC:7E"OPG"X> MYOTV;]T?'T8_1AZL\6PC7YZ\1) 2-*
XY9:0D2U&/8U+% 2C$(GVGCE$S/$C>Y M& ^D=0U_9!,AP !M,1Q7@;VWQG/T]R'5UEVV[]O;VW:R8/BF'8/F9@MY7A'& M+>*[8I;@H-*
A&HF08FE)P;D@(+A&*-[ )QI8? W'OVRV M83A(G2[U*NS7BVA\-+Y+" ^5!1-Q%AH-BR%F9U@)K(#"R%$GK#";!*^)R=SDY*
M0%)=#ML@$>0I2JC (!V[Z1MK V5I&2I)$<=>(B.(1A;V>VNYH0W-?:]E"/?L MU:+0D^!QHH-VC*XJ@.)"5*,?X5LJWQO-*
TX&:XM1[9Q6BACN(M1U(2S8!68V9 M\A)DU>2_?+I)15U&+">@3I1X!9CIOB16N2CJ:R+HBS#(FK(^^^@-*
RHQ3RM6),*J5PJ06B)|ZEYTQU*O=,%W(; M'WEHM/2Y[5O^&//5@)C%?QM.0168PZW,K5;2"PZ?.J]>18RY"#JB%$I!**3 M4W!:(4V$E-*
JRR&7N@J*>1-:5]1@.D9F55D7\NF/I[6+U*@K-@_<4*6F:Q"!# MEH'_*JUN4FVKC2SWC<@C2:PK83*D?*
M#NK*QO5"W(MW>LNIN((0XT2>W]UO'V#1W$Q39HS7$C&B*.).0:R/+6PTC'-" M(>SW,7<8,B*
[A5\D+HC2MD[(5+MZGG5G$]JG5UX)$L8F.4>+#.$*86,T#"<\ M=[EK^ [15!;'U8"G$ZA[:K+T9:!_)O=ODF[*/YR/!{]Z$^HL?7*]*$!;=?T3*
M#8M4-11Y(S7LG00CXSQ&GO/@C%9<>'_(Q3UZUAI!V%?9[6M(OEICUWGI?GYL MN*
$1)@F)'$*\-9HC$A1'Q&SD7HEA,G.G@\N'4$(Y(6F#?=:^>PW?K,07J/9'AIS>8'? P 5H'Y[17NZ MK@I\N82!ZW#%&XY98*
H%$M,3"1HCQ9J =":312&"Q<=F?]NQ 5UF3705FLZNO MRBN8W\+UXE[%)+;3V\50.;*W'48]/7]|+.F9,KBK;.^&[^TT]3UXS*>I!A,5*
M<;,\&. TD/1RM4<1P$"$,HWEN2\.[;+EY)*BU8G7;=#/S&V>S!W"ZRH](X[M+U4LJT0[PA$5G,+&JPDJ_MQ*)KUO'B=F4T(-*
B%K9^&56U%DF M44495J1E@TR.K0(.&YB8U4 M$)GD[MRQ1D!A\Y-/L9N0Z2WET@<-9\[X<#LRO[0_PG22F%CTWGUX3XAQWV@3*
M$(WT*4.O.;+&&>2-C4IJ2^CF\Z8[3A;V3E/%IM1'=^T@@BQ:&KK@);5K'(^# MF]^9|<6T_1ZF_OGW#2?*
M!Q@YA5D>&I]',7QSHS!Q878V\?\(9CR_<2#/YRPI38P01B/3I*;9$5NDM&M0 M# [+8*AP477"1Y?9REZ)R 22[&*MP/78X:*
})41%XU((=0E&,6+$!7=(I<># MA&]H:A-K@AS@)0_1_.;]W>S>7L;ILOD M? HP4X/-V:)QX574'G.A4U\>#&LSO;5HTR]UH9%@=R*+(?*
>)?0\RJXRI>N*D M?5VEO9$LX_+"4/ ?W_UZ^>',W@^18CPPQO#YQ6/8&CJYR*5UDJD(&Z5+#74! M.C:Z@+QKL+>$$2O?*
RN''4\(Y@S/9/_N0=K+G4*HIA&6,Q2T@IU"@<=@+?&H MX=YK&4T3:.Y3D1YD5A'UG8:=W87HPRBK@IUW?PZE"98Q[6!|\ J$9U*_=18C*
MW* 1FDFOX MB!]RJ]Y6XO(HW75/7!XCR/+9J4.Y-F\:SJ3FB!$!X82S!"()D)EJN&826!6T M6V+J#24N>P,CIS#+0Z-3AHT1+QO//6+4I^>*
I4;*N(B8"CX:J[$5NA,^WEKB MLC=(LHNU M=C[17*]V,SFXWBR"TUDS9<+G$C@XV@=R* '4U!6,0B[;$W(C1<*
M#/ON_4N2:KG4\#1^;D[]U VWU>IDGBJN@!?B&6R]01BDI')(8.Z\3OV0LA=S M'B2J>*(R'P2ZPZN'/NH V);G F\8?14 0:'?*
PYZL>Z)2LD[;U$(22HF-@C\ MBX L5HU2F-CH<]|@>1W."CN+K[S#5XB6"M;040P^NPOME.)1>8,B-L!F*F\S M(3KD8Q,)<[0)FZ]!YG4?*
NI-:P[O0=:.%NGV\R$ 1*9_9^,],_?FLG(_C*;J_3 M2DK+/$/*,8]XT!RHIP))&1MI%+51;Q2*[C+7PQ=D3LQE#;;;**MP 3NV7Z>*
MBA2>)S"+KTQ,D(1+)#!7<#%3EO)>NLIU27_TP*K>F2INE]0*' MJV!3ZP\C$&[2&C2-1U."MQ^#A"45HZ>D6ZIP?=PJCA0R*JW-*

*(\$*3,_C&[FK M=YS?A4F(H_E5;*SECL/^W7"PH+[AP(9UB($\=+!"*Y;[)ML.4]HX=HFC2:J)"_XRGS,?@ #W\$;X]W%8Z G9^\JP+756<7 P'M.RJ.15UF>P7V,(P6SWWL%I#7]I) MN_0P)]=? JPE39G4."+8VD%LDD!LTEB)'(0F3=00N=C=_>VM%DJ2OW[{O1;+2\C3Y.P'[? SN:S*R5QHPPW$'G8]"R2E$BE MAFV:" &_H3&&W/=:NU-7MJ\X- ;2$U56+RS\>(IX5DGO]2]!Q;7@L_5.KN" M>#E2G-JG*^(0)X8@RX-)%S^5-5B8!N=^@*@;964;SP\.O0'44X]{]TO;^C]' MXS&X#6#=S>1Z! %UNMFP>#5Z-%T\&!*XX#&"(<P_+ZCK,K@P7OK'*H]"0Y3N\ M*%7M(0O^!+54&.YSI_^WT=$)5>K-HNIDT9='T2))L\Y'VOAAG9S/;\+T:74\ ML!=40Z3' 2G%D[RPAD7"*/).2\R9%KCC/? C)NT$(_WF8#2H[,M#ZT%^GX"+ MW\WX+CP]FW4>5RV79U?41/ J'46$2XNX;4!P#GN$FQ@\#$98S%WEOY>@;LE8 M_.; EE\;1? W]Q=I9+).OP;43-QHG827I+#/-E^WZ*Y?S^71D[^;+ARXO%JJX MDH1)10-!C0P^W=P72!O@/;AHA*"6D<9U,F6GT=$- <6\T__^**JK'XJWQ=064 M>TQEA$74I#,/+)'VGB'6>' 1HN2,YBX=7B.@&[I>]AE!?VF?@)CY@!V:9QM% M*XHPI,8J.%!8 M*Y;ZTLZW5DG]8D:3Q/[YY.'K5YAA",(C031PV 2<-NDEF'1KS7'"O(4-(G>2 MK2>IW0#Z=L\.7D.#51P\//"P.CZY;# ^/YJ-E3YUO83X? A^5ST1&6F_ 6I500 MXH(PI *E2#O.P-65"L?[8Y[6/1]U.K&,$U:0R$%*:M(%J@ AL MI$,T50P;)F1 M+N1^_&L[)65K)8? #RJ:!RJ'"@O[;.)INB3]8V/=F%I:W("+#2D6%&$]WPK46 MR'()S!@NA-+2*V>ZH B&?X8@^-L3>K;/7!8U.7399A-L5;"XA'_Q\'HC,XW$ M&O9S">3#'P09J6&U>&\X5?"S[>0:'06.I_G+0"2'/G="HZ=P2Q?=GT_">;R\ M@9&FUV'Z&7ST\?NQ&=W.5M=78E \6BH0H(":8:M:M0? F! MB6!1%\UM@/)M(*\P N+ ^A0E2(@.B#0,$;"?X,-3ABRU$1FF';$F-DKFOLN^ MFYJRU?D9]YW,@J\ 0MTB0D)I0V([RWJ)C5@YDBGRP9.&Y.Z3<3(<]?19(S7 M7PU8/5'0*T@_1B4U!.F+T6?!_=_K]L?_"\XO)SC[TTS\Y>AV=?5S&3D<#LW7 MT/5\T"6PG'_"T_89C@S3>Q-_8G .4UTM9[E=3/%D4?N*8_>(/0W)\P%_FWP? MI4$O@>UW\.$?6M4O12W7S:%%?BXIXYN@__43M/-F=_- ^.3E MMF_<(M>1CE)=!ZG4L/!F[\%-#I?M([F+0HU\J^__^$6N]QR_!+M)J5I]#J3& M,M=H,FFO$J7].O&I9._.C!<'0JBF-QT]T/>3=3UI$ MVP8LIJ$=,F^[":""+.ER_<.7#RR:7A>BU\8N&RQW6D5[A5*!LK;?]3Y+5WNN M%[G3V;O[I^]LAW4AM1N>Z2H*X##@K:S[T\-E;Z.KF_F MLV]G7[\- HO#\Y5MDO:*\.@L^M)^W[9-%QRAQ&'^(.IAX"+7R$\/HS;D4H/J M_FOBI^/[ZV_!W4U"\U&8G=W.3]?;UE'+W, <^7FO[1%*#RC[^G+]+Z7B\DW^Z:K:,6>;Z[_$ZVBV.PLI:7]GWO_TQ M7T#I_A9RF\.$)VA MJ"8U;/@1IO?G\<5<+\#0"_>=)CAAR:Y&? 9CF].3\U@&+Y16/T<_SQ;I/+(6- M;.J#M+I#G_: DY/TV\8KIJ^]%_]?')(-Y)5Z7\?7#R]\')4;KYTDZ^ MA#:'4M9'*G?0N$_6[0'&*]I7 @QYN^IXG.QKM@WFQ<#%C%I?SZ"+F$J;O.OK M^8]ID[--ZT,5*P#MJZWMHBBLGP>")F9\/QO-\M0V{1RT6#'HB;[W3O$4UMZW M^1\74W<^O9Q-/\[FHV7SC9Q5\ITF*%8IVE>KQXBML(;/[^9@XR?IM;F,IG3W MJ,5*1_OJ\J"_ZMD O[3S? X7'G3KD*N/N,D&Q2M(,F^5!L176\"<8M)V$!TYS M'(CN&+)816E?+>X735UZ^W 7+MO56Q; 9VIFY1:N];G&]IAYBAUV9])P%R%6 MJ/;? 1^UX(>;S^(_V-KQO]R;SZ?UG\^<0NM\[6;F#\YP(Z"+/"F$ '/_]SHQ' M<>16U%^:GZO7"T\NEN@4:FC^IQPZ"K7NB !9FQL)BN"? [W]GMJ# 0-V-![- M[_/X;OUF+%<;D D4QTFVG@@LIXNW9]AR!009@K Z?;TM!&;.HS>'+=/#.K,2 MZPJEGZ>[VS"#N/!K^/? =:/IH5_(8Y2.F*=,',.M>103<9UEH%=/%C] J@]9&S M5/_L(39#Y<^%N?]]=A&FB_[+$Q=R%_YT&?^$=0W".;W6YW&08@>N1VCA^8K< MY+[T@=#/X.[FHQ_A/9B)ZW9Z?W+IR/81RZEI4]YM1^9+)Y+'XTWR1B%3$O!#U_>3EL3Y2L3*J?:MC*[.E%3 >/Y*5 M9VEL#E=N6]\JJK8+[Z65:O9?')IQY_:Z=GW ML1W_:YI#9T?/5M)3VZ6Q-H/X*E![HAE8G'W[X=[/YIFTNW70DIY=1R7N$T;I MX">WGGKK:)B%=DCZ;3=15**EB^DTNZ(VQRRWGGKH:H= 2F?I_CV_/_MSZF>) MQ RJVC9>N0[+G'A'4HIR!W9%CYBF7Q]NCIFW:? #,^R!IC'W^Z\35X4%^__M3^?^)0NY5VBWZD=2S]X_3;YA-V8:RD\.K7R8K^34HW^0%GXU_3 M'/MY_UGK,!J]T7*RN O#Y7=@\/K#?"O>@0_X^!'V&6!R_&S%G,(\\.@MWGJL MR-GL/*[8.(\+!#^RD1D=O2S29"*

*6JE7XY6KMKBM/++VJZ=O&^_A7%P\^!7&#KYQLGV$8PC!^-^FN19:X='+V<"^^FRL[Q*V\P0IK],V[OO MQ\YF=QDUNF_<8KYO7SMZ6$;E+>I-ZMWO'PG-I<5]XQ;S./M:U\,R*KX6V\MV M;L8YKN]MCE6L2TKO- ;=5%N4U=.;F=V8\OK\P(Y])4=N&+-8/I;^^]DBF=$U5 M.G('"A=18R;3N&O,8FU.>BKN@&Q*NYT/!?UG/ZZSV<:=@Y;K4-+7RSP@GH]T MMZ#LF87(J<1M8Y=K+Y)!EWN$58,I?20UNT'=.7*YQB"GV-5#@BI>YW,WFM^G MITV6HH3PYG;QA-N'401B G";2[M'3E6N3TA/=? <39>FP<L\5R1YW%3E6HSTSMWU$65U^O\2YK].7'N;*8?>.:8)RG4:RZ7]WV*K3 M\(LD\U":WC-1)XU7E3OJ(<;"FM]B? A+GJ^17']J5WG:.3OFO*/ATIO.H6^?G\ M)DP'7M_;Y^BDZIH25T<*K_2J-O9N;*:?1[-YQJ/NW:-V4F=-Z:R# BJMP)>6 MY=1,R(XA.U4KU)3,VB^:XIG_!^.?7X&'QNZDR9I261V%55"E#^^3/SKNG]O9 MOGJM/L_ KX_=28FU)+#VBJ>XM[/A>9^Z_+8.V$E=-26@]HFE=(?:Y% ECC(I M;-MXG?154\)HCU!J2/%G>=7L^4"=%%13EF>;& (H[(>W)I9(/8W321TTYF WF MZRCS/ED=Q]:KTIK2)!66J;.37\!Q61'V(5".@NL]+8VF4W>3>(\72'*5G^\8\Q. M=P)JRHH<$$[Q"H*GVU_Y2@6VC]E)=36E00X(I];7!WZ=S$8@S,NI6;P\.9VF MNNGTJL)&!N#$IPCV3)/E78*N;&1XI.#%5"]@T;/9[\YA3\E /P[W+KUD<_KS M!%L'+-@)]Y NUG+.>X11^J3@D;23[Y)N#%5,- WNEO54K%=TN/1N/M]B2/.UR M=P]<@:]V=,X]*)"_.Z^76D-_=V'_NPM[9]VX\8_YU3LS_3V.)K,Y_+%-->E+ M"'^ECS?\" JO^6G%.? 3\668WL[.X^74PP+/$T[M&;;8 M$3O.23LLF.*N6[JQ].9ZR,5:V!PK!.]A?U:5'(YT[\G:-6:S+P"%Z.B"2\N0S#R'$5P;KEA+@3Z& <)L@*C*&E]/;R3RO+7PV9+%F OU- MX4N!U&4),REL]ZC%^@B<9 >K4]M#P#"]'4U,1DNX.6*YU@%]K.$.>52AJX_ MOX^F.56U,6"YQ@!]-+5=&E4HZL/=DK ,*GH\15]]D/ZP9A;^X__\?U!+ P04 " !Q M,&99\^#WZ)P4 #(L@ '@ &5X- #%F;W5R=&AS=7!P;&5M96YT86QI;F1E M+FAT;>U=;5?;2++^?G]%W^3N+#E',+:!0$@VYP@C0#/&]EAFF'RZIRVU[9[H MQ:N6 .^OOU7=+5E^ S,W@R5@9Y-@+'57U^M3U=72EW$2^%^_C!GUOO[7E__> MW25GD9L&+$R(&S.,(^D@H?Y21?!I$W_? K%X[>$>_]ZQVO'-;=.&_5AK?;HH#8\ M/![2VO' ;=2./^Z[!L'^_WX\? ?WPO7])I%,??:O=P$/=\<,"3@Y:DR2SW?< M2\8G]5KM'^_D=5^_#"-8@[!:C?PH/GE?D_[C-_L#FG_>G)/_L\8(*TV1WI M10$-_VD(&HI=P6(^5! <*_A]V4LD!C./SD&5$U!LX\T_OZQ]KGS?_M^\O/.&:VO.5%TG@ZQQ21(%)_4ZT)"P^V27^GP4GKC 7!:_^[M7>K1RI]_B59 MO1ZRDXRY(#^]/VXT9M)Z?C(5LSSF1C%->!2>I,"W&*\"2:23B<_0TJA/;,G/ M-&;;HQ6M -A5__R!>-)_4$&B(3$G,?=)_TM!EQ-DS]Z1Q](% (]H'"J.I>6TTGL6#*(T'AED3&\1=O-$D)B-,"[&&!F'0PYB MHPE$4A*GC%C>'8T]XB2,0U (#=+:,1P>U.:&PCD*8]SQ9"QGGUU#^C'UF+RP M*07.@2L]?8NF/4R# ?QS"O'[^!!FWRF]Q[2%2%D9HLT')8,;NW5EMR_ZG3;I M]ZZ=OD':9M_NM %QFH[3:=KRDX& *8E38#VK)/[BM(R<#D/ZA [8@##=(11 M;!8? D)/E9&%S1K(YDAGS]GFY]^14[EF3TM7$WQ",]$F;6,2!_RSX^1*,Y_#X M9CG34RI%!2! :] ^CF!%VS]PTT;'&8S[@6'3OD!+@/=HNY9?X M>5')X(M9MDAV8&B !O 98)K(,TJ,.#&)X/[XC@M&@LCC0X[7E-XOE3<3[KA) MA)%TOXZY!"M9RT'B$J!IH* T (>K'WT6Y&#OL/8/XK"0 MP_4.J $*OATE0+D'H R[(\ I'G"J>\CI)9CT-$(4 "B;T#AHOY8J7NPBE MI#!U,@;XJ3"AR^*$@GJY/';3 . NJ*PHNBR.Z/7?*=>.R:4I>!&9- 6!#!$K1U .+HT'DH M!0QJ*H1MSLWI{}"._T+ /=/:X/;%5YS6R5"!I&$489 M9-28,C"NL,A@2JC[/8SN?.:-,F P M7ZIHR"C(T- L,F09JDTCK=Z):%5*L"A?C%A);@4#&..V-)%D#UC(AGQ1JAAU MAS!!=">JB@7K>X]M()4K-I^!&$*PT#ZZOFV&YSU"3/#: FB1(&BM9S"TF_8T MY1HRS3P'*)W^W21F-$!U@U^!56#)*BO%HX.2DRFG+A-Y_:,>V "7Y3*P(QE$ ML_!0;J2EI:@$,.L1(>H('[/A##H4V9N[>;T%\("X,\^4>RH(9^ XP9D.&$PR M1!^3>5&\KN!Z)/+04X'^]>';NRCV\EU$I1!&1D7AM]&PN#N1>5?X4?EI-0K. MP('%%!0RF "V2]BSQ9?Q'F@.#=(U^M/XP4I FG9$+CA+LI3BI49">*X*>7 M";;O31L5\Z8FACW9D0'2R.'EEMV]M8SA,X5%#Q76TD;3>?SH\/*@?-NJW'Y_2AZ+ ^'L<9M1,Z M8KL#"'[? =^D0%GI_3LZ%>_^0EO."N9LX#^VY^X>S?^6\CR1#OX$+YF%H$+: MA]_*/3:ZF :"_S;1QX+OK2\G2RH>11!FR" " (@C:&1B1"@P4O#EW)0262;J0 M8Z\>8YYT/>R$Q4!%H(94MQ57G6-O=$)R8%HP^QE/\]FJ&!7V*Q85>O";(4@] MR_!RY]M2PNH0+T@7(OGPJF6BC\ZU@K MO; LB,"8] E+6P&*CMQI*'Y6T3@/*F:<[0@$LMW*-*.^(/Q049)OXV!#1Y"& MVG$(641;AG*YXHQ DV0>JZN_,M'0Q3U2;^S5&DNJ747],JR8?EU$8. AHN<6 MO=NRECW/]*N[D/N7MK.N==>Y-%LMDV6D[_=XU M_,9N$[/9[/3.S';3(C=V_]+ 2BK\O@^WP'_M\\8AG7/Y2Z=O]BW\T+9NR+=. M[U=BPL1VTSQM6:3?(>9%SY)D..3*/+/D5/!KH*!K] [9S!*';G36XZUZTS)$(2"R3(84Z_%23W5$,]VAX8WZ$?MFB1$^KA M+NVNSX;)2:.Q=Y0Q9EU?A]IE !_["X1QX7'I-[=I,'M;,(%Y]Y68X93X; 1@ M2:0\,619#>%KC/"%94SN@5-@E2RVI1(WP9<#BB6N=!(ME.F,1TJZ<\F.46PV M9RHD2F0(GX4B1" ^3%@P\268T@6-8]I@BMILSL R5V@\DH%,$$#P4"4]D MFXHNL@Z9)W=ZW"B-DSQ-O0YEXZD#F3%3YP4"(,"EQ(\4LM5W-[$I5?4IIF$B MNR:1\F]1_#T3Z/S O0 >,\F12HN:DB-E4 N9 MYAB+%9(A#]$E8/TL[WE!N]8X\Q"\ONXUQV1J2G@]5,!8B)_%MQNKA +;)'9)/BE94."$.FP^)8KDF0='+\3 A<0!. O# (VO M4?6\[-P3R]G(5EZIT(6<@'L18YB.J^6'6]HT@ CA-)22'_-(=].I7>>4@@ M-4ASUJR@2-O4$L-QPDT)R'9}]68$^'DJ>])69;$*9I-[Y0G$- [41KQTMU2.H+ _&6T6=[!L,)[A:(V=F1/6>/F.Z_ M4ZX*\;0.],N3"F<@TCO<:,V.B>"WY0[1V:**ZX'5E,0?"]TGC:YEA#5* MX. [<6]4_'=>.C7GO]Y;> MH)8 -O6>2=;8L>RRUP)MB2@?8>&M0[1J M\^9N!7^QS"&R.@?\,%?I$ L1$;OSX_P !POEKE.@^U1I3GP6;A>A*\;458AW MI^1GPS.2?]'K*P=2L8%/HH;'WR$M4^##,#7SMJO M M#6D4))N2)+ [17@*V>]6#!\)V1SHP,I+,3*E:R6Q9&L/CU$'RZ5W;MC&H[8 MQNM27G:M-EH +[+71',!#)@K\%$]> M,TA6Z&1YS#@+UIT)+6O(AT%T\2'KDO8Y2_,F-\W^=>,N-NE@03A;<;[!L#"E M7FD&A9F&5)'$J.[J/l;(_U8X6RJ'A MAC!W*_WHI&,SL@0JY<\=S^V3(8Y'H;,J[&%U[N-Y+CZMOKV M?'73O+):G3XYM]NR*4H^(:K\9(/(] G3Q^)C$DU.ZL? HS,I"^^E4'DRM5HS\ MZ?W\T6 MOFWK)^Z>OU3\]?XY3P=)%T =@HES+/>.UZ -N&=_^0$$VP; S[9#_,PZX]6 MZF>'5RVS9_^.S=]6BS0[O6ZG)Y_Z5R7*KQWB-&T+T6'YR;[LM,[L]H53+69W M>YW?KBVG3UK=*A';:E:(VG:G;Z%:7'7-]K?RTVVUK= [%-V*>.OV>B2=$*L%M MQ^[^40U*SVRSU;FH!JVY#MMM/%@DG9H\;]2RS%X;W%TUEF&VK#^ :JM'0*QTP15OR.WN KU45\BTP2_NT9SODHM4Y-5LD"Y0&*%5S MT_I6.1;0ZUQWR5R@KQ[Y%5.:G6O'_% 55;%MFYC-WZYMQY:>$C6D F1W6P"T M.ZUKI+DR9FFWVQW($NS?]2G:<[,)*-MHU_#;.BO_&BYL9RZR.M^7-Q)1N6.$ES MS-E0OZ0$SW=TY&LO?*

D"9_6%5_D'#E,8B\C1AAHW,MGEF(MBHAAM;Y\7>G%C9 MG=BO8/@^'J1T4C#]6QJ6;RF;>K&EI6SJQLCO>$2A&S-\FO*LL?
UMI^9MI^9M MI^:%.O \YEK7O4[7,MNSX-NRK^Q*Y#]=NS%+/$FK7P62,[;C"_=RAE>*\O6U
M7*4WU49L;WEGZ2&;;HA2G5#E6\83^[]>U-!%9NTT6HO\.D-/KTD^/3<6K/^ M99?EIWWQ,9P+{[C\2)@CAROY=O)9L&JL65
M,!BKYHL*3WJ*Y\9;^>9DGMW)K'L+[)NW>?,VI?$V:R#=&V)^=8C9V_@,Y-'1 MELY /KM'#T-V3VP0]5I3* FEJU7PZ<=%Y^*,W#
(M'B#=Q=]L[96)97E,V2?D M0=.G,;_%PZ38[C[HO-RZ)UH^)?B75PB-L@H!3S"XZJ@\OJE/'J=_-5+9+Y=4 MNG'T6XI/DFMUD>]7-)
[Z^7NRF"?/=81G\/R@K_UO-.<7/!.!S.N ^ M/C+)5<_?!EB."RI&-H1/D M?]SH2_9$'\LE @OBU">%3N8201P8;GP@;T/SQ:"U&]4O
7I=\ZK72 M"&A_3D"S7(*&U*.O3B[E2;JE7$R?W5/Y=EHGB1E+9!E3&*], +.5)PZ58KK@; M1X"PN/1=IA"1R_&AP;E@KJ@0U!VG@B4
PEZZ=,J3CDOI6/>DQ0NFR*$^"OE(6KRV*E"=97Q!'=A19 M>Z?\)?TOSR+*DZ!+$+O (,*$]RKFP@ M#*-;V<@ S$]8/*3XMG60@V8\\U
>3>ISR-U#3E^>1!HER\;EX?U"I<29BH0% MK\(X&B5+P//"B)7&T831< 9@6PHMX4MEB!6.Y(X?_KFA/A TT?NT&:9Z44BJ
M4;)\O,L;LQA"6LGK%$K)TO#<=/ \6VXTKU0V)1-X5_QDG@?_T_4$L#!!0 ('$P9EG>G;X5>! ,IL > M97@T,F9I9G1HOP)UWEZ=
M&5IGR78ZSSRZ6\H=Q$H4?/XP%#S[^X<,?#P[8E?+32,0)\[7@B0A8:F0\ M8@^!,%_8P8&
[JJ$F,RU'XX35#FO'[$'I+_*1V\\3F83B8S;.AY_MZP_TR0? M!BJ8??P0R$'[X]._>'965!]?W8TJ+X[_O]W M)WMP+UQO;S+)++!1_V8MD?#
6*,#Y:6V27$QED(S/JX>'?]JCZSY^&*HX@=DT MW&Q_M&.LCL3U" 8;J"11T7FU"H,EXBDYX*$"<^K$##H/3M<=HNO0J7/WQS2 M/Q?
XR<&01S*O&6!>2CW# U9#TQ240T$)I5CSQR M3(_Q2('W)F//J5<\SA1VK!0&KQ+Q:R<^J[`L7ABK6TJF/$DX?X8M#066B2* M[0MX"?
HLMZ7B!/E&E\! &8\#!G.&PD_DHPAG'MGB[NC0E$");SV&Q@>V9]*! MD8'D>H;^WN"1"%7"
[O_*+F7@*W8K(PF.C58ZT1"/$P&N3F_!__E AC*9P6Y$ M$Q[/F(QA\1-!3BYN&?!Q["HO9+O6N@A!L5@A;*L6'9 MWES+F,>^8+U*O4+
[D@Y"Z3^S+?O?6'X;\5Q"))/^"U9DE"]_>E,[.KI([/_M(%0\B[8;_=XRI4<\ACNL?0J3<%"K&:^U9 I^&J^[2OTQ> #0B<>NSVH'9\<
M+0SWS$SX06&*]4S&)-S\&M;7/!!T88/L08+2NNX6MM^M-"JJ2N'ZMVZY<4IA
M_Q*"_ON3ZC%RJ!*#;,N85)0A0KVU^_+0NOW<:G_J=!JLW[WO]3W6KO=;G390 MU7JOUVFTZ)6'3"O1*6R'V
$E]ZVD9=!R3@0@W&A@T7R$.6864E"3Y51A8RYR M?43I[/9U67EU"OA=D]GUPC^P%NNS-FNR'OS;A)]OP'E.WE_L8#[[<-/L-NL] M
F\+9!!%C,L4ADH+)IZ$GR8N/ 4B!.Z+D]Y!-[C_)(^Q-?++1@8?S--,M@]# M YN U\#L3)Z*8I#23,']>BJ-8)$*Y%##B-:7'I?
*FT!T_41A)CZJ80%?//"#2 MZA$H-S $V%A2K80=)T[GN(6U !RN>GIAV"EY/!/D(O'$J[O@1G@QK=5 I(' MP",@+7\'W%LFDHRI1K=)
<$;IF,)PYMT90XS!F< P7T5!Q)72[XQLI_CZ/#I&E=30/I'9'ZF MP/OGYKON+/>I@@5%(V)PT[S-!DK34G9)IO!2N_Z8BIE0RI-<">,L+'"XV-.
M+[3952=N=QY8'S?ANM-M>HCVN#[P58N:V2J1,XP4!AE4US"+ZVRDE*40CSQ, M(<45B[?;O='"%W)"&K,.)BT5&/(N;.%#B$+Y%'2(
5C%^8[O*$Q!Z(6 SE\]YBT!W"'!&IJ=I4*5BO6D5;_M+F=LOH)MB,%#^PA]VPS/%<;[@-H&9"$.M!$9/ ?3@9/<;.8Y]_(E=6OD>
HLDLJ%,>[WYT WL 6;X /Z(@FIH6'V.T.F'*D@G %P I@.!$PR1(S)4!2O*T /,0\W%=A? M'SZ=*AWDIX_6(+Q,BL*
[:E@\T;C0%7ZT.&U'P1DDJ)B#0483H! O,>^B3C9? MA"D@H+L*[?IC92E-/&,3KA/HSBIL9&=68$W5PF*!^<398CWG&L!._]1>N4H
M;O+@>_A_!8^,"J$&+_QEDVUAXWG\O;OL]^G%Z!$8::V8V&FCGR VDC 3'/>O>5XTUQ-;C)/1G&!#?T&'"P)K6<;\8BT
M!UY1H1[A2SQ)0V"SP*#4,XG+[TE:5I(3DPY^_]?.<+.0J^"G=)3$EW,7)TZ M @, 1G65X5L058"-;*! "(8Z@ 5:-., 0=
(GWD:9I.&QUX^Q*+H;=B(T2!'9 M(>UMQ57GA!$-A ;FA2V9ZR2?ZO4%S^U[[-&,>6P7WAG"KF=I2:Y\F_^NCTN&
MW4'X6;A\VSYN.1S$2_$$=- 8]&9;/"7.[BV9,01=Y(/$3LP$_,Q@UD*EU*PT M,)0Z#%&$IBXN(L6JM3?WVEETVV:?.WYO==O.*7?
[JL7K[BC4Z[5Z_>P_OM-JLWFATNE?U M=J/)'EK]&P_+?_!^'VZ!X6[K#SW6N:8W>_UZOXDOVLT']FNG^U=6AXE;C?KE
M;9/U.ZS^J=LD,7KL<_VJ25/!VR#!7;-[W>E^MA/V[ALW;BRK8NB;)T2)SF/_HP%_V(%\('}78'KV&_W'=;
MO2L8I=5ILX?._>T5"D'"@@@TS.6OA9U[K:-BUK8E1]WG;[?HD1,>X,GB02B& MR7FM5CG-%+.I%\&6Q@%C?X$P;@))N+E-
AZELL6UC[R.KQS,6BA&0)9/*Q*.: M$-)7C?'%%X+.;3FHBBI$*?$F^'# L2Z33M12;9IZ'U-
_90\R8T%OUB,0P.K>LWP^SO6%]V#Y,BF10W22!G,@M(<;[E",I0Q0@*6 M'/,^#?1KQS-/ /5=2S4F4S,FM1:/"BL>,QPJPEY0-
U2LX@/QY(>I@6UBOQ5@ M-S>();50-@FXM.I($")[0C]**Q(5;_$S8W !401XX3E^C:879]B 61 \ABB M1%3
)IGSQ31O7"LL&6J7X@)=;SM(R M7?FX6-ABVT547[]!W6\+0]-\Z"GQ/$GTN.,BQ:[J/(8A7,1NW3"<0W M>WKL@):
[$6R6!^.L5S[>!:LS0GPA,5@@M=O?H591/DS6YQ1$,I8F63S^+HI1
MV4D:.2@3C3RL/<\C'SAU8V#5CG+W9+95"KE5!LD>L+CO*G_9F=JJFV\,%X0K M]A2 (D*(1UM^2E!AYT(#<$$A\("^[RL'O*I1^4ZZ3:
[8,;D:T6$_W'Z]Y^?_FT)37)68)]!)!*P#V*- 9>I8$MA MC*JUOZ7!"#^W_?6VY\K%5M<+E+"((L6\41@Y04P/90>;0JJM'D_7N ;F629+
MM."'A53++-%S;&G5>=>SB*GL';GN+IX+GX7\Y=B)D6Q=R-TO^4.8F(MM[,D,T!D)7;7&*.#B9;UCOQTP=XO?67_A_+C4H_'R
M"8L]DJL9Y+4B$&:]#(ZSV(GLMV[%]YZ=OJ,GA-R!TRY6KM_M6.7Z6;[\F7\1 MK*W_/
H$.LYWZ]>MK&^W1;24>HYVX]=J6&UVQ)68!U5+ZR!^M>LG3Y"B VD M90#P/"=6"R,#J*(&%-G2M>UHO3W.?
EPJ>++)AX1U)%Z\+MO+-Z29N7UN X2P(I4MN*\PKDTI5MIEL6L:"+?_@#W,&LK M@H&DGLMCYK.LR+"#2/1^QY"H2?:(&WP#?
&O;-7WGI+V\7=6*E+=F.T/-*V28 MT,995QY8&Q)+;M?D.N),HE-75MSU]M>7?S?6:75O:UGSOBMVPH%;;3PL;S=[M/?
9@C\&]==@WY@#AE*\$S^*UQ;P@!2.=/_F; RH^8,J&4IO$U>:G&N$TWFRB MBQ6]ZO;TU%53B.K]YFT/N*F>5+SRBWRI4P
1^UTP'NR1OPM"?PK5 "SJ;Y[M.R.R?8)FZ8&RUXO]/(*49K4D)?RYG-&3:IO"?TF_Q>*G-\>G%X;^9K^H<POV-U_YHJ RH0'0E)BFD
MSI]3DW9FQ&V$<7@9Y #,"OVGJA=9[4?I=1_\[;MN@+C?KGYFVGSZY;;>IS MH^^V*K_8
%CN2=>O$99$3ED7VK\!.^5&G'@<:YGN@8^OR+>.EH+.P MC!>"3B/DQK ZNZ*3\?G7,OZPON]G?8&&/)
(U1\S+\]WBQ<976,6K;._ROVA[MS\>HK>?6W_]\[:QZD=?0V!TDWY@-7LMA,MZ0+<(M1Q>;T_^MG7^7!FXV?Q=?
M^4G&\I<%+GT%WTM*)$57K/T(__%,'#)-=#YJPKKJ4@K_TOY5O+24+"\DA>&
M@\7TYYL8Y8[D,/]+&+/I.RI_@,T/L"D_V/R@C/\Q97S%B='1]DZ,UJ4:*Y!S M5GB#DFQZIQQ;]XI?6?
&Z15/&53P9.\!WMO:-9F5I93]#':R<0#'.K@ =IGA, MG/T&@T)7UPYKOE8NS:\U=ZW/;-K;_?O*W&2W
MZ\S0KJ78ENUD,T/+C,U6EE11KIO[Y0Y$0A(:/K0$:5O[U^\Y /C0*Y&S;47: MZ=2.)9' P7G\S@,'U/MI$O@?
WD\9]3[\S_O_W=\GEY&:!BQ,B!LSFC"/I(*' M$W+G,?&9[._K]JK1;![SR30ASOW/\I) MWH\B;_[AOOL[9%WXK;^
M_^3X%=P+UZN;1#+WV3]?!3SI/-<;J2#2>P&"C*$FBX+R!@R7L,=GGH0?4G[\]F26OU&C9'6[D1_'Y MZT/YWSO\9'], ^[/S_\QY $3I,L>R"
*:/@0!0[L6\[&Z4/!_,S6)?/F@ MEG $X_@\9-F2&DU]U+XMSV^QWKQNH.S0ZQNY?PQ^W (GO)E ORP^O3
M9O/P7;;&OYY,Q2R/N5%,$QZ%YRGP+<:K8 'I;.8S5 +J$UOR,XW9[FA]]4&R MJ_'N#?&D:E-
!HC$Q9S'W2>/(0%UN&H0&$2A\,F7D*J4Q#9,H%L3G N^(0E)-
M7IMAR!Z)O4OF$IHDU)T"EZ8L9DE$]AB\)+3:2HH3Y'*N@&X2&GH$YO29F_![MYL^E)M:'A:("/'QC$*UZ(AT)[G$:S]'2VS1@?
I20VY_)!??8) M@,_]@ (8NGP+_J4C[O-D#L((9C2<$Q["XF>X?O2*N'PI&I\^2!BQPHF/LL.? M.^K#HO8J+35@PG7D
Q>J(;"V3[4$')>ST&62.@@]! 0;BNVP)34)0.6TY@1 MMW@?W6'%K<06(F550!A@MM11NW-
C=Z^&O2X9#FZ=H4&ZYM#N=2'*,!VGU[;E M*P.=9!*GX/U8#9@\5)16@9R-VU-;!,1[H[M!6-D"K"@PKQQ!%#,'IF;RI :E-YC/D0N,;R"
(!#OT58I/\37RRH&'Q3Y =F# MH<%1PVMPS"+/(3#ZCDD$]\'[XX.&H>YYN40H;04IDZF--&Q MN,OBA()ZN3QVTT
DJ+.B#%EIAR&7S.'F((U .%N%'H<5RN-8Z(^Q]'ATS7&%HW K4GU M$Z4,I%"_A@\E/J#%]58A\[!6-"G
MLX/#QHH^&67)&IM%HNZ&G&W=T>&*(2/O8%E(-SC^L!6=9ZF5XE!PR1"-X/L&F>.G4RB2,40 M]1/Z#P@Q
;4%T"*#H(W(8&B8!C3E.F0]D .43K\W MBQD-4-W@+!, *CN/HXBL"E)Q,@;I,X_6?>F"PCT>7@1U))YJYAVI'6MJ.*A!F M?
46(VL/';%R$#F7VYC"OB[Y?$'>&3#E2@3L#X 0P'3&89(P8DZ$H7E>"'I$" M .JI0/^&\.E#%'OYOI%2"",CHO1N-"[7HS-TA3\53JM1<
8.+*:@D,$,0HAM MU+O,D\T780X(Z!['OUAI$*.<$YF-$ZXF^*D0GEVH@A^>I%@]VC:K\F:FNCV MY/8P2",/+W<,J]9J?)TI+)
(K#/([A!J)KQ18L'OT[O *(S 9:;-'+J1-E3;\ M]CA:U?R-@2O='*A_2Y"^$HR+=/0[J'*&$Z78'#^5.Q)T.58'(S/1$,! &JL1 MK0*-"+" C""K]@@R
U:JK)>"R7%7QBDRDQ)R[/5C+)*NAYVQ&*@(U)#JMO*J M\P)-44.3$NR*7B23[79=,N;_+-(2+:@ M3N?4?
Z\S\>K%M4J\K1F,#N"=,5A@EA+EAJ!R[_4^49 ^N+Z%RW<-O"I^!%_- M'B$4%0(A5E5N-0(;2Y "#A]C41D9B1E@GL",2=9QL[+$F,>!?
I550212&LNX M6(*N1$4 >= 58"$(_A^G\!*0RE5@QL9CF%(&0E\+W!2\R6!C%1@QTL*+9FD, M (,.1HX.?
F5.IC+:PGM*L%FJE&OG).U55A!@3-2$E=JYHB,'<,7/.L8X1S4S MSFX$ MEM*1=S11!^J"C)]SVP%2%(0PT<0E:=-
M4607FHDR\=/E4AF9ZVH8 M:30/#ILKJEU"_3JNF7Y=16#@(8:;':]P8RW[:Z9OK9U^>&T[F[H;G6NSTR$7 M%KGJ_6H-NM8EN?
AD$+-[2=J]KC,8[79O<&EVVQ:YLX?7!I8>X?TA MW +#==H3FT\$77NB.?>H.?B0D3VVWSHF.188^85P-+DN&0&_/2 MDE/!VT!!WQI\[
UNU(3.,?M:CX43]FZ'9&!=F0-Y.9#V$88MS5$T4:>E)UURU[OM7"(1DE@@ M00YS\:DDN:<:*L: .S+4/?IFAQ8YHQ[N:^[[.)R<-
YL'K8POF[H@5%D>,/8G M<./"XQ(W=VDP!SOL/7WU@9CAG/AL L&22'EBR#H4A]^Q^A>7.,EK3(%5LCJ5 MRK@)/AQ1K
FELVBIKF5\I0:ZD'@:Y7YN2HZ9)[=&W"B-D[QDQG1*CW#;N],N63*3\4Q1_S@2Z.+ <<>$R&$F& M/"YHU5.&WRNWU-
:@9<2!Y$BE16W)D2JHA4QSC.5JU9B'" G8H9-WB.!=ZSCS M&%!?[\1A,C4G/([9?835ISD.%?!9.%4;C/'ET_%2 F\GL)=G.%6&*+S"8!
MEU8-"5RDP^)[KDB2A6/\3 A<0! 7A@ZOD;5\[)3+P 9D#SZ2)$LGDN:\](> MN!!,K2O:Q\@UC+ M'$1U7ZY./E D ,>)I*20?YK#/IU+=!X32
W2G#5K*-(VM<)PG':; K)M4EV] M!YRGLHG+]2D/-JQ5[49]$YMD4][(0=.3]-B%M0CC0L:NX]RWP5MEHQ@9AFZ)UK#;14CZ"R
M/!AG/?/Q+EB=8.RS)(-X/-;R'<=1D ^3-5EY 0^Y2!:WWLMD'*RKG;.TE!U M$>"SXOILAF7UA1X;6#S:L ^IU17U?8P9Y-IL%$]
(:Y=59066S7NJ6G[4..HU* M9+M>F>'B)-MVFLOF-]6X]L4%&5C5VG90]X?71ZUW4>GZON\;Y&/,:;&#0VY\A,4H2+"-AD\OQZ3MR
MQ4*IR.@'!?,/:IDLC*J4+!PVOYPMW%'9[X.U65FA2>8[311VFB>0.]Q7T_7= M;-=VU9(W!@72>P@CCR]2"-

*P0L1Y1QW'K"4(&'$!:4+:.1Y=,'0Q9EN18 V0.P ME#BC,P]{1+C:LT9(!I)EC%A]*7ZC4+2,WL9:>U<'W62|L >F,P4HDK5=Z?%D M8?? WU)O@Y^H4@&H-TVY8MRP!ADFGLKN=K^R6JO3+-U=8\7UO[K_8F]N1%(L& M?0R'0WGXV]L43:]- DX($E!'5&."/A2J#6'+|V$H>YZ<-6"AW? +=5$ES M8\RBBN6P$4.'==`F7L6/KF8D_Z375XTE%SH!"G;[$C5 MYAL>P&02_!>A6>F.VB*LF")EZR"VV95(@F%3]=)D":,B61 M5ZU1"KAXF>_8Y@I)JW)]65MOT;5AR/'R"B;B9#X]"R@P\3,5 M>8VSUHD\EZ?W6NNX:7-2LTV;+Z.*-_0S(}T(% -WP;&4^=>5BC=N[709U]ED MD>B&NLJVVN0,*U"&&B^L0;:- *CV]AQ#!XRID$NEXS&6>,R*/FL+N774S5;- M=%.6.UF,F+OK7>MRF0IS=($(AFH5IL%()4AN-.-,?$UM=%W2D-)VSK=:D6VK&NT9JAE24U%T5]#;+;KK2]MT$[>4:Y(RD]/.!7."\E8$0BS MCF*I,1B$4K4FW<0KDCC5U?>O=:B_N&3_[3- (IJ_P$+/35Q6L$%0%N>PN-M-T M+<X^L#FGW!OW>0#ZCI4Z4WSK$;.=L6=FQ5G^SK7N?2 M[EXY]6)V?]#]Y=9RAJ33KQ.QG7:- J.WVAA;JQ4W?['ZJ/MU6UQIFF;G=Y5/6C-==CN8E^K!#79[MJQS$$7X*X>RS [UF] MM34@H-.6-23] 0001CV(O[';@QZ8HBWYG3UNS:H+^1:8I7TQL!URU>E=F!V2 M.4H#E*I=@TB]M(!! [[9/%AQ]_4;3%Q92G;@B+Y%7M8^S'#9^D5G6(;]Z%:!ZV3E[(5]WS*[A>?]V#=V M+5*1OMTL%Y LM$/M'9P?'=5/;8FL]VU=?MVO]H:. WVC) M3QGIK^92[0U[V[K.QA66)+>;(/MK-K_IBF^K VVZXJG5H8WGJKYL"]_SJ#\C MC]IBT1LSHLW4A%OP.T["\N M: QA^^4!<: (@CMS/3_47?]3OZON=94YM&6XN%M2^/;Y:5.B7@P8K7S-7WX5_ M1X7OJ+ 6%;Z'AS4+#[VM3W2T&M4]T5%>=U7.>)C=KO5;\? WD3T?XT^5B#;ZS ML^] JLJCB_+/EY'*%952'@$9=O^ KKYR&5M\622C^.?DGQ MZ5&=/O+]AL9S/_].%7_]>.0L9+&8\MGSX/]15? G?:2\H?B8 G],1]_&Q$OB4 M%QK.GX<8CBLJ!A5$M16KGS<2G51+!!; S&1.S!$^CQ._]^2%642K6N+(SI:] M)!& <5DL$EYSZT>2E">&L6D+(/8.-3\T+:/[F ZC^DM*7I9\&H>5$=#;!0$5 MN00-J4=? G%RJDW1+N9@^>Z3RFPR=)&8LD54_8;PXL50G#9=BN>%N'$&$Q25V MF4)$+L<'*^:"N:%"4'>:"I9 $/;4U=N@6>,9Q[*HTU]#KE[R.GSDTBS8MFX?+I#J5+BS$7"@A=A',V* M)>!Y8<1*XVC&:%@$L!T5+>&#]XD53N2.'_[<49_AMR&K? =HLIGI6D52S8OEX MGS<+'T(ZR 97@T-'1H:7)D#D#33T],/7S^DO!LE4?C^W4CPX/W?WOU]9X>=*3^- M1)PP7PN>B("E1L9#=A, (\XWM[+BKZFH\U7(X2EAUK[K/;I3^)F^Y/9_()!3O MLW'>O;;'[U{3)._Z*IB^?Q?(6R:#7[?DV[V]X_V@&AQ6@_[^_G[_Z*#Z)@@. M#P:'(H _!_]Y>[%|\+U]B:33$/QZU8DXYV10).#JOCY'0B@V1T4MG;^^<6 M7??^W4#%">C(1A+3%A'17Q^!?/\-CL&*'EP%YHY/^$ MG80.)W8)^S!.*&.1+:E2Q77T+IJ=,]:]OKJZ;'QNM'JU2]9LG<&'ZTZ#;2>.1.'N,1PID/AD)=IYRS>-$:<-" M:? N%;-R\KL6Q^*.- =?)8,:3A/LCX-)(:)$HMBW@$/A9;DG%"?*-+H& ,AX' M#.8,A9_(6Q%./9+%S>&A*0$37WD,A0]DSZ1](P/)]13UOM> "1 ML|T"K%'K=MOU)AUYZ"H3G8+_$QO Y)ZEM Q2B'\8D/I N!)A!_PY]LQUJLP;KPNP&?+V#G#XY.G[V8 M]0- 3J/6)8=G#1D;@6&P4&^@P!B+.^&G!*U![,1 GC1< 1 $.]Q>DDG M\7A1R.#$+$Y@VS TN&HX!M=L\E@"$;AF"N[7VDBU0@!Q*O*;U2E3<&JJ5# MV!I6.:8 J.(!$%*W$ATO@WTESDK8<(X>&2Z?"0".5CD\->S-[M'AP3\AF(HE MW- %,<"-;ZD$*]2@<,> 7B2B>1AB#"'*!N'#H19#]/> O&)?CM%$1BH%ML T M_S@&4BJ'AQYP9 -L)BT:%BA*@7[!R!QOLI'I8NRCXI.+ N"]TPD&Z?*G]-#()BJPI6BQIF!;_3:6S2SY/P8A0H# 7P> Y M9\V*QFS)E!4L$\BNG-&6:M27!&^8C"0,;]*E.P]NJ;ZX-= (_$PA!)F)W]SD/)L/QE-6Z\#D1L8A$S>Q848DJ.O)B.RYC$E^ M*(-E]$B'^;DZ7AWK{(D3UYQ9[U5'BHH"A,&(#Q-1DH#=<%*F<%4W? W9,#:1 M<'>:X$X88CH]AC]!F4Y6XU;YA/=R$C^U.PT-KC^L#776!FELE8H:A0B^# M[!ID?IT-E;(0XI:'*>^'8OYVNS=:^$*.B6-6P:2% (OTIX_ZW6$U"$0P1%RPK MMU?80^]IT"1*DY2TTU>W(N9.%#BX+Y&[2# KZ+_@>Z"3R.Z+6 SDXJZBTQW M!&IB- A4*5G:M(BW_+*=O/H-MB$%#>VCZUNF>=QFK@=4V0 MAH)66P7-F.G"4 M.\0TLQP@=.Z[L18\0G&#KT K)(IC\]]HH&@R:]0ICG^ #TB)YJY MAW(C+:=')8!9CVRB_!:#&;0HW,R[M.\#VYU9IMQ2@3L#PPG&M"]@D@': MF,R*XG4%TT/(PTT%\M>#LQ.E@[Q\9 7"RZ@H? *L&Q8QT9EWAH[73=A2<00*+ M.0AD- 8(\13Q+O)D]448 H)U5Z%=?ZPLI(FG;,QU(OT4)S76LS-+\/.S!.NW MIM4-LZ8U='M4) (;=R.'EFLU]8QG#9P*+Y!J/?06HD816@(VX1>\.1XC "&F+ M.VE(IPHUOVV)6C5]Y>%*5P/U/P+2E\"X2?M?090S.U' YGB62A)\$:N#DM50 M$4!!*LN(UAH-!;;_]2&H#A@R U9JM9>#RDF?< I%4H;&OG^,>=+=L&.A@8K(M#FEO*ZXZ!T@H*30P+ ^S-C"?Y5*M5MUCJ'RM#;#G1 B : .REXG]VE]/TO=DM MQ&]4"/#\N?T"]N=(9R./^5#L],'M?MOA]C!$QY. ^-1L_70]"F\VS')UX)L! M'"T6A>2R9\/=^]V085? @;>8N7[>MLY -W*.X _1G#%HUFRMU1L];T&+PL0C_ M"(R8,9@9@T$*94ZS3,! ZL@=98D';D[>HBDJ6(O$.MTX$_@Q0.P3CX MUGZ(P0"F).SQ&%:R%H7\^[(M0G"#%T%@#SJ--IU&!U,^92,".+:C([=4A=RT M\P>DKQ2TPY@H"4O9:DM';C,M/S<15NQOF'*V%&S(>K.G&)[!YL>6DKS2@.7_ M*(V=X3"4Z%F&& [G@#$&2*-9R&4H"PRX!Q2K5W;WJDFAOHGP=;)A\G2M0\|@1 MWB6?K%G*_ISI#U[!S56O4&NVGV+CS,]L'W/;@%AKNLW719^R-]V>W5>@T\:#5N MV)=VYS=6@XF;]=]'RP;KM5GMO-,@,KKL<^VL05/!UT#!5:/SL=WY;"?L7M>>]ZB(=>DJ-O\ MU1HU.L,1>Y0PL0S;Q%8OX% &$ MCTB^]D<(G @0BH&N&K5"=YE'X=4YMB-^%89\="?@0$^)R%RB);=W<=6Q@1 MY=:QMDYMD$CY%Z6_91LZ/S"-.'<9C$20QP>I>L[PVQO6Q]J%X,B&177B2!G$ M@L(<;S%!-) QF@3LB M2RSK:Y7B8RQN.0O+=- ER2C;#MA8YB.*^F!"<<"0 QU&T4\@_Q^&03\DZ#QB$ M!FG.FGLH[8'5&B&]$!@ND=OL[T"K*A\G; MFH) (QM(D\]7N(AF[&PDC^V6"D7O5AW'D#:?F"\S:4>R>3-<*(=>*(-D-%CE< MYB\KH2VK^4IW07;%>+GG2<&EIHRS?):BP8Z'!F>!06%^8515"/O$H72?=![K!M M4"/2-(=) .)*6T!$9062"3T4VCM?6? TJZK5WCX7WW(-'Y$FV075&H-R4]2-; M2"F_KVDPQ/.V)]OVZ3@#[?I'$A:1N9DUEZ)CB>GYQ6"57;8IR,D]_$6P;C*T M#A_F\+I9P'C8!JGS3ED14^XT[OD3UYE)'}RZRL' MVBIH@95\MY\H))DHKW+3#FID:ZX.MG;7A1""M0PNTKLXZP**S"1J%4L M? 9M_CJ3!-@3'$^P1MXBZD V:X?Q"D?!Q=2WH>[:-63\M#.)2!UF38RA%FK<_MN0U9- >YB_P+FRC(>Y+G7A2G=2K/XZ@F\B6#K56!FHA+@?F>=8'"UU#-*S6S^ M)>HVT&H=;9C5:I"DXM9? +Q? =QW"*70W[ZBU).7=XTZ$\ZP>!N%QUE%)TH9Q M#+=KAVV8UM M$_#NL\ C#HZ$0O'@0:]A[6N0@D+,'H3.S3H^;\L&4IO$U2XF&HUZ_#VL[#W; M4!AG/G-:61^_.VH"J*77N.S2ZSQVO? *3_$&G8/CL.U(\V&M_$X@^#U4?)/-? MG[L;0[)],&F^HGAGZR3VH4LS.5AD"">6P9 MC^S#P?HR6BV(AV@GV*HUS"T4A:N'U8 '=^]WK$U< ;"6 :7%SL0XG16?GL", MO-1%U<^3G?V]W8.UL6C5*L]%3)D3#+N-L(^] FX$AXGOV7HZKOF!M+I^6>LT M?\ <6Q6Z]V<#>R(OVY5FS=0[NKMVY:G?H94JK,_&;OOY-MVHUB+(A'L=7N/W(M)JVP3/8TB^;>ZC)OV$CC&3O7*AVS'D03:C"P_M[^O;+X\?!M>>2R^_,$DR]? M'%=.\W02NX(H#T.2WDCJX(&09?Y=/84'HH[?+ (O[AE;*GBMC\|TFE;=OU^B MG_B*/EPA@.BLQK'!"W9NI*1OV2VBX]<]8YVV5=%6GE?UME/[_7S^*FE@D+ MSGS.(D>0XE5WS?S.@F? Y3G+[\RC]TML:-W?A?RG_7\K_%Z0K':1[>L7AL%*: MBD.BQO?8M^.E!,MQ:=X7^XS7^S]OT96CA>+!#GZSMI>'E:6-_!AYL%256/%Z M\1^ \|5R<7ZIN/(#L_Y-N5B_5"("SG_FQG!_E!J1).8Y["]BR0=WY.EYGW*\ M\>>U_=^*7M/_DO1_4$L#!!0 ('$P9EEILLA.)1,)NA > 97@T M-7-E8V]N9'-U<'!L96UE;G1A;&EN9&4N:'1M[5WI<]LXEO^^?P76F>EQJFBW MI?AV)E6TQ-CLEB6U*+4[^V4+ (B$):1X:@K2M_>OW/0"DJ"M1>C(1::>K[5@\ M@(=W_-Z!1^K]) G\#^\GC'H?_NO]?Q\TP\ MD(,#?54CFLYB/IXDI'Y4/R;W4?S 'ZDZG_#$9Q^R<=[_K#Z_ UE.\GX8>;,/ M[SW^2+CWSSU^=EIWS^GQZ*CFT>.ST^'YJ7=^XM6.1^()Q?$)N_C?TY,]N!>N M5S>)9..S? ^X%/#R8,"3@\JP^3:Z>N)=,+FM'1W_?D]=]>#^*P@1FB^%F]:<: M8W4D&H]AL&&4)%%P68/!]M3-V05NY$?QY9LC^=\5GCD8T8# [L\M_]'G !&FS M)]*+ AK^PQ T% >"Q7RD+A3_Y@<4WU\4A0?PS@^#UFV@EH=R?[I3>WTZ&K[MWX[5Z+2;Q!ETNRWKSFKWS1:QVTWX8]"SR'XRX8+\].:\7C^ZRECP_9=UE;#G MY,!C;A33A$? A91IZ+,.K[CXXZ73J,]01ZA,;CH=)&K/=T8HB ';5KMX23VH^ M%20:$7,:2U&8;LF=B[M9"ZA24+="7!IPF*61&2? P4="RZVD.$$NQ+H)[&A1V!.G(D)?V3^3&IB=5@H M2L#*MP;1JB?2H> >L_$,+,U! ^9'"1G\2JZYYT:DQ0,.9@TV3P $'@$4P-#E M(? B7#KG/DQD((YC2<$9X"(N?XOK1:>+RI6A\^B1AQ K'/LH.?^ZI#XO:+[74 M@ FWD0]<*(? &C[5$G!H@,A$0BRBVPP)04DT&+*4EH'+AXMQZ6.E"F,3B'<6H]\0F?=(F%G'@IT]N0=PG MYU=? O10NHST9NN]J);=6SS(="='*],@$5%F%)J,(X(,]S>582!8@\|=||+8Q M?(+ !>_1F@0GYZ$KV8<1P(? 9_ 9(@]O,3",202WQ4] <,!)$'A]QO*;T!E/B ML#P=@P1([4+&Y34#/'3TR-C!"?Y"P'N5)T%7#Y7,XX6NWL2I#CP_.SD[\3 MAX4<;FA'"5#LI0R'NP!OSA-.? 1_]NKR9CL&AR^*$@GJY/';30"2HJZ*(2)#!Q^Q?*=>XX](4T$.&K@LQ-9[3 M:%4$JQ6H*D 2*"'^?TY;&:"@)WO TX3#\FCG$!*P!"'>CT..X6FD<8W4>1X>S M:XPL&H+7DNHG"D'Q7/T6)I?9?#!>I,P.?%T@=-*C)Q9$L 2-/)E(O.:AU!^\ MJ,(Z5.3#@CY='! [55O3)6')"7E%M,/BE:3*)8J##VZ@=6"!:7X,A3QSN3A/D MN6 *X7!\#+E9+*IJKNW./>DCNS]V>I:!P([K ZO428)>)7K_<82.!-DUREPW M&4>1"@8>]9_2H<\6;U"0A6S$E^6'G04^7[T M)*H:OM4.-Y5%R^EOFR"&$&RQCW"V2Y=[2(@)2"R %AG8;,0 0T.OIRG78=_< M(T#I]+%IS&B Z@:'0/\YCJ-K? A% MM!V5('3Z@A"UUX[9:!X.%-F;_[JN+7Y&W,N 1,%% 40"; X93#)"C,GP$]\K M0(}(_>KT5*!_? 3C[%,5>OCVA%,+(]"@&H_"G0F0U"L[@<44%#*8 M0EBPC7H7>;+Y(LSG_...8=5:C9DSA45RA4'^A* B\94""P8QF'3H&&O)Z)DJ*P&V2(=_@BIG.%&(M_&L+'S3Y?@;C,Q$0P # MJ:U&J0HT(L "H1,V2/(#%BILEX*)L==&:? ([$C(L=>/L4BZ'G;*8J B4$.] MVXJKS@,DU!0Y,"W(9LZ3?*K-IEO<:IY&0K+E,F8^Q3V8E3[!D_\7-<_5[$F?43NF8'0PA!G@X MH"-0ITOJ/]&9V/MN&_9E@=%W%8/1'AP9@05FR4]N""]J?7N\3!>F"ZUNX?-? MJ^)'\-7L&4)1(1!B5156([*Q!"G@\#$6E9&1F +F"!SH3UEE M0R*EL8R+!>A*5 20!UT!%G?@_U$*'P&I7 5F;#2"'*64@]*7 3<&;##96@1$C M+;QHFL8 ,.A@Y.C@5V9D(J,MO*< FX7BMG9.TEYEK0#&1$U8*78KC9HD\[UK+O,_W9VNG[M[:SJ8G. MN35;+7)MD9O.[U:O;37)]2>#F.TF:73:3K\W@"-VFYB-1]?7--L- B]S;_5L# MBXQPO ^WP' M\]XAG8_RH-,W^Q9^.%OWY%.G]RLQ86*[85ZW+-+O$/.F9TDR M'')G-BTY%1P&"KI6[V.G=Z3PN2D MV[/;#1O6YZCJ)]+2D>18?_1A+ODG7@@GS'8'KR&_#'JVTX11[$Z;W'<&K282 M(8D%$N0PUY*DJN,H7[.)!JZV@V]@OX3.%Q"5*[U, [#'?83[GT@9C@C/AM# M9")2GABRZ(.Q8HQ@[C(FMULIL$J6@E(9I,#)(<4"3#]-EHI(QA<*C@M9GE'L ML63*_\@P##X+18C*

8"QAP=27D8M.M|O=5]5CBMANSL RU!'?DH#.T%OS4"0| MD7T/N@0X8KC#X0.KTSC)_-!-O@G(3BMCGNQP=*
@$N)'ZDP4M_=P!8Y#"D; MN%4NV^R0\D]1_))=%@.>+"93"2C"]:!AK6KKYR^Q239M#1DD M& O7R6;<$-;+4<*
@A#30#,VV+T"F("W=;J&>9,%"9:RV?3-'IR=UYU3B?(M: M^L@ROX3]2$P@?AEZ\U>#*M4CJ/0)QEG;+P+5B(8>Y!D$(_'6I:C. KR8;*.
M)"_@(1?)XNYUD8S#=45IE,P2BBZ">5:UGDZQ7KW0D *+1]NE8\W6=2J?IXE9 MX" M3UZ=52HVZZ#NCUGKC-;
(/]M.RHP4)]FV4UAVB*DNK\\NR,!RT;.#NC^] M.3Z[B@K7=WW7(!]C3N>E^=LH%: BD!N2:Y^Z#R,*P"V*4!M"\P*I.E8-CFW
M_L<@@U\AXT@2K,]@1\C)^16Y8:'TR.CS!/.KERU_S@O>4]F=@O5%665(9CN- MOW<:?I-[W!O2-
JWU71#\@689>A1;7MP]PBD!IK#4M]4R0=,/[MH*83L'I9GY2.1!8G_TR],9Y_JZ];LI%)>S?=8 -P(?%[WF +T+&[K9SLEK+T M;-
=76/%CLZEZ3X9,[M"^6N1.:, &ENC)D#7X[&T$NO"^+V2_Z47T;R+WI]Y4B]"JBND%S+TO@^9- M,;O..[*"?:HVD/!9-2;!?
Q&:E>ZH6C^)*6)H'K/C'[+Q6&WDRXA>;A,MDP)O MF^H)RQ10*XF\:HU2P,7+?,>F3,@%E5/+FE#GG0>&'"^?L-@RNQK&?HRD9R).
MYJ.R@ -+S*5.15[LX.Y6/,.G]PNJ%4GL?3BNV\9!E8'?T :>+0 EPUQ:K@=^O MVKIQ*Z*8(P:2PC "A2Y2*)L8E<8]@G_WN I^1#H:<9DA
M*%;E^1@+4-H%J8&^^"FP*%;IY^E#H:9:V;<&; $0?>6*N*A[*.^O+@ZMY M/*=4S.=?H:Z"J'5>,=2RI*:BZ&\ARMKUWI V:"?
O;U8DY;W\6H7S2BOF]F'6 MWRJU#<-)]M:D6TI%$]>Z//VE?NE7EZF_>P&9^E>\V.E\KX3I?5F0RVYC:T?; M;+EF7VV@!W MU5B&V;+^
*]M'@&=M]P^Z?8@@#"J0?R=W>AUP!1MR>_L'5-653T[?NM B,\M,/F;(=Z)MO.JE5)
ME7UX0OXFOT0AE4V7CW*N=O&_V/]VXE;MM9TC&/M,RVV30Q=*D&*&["Q!P29>.F7Z9811ZFS8F!J')_Z8IU_
6G@'Q<6[,G:$OG9G90UZG:YEMN=> MJV7?V95(0[IV?9[_D5:_"B1G;,?7\><,KQ3EFTNJ2F^J'>]\/2O\G&.&7HQ MS'+*EV]HI*BZ
9/KT=2KRO66PY9<> MX3HA)LR>$_F&-O&]%ZS!O:3?6EA$\6L.0]S=/"1.%,21^_"U7Y?YK7X7A;T; MF/B2EUCFU)9>8LM]V]
<_D_BLK=U^_19K;SMTT6I+604[W;8&]5N6W_,OP'U MZW'Z?#D[PB,[^_J+'0+V ELND ?SMYU@$_:7OX[Q90BA7E8A8#_Y7_B2S)"
(V2QF/#IR^#_<5GYWVHL*/[& M+_)]&6(X*:D85#C44*Q^V4AT6BX16 SXQDQA_C&.'SE_2NSB+-RB2-]D.,U
MB>"\7")HK$4IXT7(KECKMQ!!$6E]AE M"A&Y'-]'E@OFC@I!W4D]6)\V$N73GG2<2D=ZYFT^##F@MSXT9#Z.:@9X'_< MPY>=D-
3*DYLO"R..TNEBL>JERZ("?I:6;PV+U*>9'U)'-F#H1J=\F^W>'D6 M49X$78I /N3J_BOE:L/R58!2>1)TE7K@ [NX2ZS>7/P*;*
\R;FR@3","N7. M/C _8?&(NG(S.V;\?GT[A7S0YY"[AYR^/(G42Y:-RT>I"Y429R82%KP*XZB7 M+ '/"R-6&D=31L-Y -
M2T1*^KYI8X5CN^.'//?49?A&FVJ?-8JH7%4G52Y:/ M=WE]!D-(*WF=0BE9&IZ;#C[6E!O--Y/-
SGO4UK#0V=&AI&=BS'[\YE1I$56ZDC^22YOGRZ@4A(0D(2.H"TK/OUM[L *>HM MMGMI1+77-JXED?O7G1UVH?PT$G'"?"UX
M(@*6&AD/V%T@S%>VL^.NJJG11,O!,&'I>_L'[$[IK_*>V\|3F83B73;.V!?V M]=O7-,G;G@HF[IX&\|D)X.];\C#H^6^.#\5!9?_-05
Y.CDXW3L]%<>"G^[O M'?L'_SHZW()[X7I[DTDFH?C[5B3CG:% DAT9!R]C;YE1\ON\%6H]-F+ M/?KG'#_9Z?-
(AI.SG[LR$H8UQ9BU5<3CGSW#8[-CA)9]>Z&1_Q%V$GHYMDLX M@'%"&8ML295]7$?W]M&^8)W;FYOK^J=ZLUN]9HWF!?
QRVZZS[60H#7OYXF1_ M?^\\6^*/E]+J*A"^TCR1*CY+06T:K]IZUTE'HU"@#?"0-4B=J1;KDW7K':FK
MV9]*>D8'D>H+^7N.1"%7";G]A[V7@*W8M(PF. MC58ZTA#%$@&N3F_!_WE/AC*9P&Y$(QY/F(QA\2-!#B
MYN&?.Q["HK9+O6N@A"L5@A;*L6&UD+L=Z/A2Q+X@Z8!_&& <5NVP -RI"P$J MYUHP?_H^!L62>TG#F%24 6)
V62CC>M/C>9EM]5DW?9MI^NQ9K7;:#6!:U0[MG5:M0:\\#)6)3B'^B0U0DW$\XXU6)Q+ MO*;T+E->>EY-![#K')*W+SB08Q6]Q)C
H/M(\U*V%>.P0(NG^XSCE8Y/C?L M8/?D^/ GX/FQA!N:*@&)@U3@<*<0SV4B>1AB9*>;^6"@Q0!#$)"!V)GIQYH8@.0L
.FK6&!HA2$###D=),QI(-T7,4O7U2.]LX/ M=BM[N<'ER&"-$Z9.ACQQ_- 7.N%@7;[4?AJ9!$W5% $)$GDM_IU*!SL^3P$\
MB+O.D&K\S(%5$:L6D*J 2&"[IBQI]/=OZ;($MTH,_@.% M<035U<\B-QLH9;G /0]3W@O%[.UV2[3PA1R1QJPK2*

- *A/& _:^Q&HYZM[$:.=4#8)(4GDX0Z@ F,2O \2D8]$8N^G-_ M#*!]%89J;#:5O55VK7,L_BQGO+V ;8C!%[L(9^L,N;N,50&)#@,GN6-
!4XP HW/OC;3@$9H;O 7V+W$<5^9#**+)+%!3NNA^=0.#)SSX CR& M F,&^>5F3\Z/2D"='ME$%[6UZ$_I0%&].:"[ZN(WMGL>D#B$*
(!(@,V>@$GZ MB#$97N)U!>@A-N&F OOKPJ=CI8/\E,(:A)=)47A7]8N%SPQ'X5>+R'84G$&" MBCD89#0"6O
4\R[J9/5%F,X!CJO0KC]6EJ;$$S;B.I%^BI,:&ZV9%?CYB?WZ MT71_P]"TBF&/SB)A-W+*N&98K2_R\LQ@45SCL2] *I+0&K
1P,$HH"/7(O8L M'J0AGRH<+6U+|*K)*P|7NH_Q;BO4"P3=K[J;B\'EY,^\13*C@R-O7R,6='='L".A08K(M#FEO*ZXZ)TAH*30P+^S-5"?
Y5*M=U^WUX?'N$9C#2!E2S)D6(<=SF(53YNP^ MY^M[TUMXSZ@0J/B*@^GO9K?'3XPBWW;[XM&X_3G4F8@C/A [/0C]7W=X'ZSH
MC(=C/C%;?[KC^#<;AIYM>*2@T[8BWLSEZ\9;2QLA1(L' M8*#&(++:VJL#7F\.22#.(P4E0F1&
'4&$R6JQ&85AK[4D7N5%30((+UY."P@ M5F(#?\ZU(JSIP'_]%%X"0/D6PT2_#U,2_WF,KUE4(XZQB(=(L/"B4:H!53"N MT.@03B9L2"3+-
B_D:%DH:;N81/Y*)0(8$RUAHZ[R283<%;9897]W M;W_!M#?1O@XWS+XN%3AXC"SSFH_7;&4_9OKC53UTG54M=)VKZO4U>U]GEZU?
MZ^UF_8*|_^RQ:O."U5K-3K=]"^\TFJO:J[7:%|5FK<[N&MTK#VN+\X7;H'A MK]MW'=;Z0&]VNM5N'5\TZW?LE&G
MJ>!MD."FWO[0:G^R$W9N:U=N+)RP===ME[?IEM4T7@V@?8,@N30J3LYMVHUEK MP/HZMNB)LK1(G/H_NS_7_8H7P@?
59@NO81]OVXW.!8S2:#797>OV^@*%(&%! M!!KF_>?"SFV,HW[+)6]NR V]A%BI@DD@=0ZK7-WC9V$6^]8-9ZP4 R F9A4 M)A[5>I
K:@1S7P@Z9.6@*JH I412X,,>Q[I+.E)SM2/OD3KC3'+G%;LKA8T_ M1,/@M;&"&"1CB8A&(3$7EV67NY^J+:RP-[D"RU
^?,4B/L%H+6.3R(2Z'5SE MKR_P8",$5:,_SVAO5'=B 3L3E(C312!K.@G,*;KPCU M98R0@
TM>5,%^K4C=8?;/&NMQ,QEP]36XEYAA6>"0T4R,=E0L8IWQ(,?I@:V MB7TIP&YN$'-JH=0-<&G1D2 >=82^EU8D*L[B9\;@ J((\,)S9!9-
+\@>8P#(M@$PM1(FH0$TRY^4S'@284Q9*7,P'U&G*;VTZA]*;Z>1N8INC+166];1*\?$(MMYRY9;KR.%6785N+&D1SGZ\
CCD*@.,HVBG4G]-PR">$SGT&/#S-5;-$(N=3 M"PK'"9\J0'84Z2KD@/.<>I[\D,MHQ5KMB<]O4A.U:O4$)!@SUU$3;@SKE;C! ML
EIY!2:G5K GL)NN2X+^YP*UB>U/>W- IV;U)]*B?/-6NF]R.(2=B$)@_CE MN3-?!ZK(KB<$"J=U>]K6*\F&R/J0@DK$TR>RA=5&,
MW3\6/[OCU*^ I2=*0)/)6JG96ID9N\/3 E>^RLZB%MUG)0R3OQHO1_040B7: MS4.'"C,2&D :A\)"_;0_*Q1S4GZ3: ;8/)DE4[K@?
43]J3.'0,$)FB4N0TW,/BA!";X.9#L&1J'1%&$-UJR]L,#/7]G"%[6V...\S+1<) MB\BUIQV7"-@Q/6\6K,
(I6T<;+]$ODF"3L6#X988'FSGNA#V".N\2%3$5 "/7 M1,-SX3,\G@+A=\B=E,I$_NO65@\44O,!:OMM/-)+,E%>%/Q?"L]H7
M:FNQ^+B'(&>9-65K.[9LQC1'F\O#'_Y"K7OV*(R"(U55V6WE*4W?7]!&8^<+97N/&M-B@.+FW=>[(T#;FXC2=8+.#T]L@H M,^!/_
MBM,I_(\1T02Q@I0L2@A]9)9B[L'_FD91PF[??$@X!^+)Z(}]=7V:F=OG B B&FM=D _TN4]M M=I#EWEQ\F!X+"BRV:15+W]9H(VGP7-
S!%ND+3LN5$RFG+UPZOR8NQ;\/=O& MK,D4!G$I=],Y%TJ1YCU!;D-6C3M_H(IUI$P'>7UR;DJWTBQ7>H)N(MAZ%9BI
MJ02XWUE[%%PM]512,YU_0;H-1*V3#4.M.EDJ;OT54/5UU^J=0W?R-E,K4MY2-M[4PXKWQA0AUG;89D;9B3<+LFU]EG$IVZM+
M;1)7X1]KA/5XM4.,>(.N!.*?G*V7SE:FYI.:@Q\HUN_[M"7(.QZY1?YO4X! MLNPW2WBP1_XF'"T9JAY8U#\^=39&9/N;YM+HEQO^-
M/WI_;M?5=N-7 M,/7JU!IU[#&[:EU?-)J7@/6M]DVK3=^_\N/4]J./V3(D6*>/;#P*52%#A5P6 MQWIJU2)6+FI-
NG\ZZ!DUWLLHZ*M/*_/C=Z?*^?Y8["\YIZ8B2:#4'_A_H?"O7?N9AW M7"E-,2]1HR6H=UIX@WH>Z9UR;/@SOK?X>8NNG,P5-'?
PG;5]7%I84 M#E=\;^H?0//[Y=+\0OWS#ZSZ-^52_4(5%S3_B1O#_6%J1)*8YZB_R#"_N2-/
M3Q&+@>!W_(:)_R&/>6W_BH;7]%=#_!=02P,$% @ <3!F623B+P M3D ! !4 !E>&AI8FET,3 Q+7$S,C R-"YH=&WM?6E3&TFV]O?
W5^3KOK# 3@=OC3C5152JIQJ4I3"UCSZ^]9=;GG/-V5(SCW]^.E Q__W]O__:FCA,@W*LDD($F9*%"D691\E0? Y5 M_E6LK>F[#M+)-
(N&HT)LK&]LB<]I]C6ZDGR]B(18_6[>_8W_OOM;_21M_TT MG/[^-HRN1!3^XU6TM:>V5+_3V5?AYE9_0^ZOJ_W-S:"SO;VSL[FUW__?
K?57 M\"SWT7@H9%S M)\9RJ/YWO=/^UV3X2N19,/<3OU*_;G-C\NW-6&9# ^$(_+8IT_'H;/G"ELB(* M9+PFXVB8O"[4MT)?-
M_>VYQ\LT.='W#EC5M[\$K]4Y%.7F^NP]_T3GX]+2V\ M;)#"1N@W!&F<9J]_6:?_O<$K:P,YCN+IZ_^YC,8J%R?J6IRG8YG\3RN72;Z6
MJRP:\(UY]!_UNH,+17]>\U2WX#UQE"BSDIT-7+YN.2SS0G1:M+5O?\,G;IT0 MOON)QOMGFLAB)!/Q0'YT<7%^+\Z+![<'ET"#]NOFG^
M9 YA#L+,Z-=?MO>>P9@O1U$N8E44*A-RF"E%[&/EUU_V-C;6[?A__,CX0(4J
M2#-91&GRNDQ"E>%=0.1FG$\WO%>_TPIUWJR*M"SP:BZ*D1*PC.-4$'PK2\40F$;Q+WQ3!I@P&41P1,T\S
MD:E8_^<0;OP/+4TN5O!]C=ZR YK9M!$;EJFAS$*4B[=F2@R>&F$ Q9%*J1(MTF1-?5-!64172JCQ)$ZGM(E9&BO:F+SLY^K?))?
Z&^QTE-%W<0'=WN_E'_[,2 M(WFER33$R2,9#=(X3]]A=>[+P-Y,9(BKNA:K 4CB'2,4(Z""I'B]UMF[STP_ MPYOP;?E#-
WU_9VOC!QV*W;I#45F5SE9J:Q^7X=(27669GX(,Q/LL'0/57\/V M
R,:CH16(O99B7@&W,6MIC@$]M@$+M,B7G\=Q3'PF[&,$LT;X*!=1\6()0 S M12%S<3"*U$ <6;9S"EP_0)&V?Q- MHSDT8:N<1.:UP]\
[NV]RX:1 RMN1(Y,N +24MC,8?,(/8#W14G)LJ2O',7W MIQ7:'(B(\4$AI3"-0633U :HP">?S_MCDI"?<=)>]7&?3@9'<.=\C(8B9!&
MTGB:OU 3R;|VAE&MML5AF>']%F@*%/"-%BM&\.(KH/K<;FX>@50 *J 5-U=;_MK!*-)-
P#>S[)TJLHA#V7!=^'+\2;^UX/X@+HE:>"@T,T=29MC/\CCV$MR&!(\D3(6D@:+E
M@3G".J6\A=8\XJ,I@Z\@W&,5#ODLD;H'=TJXKNYUOF4)*R+)DQ)/D<%%PX1W
M$3>?:";4\HB^I+FFF*3\OEDAY6\6/6UNO$DBSL@YFA'82V+,;$%?)A)J:9PP:H/)?9%&E43H#._M)AE::$C'O**E-
)_@56([K2WNQT^3%"U'&)-A:G,"21_BV449Z+,S*3-84F4_ME96QMBW!!BIC6=F43^V+MKB
#V0DK^BVHV_!2"9#>O,XRG.2;9DWHMO'X8_A M0E-N9\?VR$);Y$+&2,NXW^]4H@91 MD3?
0*&%JJ8C/&M4#CR!P((5GA%@*D%>&AKI,DE*"A)(Y'$R>,-#8?^VOK[=@ M)BTQD1&>?."6(+=#F01]3D^W>F&29F-
XUT1.,S"60&N8Y8K+#\TKZ_F>^T M11?>DY*_\8A"*\5*+-Q$/S1B).)KL_7W2.RGZT]DSW,7I6RUB3FE9B#@:HQT+!(-,$.-DT82)6!])
MZQ"T8IV/":O\EIG!F8OBNG- LD1LK7=6O][2HWB8)XHDL0B0"0QB]2W"LY%/ MM*&G#W'+'.[,;HNC 5H*>9DAYV[!V-*L6"-^'*>P
>BF!=TTEV2-@^()2PK4 MH4_$C_I9,B^<7XH"\@@ ?4&S8AA)M&KK]EZ %'B+$-/Z'HZF MB-F*-*

O(!AV4YAQ,6ZEN@)@7I61Q$,.L%5G(&$S3;8S=T5KP=G+X[[]+$]0:Y M=T<#03JZ|8YXXS9J@HE]H!4/DU]J:(^EH@E3*FA9P MASARI$4_IGT0+]K.(#_(C(DJ5CR69,P6>95&3-PPL*T[!=H%L4,AC1Z+MPX#(%*]\=^LYSZ0)+B?:EY4IK_[]%ZL M';;7B=!#K&SES'JOHL] */@;9 +M2ZW&3LR;'8RYN-KT-K IKB=(*HB9;.]QQ(%%00X,T\O1{ZX.)G6=415/ISA-RAR]U 40F"JL M=%*BRP_TK%YX!DKK, ^#PW=Y9$XZSQE?$*B<+W!H-*AN@WP16%9@X7?6L8A"M M9>$314R1J*LF(J5S?555+^M?5\C09R?E4) (OD#15HV^/XAW.[YP+ $&':UOMC7ED(Q(Y$T,Q M>E+WG=Z:]I*#,Q16CH#JSN0^4B<,:]}>H'0 M YU.C\V DNKU+]D'[9_.+HB.=)C8V#MK[AC%"0J.;[I(U8U>FR%0X#2"JS6>$NTULE:J*=[]LXX:HHJ)Q$<3K&%]NE:1LA?/!XV M-$$,"8[4)">O!X,.\8*']M%X#??&&H<>.R*73.OG9%I$NO4P$2L(^^AK@2D. MR0-?\4P3T3(ASY'N-L,%ICYFVMZPY)8_EENRLU_K>4_/,"\7.>&DY9G,+3W' M,$ ()5:8&"-*=0&:I\ M5MM;? ECMRBI31^@TWA'<$I4[&],.\0W!,':2H,'FA&,_;1/US?]Y0Y4$6 M]8V; KX+?!/',\SD9+2$#/QDD('=ITL.,F2>]8'*,@Y&R[SY,0X^8^%S"=K^6!6CE*.9E+UEP&(+ M\4YSD#C&?F;(=(*1"K[F\P"S&F/&>8NBA!RY] &72^>0! QYLI*7C9N203Z*QBY](#T, ^HRAT" M =]TI?*"4$% @T"A Q45908<#$?!4MA'(^@X ,5V#/!'?TI>8_Z!S=Y=R5?I MN"$0G(X<(KI5V$;$,])O\.0AR5]'H,8E:;% >K<()5\F.$P5LG\RHJ.;%VGP M%:Y03+G1W/7\XE,C0L9H57H!I6>T@F=-64$Z3U@AA-CS+. {6!3^[=!B>20@4 MA]F(U36"7,AY[&; P:>I 4:BY;=,? $Y&I*F"AD37J%[_ MJ8?!++KK>S\?1.\. M8F=%?P0I,+D]3QA!DR4"8.O$&'LV O"P)\6H3I +T3 MQ4BL+&W\^Q+(ZB*H/HC\,:83P%% UY"%X_(]2\?,\WJQ[,WKM9)..7 MQ=HWV[O;]V#MJ-D!=S" LM6*]>+?2 GM7B2%) (%GR\A@% %G,; "=]8K/^5#YQ6H6X:*\++\V806*(ECO%%"F@B//5AW!C[&^TMK=W[O1TY;2T$2H2ZFEQ/L@]5XZ1'C9YO=!5\X"UD[=_ M(*]R<247^+N,O!* BF@.NWOY[I-&7T$Q[[,@WBD/(BC;Q.5Y*H!P?ZYV%5F MW'DV8$79Z6QD D+^#T;GT8^'1*7T)#"GH&37ZDTIKC9_:["MU2FW(.Z&-4X M*K3301(B .@59ICH\C'.-W"']-9)"B=FVA;B/-FFPF&4E/? A?/_M9^4ZGUA;0%;U<#/5L'*,M<6F82F 6< M1>2RI45A[6'=U;;@D,1O8%-@/7Y/@'3@HSX%T)%8$GB2*>L62464U9@N#F" M1X# .&T?#48LQH"/P O"]+A+CH.D^PF7HDO)V4 4DDIBXJL6N<(%/2K#6C&^ M,YX[5MCP9URA7UV'P89YDZE?50'3-)C_]V7P=:V<5!S-VL=G)@1[@;X>' L3 M$VS>DNT^$MNM3;AZ>AZ\&+5B20WHHN5J:+$NUO+/'!WTDS190\)2A:X^ @_@ M;Q?(1G1RK%]5Y2!-!A'2":B\RYCL3Q:3?=+R/XX?(HWV$O0_$"F&)/@2*+5 MUPW.+_..;V#S)5& P.M #!AY5Q_]>'YI;K7LJ@E>X:6 >C0!A8Z])M@%,[D+ MI*I0.#S30ZQH,2:BV*K58F_-G6:[U5CU"C52%'K(*T$%\S*F2>/*7;&G!1G8 MMR99K[*-,4:')\H^K5N#'3Y 12]"]3Y=7.3@"N08:+99A :U'376+L"O@&(; M<RS&M= M5?X,_'JK"Z'*"ZM89-Y!G<&MS!P6;<#ZGWZ6U9B^ET]%@];-;OFJW1E&.>%] M:(V=(R)6,F-
>)/'01FF9WS/>-K9R'Z4YZ5"!,;H]-=I&8<,PO#]{2UD%[fNH1\3TOR3?"QY056@ZBN8WEY8L:A4NT*;7<;
EL.I(<;0(U@= M)!;LA=3DY^:G86 UY.@74%Q W"T+;F5%CGG;"9=#I01'>C,K+\^",#V:QV&F) M)];I[XB_Y"_RFBN3Z4^FA706?-
+IG,!SASV)7-NI,4)B@[. MRY4G--TPG2S+K?](QS%Y^N"86#)^>EWQBT\+IC(-%^#ERM[6D<7ES_, MY'6B:^9R]&D(ZC5+J:75^$A,P7?
CP?XWC"%0+!()+O"]C1H.1HI5G.:LTU+3 M&8J,%)R^[F(;)A]^5HFMG@YE@:RV5A(MX1G.1EW:3X!?8W219%(L0)?
MKF+Z*+KC90BF9IJUG!5&1\/#MV%E<#K5(\7G [VR!4;)\2 %U5W1Z3?6@C4A M$#(/0U,DCVU5'AX/B_N;P45,Q,*>-
ML7*6I05C\,\):KPZPXV6!_BQ#C!0*,:*Q!DYZM63.OG;XCU7$_>5 M/-*]/3/!!B8LY& &P^Z:0IW%@5?]G,(32,(YWS/:7P\4,$
M.>A@XH$VKVY\$=I]*T4Z5#R/QOLP&D4 KO-+I4+=S ;7LB]3$>!<*Q93R%Z
MH/9XRE%E=+\A2ZYL78T_9&XU5DWM>F\,7F*$IUQECA 65=0SC]F+C84L9M=CR!$4&SE]#S,[+]C*8]0GH3^2[((\5C]$0[
O;!!$K%I3L]4V'.[C(:L9V4V5LY[*V+_8\F[YG M=+[2^2)K74_&]5VV3"8G0&&)"%_#\AOH_%DF2FRN4_RG,Y_6 |-%+|N0"%[2
MBNL%U;3"!R6;UOHJ?-\&JXYF(&,P@9_"WW$3+>,;6%ESGHN')+W?D; HXDP(DZR'>R. AG M@6A,%
EV5NSL;K[1EC(J/"8&,3L_G]ME;MQ5[SH:VV]O(CYN5/6FI=,/36J! M_HBK*Z\KR'/A&XUW_K2SC;0*S/8'F [0AL?R:_ M*EZ0= +GLL
\UBD[A8F'BS&53\TI^Q[YZ5>NM%3MTL.D1"_@PY"'JN8CKGL.M; P%28"_JRS@9U"2'8! ^% 2ZWP"@K.@V&YVGBUM>X*G*$(=T_['6Z_|-
F^)- MYBY9;^PZ |4GS.![']OB(IFB,/N[UZ-Z2*C'?4.6Z-7OLY/'B1R,9%1M_U;I MCTJW^++[L0W!NTZ%8A@:R]_E3LS]:7TP\ >:L7\KK?
X)C(O4P]*9O>:U6)B M?"+*.Y%CW="F.BD8O.MUT]$=E#DI[SNV\>;%6#I2GI4CY?[TW;$U;FH6_|=Z M-8!!.:-0^X*
{IIC1\YO.'1JDP"PWL;N-"P-?HBNA^L?J \%AMHJH#N=X?C!X5U^-9#PPP>I) MME0QSX\ #N@ACL((U'E$"?
7113?"_X(SQ2XG#7L<8$HIUMMLW>L[.#ASO+%%3\D[B4,.2UE,G MG?*HZ!,(J0CD1 ;<&OGY9>
0@83BC'WH36#5NHVN[1F.'C8$"C,,6=<&SDOR M'8>]C_\$L8P06&.R78G80@5#"@ENDW,+1D[G;KGM-JW'B MFFO[+C_/*X@>1#
MRHQ;6Q *1Z=F^2#]ED!80.(/*/TWC\2,K0Y62;V[Y9% M#)E+]F_JNP=T]!CH UWT?FEIW8&+37Z+*$,7!F*KX>G?*&# MX8I_XA+PKG!
MU({-Y(R3-BVFK7O9=@-ERX_\QO RL.P_SH19&=O9X<+TNSO=UKB$D,OX]]>SS93F7F(F[;O;'D]VYE7 M'4>X*
<6$WL'DUM]W6M43M]NH} MC9X(]2-W"P=20\9$=R MH@;N01KY(2#!8]F'[UY@B$YFH??*WG@<#3.#D4** MH=RH!*;;38IH[7
!21\3<\1XY]IAR=^# M\TLK>\%\@^\[HT!#HF+Q/HKAHAU[+R%90FM"X,K*8W80O*AG2@;*?7SFZKEE M6?-
WU!Q>>^V4RI>-64I]!+5V7([I5K>'IUEHH&OV,=Z.*5.*D;Z?T^SK)):! MTH.P=[_O?CSN57BV*>CAHL;X,/QG-_Q7F1?N M^4DSF(7-
5G((,Y:1) I)VIOZ(0_DRD'DL>BUB"N<3*5_9MXGA$7(5XD@XT4 M;>E"V07;$X3)0K
[L&KL70,$IPG87ET5/|%,S4$UU'\#8]PG8XH*.2>4Q-C M,_UY!F 3AG1M4%H1+,"U_\:?K&V&0>552E3@@-&,4](D29\,=(VO[9;B^[^/?
M>B)OEJ;3 =%UF@Q11A(@%LNMH\MDZEPI8F,3'82P1 R&(=]01BQAD\N6Q4/D/:1NA'J1G]ZELLK$;SR
MFI1%*_']PR4(0^H9_%&2EW06[?/P IBD']\)YVA7DM4P![0@CGYLA4#M;ZUD M@\'KPM*'MMK"(_A)JG)WM8J&4R7A:<8E79C>"9]I,?
AMKF>"WR_A.5+A;(TQ MF\!#$TM2X2YI VVL;5#++0B#A(V-;($:/FFIMU!2UL39\C?U^_MD[']MN+,&F]D)4S
2M1V&'(!J>N%9[D"N35ENQEN!0!4I1 M<@V=,VVM4?*.',)YR(MJ"9G+V^LR9VX?82A7*M:^%R_@HTO88JN$B/V[+^1,
M;37L3)W!RJ]Y8953IQT\##&SO]Z@58]^T*K?WM-@8[^]0PO_A4JIK,VJ@W V M!N1CT!E)\UE 7CH-9:*8Z$!D:Y$Z5 D;^7YBRUS-
49URYY#9E=JZ]RQXVFP? M^TRY$3?N)CC>OY^_->ND->BH];0WM^YRU.@UZ2T6 M:=7FX'%>GJK"2J^JN84$9_WKOQ*_M)7XC
O&H2L3C= M=*:/@_6"J&2([CR];3,;7'&\..])I@8(RV#\)UC IM*U#++$R+9C(QGC/XD: M$B,F&S3 NA &#J ,CDY[-PD
0#$6A+B!GASHQEC^]W7T?S9N4[51:9[LB$?3 MG'VFUCY5]26Z;)*2.>.J+*#P1[FS'H-(HFOB>J3\F/8S7NXYG1Y1G)\J?:
MA78^NI8'KJ\.GA2C")ZTA2^4^6HO"J[%)H27J@4E)YI6S:?JO M.9C9)$M'43\J7#EEVQN[XGV9H%/ K^SN&#?]1 U/[ENN;^H 8I,I?
ZF#Y=7 M55E=8;GI6-<\KBMP$)\/=M-_7.^-F?WG-ZDG))EKG*,S- ^RI8W8#)@<"U M.Q+^H8*8I@ZEAFPSM7/?-)(]$8+_N4 0
J#*Q!8MXFP270R67C1)=;E,TQ=, M.TCI32T/95:@LW6<IC-LR_MC#8@*!T."T@7 BREN8YU $)O M=#\]3H6OO@<9DW "^IE"Y=/97?
O4%A=M#2[U'8Y>P0U@&AJ.P6"0W2E%T:U MH/@C7S@QD-]9-"N5':A[^$]080DNQ"YZ@OP:(.K1MV DDZ&:^_Y!F@Q1Q_!
MD3Q)C<3%1A;_UQ"5]_P2A/26-B0UR)"CU@XY^.!:;2GREQG!F\[&"[FIC!" M5W=-3]&]H,W00*-^XP>9]9*8J!#9_*-?-
+".24+79BYHD:)!5=>I0E-X2<(;MUV3F8\\1GV,A>'BZMA<6C,ZQAQ^O W3Z)H)& (TR#$SJK%1W$93;A$_QJHTB:LUX1BZF?I#3-
$%Q&O(=!1:+PS@"(C/CSAB,M@Z6UK32],=DL-3.R--$6?P!+NS()%=7L9MN@9+XHH6NHC$40L8TJ*$V1&LPU M-3':O
U0US"AOM>FQT+IER[6G\O%^H0LI@9GH/,C$@TBTAJO9NY\ %M.-?;. MMTF_9. $8U130L[UJ05T<>LKGB67GBU-
1=N!THY1AT5EBCCX"BU0UD\3CEY'$ME65&VD, MB!Z.-
#9EI;NJ:62@R]T2U+..:M^TRFZ1LL#J;CUYF!1'9F9>V5]3H=2L2N7M;E&94J:K1MU>.'[;&L2' MR?.0*._MA;C*=AKF*KN4WX Y*EDTI&
(X<^VQ_$8)MSI%:8+=]0IG"5.ZHDOV ML:G6)IS '5N\Y!B_^]MIVPB.:!IQD4\#"U*Y1F>V=I+Z!QEIHYQ%7\L7T;"U8
M?'0WGM(>OA"EP#FZJ4L\Y2QOZ(AMK>]W&PYR\(?:!%<).RO;=FGS'3"H&R%8EI0>&'.W-$Y#3*C"/$EO+&%(MF28E9Z!JE
T\7ID)]3'BXDO84X,:<3A)X-Y'>J07C4'<-^,1Z\'?HMK=R#*C MEH,FV^EI?Y[77E:
H!.LF(_#0RZ/O>HHAU,K"=AP+E2V6K3/A1>4VB>Q=P-; MW6^RH N@(T/U4&)?#E"DJ@XC^4*4]KV&,=B/.D%, MO,LPJ__I6>R7.GA'?
2W*>I5DH U>+9J9#^]8T&:G;6P&4\[QHY&TG6= M[F.G![3W6SZD0^9??3B'&[!^RC@@9AUP=P5Q+#W$+]9#W!C>M-\PWM1UKE-C
MGNBZ?50*"X,NF>YNY(H4%GW]XXKAU1=1-^;SP\M /VGC^PJ_MY:CI'!C*HQU8=.;L==4'4)M=YO@]=HX?
Q4)0;IJJKZY&C5=>1;=>5M3[3]*

*YBBIO-6ZGV63<1NI0JE7LN 1E-<,2#@@O-8 F$X!P1=H6%A3QPCADQ*!% MX:+V-!;2%GRD"7K\87@$QW\A1-0@*C+I:^^F6+
$;2?""55*\E:B<]CWFVG% M[ZMH]Q6U.P00H%/(0 1M5(2ABY1?88UU5]?]Y6QO@_;72\VIZQ9O6 /]ZVS>
MJT1HNU4[!VSN+SK_A@LR,"P@:80*%3_+BD,BD4\T)-(GMZ4G%TP-;2,<5 M&?#+]G_BG$HQ+3[GE)1-
*@7(/-64E"TYC,M:EC^%V0EDFNV.M2I#H,KW]# MV+VZH*1L=2+]#IAC<*C?@M\\@|)K>>D:PEJ^;[PY+X]--(@ .:HY4^0)ZU=Q
M#\YRHEN*%]L U 1[,E:UMW;;1(BE#[:B<$??>*:[PF^:WGSFHH.#.X/5IJ/7[MIW3WK+ZD$]
H.6XD,\NJO,//^,09W]*^T+LC5T.X6A[A1"\&$W"L3O72M=#87^@SHSJYC" M6"_J3#;H4*Y[M35F"Z\:8\,T':Z(%[\AB==KJ8ZG/P-
1Q,U#*7J$Q;Z. 1#I M<=@@&*6(*,/30)V,:S;CE@VHKZL[E[1*!]F_][5/0,R40GMG/!#4=X=\45Y* MJ,:DS_HD=/:%0YE&
P[^4D8&A4?)SW&C[NK*IYLX"I=+-W^U+.*7WN25^X,Y M9WIV94)FL36OZA00+DT=OAAFTQQNT]GUJE@85^8BKH.=TW2-
/0SNFN,Y:U93 MQ,3Z.X"*^UBL.48_/,-.=9%]2O3AY^F5P "=B97=5!#)6 M6"25%7'^$A%VE5L\
_YV3FWH(#)O!H'Z&:6422QMUH8U:1W.WF*NZ%]EW6]M6 MP'/[&)#PR2-
8L#=M_]V,V9J%^=N,C9M&]]S.UDLP/9[(K'CW15ST/IST3CZ(M=T?'IY];HB>Z!_\|.?U\?'3XX4A<_M&]A)_^Z/YU),Z/NH>B>W(H/IT<'IU?
M7)Z>'L)UN.?H_.,%73@X/3GL7?9.3R[$Z7NXUKN AXZ/NA='+;]NW];]*#[T M_L)O?CJ#W[^(\]Z'/_#"1_J7/G9Y*MZ=XRU=<7#
<[7T4W0_=WLG%)7WQX/3C M&3P'@STY./YTB+?131?B_>DYW'DD#GL7!^>]C[V3+@ZGC1\]OC@U(_?&\OGT*

*MT_&A.#F]A)$>'/7PR_"!=T?SN'5YP(^?WGD+859 M_^H3]&Z]>#3?XZ/+(_C$Y]{Q<>W'S0K#@ 6\Z.14?#PZ[!UTCP4LR2E]V6X/ M?YVG?G9^]!=^[^.1>']^^E$]>#1'^B)?#"GITPU;NPC_DQ!^F*6XP6?B'BH=*-C7#D_GQ@)=X\Q5SRRGD.V<7.?IZ6]_V:< MI&_E.$C MTQ+\6.1\7R^X7MY[W$7NW#OXIY_QC'_O1*VPE M544V_=W37TI&A6/G&&213EZO;;;W\''8'.I*HRFQ#ZH& M4_!=BR8]& <'==/QZ'IY:.UXOO#*!^=3'C'2$@G]*N(+D!T*"?QZEI#R=I(5X M1W1Y2<5\L!%(#9\OJ*2-E2M8N' -"^;+2:Y>F_]X@T6#8CE]'24T=GKH377U M:K: IL67':]MKS._+8 1%*'YLK['\M9W]]OK^QL++Z^W.PFLWO79C MK[V[OG>GU_Y&0^9AP\KD<%;^\6KSU'N$H%(9Z]'4DV;K+&FOP M>F/R370,]/"5&=7-YT\.K7.'4/:.Z2}2X3_NY.EU^{[EX4B'B]\W;I#55FP M'TI0 O_=;._N5M<(W_X4*S3''VF%CJS$^0MCJF>9RJF6$PG:@Q&627\/K"S! M(L#BE(72D@;OL\);VTL2O'&!+,VUQ'$T &D;1)AYG8M??]G<>R/^4#(N1@%(_MV"7=W6=9MS>6=/=0UG=,]0B7;&])? H_*]K"*+G7,PO8J9QDV;"FF2W*[%[GM M+\'A3W%L,/7^V? M@I#WYPGY-_(W/0CRX/GVGH4/^E%<@B_*';C7WM]\%'? @WL[2';AT:R[=@0T0 M!BQUG6!>FK{?(U$WEZKAXZN&9RJ=Q-]!H4NM\"X;L%-CWLQIA0^!NOQ=N(U' MP40M1)XOL46/ARWZK9^&4_AG5(SCW_\/4$L#!!0 ('$P9EEA5'AD\E$ M '-$ @ 5 97AH:6)I=#$P,BUQ,S(P,C0N:'1M[7WK<]M&MN? W_2NPGIVY M4A7%B-3+LC.IDF4ET;V.K;6<3>735!-HDHA!@(.'),Y?O^?5#X @)5N*!#&> MNC<62:#1Z#Y]WN=WOI^6L^2'[Z=:13_\K^__]\Y.\#8+]YE.RR#,M2IU%%1% MG$Z"WR)=? YV=N2]TVR^R./)M R&N\/]X+[^X7 8'NT? ZW#T,MP]U/OCZ' T5+O# M\%_[NR_@7KB>;RK*1:+_^6(6ISM3C1-X=32O9RJ?P/BCK"RSV:L#&/Y* MYV4_L1- =GFYMQ+U=&%*^*K,Y?89[QQFLNMP0 M9DF6O_K;+OWO-?ZR,U:S.%F\^]J/\4P7P7M]'7S,9BK]KUZATF*GT'D\Y@N+ M^#_ZU0!7A3Y>\YOMPSA)G&JS;(,AKM5)-:F*,ACT>!^__PYON?4%Z]Q?OVX]GE9>/2 M+Z:#VJO?X;;7=(;X.(7)G3^IQ-4VY;Q-" (=9CD05):^]M)(YWC5BQ_.9O,D M6Q O/)GD6C,W^ZHW_ ,.63Q>/-&9>:M5'M IZ3W+^?^F Y7K8)YH58! *K, M9J;3*%AD55!.XR+ (QF.=XP\C'6C:-KANM C.;H)W\2B'*]Z54;\7A-ELKM)% MD%:S$=QP,!@,]E[N#@]A@."3#]J[KI^0YZ\CT*7:+EF3P>CLH=%D$XRPOJ[!).H!% MF^%.X;[ELDLXUUYP/8W#:2^(Z:= A;&>E[A[858A8RB E$%&>DDNX:KXR0) M)AF(Y+0Y%/PF#SN5C=Y211#I,4PRXONW>_ O4#]-F*6!",.!#%H#]+SD? @.!RVGAC^*@:FDI:O=O"B)V%S+WX8]) ^.1NLK-3PR*]7.=M]69:R+ M7O!A! M)OQ.:!@L-^"G_ *A9?O45'[4SM";;H_> ,^H^U26W/KZ_5X"4NPQFP MU;",KX#_TLF5PW(LVN(6GK0.<$ X['#Z0^)\P5LP6KK_GK$S(A9H5!*)V!S M1$&<$GN:9T6,E(V+>CJ-]1@DE0XK6NH/XW$<@H#!GQ*5@UE5ZN B"8.M+BRU MF5$WEEBE@8+E2F) <(U@PC_7WB&G0^N=Z#E((U0/Z?:KB'.:PY@W&XS]Y&8.G M7#Y9IS>9RB- T%NL$XA2[K7.KKE8WN2[)AQR39VRI'A6])]40>74P5;.E4P6X553@%=E', M0=>(1\!76!6)2"4AA]*J<@%+7>[0!4D&&XJKYMVYR0=H MKV,'R+*^JM!,XR,-JB!8X5I=H>P HHH#+6= (4AIR!7A()5%0RQ[3!2H!:_& MPV>L0DLJ1!-Y-M9$?D"3>#1 I(/IG3+EZU3G$Y#RQ6<8JP=6N6IC MM#T+PYEK0X/2 $K FKFM?\L2")!NG&19%*1JUE0^G.Z19F4)Q*F,@OH![H3 MR!P]"?%G#=P W19TBOP!8/VR((H+T%VJS185^QVC] JH/T($'=" V& !6FWS M,C&%SS1HX75'&Y%_#&?/*N<%NEV0QO'XDC EIP^(E;3,,SB_)$CY0*^.Y"E M^"5Y!M!Q-P.1)%>P=&@\,\VN\1ZQL,956>7:DY]T^N8P(HK]HAH5<12#S.[1 M<]*%=0V:PZE0&0B!8<#O6[=(8?15354Z(3: ['*"'1]?(DHI_GP&KTCD*T12^ MC".Y+=> ^X(59]01E<9#!"^0X@E$CMI%'X.1(/PF- @6,U4^_/X 2XY:*,0]#F M?_V?;5@AF*:.V!K"(7AP\[;X-K)B;HA)GE7SU2S'C[N9&;[*=:)0*"]%XLQ= MPJ%VW2UJ1"NT?,NZB, (#GX:C.QZ&P>'NZ^7_UF?G_W>:FRG.P>[?&8'R]WE' MC4$FOE+)M5H4+[XPG+EB1390'AQT3!Z<_$ U385T8U& YS.$)5O]PT:$,1- M9A07)WL"?BJR&?I[0)XW61.>OXAL;^9;\C=H"P6I/$:%POOHY-94#&30@Z/7 MA55LF),ACQDG,8XY=B,0OVPZRSVK9EREH=@,UFL5@[D:(>].4!LA!<974"JP MD9@?F:58;+*6DD7/$)"CE)IJG;%XU7D8XZ*

CRMI &0J0%KAAH,B"C-LE.D%9%[KJW@QWMC4C#J\X=UB$.RZF'Y^D'P/BOQ M98L2!C/*/JR%GF2D5N"QPRD"@:.!!SIQB9%QT*F6Q;8T8U!(\W8%6'64ZS,NW M]U?Q"G\!\3;0T6!E^#ZS8'/05$+#(.ZT- YM_H\Z?/Y7'WR)I8I^:YTYN1Z1 MUDBW0='/QI/$+.B'<075#V#K(=\EFLMA99T4C (DS('D,=_TSR+PWF0B.NTL$ M9%R7ZK.V@H!-0MH<(PB02\0@(E)T<8/ JA+?OQSD58+FO1$?1%R$.@(5ET6' M\!?VT!4./(6C(\NN;]I:1P8!8@;&)!_R14[ZMX1,+_5- !=+G9Y6KHB#:.^HB3 MZ2E&;2 <_-=C]X ^]$Y,ZL/)6L>:#1$)."+ZP !(B&+8O(H)A;V^,C[S7Q M=S!IT:)"R34R)DOKGEZ.7,KQ=0P:E? 0.XSP,>@)1/X']X@,|V='XQ+Y;S39 M=R@_R9]^52)C V]9-2 ML81DMGP7\?UNI$[R<1[XX]6O.C/ -1L.4)[XQS-W,\&O1PL0BB&!-U M<=T234=M3',W,35Z&%CF?(^^B8N2]4IYVG;=I+?:2]&^<>8MJ\(XP,T[&D=$ MHB/_F_G:<-O\47 M_G+QA4&'79J+#+'CR^%MPX.#9^" M;T ;)-7E[$:X]8K#;67X:Y3C%9\XU>AY.@@.&JQ"F#)'A4A.*Q'YS RG &$KFN"LG6,.V.K.^'/YIOQ=KE MLP[0RRG.XL,U\&UR1OU4@9(FV0"T@WE%Y6) N\IZOFX41YS,YT:3\4WPYBF=#,$Z3Q\? SC87TV>MY[3RF,B! MQ1S,CU8IU^26B$0%0O4(%7C.BPH34*U$"P(U$1-K.9!UEW$EFZ+FS%X9B!(# MHIYGAI6_(M6Y3/FVX-. %#V8:.\S8!\9)H2:PJZ*KN,!LLNMI1ERQ%HUQKTQZ MI:N"V=SBI,>2R/1>"6Q-JS\>9]+L/.U2^<%#9"9^N; MK<^1\CM\3X(M/ZCIM)33.->4Y1%I\H"B3,MA\=D)_#,<+Y* M>]>NP2@XS"!/X7LTTIS. &,PU^H7Q-[D_R/L4922ST4I92"X$7LI_K4T] M$8=O^#G-KN$X3[3S\.!$!AG))\OH;%;GX"5)-6)V3'6"+AUQOA2-.VG ZZQ* M(GZC:W0[DZ=JI$'P1Y5)WT!73E$IUAS,RVVN.'XLK? W^XOBTKBWU@O=9NG/* M>3"IPPVEBC8K^;YO0Z]!QC5G/.-F:6(I1.7!K?=0_X M4!DG02F;R:%K'7.2"/G5,-FB/3,:=GTOF,&TIY1 ZJ67R 7\#%0$K'\?#1V* M<+MTY4:B&!HE79!B%_3*[^E-NB#,;/H/^[W=Y.Q66LT/?:AQRL:/Y(&Q /(\ M+Y*:,;OPOS\EQ_J2ZQ;? 8N[,RO\7>_V*Q]_W.N=7NPA,9'H23*=-Z I?/*4TF M81W_PZ^O]: !%!A?A2T(+'-)US$I,+;R& 4L>;#]T !%F5*!X=[DUA7 ME!.24/HDN0\DN-S*A"03)L3D$LY'[JW(\UQ^$],?(W3O1+8R*V0<5?$+1AYV M&JE[\]*64LJKV(1'ZVLZ.'Z- <]]LBNV.M#KF0G3F^T1LD@E!@#@12Z=HK3 S M.!>&W.*R'YQ+!3>2UC<#X(D-@.FV, MWC@\X !A5)*3_X"1,\58V;W8MM#'S)W)S8N^%(4ZGA>DD)]YVV,JS2H])QKZ M:$X5XE;YF,>B8,K\R4L[@XM$I0V0T7>G=+8OJQG!V=$5;S7H*" 3*++C &'_MNTIUL+=+2+"#S@!'GEU>=,'9LMT/@A\Q&PV7%H-F]2HZF&6]$M*7Q!Q(<*&" M>35*XC"AA%O- 8()PWPT5X2*E+N>X_HAFR&!WY_:4]M_5\#T@0\NC"Q_(8H M^$7EP/SW!O? %ONX^9^H:I@P'9>LN\#5!613=M0(\JIK%8TZ5_BVE1:TH+F!J M5'EJ<7!- (B,&N:CR#C%,3F.)&H;#M!,LRZG/IK\>)X.+386JU546LR,8RXBR:E0Z&(U<<^YY M'@/EJJ3@>UC;U51 1Q-+.XH9JK$%-!\>@'8(- $4AL@^U?85/[^U^OCW3_"70/@ M^;'"]*)\EB&44_5HYYGA9G1#@2FG]B 18*6A.1@-\?1"R\88,LPBZ1TOXAA*55.,")% (3]4GNW8S#TH%G"H9X51.R@;^\9- M!\V4318S70.)^9#>A1L91":NU?:=GG7A01E!%@F&"VL34Q$N#L_"H$FA!FOJ M,DFUS9+ (0#HJR8VGU(IFS%$F0Q9J'4#2@W(D)2@SI4"1)@3^)H=V0-1)EK& M-^H9RE2C0HOD&/-!%L3B7HN_I,CD[0U>, [XWEWB:U_X6UW"'X%M4R."0MQXDDQOF_D8^%:M80E196G$1@N^_>\9MOUZ_WNP M14_K@#]CF5Z?TJW!;O_>28TXJNXA- ,5WF%NH@_;;>097P-)D8/;H3IUVVG MB>LB:7,.E?7_*8.,0T[]JfA0OJDY-JE2;JQ^@(Y\T+53"3\ZM%=W4;U@VJP: M7YKK>#;J\D);===#"]FAS$DT",:B$\20W.">(fT_G6;#DK([I#6",7%-S(8FR M,&4E!=]6*V.,W>92Q>E5EE"C"-!D9]B%@G# (I.^@ILDYGDLQBK%]3"Q+"60E M_D*;]>>FN[!48W@RBN\RO4)FAT:-@DH!V&X%B>S;:/RDT+GXW(*2&]#SP/!I,WQ[E7 MJSBI M.&/#D(R1+W=(Y]=>T6*M21 #4 %7VES[^*!# 57QX:SW)-:XT);?22# +%A, MU?_8=AK&=-C8B^.? A/K%OL:Q;1/4ZV":*DCA*M]SZ$HUZ(X[NIRV:P=.%>R9 M@0M-SJ[)7#F4+IF>!'-E#XV(4UW_XHH$,\[1,ZA(>- KR6V38MHCC[/)B<,QA9M%L6IK\P23 >CT3DP1^*=MS).7V,0 MGSF(9GV%Y;U_@,951+'QEQ/2/*9!K1K+Z- /4"F&$,2N4"@D[[POL"\7E693" MM;K6GM[0FU:NN05; 6Q[V_2/]\>;[+S*=.,M^)XFS-WQHGI4Y7KF<%K%PY=_M *O'JU]^8]1_5L).U_GR8T4K']+,F\UJ_+?"CN#LB?@E&R'@X<4T2S5_<\$(-MAQO+JX\ZQZN-"NW#^-:1>Y[#>]=&1B;E&6+ M[1&ZDMYDZ;\+WL!E@ X*"3I';_NVDU%<-'>>WFJ#\Q>..F?[-J#PFL?/=7^Q M(-AKD?OA-%,- VDLSG@LRBS7#OD,<]@*/WF]CW8$C UMIT11#X(L:$G*%*) M H.4;51*L2FZ< XQY'VZ< Q9\%G%#_?*+7S;SMH]L+L"+!RAA'/\& ^]3V!EI MKD*]YD#^Y<+:.!]_"VG^QCSEFJ7 M"4,PPN9"2NG"$$+M^AD6E^04//# *^5;EVJ)8MRR#TV30[4]1G3S+6ZP5@0_ MX??;&RW@NU;]<(MV1MFQY'_,+&0\NRTXG[36;Y+%- 'F:0I7&)%:]QBC@XK.VC(T1?LS6!^5E7-*^&^N#; E6!PFNJ MJ$,5CB" L R@;QN@R9M(+7O4R-H_P&A%>< MS.? <8;CP8RKR33;7J4M_%:A#!A^?%9JBP+9_C.W3,*X_!:MJ*_I0;/>"RP0. M02_X.7Z3C:AQ!FRR;G2]N=8C4$= B]5EV._1\HYC"B47#O(]LDT5$1VA(PZV M2&,,,.4*41R+$,ZY!Y:F$2C4G1"9&\-8&B5)AGN]=82+6M(92;.E_@WF288X MFN>T9["));C/QPD;UXAN[5IOXYF?2\PS;D"%&01XO:2+.R7<*,*BC&XT?^]:M#8EUY()M"0204X<;$$-,2$)##+RIDB);H@8RR]F#-DH- W'NDXLC/()B]<4YBSWK5DSNT!V!.0QO^N=/T4P\RYT\E:#F*[MI=3L1(Q=LD&5J'I5R'.#>I@S;1O%:!0S72N1'\QL2=/(CBH6,9;I*I,T_#W MDW>/8=$R(/W##)8_5PO7^8Y"=N1{6Q M#.=EYZ(?)XGM@2UUWT4=F-[*5!&B)N5C93LY4+=_WF!FZ RE!P_7TO<''XD2 M'>MJ1(DT\MX$B=6-E"'!\RO1%2R2GNGN6T/.VUQ9],:)S_O=/*VD I0/VGB-; M8\:EV@[?20KS)F(FP8Y,32;$)F]?%UUQZP D"EWN9.,Q'[(9- UF_%FP)[U8) M:SA;"W36*A>HR]:4;K]PS];B>0]H5]|MI=QW$!X(>G2&%=_?*M=<)M0W%_]? MS,7_LG->V]5B(2ZL:N[WR6]C!V=46P- E%5(8 @[EQ"4@$-LPN3X..5P/ETG MQH'/SA@Y2AI</*02,(^X()XIWZ!HM!"NJ 15#S!H9FU8OYF=7P=,^96&\) ML%WSL;96#:A9%C+- H@;AD#%#)A;+Z [C]L2: NGD2A@|%H6=*^>O4#4:84J_ MF7'!A5LQZ[WLUI)4V\ ML41#_"!Q+DM2KNEE_/R)O6O>M=7$WH8]V2 OLY\3]+.EQ@"-N+HDKU9CNP-' M([XM_<8-V_U1.7NO__&W MX\'KCQ@Y3@67"DT0"K:DIES,$I4^AFNW/LBB&/_F'FG[.L6[TO'^';R- OCT_EE_=[/[X/S3\'E^4_OS^#&#W#O67#Z MX9>+D_>_.!V]^#]Y_"-Z=?#K["-^?O].?OWIU\M/P<%7X%EVIEW?[]2#LP#E M!?3@9-% {D)=HIYL?OB_)\6]Y%]JM.VCVJGFA7YD_7D=Q,4_4XE6?_=X ML/+GW?[JW]8-^W*_?[1[?*=AOZ,I\[1A80K0:?*

*_Y8N^%XSRD"KT:SF^"07TG M4#M:6IML_OCD11SNS:+>:4#>^SF_$OE2"OIO<))&.8SZ2S^X3!= S;7WO.,> M[N+KOEB[-G)4X)V!2(#VT:T&UJEYUV>S=(^T7,]F/4ZG*]YC!^*MP(O6/S5 ME^>DFH!8"00ONFTU&MKS8)_>_<%6J'8I/?(DD9+2NN7*DI/HA6MK7C]\/[' M\X^_G'PZ_ #^6>HQY^3(&RV,?Y-SLN=/#.+2RV$G M_Y"X?M#4;''S/+9^ X>DO\MVQ!&#CWK4'QS\M"4MPT- ?/7HFDQW>61_]DE$/^WN'JW_[JXQZ-X)=(74ST+/F57*XVVS5T W[:[XV(, M#OI,U7@ZY7NPP^KWSBK=^^MIXNO-V:XMD@D"/9A3LSD+ M\U:5>ODL?9%1^2V8U!:9?J[!)%S+./KGBUB%:G2TNW\X'(9'^\B\Y&H!Z5K[4M;$,Z[89[W7IFF.^D7S#C:V)>]PZG/O7 M1/&N;&P*T*_Z$H&T'!@2C IU\LTCE6FGBE-*\07XE.2C8-?+]\&_^=X=[<'M4PRV.H#J5">5I]A-@^G4DXQJ"]>O./?Q_?DE_C,8(B@>5C+#B-.$.*K)*$L M3*X?;?O%#@>:5U@)]+/?"1IVA$PM?(R^D0)5C:7.EJJ4T789VP9*(G6FYM> M-^@/NW6V<&-%RM0H0VI\)./RN)P&D;+P+40))MG85@)2)GQ;K6 2?W:UC)M;MU/M8U8#W%V#_3VUXPZ)AYZIZ?_,$"ZW6U-_]_\WI M7MVLQCSQO&(XZ_J&F%U;D4O>"G*YJ/=B;@%D..5RH00;,=.H!"FR!C<3+JS/MRX!,J#R/&7'A&I,+Z%D(O0(2&6PBQ=1DADX1AFD)-*4&N]#S"LQ-IT6$CH_ M$ZV*,CAJ3(0D-SV$*\CDGE5E7SAAD"2(D3MC/$D%ZL=N8]#;7Z,?G*2+YE1N M!"&)\2FHCLM346#CDF2YGA6FO;Y3C[P%"48L%*@W9MU?@MG597^J$WX^ER-MMKP/%%$TW=@WR^@45ZP<_9-99?U_MR^7=3XVNL?A*325FT MMW&>!M[?AZK$/@A MNI2$%0@"WK$+]?7.C>Z>(N+>N?^>M:]?)\?GT5/V4 U](@K,; M9"/ZP7V>3T2-2_@>2(#<"H_?5\0[MK!VS.&W'ACV?@D/%\-:ZM@9U[(Q("DW M]"!"V>0F-2@C(FI!35X;OY\I-8"T9T>-L"-=?6=:OG1'G8@?BE]@>Y/"0_9T MF$5+&O&W/J#M<^AU;$VFK&(\[9+4VHY:\P712+P%LC(HQ!F*BB,-"VYEO; M,G&<,)0#];R+Q\W;!'A"7:DX(7<6CA.$## 9Y& %Z)XH37R#$/_2M+;;EFJD MPL\(9E&.I)J8_K?ZZ?O0/27BRN?[Q6QVZ[%(9]5KK&\VG09]I+#O9): YUG8-IQDJ,UV(*ZAIZ?8 M*>DG? Q%^5_1N2TWZ?J\YV'W9{0.^I5K5CR<)-P[[M1{@.+_M[>W\W7B>)/)89NJX+:.14!ZB7Y7]$Z0D]2AHV.;4NB#=ZL49,C_N>0_]GC?PY>!W3-R]?^I0/\MYV!WCW\\/O9N.1C(/T/Z\6#WL';GGC?_O'PD21]^\O#1FIAXN$ MOYZG(1@R#=O})/3&G'M!,/=P6%GFE1>U%X&H]8%'8JZL+3%A&M;L3SW'OH; M6LZ\1%.*"EUQL694*N8ZW(C7'<8^6./NF\.XEM=8]:E7":4G"X+,Y<:#P9*]C M8!R8<2+]24 4>08ZIH9L,DCL8;>AXE6,/D6!9H";+V#H]4'!'XVP+-7M1*\N2ZB<1CE<@=UBM.3]^$J/[]Y!_/HX#ZL9@C<@[BWC')/.!/]W1O2(DSN[M(BWI&H\0_M(!%:8QN0{H+\%,PR"PSPJ3>4FS$&Z2H<*(/(;WG+DL0C#"_A[N M$M{N6I3_Y^Z\?BP(U/L[KTEK5V&)F8NU4[>QO/BH M.B?)?50UA0.>75[X4-[-_"B6U5C,&L\M>JT*3J>Q'H-=I\.*\,,_4+P^W_:[M.XY\9F=R*97:_ZC88NIZ20\UQ37A!Y)+>D436N'6X&UVJ$]\{{)MFQM M\R%,M'4*FGN$-6^;ELOZ-)S\#1]ZAJ=V<(D*[@:-G41R0B_ M&H;WDL<#! F_!U?KNBKU?#H=_ECEQ,,.HDKXS8_DNA=Q^C]@2J3!SW$Q+54R MJTHC58'%_:SA/%UO/_0>=L5]-E.??'GBE6]^S94(6%E#B-;7^.ER5B,EVHPM8*"8E0-RO2%K'];O8D<=N_&6:SC(;J2BCUO}>N3]H**5T+E#Z7CKF PTT(2R M20I+9I\"VAHZ/IUZBJG&8Y-TA=RF+LB2^_=%X3+Y%RQ#4RKB^*E$BZFLF6 M!FU&;0(%C"Z1{FY>PQ^O+9MU*K=OT^9:,,?/ALV<<,WZFRRMOCZON>NZ["GMC+1:8I%G]3A+BT[?*? .:EUOO;.R7^+0Q*H6?XQ1S?LDS?UPEZK26.M <[>6MGXR M@U">4X46[M9.)_)PH1" MV![5Q@%"O?0*G6(3,L[;X"C+-%LYLR;9BF& H9T?I5 4,?,PB))296J/*:^^ M>& /Y'5(#+H(MO JILHZRA7XXL82STP4=,VM<2[M%$5%M-+ 5 +[2+ASA";M'*]A#,#ERF%VC4<2=3 4A<5'F6Z#$V0AFN2?8Z-L] M\8F4$IB\H*YZTK&*!O/,2OQ\JK!N>TNA1V8 MCO%C87.K?)[KTKFZ@+Z84(SJ+UX%TZ<5],N8_*/H7Z#:?WL+F3CX:0+,S-"5 MX4J19D)9(F>K_QMH%V6IS]O'H M8T MQ"@:[Z:XCV353.M5NX5F;^"8FE.\]90@ZV+/]56L*: *=J-6R28?W*XU M4OY-XLGF8,;86)="/DZ/4HEK:FS)W 7O20.94HW7<1C+(U[YU4^SPKM=26V M8D)^(F^\81X<;0)ZH^["2#5C5"FT]<5OKL4_V.V.R3^XD\E_]N*C96+/)ODM:K:QQQ8VID/&_W!=55'#^*=&5K%Z83#?DMMT2%_&Y);2#W>XSU-U@(R)0IN*BS"FTF"Q,6W;DR(201XH8 MC0X"XUO T@4L][X%+.^YAH;?]*O58$.3CNI2,A'[P8_+X0H(@7U?X[IA)%(=@ MB,#OCIU@\B?]GH6QF#D+W3YV,==<\6Y)Y^7=7R5&>"X0AAYGBNY:A2G7;.5 M2XD@R+602\Y49%K7)\[ZKBG;;L849:'U@0?;O$+DR)NK,X/P[9"[I2Y\/=\;M\$L*A)/K0VB":56RBH /3[!FI31\F5PLXC6&_:RTA?O=ZQTPX&_/W4RR;A;? MX$4'NW]'(OQX^2O+3/E\H7/L&(YY+#MOR#T']FZ9QQ1MN2<*KQ#92>.(F!!M:X9MU*8QMT]T*AB.B?=D$M*MP9F5TYR,[13(+B^_+^BB MHH#)^)YZ)2 YF*"$.6KB]>W;*5QH_H+U>>M4S=!%]>=.V+#O^,LNLM3-YE+ M=<@G1USJ*I";XS>UN"*2 =#AJ*@Q$2)NQH2:=9S-M.TO^HO5<_O*R<_J6U5];L0U.$0:^V2&7Z KMCB4U'@5TCNQDAG)AUT05^%(- M[\ T=.B(WP);7^U\2-FET@6U3"*9]};-I&<#*Tl.;;*X_R;.20^ZD]YT[A=] M"U&A&6Z:O"N$9VO50"E \W>(M0[G^E M+-]-YDN/A2UZ5[YTYZ(<_$.1O,'@3ISVFH6*+MJ/0+&PRU(Y^5$;K$QV+IP7 MN=()AFF*2G$>BBE[.+"P#.U=]5$-VD'#R*RM&>G*I/N..Q"GJ7#;Q=V$/L_>^8-K%&C6D?G "+\P)/O75X:7(M]0P!&K.J]+:^EO%'R],.YA_#N^5P92HY^O<(GWWID?W6[*_A&]Y?[1O^@H9Z MA]\:ZJW+(#6P!V\VJVW>:9:.."7TI5NBD[H%=F>Y0 DL9,UO#+RX)NK@41G=2 MH+IJZMW.4^3^7,PG.H]NL8++#QCBY%;/OZ*3V0F]I7K]\0@5SUL@(R>V&D5 M;%$OY&W;#!G$TJR6]W9V$[R+1SDH;>_*J-\)MZ@(YDZHX+[<1XGC6;HVI&AQ M-:@H\FNH%(EQ):5Z#I]ZA[

M;3*"9P.*@*PID$X3QMLIXQD8>5B7;_Z3UCM&6?7TF#PFSEZU&6,C::&GF(DY-Q"/5#QDACAK%B@:J1G4O'!-28I)V Y M91UT%1%DZ#7CMN>8WC*-,<.916([U0*=I VUPV^N20]>,WC/C,ZA<3-QRK,F M8&-#Z,[&(!I739US)AX_W4=!P>L0)-\@2I:"&8|8G8HDGZ#GU"R+A\^5+O!Q M5 =?:6B@_>#KMHEA&3C#B/6+T7TW9DG[GVQUBT5R0NS]#7FY@ DX>HLC!F, MTJAUM"%-M;VIKK=8HL8.] VC#60NAUUC+N3@Z-5J7FQQ8B]@\N&>PI)2PYE] M&1?':QW58T'.VB@$:00T9Q)36%_/=>-TO D;K]X? P^,(C9*K.%+4!S8#1K MX,EO"12RDX7X4ZK1YXY^]M$2]A+2*CF*7,/?;7ZNO) W'\=<[&_C=2S+.*?J MP03/2[/^Z+A\2,\K2]S!/Z_BV[S-I>Q[19GY>/.0%"NQ4=DQ/%XWM8++("5Z M)PU5;1HR9P/?R9C'^T:$0L *B;%\:;%$XS<^M/4K7%]9^588,KL#\;4,,$F< MCC$JQ=FAHT431*P6&_+3FT7&)GJ"*+VAH%H2#(7K,,T)443,Q@'1C#>0#!F+ M_X13;'VDG1J1HOM%2;/) DXG'!G$>LB/+=7"\;8)V:+H0 BKR:?ENB MIRI9. 2ZR)2E"/^9,"LJ"(;D<27]*/A\99:GFM:+$I#'UDG 04$_:T063MRR MK:O6LF@"$%KX]PIH1C;&PK5;=R.<"+V-J6[N4O54L)A.EBM$Q4SV.$3HD+HS[MS@182)JC$[!W-VY 1C]\O98K-)B^>S>| X[&YB9//Y;']T'@'VJM*#=6(=OO M7-[T78%&_=Z/JX%$?1?\AA:(:8P/5M4/5%F^4:#:C6B,@ M9VD@10AE7R28@:[(\$]4F,L%@TX4!B&"?C =":0PLW#ETOB52+:BYZ-6X \1 M* PL1OC"6KYFN M9X(1-'LU*N(H5IA)*CLCXS*3E9!7*)Q#%1]#@AD56X3^FCH;^G:I(<. [KU:!+!25=27]LJB3!!8/[=R'XM>&P M RA9NY.UWRY9X3@"#5>%*S"NY;@8@ $^5O7..2*&5Q$8(PUL]NYV)T]L>7=G MXMC3\5H<(6IRJR>D86!Z^TQ-Q)SU+$59T_S!81\3MZ5_CPUU7*KB,'D"*PF M%DHZJ&%6>!F*81(;OYS7M.0N](=DN]DTV)U\J&4:Q-I0H2;@*UDE--36U("! MUUS7:TJZ1M]&F,T^.4E4\3EK9Y7SFEVS/T? W:VSE.'4 % M3#J]MDURQ$86J]<#&JJY\#TT^CAOQZ-_| /Y9,"FURK/+:"I%-)SPJ%)]O,R M,_&'9K!DJI=CO"L2*^N9U^YY&.#FROE:*P(NSB>WAP7DX&1C.H5&+[@@MUG7<^5ISX_KRSR4N><. (O?MCK_E]5B+/+$J51@W=%+'TBE4I4-EJA*0>*2/,[M,)UGG$5GP% , ^E^S M@$W[UTDSK4F4NU(JW=RTF7:'X]7XJ!!N.K M.- $3BTOS;_^RCV*FRL63!O,YNPFG*IV04TRZ_W4"VN3R[+0+[J^>J?D8:\3) M2K@VE%3!),/"3(?AC D2$S"A%IQ!XU83];Z>2WQ[RE7]R2%.G]!8.YD+*<;S7-] M15Z*&4,M$R^_A_/A8-"_BVS=W^L/GYBA=X>E'_%:8.2-LFF_^03J?T%EHMM MD%S)[U99RT^&,DKY0* M#9)88XUW89]X#S"$9V&S=4<,'+,%'65DPJ1:L[>-'9(F%=4K7'$;&G:,_TY M!4!YGN4<5/+Z#B\U=AMY#8C+K*V?,+GMU@SI-;1#C]X]BL">!,%TA||0L7QJ M5$J89GV4FV5SV&?:9I SW6#J/??;B0U1K+'J#8F0\H^PRE*6B#@Z*<,284OI MR$OF5FS^>QC,,_(L$R*\AYEAP03 :C4&HX"'*-@VNVXR=#2X_/.P0C_KFYNMW MJ8'9L=>Q-]>,2BP%)$F2(8X@,.?70X_/S*B\JQ:=S\)))\6Z3E)*JP#C!+42KJL4\3'%-EVB8R2<@1&B]RS!&N,&V-6/;)-2 MS(:L4A_IBYQOIH+"\T5@]4?]0A))6R?;J*10'>16O&WB1!@=9!AG91[7XX?U MVFQ@SIZ-|.);4DFX= FS_21'UJ5@;,7P? *F%,"\@)2!4]T5R4Q1\3K:-!4L% M&Q=1V0]LBW7)X#VP%L;$"[;>M#>E7FW.VE\N'$&@16GI!F,455POL0E!I^'"* MN#$+=7$FF/%YKP]MDKXI*GW?$ PFVG:(-V&H#VZ)I(C8"],9RNHW2(L(A."R MB3[8^3MNZ!1<,>= X +;R%9PA!+"", ^NN89IU;,V6QGI4HLWGPTA^=LXL@W[M-\YG?7>SAKN*59*5A[5H.8X}>_2H?.W^YX* [\X9N=0=IC%55+&"A=12GP\Z7'$Y EG ? M^>65L3+!ZBD7L_+FBA2,J,LA_$V6IGK MC@W!RMPO#O:R6).4=BA=7FJH1QU)!&_F&W0@.K.Y:2A'SR8-Y2>=HE396%YR MU'"%+9&7_*.J[RCE\("VY1KC14\J7 TO>AQEU@46QAE4SV#B0$,$QF9O]&NQB M\.OIP3S!TC5\&!LAB$*\-MFQ']P)AI3D-$)%H-"U%DO;&RZ]A@$PI LT'1-)Z<6T&NSHNAL #"!N+$5C")2CPVK==AH?^H\KB(M8M;)++@5S.J/*N5&#SG&<,8,R<3C*5B.&581DL\TXMY,92XJ/;OYR29/N7.5 MX82&^Q3!M4;,48;RQ=IB\NP@7%.5LFDU%FSM;!QSC$#*@@L'(E'1FQ!,LRO? M,X"EB*;N,$AY44!SC00 M;? %>RO8J36)8+&^_6,GV_8:9AIA6@!*QV#* 8"@!V9N!(U^I.#%(+BO0<3:| M@?U1A[P;K-I\6H%8;DYG0\KIKPJF#\R!MS&*, MX$$FM";=/++ MX"?F0R9]=Y,IHCLUAK=1A.$QWN:A ["U(.OVEI >(@Q)TUJF.%7Y(A9H>*(M]1;-3(7'KLVP#MH_Y# (<.UL;H%RB+3,L9CCW+C)M-8U^!C/ZT27^QM9T6$ ML4X)IDQB2BV-(M QCC1Q7N1*)U^TAX]H+=* (KV+TVX=W,MN.!Z_:NQ@%C%X MXYSK=TNNA";,')Q M C9]M+M_.!R&1_O'.AR]#'XP_-?^\8LG_W74=T/W[.-9\D(MS<8=;("@YH5^9? YXC? $B5]\BE-:-[KI=9WD#V!R5]B<,%2)T!61&/_LYMW? MY;F7,)TR,D^6G_OTTW=EU/+;R_[+PY'=YOL=T1C3&= R@7H1/]\L??"G3^2F*^&\YM@T":I MFO0\BZ,HT0_.)P>WL2TDILVI:SB_TLG6U:RHMZW*/O=(D$@<[?XY" M>Y>GUQ5:8*?[N PGU034_F G&.X.&WU5UFRZR#6C)?5!5F$"21P%YBU:R>(6 M_B&CEME\[9!/?:AN5D2G!43GLM4N4) MC*3CO?[1P5?92$>[_;V#X8- KW,/^X'COP@;7H<#/-4 M,KC&5;HBB;NU1NT"IDD;7ZW$/]V+O5G42VJ^<-7X M&C%Z)U?MRY?]@\,-\M9^C1?=JL:!A6) G=,ZB%\/04YW3BF_)>:4$%Q;_/(2 M Y&V;>%)35-JH-(M :5ZP8UV]WR'/7AT-3S\,_WA M!\.G\X=W(U:U-O?Z9#[70.DWP6E'(VWK3\$E- L^BGV"\9VE7 M7=12IG4PSZYAX28(!%>)R#, M8$8=*.#8=AW%7)M!59KB=@0AC25.;@%F>P2DI-/0Y%!$F*'#^5D]J5@S+5AL MHB'F=N9ZBO1[A6D23,?CBJ%4L3)*L. ^POA._Y

.12J4FXX0?N)/_>XC&=,_M'=ZL%X'J[C^I&SQ*E6!_!5L?_>9@>&9^H4XQ)$$_5@F78BK,EI?GXTG.1G+9 M1W+9[P2Y^">_"W1CJQ-E-7. [TW6.Q.3$P"W4FN>):I7$PPO[%&OTUA6IR(BA2YLJQ'>5J)W M8V3RLJF1LAJYS5$(ST;9CM5-V M19W%>35DFBG$)<3! <[4H$X>!IYT&4:59_F)5K?[HR"J;.S\U@L!Z4^YSZ M/)M%!"7&QB5VG:8>;$=NZ6KFU>9F-0_ZPV[1_Z>L30%:/@-9:OL46[FRX.!5 MB'+8&6XU((#,P=Y*3M3*;6I*US*;(6V:.R\24YK!E*;4G)HL7X2?48I'@Z"9 MB$TB)5%<@??N'VD(N>X5P).6NH&3=S,1^$45[BZ& EFQ[V5_S6!17RK5U9 M40&>4H\LC2*YP1BF>+8[PXGE;_^^XM88E\BFEIQ!7*=(A=DTF/#WS5K&\ MY'>KZ2$,MQ:/E^J[24W @J89QYLT]DB=[5I>9*4>TH8*5_?!>DH0//)6#:CH MW7$-,/K1JG:M/@[_N3*3TYU!-T)L7Q@<[.3LG@641=>M_<>J?'^_/E^^\](V M^_G6[.O/X%-=@IWERH,3VR71]>N;81+^2#.9F% VN5>+9)RW]XT75?XAIWJ2D/0GZ0D61IH*%Q6 MB\+&DQ)<7$+\"OUP/_O) (UV]."E6;+GI19F]F37G:^QH26MB%8^>UJ!7H1R* MK\T7%A+#G].&MW,?=J\1 MD%5[A[$4/.YPW"RBT*CT"G(A-@9-,D$EQ5P5?E MGJ%".;E&K1I&K5)Q"K48!Q:-M>ZMC#&TGL;L(OBCBB9LH1C$*;XAY/C$X)!\ MJD=FVN\0 8I1A*P98\\(%M1'.2PE<$ $';+(^.MIFEQ;O S!&86A\VKJ+F7F"4S#?L'[Z=J.BZ[M3 M9RTU)F+YQ6F6))IQW;QFFF&AI8FET,S$M<3,R,#(T+FAT;>U< M6U/C.!9^WU^AA=J>[JHD) 0")]J7IJN8JNF9Z:7FGG20[(?OK M]SN2BW:ZI+G0Q-6J4E&*_NW\@?M/F1HVE'R]5F=+Y,)VS M/?]\MN!,_*^@-YTAL<#_HG?7G< M/? Y;P=30>[GV"*:TL>=3.7MA'C_X=%^49Y.5%0FPUZW^X^=.W0EW99MF:I1 M/G3<8C36D*T>#G6]S7"WZ_Z=\D@[EIE*I\,? KE5&5GREB?BF,YG_T+(RMVU+ M1L6>T*K_$7;$YNYQ4G.#=5*5TXR[WCZS='F;J$"5HM\[VV/JF42K7WZZOOEQ=? +J^^NGK72D>RO]_*UNJ>/J7 M"W"PU@97++?&C!!253"KQ[X0R<:W'+1&28:9$F[A\>DC9"MD%,$WVBG% MV.5XK;3^E;?;&W1/5W]>B42.21@:*YK X;V-VKNG])"7]!,_M-A4WN9ZD%(VHY15HO-HB#49RC7"*?:3*A0-8=^E-2W>16 &6Z8N4&,/)@B506 & M68[IX"0B(R:)"A-A*_ZQF#\A0_4B+$"F;(H(SLE@HLH$ MJ"0L<@KUN -1U! MS#&F12*8+JMAJ_'1? SP^2,0]AP78F N-MP .D&/8+(VK/(;?(71A'96':15A M35AU2;TM($*QKQ8P"N.)<9:F'\#4MK+WM@8F(\4+MYBB2D$ E&B8TFUG'3^A MM(F(4SVQ,P@9&BE;&HF-)+_T?(/+UA(2[(R9%6ZW&@P'&\%P?4=S[W:/]WM' MI[8V=YV&V+ET'"L\,IU>"6G(60_64$%*K&5!@$R0*ILP.9-E""P<7/@Y4C9, MM:TPCT..T:DW8V%T2!%>6_$>5HL(,/"FN;P-$YF/2'R"- W^K4E#T^K+=.WQ/ M']S4WF'DG_RCXC(D]_#A]06[_!*JO)69EP=O%-_9*,9&+.=]K(&",]63TG1_M\+;Q(S_,)'OYW>]Y6K>S? \!Z^$P6FH()78+X%LK(/G\)))"!@I=[) MIR5=&2R <#)6U@4I4%'NUN%R;1'>ED.DH50Z\-5Y:0&@5AT^>5 AU($7JU,5 MN5..K0*K(H6:A@50/GNZH)WS2I7EC.9\U;KTYT*:M@2&N*CD204J)A56J(L0 MB2&68V*1&3'#Y]GE\@"_!<2$"):83]&3@N-;!W? P9L!]TAD(/MCXD/1C]&ZPB!K"T.I<<_*4%^+EP8U1+$\T0!LPK&:A4E5/.T>NV97]S8'0X M\ZYRAW2I\',YYK86]*A, 9Q;5U.$H3:18\"5@"/*42]D@#M&J&_8A*4MQ[2 M\#=5(,QO-;C#-P/I><2^',NT",F0M'A\14[D:T&%8&<;#4NI=LVJF;8GW_#$-:]D0 M"_WNOW6(]QNFQ VHMT]ZIIQ'(_(G=_Y:)]7<[X^>*X2:>=U"L=)YP@4N03B M]%$']RE.Z3>4UH?Y>_2M)ZOHR>!_Z^>NPV<^= [E/8M$,OZU%5.$@MXRA18!A M%#RB@EBI3^>L2=2HI39VGK3="RR99:HLB?X@A@<:90&/1PK\N47>_VF(F)8C M,O[G2GGF'O1[I<"^13BAH(+"N@@$^,?&X-%<%L==Z; MGS8F)&\XC_F:R&4R5\VY3W:S;R>/_D-],/!G_34!04:8:&D>#S8"IZX!,076 M1ZG6\LG4(J/:*H/MH"HG3!V'UWYEVOI$&6P& ?)2;.!N+9B$7(2_4=W7S]KZ M+1_653]6Z9@XMN=R5'_$-750H:Q(]90P.DFTCR3R#K: A6=)?)V-%MIX[7)^_M%ICSQTTKW=FCI@B_*C)MF"J5A:7A[)=3Q,HBE=.ARIW"'W:33NT YA'7&""1 M1NM=W(9^>'&)U^GZB[P2G);1;.=ZN..&]LIH=>S@N'/2W3S<[?0VCCW3LGN. M9<\V- &,+F7__)M1>,MPO;D7OKH^PX]Q7CM>+O]%\'4_Y#-2[?"""^ H-9 M0,;[R:#E[GWOW6;6VMD&P=_M'L 3W<\UUX9KY'Z@Y;LL_LX? ZJKVL%(70]_* M]XE*S"1^@B*_@SO:%];TLRNSU^$05[]C_8[1X>OD.9.COC&/E$4B\M;"BL^ M>8N? ENK;SW5UN$F]>RY\KTD0RTT7A;;N\FCH/[F.:6,;1]V>[F"*#(#K]ER= MLC%++?],S,*$(VH'*)INVC)&UAS*=''*G=N=&TWCQEO 8=.XT31N-(T;3>-&T[C1-&XTC1M-XT;3N-$T;GSGC1NO MW;.QYL9P+O-WT*[Q&N[.95]3UI9]$_\BB)3_(S#K>(\Z)*Q;['X,H_O=8O% M]MK>>#_%GO^C''ONCX'\'U!+ P04 " !Q,&99B2OW#?D$,(0 % M &5X:&EB:70S,BUQ,S(P,C0N:'1M[5IM4^,V$/[>7[$-4XZ;B1/;>8$X@1D: MPI1.#S@2>NVGCF++L8IL^20%2']]5[+#:\(USLX&H;)Q- [W9U]1*=\ MIY=0$NW\T/O1<6!/A-.49AI"28FF$4P5RR;P*:+J#!RGY.J+?";9)-'@NWX3 M/@EYQLY)0==, <[HSU].K%\^]NC72&XMHMM.+V#FP:+O"HN9FI]TA)&HT-YM^_MNSGV&[Y+W+;?\DF#QHV_O_J* (GLAH_2,T^U*RC(GH<9^L.GGNGO!(IT$GNO^_M5+G%I^FE=@AGDRRPWB(U%AA;20X%%S)8<^U?UU"'E- Z@'LXR.O?.\XU+@\N$C9F&AM^K&^YY M1/?BNN%OB-A1^4(.]PCX<]*W/ M';<-1_LP^F4 P]V3GWP8=C6U[9\W^WV19]3;&:? O.Y[0$W[0J;@NLKWEMMTL4Q(PCPY4K0QI.)=,,8R99!(/+ M,"'9A&*G25.FE'$;_PUG9'Q+]*3H[$WWBA#FWE7AH H?"#8?1I(I#!.:PDB< M5Z&?,!JC?K2GV3F%HSAF(3IHK.XQB1!A)*C::"XCK@(RF.R!%I#.X"P3%^C\MA%8AGTHU)9A0I P+>(L(30&66H9$CDE&E7- TR>D,=D.+LRE V/"VX+0VK/5K MMZ6]1LO%$'1",*#65O<)-9>3*,*.[7 :ZZ#17EB%Q2N&*"U-J+W

M5ZFXKK*K"BOSX74:6)RM3M=4PEO%VW\0;Y;A*DZ){1'8+C1!^0C?6NCFR2#, M](M<4F5PKQHRX1Q0#%TB'+.B D5S28?^E&3.6F3X2$EU:LP8)\?4:IN<4Y1:.G.II;+LDU2ZKKZ#ZMN57KN,O) M;LU;2ON/U-:MRX7;B(S")&U7&I6Y0+D2C^_!._V.C"+XRXX!2[%@>UE5L;> MUJQMKW HSNTV5:R%=K%5W3FLE>B\A<#7UYJ;764_%^R1"^)^9.9=$W]E0:S* M%:9%'BO*,%9!";B[A>@^!V<01;AFZ==NZ'[.S/^_,_VJD5K3_)^U1O?)M]HRY;6:I@<(98]P M@:2_U4WQ=9ZL3-ST1>=[8)=<:2DC.'Q!A$0/@%F:D[M[>O+!D1+G7F%$X_5K&8UJWD+LYI?148TZH$/-53$$1>\0E[O\;_C#@_'>&UD MYA)M[1;'@/VK&^;\&+ :WJR&-V\1[]7P9C6\60UO7LOPYJ7G-@OVRZN87_O(MYB6P^W9X/6OV\A*0/.=T=1^S>Q.5[^=662]^C5"WOX+X%U!+ 0(4 Q0 (M '$P9EEPC=\GG3P! 'AF% 1 " 0 !C;'9T+3(P,C0P M.3,P+FAT;5!+ 0(4 Q0 ('$P9EFX@E?GEPT '"*/ 1 M " " 50B P!E>#0S M " ;I9 P!E M>#0V=&AI&3R40 &AI8FET,S$M<3,R,#(T M+FAT;5!+ 0(4 Q0 ('$P9EF)*_<-^00 PA 4 " M =SS P!E>&AI8FET,S(M<3,R,#(T+FAT;5!+!08 $ 0 %P$ '^0, " ! end XML 86 clvt-20240930_htm.xml IDEA: XBRL DOCUMENT 0001764046 2024-01-01 2024-09-30 0001764046 2024-10-31 0001764046 2024-09-30 0001764046 2023-12-31 0001764046 2024-07-01 2024-09-30 0001764046 2023-07-01 2023-09-30 0001764046 2023-01-01 2023-09-30 0001764046 us-gaap:CommonStockMember 2023-12-31 0001764046 us-gaap:PreferredStockMember 2023-12-31 0001764046 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-12-31 0001764046 us-gaap:RetainedEarningsMember 2023-12-31 0001764046 us-gaap:CommonStockMember 2024-01-01 2024-03-31 0001764046 2024-01-01 2024-03-31 0001764046 us-gaap:RetainedEarningsMember 2024-01-01 2024-03-31 0001764046 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-01-01 2024-03-31 0001764046 us-gaap:CommonStockMember 2024-03-31 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51600000 8726700000 9006600000 1736800000 2023700000 71800000 60800000 50800000 46700000 58100000 55200000 12030600000 12706800000 126500000 144100000 111700000 126500000 375100000 315200000 890200000 983100000 22100000 24400000 0 6700000 6700000 1525600000 1600000000 4632500000 4721100000 21600000 38700000 52500000 41900000 227000000.0 249600000 57900000 63200000 6517100000 6714500000 0 0 14400000 14400000 0.0525 0 0 14400000 14400000 0 1392600000 0 0 710300000 710300000 666100000 666100000 13069000000 11740500000 -433800000 -495300000 -7121700000 -6645500000 5513500000 5992300000 12030600000 12706800000 622200000 647200000 1893700000 1945100000 210100000 220600000 641500000 674800000 169700000 171900000 546800000 559300000 177200000 176800000 541000000.0 527500000 13800000 0 316600000 135200000 4000000.0 3700000 14200000 25300000 -25700000 13000000.0 -46900000 30500000 600500000 560000000.0 2107000000 1891600000 21700000 87200000 -213300000 53500000 0 -12600000 -5200000 -14400000 -72200000 -71900000 -213500000 -218500000 -50500000 27900000 -421600000 -150600000 15100000 15600000 23300000 -83300000 -65600000 12300000 -444900000 -67300000 0 18900000 31300000 56300000 -65600000 -6600000 -476200000 -123600000 -0.09 -0.01 -0.69 -0.18 -0.09 -0.01 -0.69 -0.18 718700000 670900000 690500000 673900000 718700000 670900000 690500000 673900000 -65600000 12300000 -4400000 300000 -13000000.0 -400000 0 100000 76200000 -169700000 63200000 -170200000 -2400000 -157900000 -444900000 -67300000 -3700000 -1400000 -10800000 -5500000 0 100000 72300000 13700000 61500000 8100000 -383400000 -59200000 666100000 11740500000 14400000 1392600000 -495300000 -6645500000 5992300000 3300000 1200000 6900000 6900000 18800000 18800000 -75000000.0 -75000000.0 -17000000.0 -17000000.0 668200000 11747400000 14400000 1392600000 -512300000 -6739300000 5888400000 700000 100000 17700000 17700000 55300000 1392600000 -14400000 -1392600000 12500000 12500000 -304300000 -304300000 15300000 15300000 724100000 13157700000 0 0 -497000000.0 -7056100000 5604600000 2100000 700000 11300000 11300000 -15200000 -100000000.0 -100000000.0 -65600000 -65600000 63200000 63200000 710300000 13069000000 0 0 -433800000 -7121700000 5513500000 67440000 11744700000 14400000 1392600000 -665900000 -5658900000 6812500000 1800000 600000 33700000 33700000 18800000 18800000 43500000 43500000 88400000 88400000 675600000 11778400000 14400000 1392600000 -577500000 -5634200000 6959300000 800000 300000 30800000 30800000 18600000 18600000 -123100000 -123100000 89900000 89900000 676100000 11809200000 14400000 1392600000 -487600000 -5775900000 6938300000 2400000 800000 20600000 20600000 -13800000 -100000000.0 -100000000.0 18900000 18900000 12300000 12300000 -170200000 -170200000 663900000 11729800000 14400000 1392600000 -657800000 -5782500000 6682100000 -444900000 -67300000 541000000.0 527500000 48900000 97100000 314500000 138900000 0 49400000 -28800000 -51300000 -11100000 -12900000 -36100000 -2400000 -148200000 -110300000 8500000 10600000 9800000 -19500000 -16500000 -2400000 22100000 -33800000 -102300000 -56900000 -7800000 -6200000 2000000.0 -77400000 505300000 553300000 206900000 178600000 32000000.0 2300000 -19200000 10500000 -258100000 -170400000 58100000 150000000.0 20100000 100000 100000000.0 100000000.0 37700000 56700000 700000 800000 13900000 14800000 -230500000 -322200000 1100000 -10300000 17800000 50400000 370700000 356800000 388500000 407200000 Nature of Operations and Summary of Significant Accounting Policies Clarivate Plc (“Clarivate,” “us,” “we,” “our,” or the “Company”) is a public limited company incorporated under the laws of Jersey, Channel Islands. We are a provider of proprietary and comprehensive information, analytics, professional services, and workflow software that enable users across government and academic institutions, life science and healthcare companies, corporations, and law firms to power the entire innovation lifecycle, from cultivating curiosity to protecting the world’s critical intellectual property assets. We have three reportable segments: Academia & Government (“A&G”), Intellectual Property (“IP”), and Life Sciences & Healthcare (“LS&H”). Our segment structure is organized based on the products we offer and the markets they serve. For additional information on our reportable segments, see Note 13 - Segment Information. Basis of Presentation The accompanying Condensed Consolidated Financial Statements have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) and include our accounts and the accounts of our wholly owned subsidiaries. In our opinion, these interim statements reflect all adjustments necessary to a fair statement of the results for the periods presented, and such

adjustments are of a normal, recurring nature. Results from interim periods should not be considered indicative of results for the full year. The financial statements included herein should be read in conjunction with the financial statements and notes included in our Form 10-K for the year ended December 31, 2023. The year-end condensed balance sheet data was derived from audited financial statements, but does not include all disclosures required by GAAP. All significant intercompany transactions and balances have been eliminated in consolidation. Certain reclassifications of prior period amounts have been made to conform to the current period presentation. Significant Accounting Policies Our significant accounting policies are those that we believe are important to the portrayal of our financial condition and results of operations, as well as those that involve significant judgments or estimates about matters that are inherently uncertain. There have been no material changes to the significant accounting policies discussed in Note 1 - Nature of Operations and Summary of Significant Accounting Policies included in Part II, Item 8 of our annual report on Form 10-K for the year ended December 31, 2023. Recently Issued Accounting Standards In November 2023, the Financial Accounting Standards Board (“FASB”) issued ASU 2023-07, Improvements to Reportable Segment Disclosures, which requires disclosure of incremental segment information on an annual and interim basis. The amendments in this update are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 on a retrospective basis. We do not expect that the adoption of this ASU will have a material impact on our consolidated financial statements. In December 2023, the FASB issued ASU 2023-09, Improvements to Income Tax Disclosures, which is designed to provide greater income tax disclosure transparency by requiring (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. The amendments in this update are effective for fiscal years beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. We are currently assessing the impact of this update on our related disclosures. 3 Basis of Presentation The accompanying Condensed Consolidated Financial Statements have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) and include our accounts and the accounts of our wholly owned subsidiaries. In our opinion, these interim statements reflect all adjustments necessary to a fair statement of the results for the periods presented, and such adjustments are of a normal, recurring nature. Results from interim periods should not be considered indicative of results for the full year. The financial statements included herein should be read in conjunction with the financial statements and notes included in our Form 10-K for the year ended December 31, 2023. The year-end condensed balance sheet data was derived from audited financial statements, but does not include all disclosures required by GAAP. All significant intercompany transactions and balances have been eliminated in consolidation. Certain reclassifications of prior period amounts have been made to conform to the current period presentation. Recently Issued Accounting Standards In November 2023, the Financial Accounting Standards Board (“FASB”) issued ASU 2023-07, Improvements to Reportable Segment Disclosures, which requires disclosure of incremental segment information on an annual and interim basis. The amendments in this update are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 on a retrospective basis. We do not expect that the adoption of this ASU will have a material impact on our consolidated financial statements. In December 2023, the FASB issued ASU 2023-09, Improvements to Income Tax Disclosures, which is designed to provide greater income tax disclosure transparency by requiring (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. The amendments in this update are effective for fiscal years beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. We are currently assessing the impact of this update on our related disclosures. Acquisitions and Divestitures During the second quarter of 2023, we entered into a commercial agreement to sell a small product group within our IP segment for approximately $34, payable in annual installments over ten years. The fair value of this contingent consideration receivable is $28.2 as of September 30, 2024, of which almost all is classified as Other non-current assets in the Condensed Consolidated Balance Sheets. We will remeasure the fair value of contingent consideration on a recurring basis and record adjustments, as needed, based on the length of time remaining under the commercial agreement and changes in the amount to be realized each year based on actual financial results. Changes in fair value measurement of the contingent consideration is based on Level 3 inputs. The transaction closed on April 1, 2024 and a loss of $14.8 was recognized in connection with the sale, which is included in Other operating expense (income), net in the Condensed Consolidated Statements of Operations. Prior to the held-for-sale determination and accompanying impairment testing as of June 30, 2023, the carrying amount of the expected assets to be disposed of consisted almost entirely of purchase-related identifiable customer relationship intangible assets of approximately $158. These intangible assets were reduced to estimated fair value of $26.1 based on the estimated present value of the consideration to be paid over ten years. The related impairment charge of $132.2 is included in Goodwill and intangible asset impairments in the Condensed Consolidated Statements of Operations for the nine months ended September 30, 2023. On October 25, 2024, in connection with streamlining our A&G portfolio and focusing our efforts around our core A&G business assets, we entered into a commercial agreement to sell our ScholarOne business for $110.0 payable in cash at the closing of the transaction and a potential earnout payable in cash that we estimate may approach $20.0 contingent on the achievement of certain financial metrics through 2030. The sale is expected to close during the fourth quarter of 2024. 34000000 P10Y 28200000 -14800000 158000000 26100000

132200000 110000000.0 20000000.0 Revenue We derive revenue through subscriptions to our product offerings, re-occurring contracts in our IP segment, and transactional sales that are typically quoted on a product, data set, or project basis. •Subscription-based revenues are recurring revenues that we typically earn under annual contracts, pursuant to which we license the right to use our products to our customers or provide maintenance services over a contractual term. We invoice and collect the subscription fee at the beginning of the subscription period. For multi-year agreements, we generally invoice customers annually at the beginning of each annual coverage period. Cash received or receivable in advance of completing the performance obligations is included in deferred revenue. We recognize subscription revenue ratably over the contract term as the access or service is provided. •Re-occurring revenues are derived solely from the patent and trademark maintenance services provided by our IP segment. Patents and trademarks are renewed regularly, and our services help customers maintain and protect those patents and trademarks in multiple jurisdictions around the world. Because of the re-occurring nature of the patent and trademark lifecycle, our customer base engages us to manage the renewal process on their behalf. These contracts typically include evergreen clauses or are multi-year agreements. We invoice and recognize revenue upon delivery of the service. •Transactional and other revenues are earned for specific deliverables that are typically quoted on a product, data set, or project basis. Transactional and other revenues include content sales (including single-document and aggregated collection sales), consulting engagements, and other professional services such as software implementation services. We typically invoice and record revenue for this revenue stream upon delivery of the product, data set, or project, although for longer software implementation projects, we will periodically invoice and recognize revenue in connection with the completion of related performance obligations. The following table presents our revenues disaggregated by transaction type (see Note 13 - Segment Information for our revenues disaggregated by segment): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.041%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.870%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription revenues</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">411.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">408.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,219.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,207.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:120%">Re-occurring revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">106.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">106.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">317.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">325.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Transactional and other revenues</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">104.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">132.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">356.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">412.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">622.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">647.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,893.7 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,945.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table presents our contract balances: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:65.266%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.968%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">771.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">908.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current portion of deferred revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">890.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">983.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-current portion of deferred revenues</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> During the nine months ended September 30, 2024, we recognized revenues of $778.1 attributable to deferred revenues recorded at the beginning of the period, primarily consisting of subscription revenues recognized ratably over the contract term.</div><div style="margin-bottom:6pt">Our remaining performance obligations are included in the current or non-current portion of deferred revenues on the Condensed Consolidated Balance Sheets. The majority of these obligations relate to customer contracts where we license the right to use our products or provide maintenance services over a contractual term, generally one year or less.</div> <div>The following table presents our revenues disaggregated by transaction type (see Note 13 - Segment Information for our revenues disaggregated by segment):</div><div style="margin-bottom:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.041%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.870%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Subscription revenues</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">411.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">408.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,219.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,207.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Re-occurring revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">106.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">106.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"

style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">317.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">325.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Transactional and other revenues</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">104.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">132.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">356.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">412.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">622.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">647.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,893.7 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,945.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table summarizes revenues by reportable segment for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.791%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.870%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Academia & Government</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">321.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span

*style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">327.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">983.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">983.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Intellectual Property</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">199.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">211.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">602.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">637.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Life Sciences & Healthcare</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">101.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">108.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">307.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">324.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Revenues</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">622.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">647.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,893.7 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,945.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> *
411100000 408100000 1219800000 1207300000 106700000 106800000 317800000 325500000 104400000 132300000 356100000 412300000 622200000 647200000 1893700000 1945100000 * The following table presents our contract balances: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:65.266%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.966%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.968%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3"*

style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accounts receivable, net</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">771.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">908.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current portion of deferred revenues</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">890.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">983.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-current portion of deferred revenues</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 771800000 908300000 890200000 983100000 21600000 38700000 778100000 Other Intangible Assets, Net and Goodwill Other intangible assets, net The following table is a summary of the gross carrying amounts and accumulated amortization of our identifiable intangible assets by major class: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.674%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.916%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer relationships</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,850.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,445.1)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,405.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-

color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,819.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,177.2)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,642.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Technology and content </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,858.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,190.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,668.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,798.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,009.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,789.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Computer software</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,062.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(598.5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">464.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">897.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(516.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">381.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Trade names and other </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57.4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">88.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(52.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-

align:bottom"> Definite-lived intangible assets </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,861.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(3,291.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,569.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,605.0 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,755.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,849.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Indefinite-lived trade names </td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other intangible assets, net</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,018.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(3,291.3)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,726.7 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-

color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,761.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,755.3) </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,006.6 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> During the three months ended September 30, 2024, and 2023, intangible assets amortization expense was $172.8 and $170.9, respectively, and during the nine months ended September 30, 2024, and 2023, intangible assets amortization expense was $527.2 and $510.3, respectively.</div><div style="margin-bottom:6pt">Goodwill</div><div>The following table is a summary of the change in the carrying amount of goodwill, both in total and as allocated to our reportable segments:</div><div style="margin-bottom:3pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:39.890%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.921%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">A&G</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">IP</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">LS&H</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Total</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,109.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">913.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,023.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 6.25pt;text-align:left;vertical-align:bottom">Acquisition</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3"

style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Goodwill impairment </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13.8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(302.8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(316.6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Impact of foreign currency fluctuations </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,109.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">626.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,736.8 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> In the second quarter of 2024, primarily due to sustained declines in our share price, we determined that it was appropriate to perform an interim quantitative goodwill impairment assessment. We performed the assessment, consistent with our goodwill impairment testing policy and procedures, by comparing the estimated fair value to the carrying value for both of our segment reporting units carrying a goodwill balance. Based on the quantitative assessment performed, we concluded that the estimated fair value of the A&G reporting unit continues to be substantially in excess of its carrying value. For the LS&H reporting unit, we determined the carrying value exceeded its fair value; consequently, we recorded a goodwill impairment charge of $302.8 in the second quarter of 2024. In the third quarter of 2024, we recorded $13.8 of goodwill associated with a small acquisition within the IP reporting unit. We recorded an impairment to the goodwill because the IP reporting unit's fair value was significantly below its carrying value based on the results of our most recent interim quantitative impairment assessment described above. The following table is a summary of the gross carrying amounts and accumulated amortization of our identifiable intangible assets by major class: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.674%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.912%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.916%"></td><td style="width:0.1%"></td></tr><tr>

<td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Customer relationships</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,850.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,445.1)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,405.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,819.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(1,177.2)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,642.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Technology and content </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,858.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,190.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,668.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,798.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,009.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,789.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Computer software</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,062.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px

1pt;text-align:right;vertical-align:bottom">(598.5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">464.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">897.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(516.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">381.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Trade names and other </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57.4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">88.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(52.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Definite-lived intangible assets </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,861.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(3,291.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,569.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,605.0 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,755.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,849.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Indefinite-lived trade names </td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td>

<td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">156.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other intangible assets, net</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,018.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(3,291.3)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,726.7 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,761.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2,755.3)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,006.6 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 7850200000 1445100000 6405100000 7819900000 1177200000 6642700000 2858800000 1190300000 1668500000 2798300000 1009100000 1789200000 1062600000 598500000 464100000 897900000 516400000 381500000 89500000 57400000 32100000 88900000 52600000 36300000 11861100000 3291300000 8569800000 11605000000 2755300000 8849700000 156900000 156900000 156900000 156900000 12018000000 3291300000 8726700000 11761900000 2755300000 9006600000 172800000 170900000 527200000 510300000 The following table is a summary of the change in the carrying amount of goodwill, both in total and as allocated to our reportable segments: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:39.890%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.921%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> A&G </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> IP </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> LS&H </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Total </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-

align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,109.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">913.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,023.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 6.25pt;text-align:left;vertical-align:bottom">Acquisition</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Goodwill impairment </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13.8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(302.8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(316.6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Impact of foreign currency fluctuations </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,109.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">—

</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">626.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,736.8 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1109800000 0 913900000 2023700000 13800000 15800000 29600000 13800000 302800000 316600000 100000 0 0 100000 1109900000 0 626900000 1736800000 302800000 13800000 Derivative Instruments We are exposed to various market risks, including foreign currency exchange rate risk and interest rate risk. We use derivative instruments to manage these risk exposures. We enter into foreign currency contracts and cross-currency swaps to help manage our exposure to foreign currency exchange rate risk, and we use interest rate swaps to mitigate interest rate risk. We assess the fair value of these instruments by considering current and anticipated movements in future interest rates and the relevant currency spot and future rates available in the market. Accordingly, these instruments are classified within Level 2 of the fair value hierarchy. Interest Rate Swaps We have interest rate swap arrangements with counterparties to reduce our exposure to variability in cash flows relating to interest payments on our outstanding term loan arrangements. We have designated the interest rate swaps as cash flow hedges of the risk associated with floating interest rates on designated future monthly interest payments. For additional information on our outstanding term loan facility, see Note 6 - Debt. As of September 30, 2024, our outstanding interest rate swaps have an aggregate notional value of $753.7 and mature in October 2026. The fair value of the interest rate swaps is the estimated amount that we would receive or pay to terminate such agreements, taking into account market interest rates and the remaining time to maturities or using market inputs with mid-market pricing as a practical expedient for bid-ask spread. Changes in fair value are recorded in Accumulated other comprehensive loss ("AOCL") in the Condensed Consolidated Balance Sheets with a related offset in derivative asset or liability, and the amounts reclassified out of AOCL are recorded to Interest expense, net in the Condensed Consolidated Statements of Operations. Any gain or loss will be subsequently reclassified into net earnings in the same period during which transactions affect earnings, or upon termination of the arrangements. For additional information on changes recorded to AOCL, see Note 7 - Shareholders' Equity. As of September 30, 2024, we estimate that approximately $6.5 of pre-tax gain related to interest rate swaps recorded in AOCL will be reclassified into earnings within the next 12 months. Cross-Currency Swaps In July 2023, we entered into a cross-currency swap that matures in 2026 to mitigate foreign currency exposure related to our net investment in various euro-functional-currency consolidated subsidiaries. This swap is designated and qualifies as a net investment hedge. We elected to assess the effectiveness of this net investment hedge based on changes in spot rates and are amortizing the portion of the net investment hedge that was excluded from the assessment of effectiveness over the life of the swap within Interest expense, net in the Condensed Consolidated Statements of Operations. The notional amount of the cross-currency swap associated with euro-denominated subsidiary net investments was €100.0 as of September 30, 2024. Changes in fair value are recorded in AOCL (as a foreign currency translation adjustment) in the Condensed Consolidated Balance Sheets, with a related offset in derivative asset or liability. Any gain or loss will be subsequently reclassified into net earnings when the hedged net investment is either sold or substantially liquidated. For additional information on changes recorded to AOCL, see Note 7 - Shareholders' Equity. Foreign Currency Forward Contracts We periodically enter into foreign currency contracts, which generally do not exceed 180 days in duration, to help manage our exposure to foreign exchange rate risks. We have not designated these contracts as accounting hedges. We initially recognize these contracts at fair value on the execution date and subsequently remeasure the contracts to their fair value at the end of each reporting period. We assess the fair value of these instruments by considering current and anticipated movements in future interest rates and the relevant currency spot and future rates available in the market. We receive third-party valuation reports to corroborate our determination of fair value. We recognize the associated realized and unrealized gains and losses in Other operating expense (income), net in the Condensed Consolidated Statements of Operations. We recognized a loss (gain) from the fair value adjustment of $(4.2) and $4.0, for the three months ended September 30, 2024 and 2023, respectively, and $(1.9) and $3.7, for the nine months ended September 30, 2024 and 2023, respectively. The notional amount of outstanding foreign currency contracts was $154.0 and $140.5 as of September 30, 2024 and December 31, 2023, respectively. The following table provides information on the location and fair value amounts of our derivative instruments as of September 30, 2024 and December 31, 2023: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.437%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:29.981%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.915%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.767%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance Sheet Classification</td><td colspan="3" style="background-

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style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">10.5 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">23.1 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Liability Derivatives</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Designated as accounting hedges: </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Cross-currency swaps </td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other non-current liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-

color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Not designated as accounting hedges: </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Foreign currency forwards</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accrued expenses and other current liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Liability Derivatives</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.9 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 0 4100000 7400000 17700000 3100000 1300000 10500000 23100000 2900000 2000000.0 0 100000 2900000 2100000 Debt The following table summarizes our total indebtedness: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.287%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.860%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.860%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.860%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.970%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Type</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Maturity</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Effective
Interest
Rate</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying
Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Effective
Interest
Rate</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior Notes</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2029</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.875%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.875%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.4

</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior Secured Notes</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2028</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.875%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.875%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior Secured Notes</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2026</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.500%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">700.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.500%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">700.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Revolving Credit Facility</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2029</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">7.595%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.206%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Term Loan Facility </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2031</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">7.595%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,139.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.470%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,197.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Finance lease </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2036</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.936%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.936%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td

colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total debt outstanding</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,711.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,770.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Debt discounts and issuance costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(56.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(48.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Current portion of long-term debt(1) </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22.8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Long-term debt</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,632.5 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,721.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="33" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (1) Included in Accrued expenses and other current liabilities on the Condensed Consolidated Balance Sheets. </td></tr></table> Senior Notes (2029) and Senior Secured Notes (2028) Interest on the Senior Notes due 2029 and the Senior Secured Notes due 2028 is payable semi-annually to holders of record on June 30 and December 30 of each year. The Senior Secured Notes due 2028 are secured on a first-lien pari passu basis with borrowings under our credit facilities and Senior Secured Notes due 2026. Both of these series of Notes are guaranteed on a joint and several basis by each of our indirect subsidiaries that is an obligor or guarantor under our credit facilities and Senior Secured Notes due 2026. Senior Secured Notes (2026) Interest on the Senior Secured Notes due 2026 is payable semi-annually to holders of record on May 1 and November 1 of each year. The Senior Secured Notes due 2026 are secured on a first-lien pari passu basis with borrowings under our credit facilities and Senior Secured Notes due 2028. These Notes are guaranteed on a joint and several basis by each of our indirect subsidiaries that is an obligor or guarantor under our credit facilities and are secured on a first-priority basis by the collateral now owned or hereafter acquired by Camelot Finance S.A. (the issuer) and each of the guarantors that secures the issuer’s and such guarantor’s

*obligations under our credit facilities (subject to permitted liens and other exceptions). The Credit Facilities As further discussed below, in January 2024, we refinanced our existing credit facilities to provide improved financial flexibility, including extending our debt maturities and lowering our annual cash interest costs. Revolving Credit Facility Our revolving credit facility provides for revolving loans, same-day borrowings, and letters of credit. Proceeds of loans made under the revolving credit facility may be borrowed, repaid, and reborrowed prior to maturity. As part of the January 2024 refinancing, we amended our $750.0 revolving credit facility by reducing it to a $700.0 facility (with a letter of credit sublimit of $77.0) and extending the maturity date to January 31, 2029, subject to a "springing" maturity date that is 91 days prior to the maturity date of the Senior Secured Notes due 2026 and the Senior Secured Notes due 2028, but only to the extent that those notes have not been refinanced or extended prior to their original maturity dates. All other terms related to the revolving credit facility were substantively unchanged. As of September 30, 2024, letters of credit totaling $8.1 were collateralized by the revolving credit facility. Term Loan Facility As part of the January 2024 refinancing, we made a prepayment of $47.4 on the existing term loans due in 2026 and then refinanced the remaining term loans with a new $2,150.0 tranche of term loans maturing in 2031. The interest rate margin for the new term loan facility decreased from 300 to 275 basis points per annum in the case of loans bearing interest by reference to term SOFR. The term loans amortize in equal quarterly installments (the first installment was paid on June 28, 2024) equivalent to a rate of 1.00% per annum, with the balance due at maturity. The carrying value of our variable interest rate debt, excluding unamortized debt issuance costs, approximates fair value due to the short-term nature of the interest rate benchmark rates. The fair value of the fixed rate debt is estimated based on market observable data for debt with similar prepayment features. The fair value of our debt was $4,617.0 and $4,615.3 as of September 30, 2024 and December 31, 2023, respectively, and is considered Level 2 under the fair value hierarchy. The following table summarizes our total indebtedness: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.287%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.860%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.860%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.860%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.970%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Type</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Maturity</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Effective
Interest
Rate</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying
Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Effective
Interest
Rate</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying
Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior Notes</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2029</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.875%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">4.875%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior Secured Notes</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"><span*

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">2028</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.875%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.875%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">921.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Senior Secured Notes</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2026</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.500%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">700.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.500%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">700.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Revolving Credit Facility</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2029</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">7.595%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.206%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Term Loan Facility </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2031</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">7.595%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,139.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.470%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,197.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Finance lease </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2036</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.936%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.936%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total debt outstanding</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0

1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,711.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,770.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Debt discounts and issuance costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(56.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(48.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Current portion of long-term debt(1) </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22.8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Long-term debt</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,632.5 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,721.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="33" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (1) Included in Accrued expenses and other current liabilities on the Condensed Consolidated Balance Sheets. </td></tr></table> 0.04875 921400000 0.04875 921400000 0.03875 921200000 0.03875 921200000 0.04500 700000000.0 0.04500 700000000.0 0.07595 0 0.08206 0 0.07595 2139300000 0.08470 2197400000 0.06936 29600000 0.06936 30300000 4711500000 4770300000 56200000 48000000.0 22800000 1200000 4632500000 4721100000 750000000.0 700000000.0 77000000.0 8100000 47400000 2150000000 0.0300 0.0275 0.0100 4617000000 4615300000 Shareholders' Equity Conversion of Preferred Shares into Ordinary Shares On June 3, 2024, all 14.4 million outstanding shares of our 5.25% Series A Mandatory Convertible Preferred Shares ("MCPS") automatically converted into 55.3 million ordinary shares at a conversion rate of 3.8462 ordinary shares per MCPS share. All accumulated preferred dividends were paid prior to the conversion. Share Repurchase Program In May 2023, our Board of Directors authorized the purchase of up to $500.0 of our ordinary shares through December 31, 2024. We repurchased approximately 13.8 million ordinary shares for $100.0 at an average price of $7.22 per share during the year ended December 31, 2023 and approximately 15.2 million ordinary shares for $100.0 at an average price of $6.59 per share during the three months ended September 30, 2024. All repurchased shares were immediately retired and restored as authorized but unissued ordinary shares. As of September 30, 2024, we had $300.0 of availability remaining under the share repurchase program. Accumulated Other Comprehensive Loss ("AOCL") The tables below provide information about the changes in<span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:10pt;font-style:italic;font-weight:700;line-height:120%"> AOCL by component and the related amounts reclassified to net earnings during the periods indicated (net of tax). The foreign currency translation adjustment component of AOCL represents the impact of translating foreign subsidiary asset and liability balances from their local currency to USD. The change in both periods below was primarily related to foreign subsidiaries whose local currency is GBP. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.545%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.966%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Defined benefit pension plans</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(511.9)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(495.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">73.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">80.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Reclassifications from AOCL to net earnings</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(19.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Net other comprehensive (loss) income</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">(10.8)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72.3 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61.5 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(439.6)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(433.8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.545%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.966%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Defined benefit pension plans</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2022</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(705.5)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-

top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(665.9)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Reclassifications from AOCL to net earnings </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(27.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(28.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Net other comprehensive income (loss)</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5.5)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13.7 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2023</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">32.6 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(691.8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(657.8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
14400000 0.0525 55300000 3.8462 500000000.0 13800000 100000000.0 7.22 15200000 -100000000.0 6.59 300000000.0
The tables below provide information about the changes in AOCL by component and the related amounts reclassified to net earnings during the periods indicated (net of tax). The foreign currency translation adjustment component of AOCL

represents the impact of translating foreign subsidiary asset and liability balances from their local currency to USD. The change in both periods below was primarily related to foreign subsidiaries whose local currency is GBP. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.545%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.966%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Defined benefit pension plans</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(511.9)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(495.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">73.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">80.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Reclassifications from AOCL to net earnings</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(19.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Net other comprehensive (loss) income</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10.8)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-

color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72.3 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61.5 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2024</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(439.6)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(433.8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.545%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.966%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Interest rate swaps</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Defined benefit pension plans</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign currency translation adjustment</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2022</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(705.5)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(665.9)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td

colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Reclassifications from AOCL to net earnings </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(27.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(28.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Net other comprehensive income (loss)</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5.5)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13.7 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2023</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">32.6 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(691.8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(657.8)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
16200000 400000 -511900000 -495300000 7400000 0 73200000 80600000 18200000 0 900000 19100000 -10800000 0 72300000 61500000 5400000 400000 -439600000 -433800000 38100000 1500000 -705500000 -665900000 22200000 -100000 14000000.0 36100000 27700000 0 300000 28000000.0 -5500000 -100000 13700000 8100000 32600000 1400000 -691800000 -657800000
Private Placement Warrants In May 2024, the remaining 17.8 million private placement warrants expired unexercised. These warrants had an exercise price of $11.50 per share and were valued using a Black-Scholes option valuation model and classified as Level 3 financial instruments within the fair value hierarchy. The warrants were subject to remeasurement at each balance sheet date and represented a liability balance of zero and $5.1 as of September 30, 2024 and December 31, 2023, respectively, classified within Accrued expenses and other current liabilities in the Condensed Consolidated Balance Sheets. The

change in fair value was recognized as a fair value adjustment of warrants in the Condensed Consolidated Statements of Operations. 17800000 11.50 0 5100000 Restructuring and Other Impairments We have engaged in various restructuring programs to strengthen our business and streamline our operations, including taking actions related to the location and use of leased facilities. Our recent restructuring programs include the following: •Segment Optimization Program - During the second quarter of 2023, we approved a restructuring plan to streamline operations within targeted areas of the Company to reduce operational costs, with the primary cost savings driver being from a reduction in workforce. •ProQuest Acquisition Integration Program - During the fourth quarter of 2021, we approved a restructuring plan to streamline operations within targeted areas of the Company to reduce operational costs, with the primary cost savings driver being from a reduction in workforce. As of September 30, 2024, we have incurred $31.4 of cumulative costs associated with the Segment Optimization Program and we expect to incur approximately $4 of additional restructuring costs associated with this program, primarily within 2024.</div><div>The following table summarizes the pre-tax charges by activity and program during the periods indicated:</div><div style="margin-bottom:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.038%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.770%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Severance and related benefit costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">16.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Severance and related benefit costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4.2 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.4 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16.2 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21.6 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Exit and disposal costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"

style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Exit and disposal costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.3 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Lease abandonment costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(2.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other Restructuring Programs</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-

align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Lease abandonment costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.3)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.3 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2.3)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.6 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring and other impairments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14.2 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">25.3 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> The following table summarizes the pre-tax charges by program and segment during the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.188%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.620%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-

align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Academia & Government:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">9.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other Restructuring Programs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total A&G</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt

2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12.0 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Intellectual Property:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total IP</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-

top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Life Sciences & Healthcare:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">3.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total LS&H</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.6 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-

color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring and other impairments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4.0 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">25.3 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>The following table summarizes the changes in our restructuring reserves by activity during the periods indicated:</div><div style="margin-bottom:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:43.044%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.918%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.918%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.920%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Severance and</div><div style="text-align:center">related benefit costs</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Exit, disposal,</div><div style="text-align:center">and abandonment costs</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Expenses recorded</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments made</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23.6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Noncash items</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of September 30, 2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.2 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.2 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of December 31, 2022</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Expenses recorded</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-

align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments made</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(27.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Noncash items</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of September 30, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.5 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> 31400000 4000000 The following table summarizes the pre-tax charges by activity and program during the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.038%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.770%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Severance and related benefit costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>

<td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">16.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Severance and related benefit costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4.2 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.4 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16.2 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21.6 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Exit and disposal costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-

align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Exit and disposal costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.3 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Lease abandonment costs:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-

weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(2.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other Restructuring Programs</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Lease abandonment costs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.3)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.3 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2.3)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.6 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring and other impairments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14.2 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-

color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">25.3 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div>The following table summarizes the pre-tax charges by program and segment during the periods indicated:</div><div style="margin-bottom:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.188%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.764%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.620%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Academia & Government:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">9.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.0 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-

color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Other Restructuring Programs</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total A&G</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.7 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12.0 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Intellectual Property:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-

align:bottom">0.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total IP</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">0.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Life Sciences & Healthcare:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">ProQuest Acquisition Integration Program</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">3.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Segment Optimization Program</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-

align:bottom">5.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total LS&H</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.6 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring and other impairments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4.0 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">25.3 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table summarizes the changes in our restructuring reserves by activity during the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:43.044%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.918%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.918%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.920%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Severance and related benefit costs </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Exit, disposal, and abandonment costs </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total

</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Expenses recorded</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments made</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(18.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23.6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Noncash items</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of September 30, 2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.2 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.2 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance

as of December 31, 2022</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">0.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Expenses recorded</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Payments made</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(27.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Noncash items</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reserve Balance as of September 30, 2023</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2.5 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1.4 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td></tr></table> 0 -200000 -100000 16700000 4200000 2600000 16300000 4900000 4200000 2400000 16200000 21600000 0 0 0 100000 100000 0 300000 0 100000 0 300000 100000 -300000 1400000 -2300000 3700000 0 -100000 0 -100000 -300000 1300000 -2300000 3600000 4000000.0 3700000 14200000 25300000 0 -200000 -100000 9100000 1700000 1400000 5500000 3000000.0 0 -100000 0 -100000 1700000 1100000 5400000 12000000.0 0 0 0 4600000 200000 500000 3200000 1900000 200000 500000 3200000 6500000 0 0 0 3100000 2100000 2100000 5600000 3700000 2100000 2100000 5600000 6800000 4000000.0 3700000 14200000 25300000 5900000 1400000 7300000 16200000 -2000000.0 14200000 18900000 4700000 23600000 -1000000.0 5300000 4300000 2200000 0 2200000 11500000 100000 11600000 21600000 3700000 25300000 27700000 2400000 30100000 -2900000 0 -2900000 2500000 1400000 3900000 Other Operating Expense (Income), Net <span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">Other operating expense (income), net, consisted of the following for the three and nine months ended September 30, 2024 and 2023: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:41.242%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.869%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Loss on divestiture(1) </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Gain on legal settlement(2) </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49.4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net foreign exchange loss (gain)(3) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(17.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-

align:left;vertical-align:bottom">Miscellaneous expense (income), net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5.8)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other operating expense (income), net</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">25.7 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(13.0)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">46.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(30.5) </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (1) Refer to Note 2 - Acquisitions and Divestitures for further information. </td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (2) Refer to Note 14 - Commitments and Contingencies for further information. </td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (3) Relates to realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP. </td></tr></table> Other operating expense (income), net, consisted of the following for the three and nine months ended September 30, 2024 and 2023: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:41.242%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.869%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-

color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Loss on divestiture(1) </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 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style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Gain on legal settlement(2) </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49.4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Net foreign exchange loss (gain)(3) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(17.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Miscellaneous expense (income), net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5.8)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other operating expense (income), net</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">25.7 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td

style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(13.0)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">46.9 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(30.5) </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (1) Refer to Note 2 - Acquisitions and Divestitures for further information. </td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (2) Refer to Note 14 - Commitments and Contingencies for further information. </td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (3) Relates to realized and unrealized gains and losses on foreign currency transactions, with the largest impacts derived from transactions denominated in GBP. </td></tr></table> 0 0 -14800000 0 0 0 0 49400000 -31500000 17000000.0 -36100000 -15300000 -5800000 4000000.0 -4000000.0 3600000 -25700000 13000000.0 -46900000 30500000 Income Taxes We compute our provision (benefit) for income taxes by applying the estimated annual effective tax rate to year-to-date pre-tax income (loss) and adjust the provision for discrete tax items recorded in the period. The income tax provision of $15.1 and $15.6 for the three months ended September 30, 2024 and 2023, respectively, was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized. The income tax provision of $23.3 for the nine months ended September 30, 2024 was primarily due to the mix of jurisdictions in which pre-tax profits and losses were recognized, partially offset by a $14.2 tax benefit related to the goodwill impairment. The income tax benefit of $83.3 for the nine months ended September 30, 2023 was driven by a $70.4 tax benefit recorded on the settlement of an open tax dispute, a $33.0 tax benefit associated with the impairment of intangible assets, and a $17.1 tax benefit relating to the partial release of valuation allowance, partially offset by the mix of taxing jurisdictions in which pre-tax profits and losses were recognized. 15100000 15600000 23300000 14200000 -83300000 -70400000 33000000.0 -17100000 Earnings Per Share Basic earnings per share (“EPS”) is calculated by dividing net income (loss) attributable to ordinary shares by the weighted average number of ordinary shares outstanding for the applicable period. Diluted EPS is computed by dividing net income (loss) attributable to ordinary shares, adjusted for the change in fair value of the private placement warrants, by the weighted average number of ordinary shares and dilutive potential ordinary shares outstanding for the applicable period. Diluted EPS reflects the potential dilution that could occur if securities were exercised or converted into ordinary shares, as calculated using the treasury stock method. The basic and diluted EPS computations for our ordinary shares are calculated as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.845%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.966%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic EPS</td><td

colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net income (loss)</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(444.9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(67.3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Dividends on preferred shares</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income (loss) attributable to ordinary shares</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(6.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(476.2)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(123.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average shares, basic</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">718.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">670.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">690.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-

align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">673.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Basic EPS</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.09)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.01)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.69)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.18)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted EPS</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net income (loss) attributable to ordinary shares</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(6.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(476.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(123.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Change in fair value of private placement warrants</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income (loss) attributable to ordinary shares, diluted</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-

align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(6.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(476.2)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(123.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average shares, basic</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">718.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">670.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">690.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">673.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average effect of potentially dilutive shares</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average shares, diluted</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">718.7 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">670.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">690.5 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">673.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Diluted EPS</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.09)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-

align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.01)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.69)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.18)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt">Potential ordinary shares on a gross basis related to share-based awards and private placement warrants were excluded from diluted EPS in each period presented as their inclusion would have been antidilutive. Potential shares of 14.2 million and 29.4 million were excluded for the three months ended September 30, 2024 and 2023, respectively, and 22.3 million and 30.3 million were excluded for the nine months ended September 30, 2024 and 2023, respectively.</div><div style="margin-bottom:6pt">As a result of the MCPS conversion described in Note 7 - Shareholders' Equity, for the three and nine months ended September 30, 2024, the converted MCPS shares were included in basic EPS for the period subsequent to the conversion and were evaluated for inclusion in diluted EPS for the period prior to the conversion using the if-converted method. Because the pre-conversion weighted-average ordinary shares related to our MCPS would have been antidilutive for each period presented, they were excluded from the diluted EPS calculation for the pre-conversion portion within the three and nine months ended September 30, 2024 and the three and nine months ended September 30, 2023.</div><div>The basic and diluted EPS computations for our ordinary shares are calculated as follows:</div><div style="margin-bottom:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.845%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.963%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.400%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.966%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Basic EPS</td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net income (loss)</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(444.9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(67.3)</td><td style="background-

color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Dividends on preferred shares</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income (loss) attributable to ordinary shares</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(6.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(476.2)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(123.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average shares, basic</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">718.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">670.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">690.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">673.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Basic EPS</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.09)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.01)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.69)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-

align:right;vertical-align:bottom">(0.18)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:14pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Diluted EPS</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net income (loss) attributable to ordinary shares</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(6.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(476.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(123.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Change in fair value of private placement warrants</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income (loss) attributable to ordinary shares, diluted</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(6.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(476.2)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(123.6)</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:12pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td

colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average shares, basic</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">718.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">670.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">690.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">673.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average effect of potentially dilutive shares</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted average shares, diluted</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">718.7 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">670.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">690.5 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">673.9 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Diluted EPS</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.09)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.01)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.69)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.18)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
-65600000 12300000 -444900000 -67300000 0 18900000 31300000 56300000 -65600000 -6600000 -476200000 -123600000 718700000 670900000 690500000 673900000 -0.09 -0.01 -0.69 -0.18 -65600000 -6600000 -476200000 -123600000 0 0 0 0 -65600000 -6600000 -476200000 -123600000 718700000 670900000 690500000 673900000 0 0 0 0 718700000 670900000 690500000 673900000 -0.09 -0.01 -0.69 -0.18 14200000 29400000 22300000 30300000 Segment Information Operating segments are components of an enterprise for which separate financial information is available that is evaluated regularly by the chief operating decision maker (“CODM”) in deciding how to allocate resources and in assessing performance. As discussed in <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

style:italic;font-weight:400;line-height:120%">Note 1 - Nature of Operations and Summary of Significant Accounting Policies, we have three reportable operating segments: Academia & Government ("A&G"), Intellectual Property ("IP"), and Life Sciences & Healthcare ("LS&H"). An overview of our segment structure, organized based on the products we offer and the markets they serve, is as follows: •A&G: Trusted content, intelligence, and workflow solutions that help academic and government institutions advance knowledge to transform our world. Within the A&G segment, we provide Research and Analytics, Content Solutions, Books and Marketplaces, and Library Software Solutions. •IP: Our comprehensive intellectual property data, software, and expertise helps companies drive innovation, law firms achieve practice excellence, and organizations worldwide effectively manage and protect critical IP assets. Within the IP segment, we provide IP Management Software, IP Services, Patent Intelligence, and Brand IP Intelligence. •LS&H: Empowers customers to advance innovation and accelerate patient outcomes that improve patient lives and create a healthier tomorrow. Our intelligence solutions, transformative data, and technology equip our customers with the insight and foresight needed across the entire healthcare ecosystem. Within the LS&H segment, we provide solutions for Research and Development, Real World Data, MedTech, Market Access, and Commercialization. Our Chief Executive Officer is identified as the CODM, who evaluates performance based primarily on segment revenues and Adjusted EBITDA. The CODM does not review assets by segment for the purpose of assessing performance or allocating resources. Adjusted EBITDA represents Net income (loss) before the Provision (benefit) for income taxes, Depreciation and amortization, and Interest expense, net, adjusted to exclude acquisition and/or disposal-related transaction costs, share-based compensation, restructuring expenses, impairments, the impact of certain non-cash fair value adjustments on financial instruments, unrealized foreign currency gains/losses, legal settlements, and other items that are included in Net income (loss) for the period that we do not consider indicative of our ongoing operating performance. The following table summarizes revenues by reportable segment for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.791%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.870%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Academia & Government</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">321.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">327.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">983.5 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">983.9 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:120%">Intellectual Property</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">199.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">211.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">602.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">637.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Life Sciences & Healthcare</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">101.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">108.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">307.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">324.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Revenues</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">622.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">647.2 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,893.7 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,945.1 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following table presents segment profitability and a reconciliation to Net income (loss) for the periods indicated: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.791%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.870%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Academia & Government</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-

align:right;vertical-align:bottom">139.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">144.0 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">415.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">416.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Intellectual Property</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">91.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">263.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">293.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Life Sciences & Healthcare</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">109.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Adjusted EBITDA</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">264.4 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">281.4 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:115%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">775.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">819.0 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Provision (benefit) for income taxes</td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15.1)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15.6)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"

style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(177.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(176.8)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(541.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(527.5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(72.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(71.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(213.5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(218.5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Transaction related costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Share-based compensation expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(97.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Goodwill and intangible asset impairments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13.8)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">(316.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(135.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring and other impairments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25.3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Fair value adjustment of warrants</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other(1) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(53.3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income (loss)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12.3 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(444.9)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(67.3)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:5.85pt;font-weight:400;line-height:120%;position:relative;top:-3.15pt;vertical-

align:baseline">(1) Primarily reflects the net impact of foreign exchange gains and losses related to the remeasurement of balances and other items that do not reflect our ongoing operating performance. In addition to the net unrealized foreign exchange loss, the nine months ended September 30, 2024 also includes a $14.8 loss on the divestiture discussed in Note 2 - Acquisitions and Divestitures and the nine months ended September 30, 2023 includes a $49.4 gain on legal settlement discussed in Note 14 - Commitments and Contingencies. </div></td></tr></table></div> 3 321300000 327200000 983500000 983900000 199800000 211700000 602300000 637100000 101100000 108300000 307900000 324100000 622200000 647200000 1893700000 1945100000 <div>The following table presents segment profitability and a reconciliation to Net income (loss) for the periods indicated:</div><div style="margin-bottom:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.791%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.863%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.550%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.870%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Academia & Government</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">139.8 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">144.0 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:120%">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">415.4 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">416.2 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Intellectual Property</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">91.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">263.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">293.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Life Sciences & Healthcare</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"

style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">109.6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total Adjusted EBITDA</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">264.4 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">281.4 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">775.1 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:115%">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">819.0 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Provision (benefit) for income taxes</td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15.1)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15.6)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23.3)</td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83.3 </td><td style="background-color:#cceeff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation and amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(177.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(176.8)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(541.0)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(527.5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(72.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(71.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(213.5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(218.5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Transaction related costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:115%">(6.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2.7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5.1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Share-based compensation expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25.4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(97.1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Goodwill and intangible asset impairments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13.8)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(316.6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(135.2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring and other impairments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3.7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25.3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Fair value adjustment of warrants</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other(1) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26.2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-

weight:400;line-height:120%">14.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(53.3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net income (loss)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(65.6)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12.3 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(444.9)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:115%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(67.3)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="24" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> (1) Primarily reflects the net impact of foreign exchange gains and losses related to the remeasurement of balances and other items that do not reflect our ongoing operating performance. In addition to the net unrealized foreign exchange loss, the nine months ended September 30, 2024 also includes a $14.8 loss on the divestiture discussed in Note 2 - Acquisitions and Divestitures and the nine months ended September 30, 2023 includes a $49.4 gain on legal settlement discussed in Note 14 - Commitments and Contingencies. </td></tr></table> 139800000 144000000.0 415400000 416200000 91000000.0 98500000 263200000 293200000 33600000 38900000 96500000 109600000 264400000 281400000 775100000 819000000.0 15100000 15600000 23300000 -83300000 177200000 176800000 541000000.0 527500000 -72200000 -71900000 -213500000 -218500000 6100000 2700000 13600000 5100000 15400000 25400000 49700000 97100000 13800000 0 316600000 135200000 4000000.0 3700000 14200000 25300000 0 -12600000 -5200000 -14400000 26200000 -14400000 53300000 -24700000 -65600000 12300000 -444900000 -67300000 -14800000 49400000 Commitments and Contingencies Lawsuits and Legal Claims We are engaged in various legal proceedings, claims, audits, and investigations that have arisen in the ordinary course of business. These matters may include among others, antitrust/competition claims, intellectual property infringement claims, employment matters, and commercial matters. The outcomes of the matters against us are subject to future resolution, including the uncertainties of litigation. From time to time, we are involved in litigation in the ordinary course of our business, including claims or contingencies that may arise related to matters occurring prior to our acquisition of businesses. At the present time, primarily because the matters are generally in early stages, we can give no assurance as to the outcome of any pending litigation to which we are currently a party, and we are unable to determine the ultimate resolution of these matters or the effect they may have on us. We have and will continue to vigorously defend ourselves against these claims. We maintain appropriate levels of insurance, which we expect are likely to provide coverage for some of these liabilities or other losses that may arise from these litigation matters. During the nine months ended September 30, 2023, we reached settlement related to a large legal claim, which was covered by insurance. We recognized a total gain on settlement of $49.4 which is included in Other operating expense (income), net in the Condensed Consolidated Statement of Operations. Between January and March 2022, three putative securities class action complaints were filed in the United States District Court for the Eastern District of New York against Clarivate and certain of its executives and directors alleging that there were weaknesses in the Company's internal controls over financial reporting and financial reporting procedures that it failed to disclose in violation of federal securities law. The complaints were consolidated into a single proceeding on May 18, 2022. On August 8, 2022, plaintiffs filed a consolidated amended complaint, seeking damages on behalf of a putative class of shareholders who acquired Clarivate securities between July 30, 2020, and February 2, 2022, and/or acquired Clarivate ordinary or preferred shares in connection with

***offerings on June 10, 2021, or Clarivate ordinary shares in connection with a September 13, 2021, offering. The amended complaint, like the prior complaints, references an error in the accounting treatment of an equity plan included in the Company's 2020 business combination with CPA Global that was disclosed on December 27, 2021, and related restatements issued on February 3, 2022, of certain of the Company's previously issued financial statements. The amended complaint also alleges that the Company and certain of its executives and directors made false or misleading statements relating to the Company's product quality and expected organic revenues and organic growth rate, and that they failed to disclose significant known changes to the Company's business model. Defendants moved to dismiss the amended complaint on October 7, 2022. Without deciding the motion, the court entered an order on June 23, 2023, allowing plaintiffs limited leave to amend, and plaintiffs filed an amended complaint on July 14, 2023. On August 10, 2023, the court issued an order deeming defendants' prior motions and briefs to be directed at the amended complaint and permitting defendants to file supplemental briefs to address the new allegations in the amended complaint. Supplemental briefing on the motions was completed on September 8, 2023. Defendants' motions to dismiss the amended complaint are currently pending. In a separate but related litigation, on June 7, 2022, a class action was filed in Pennsylvania state court in the Court of Common Pleas of Philadelphia asserting claims under the Securities Act of 1933, based on substantially similar allegations, with respect to alleged misstatements and omissions in the offering documents for two issuances of Clarivate ordinary shares in June and September 2021. The Company moved to stay this proceeding on August 19, 2022, and filed its preliminary objections to the state court complaint on October 21, 2022. After granting a partial stay on January 4, 2023, the court denied a further stay of the proceedings on April 17, 2023. On April 24, 2024, the court sustained the Company's preliminary objections, but permitted plaintiff leave to file an amended complaint, which plaintiff filed on May 28, 2024. On August 29, 2024, plaintiff filed a second amended complaint, to which the Company filed preliminary objections on September 30, 2024. Clarivate does not believe that the claims alleged in the complaints have merit and will vigorously defend against them. Given the early stage of the proceedings, we are unable to estimate the reasonably possible loss or range of loss, if any, arising from these matters. 49400000 false false false During the quarter ended September 30, 2024, no director or officer (as defined in Rule 16a-1 under the Exchange Act) of the Company adopted or terminated a Rule 10b5-1 trading plan or adopted or terminated a non-Rule 10b5-1 trading arrangement (as such terms are defined in Item 408(a) of Regulation S-K). ***