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Â Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549 FORM 10-Q (MARK ONE) Â â˜’ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â For the quarterly period ended September 30, 2024 or Â â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â For the transition period from to Commission file number 0-23621 MKS INSTRUMENTS, INC. (Exact name of registrant as specified in its charter) Â Massachusetts 04-2277512 (State or other jurisdiction (I.R.S. Employer of incorporation or organization) Identification No.) Â Â 2 Tech Drive, Suite 201, Andover, Massachusetts 01810 (Address of principal executive offices) (Zip Code) Â Registrantâ€™s telephone number, including area code (978) 645-5500 Securities registered pursuant to Section 12(b) of the Act: Â Title of each class Â Trading Symbol(s) Â Name of each exchange on which registered Common Stock, no par value Â MKSI Â Nasdaq Global Select Market Â Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes â˜’ No â˜ Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No â˜ Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act: Â Large accelerated filer â˜’ Accelerated filer â˜ Â Â Â Â Â Â Â Non-accelerated filer â˜ Smaller reporting company â˜ Â Â Â Â Â Â Â Â Â Â Â Â Emerging growth company Â â˜ If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜ Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes â˜ No â˜’ As of October 29, 2024, the registrant had 67,298,941 shares of common stock outstanding. Â Â Â MKS INSTRUMENTS, INC. FORM 10-Q INDEX Â PART I. FINANCIAL INFORMATION Â Â ITEM 1. FINANCIAL STATEMENTS (Unaudited) 3 Â Â Â Â Â Â Â Condensed Consolidated Balance Sheets â€“ September 30, 2024 and December 31, 2023 3 Â Â Â Â Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) â€“ Three and Nine Months Ended September 30, 2024 and 2023 4 Â Â Â Condensed Consolidated Statements of Stockholdersâ€™ Equity â€“ Three and Nine Months Ended September 30, 2024 and 2023 5 Â Â Â Condensed Consolidated Statements of Cash Flows â€“ Nine Months Ended September 30, 2024 and 2023 6 Â Â Â Notes to Unaudited Condensed Consolidated Financial Statements 7 Â Â ITEM 2. MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS 28 Â Â ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK 42 Â Â ITEM 4. CONTROLS AND PROCEDURES 42 Â PART II. OTHER INFORMATION Â Â ITEM 1A. RISK FACTORS 43 Â Â Â Â Â ITEM 5. OTHER INFORMATION 43 Â Â Â Â Â ITEM 6. EXHIBITS 44 Â Â Â Â SIGNATURES 45 Â 2 Â PART I. FINANCIAL INFORMATION Â ITEM 1. FINANCIAL STATEMENTS. MKS INSTRUMENTS, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (in millions, except share and per share data) (Unaudited) Â ASSETS Â September 30, 2024 Â Â December 31, 2023 Â Current assets: Â Â Â Â Â Â Cash and cash equivalents Â $ 861 Â Â $ 875 Â Accounts receivable, net of allowance for doubtful accounts of $7Â and $6Â at September 30, 2024 and December 31, 2023, respectively Â Â 609 Â Â Â 603 Â Inventories Â Â 940 Â Â Â 991 Â Other current assets Â Â 258 Â Â Â 227 Â Total current assets Â Â 2,668 Â Â Â 2,696 Â Â Â Â Â Â Â Property, plant and equipment, net Â Â 770 Â Â Â 784 Â Right-of-use assets, net Â Â 247 Â Â Â 225 Â Goodwill Â Â 2,567 Â Â Â 2,554 Â Intangible assets, net Â Â 2,443 Â Â Â 2,619 Â Other assets Â Â 328 Â Â Â 240 Â Total assets Â $ 9,023 Â Â $ 9,118 Â Â Â Â Â Â Â LIABILITIES AND STOCKHOLDERSâ€™ EQUITY Â Â Â Â Â Â Current liabilities: Â Â Â Â Â Â Short-term debt Â $ 50 Â Â $ 93 Â Accounts payable Â Â 306 Â Â Â 327 Â Other current liabilities Â Â 425 Â Â Â 428 Â Total current liabilities Â Â 781 Â Â Â 848 Â Â Â Â Â Â Â Long-term debt, net Â Â 4,758 Â Â Â 4,696 Â Non-current deferred taxes Â Â 590 Â Â Â 640 Â Non-current accrued compensation Â Â 154 Â Â Â 151 Â Non-current lease liabilities Â Â 216 Â Â Â 205 Â Other non-current liabilities Â Â 126 Â Â Â 106 Â Total liabilities Â Â 6,625 Â Â Â 6,646 Â Commitments and contingencies (Note 17) Â Â Â Â Â Â Stockholdersâ€™ equity: Â Â Â Â Â Â Preferred stock, $0.01Â par value per share, 2,000,000Â shares authorized; noÂ shares issued and outstanding Â Â â€” Â Â Â â€” Â Common stock, noÂ par value, 200,000,000Â shares authorized; 67,298,941Â and 66,942,421Â shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively Â Â â€” Â Â Â â€” Â Additional paid-in capital Â Â 2,053 Â Â Â 2,195 Â Retained earnings Â Â 428 Â Â Â 373 Â Accumulated other comprehensive (loss) income Â Â (83) Â Â (96) Total stockholdersâ€™ equity Â Â 2,398 Â Â Â 2,472 Â Total liabilities and stockholdersâ€™ equity Â $ 9,023 Â Â $ 9,118 Â Â The accompanying notes are an integral part of the unaudited condensed consolidated financial statements. 3 Â MKS INSTRUMENTS, INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS) (in millions, except per share data) (Unaudited) Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 776 Â Â $ 818 Â Â $ 2,301 Â Â $ 2,416 Â

Services Â Â 120 Â Â Â 114 Â Â Â 351 Â Â Â 314 Â Total net revenues Â Â 896 Â Â Â 932 Â Â Â 2,652 Â Â Â 2,730 Â Cost of revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â Â 410 Â Â Â 446 Â Â Â 1,220 Â Â Â 1,326 Â Services Â Â 54 Â Â Â 60 Â Â Â 165 Â Â Â 173 Â Total cost of revenues (exclusive of amortization shown separately below) Â Â 464 Â Â Â 506 Â Â Â 1,385 Â Â Â 1,499 Â Gross profit Â Â 432 Â Â Â 426 Â Â Â 1,267 Â Â Â 1,231 Â Research and development Â Â 70 Â Â Â 71 Â Â Â 206 Â Â Â 218 Â Selling, general and administrative Â Â 167 Â Â Â 167 Â Â Â 498 Â Â Â 514 Â Acquisition and integration costs Â Â 3 Â Â Â 3 Â Â Â 6 Â Â Â 14 Â Restructuring and other Â Â 1 Â Â Â 1 Â Â Â 6 Â Â Â 13 Â Fees and expenses related to amendments to the Term Loan Facility Â Â 2 Â Â Â â€” Â Â Â 5 Â Â Â â€” Â Amortization of intangible assets Â Â 61 Â Â Â 68 Â Â Â 184 Â Â Â 225 Â Goodwill and intangible asset impairments Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 1,827 Â Gain on sale of long-lived assets Â Â â€” Â Â Â (2) Â Â â€” Â Â Â (2) Income (loss) from operations Â Â 128 Â Â Â 118 Â Â Â 362 Â Â Â (1,578) Interest income Â Â (6) Â Â (4) Â Â (17) Â Â (10) Interest expense Â Â 64 Â Â Â 93 Â Â Â 230 Â Â Â 266 Â Loss on extinguishment of debt Â Â 5 Â Â Â Â â€” Â Â Â 52 Â Â Â â€” Â Other expense (income), net Â Â 5 Â Â Â 7 Â Â Â (3) Â Â 14 Â Income (loss) before income taxes Â Â 60 Â Â Â 22 Â Â Â 100 Â Â Â (1,848) (Benefit) provision for income taxes Â Â (2) Â Â (17) Â Â 1 Â Â Â (76) Net income (loss) Â $ 62 Â Â $ 39 Â Â $ 99 Â Â $ (1,772) Other comprehensive income (loss), net of tax: Â Â Â Â Â Â Â Â Â Â Â Â Changes in value of financial instruments designated as cash flow hedges Â $ (59) Â $ 16 Â Â $ (27) Â $ 45 Â Foreign currency translation adjustments Â Â 184 Â Â Â (96) Â Â 18 Â Â Â (269) Change in net investment hedge Â Â (28) Â Â 21 Â Â Â â€” Â Â Â 8 Â Unrealized gain (loss) on investments Â Â 13 Â Â Â 4 Â Â Â 22 Â Â Â (7) Net unrecognized pension (loss) gain Â Â (3) Â Â â€” Â Â Â â€” Â Â Â (5) Total comprehensive (loss) income Â $ 169 Â Â $ (16) Â $ 112 Â Â $ (2,000) Net income (loss) per share: Â Â Â Â Â Â Â Â Â Â Â Â Basic Â $ 0.92 Â Â $ 0.59 Â Â $ 1.48 Â Â $ (26.53) Diluted Â $ 0.92 Â Â $ 0.58 Â Â $ 1.47 Â Â $ (26.53) Weighted average common shares outstanding: Â Â Â Â Â Â Â Â Â Â Â Â Basic Â Â 67.4 Â Â Â 66.9 Â Â Â 67.2 Â Â Â 66.8 Â Diluted Â Â 67.6 Â Â Â 67.1 Â Â Â 67.5 Â Â Â 66.8 Â Â The accompanying notes are an integral part of the unaudited condensed consolidated financial statements. 4 Â MKS INSTRUMENTS, INC. CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERSâ€™ EQUITY (in millions, except per share data) (Unaudited) Â Â Â Common Stock Â Â AdditionalPaid-In Â Â Retained Â Â AccumulatedOtherComprehensive Â Â TotalStockholdersâ€™ Â Â Â Shares Â Â Amount Â Â Capital Â Â Earnings Â Â (Loss) Income Â Â Equity Â Balance at December 31, 2023 Â Â 66.9 Â Â $ 0.1 Â Â $ 2,195 Â Â $ 373 Â Â $ (96) Â $ 2,472 Â Net issuance under stock-based plans Â Â 0.2 Â Â Â Â Â Â Â (9) Â Â Â Â Â Â Â (9) Stock-based compensation Â Â Â Â Â Â Â 15 Â Â Â Â Â Â Â 15 Â Cash dividend ($0.22Â per common share) Â Â Â Â Â Â Â (15) Â Â Â Â Â (15) Comprehensive (loss) income (net of tax): Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â 15 Â Â Â Â Â 15 Â Other comprehensive (loss) income Â Â Â Â Â Â Â Â Â (54) Â Â (54) Balance at March 31, 2024 Â Â 67.1 Â Â Â 0.1 Â Â Â 2,201 Â Â Â 373 Â Â (150) Â Â 2,424 Â Net issuance under stock-based plans Â Â 0.2 Â Â Â Â Â Â Â (2) Â Â Â Â Â Â Â (2) Stock-based compensation Â Â Â Â Â Â Â 11 Â Â Â Â Â Â Â 11 Â Purchase of capped calls related to Convertible Notes Â Â Â Â Â Â Â (167) Â Â Â Â Â Â Â (167) Cash dividend ($0.22Â per common share) Â Â Â Â Â Â Â (15) Â Â Â Â Â (15) Comprehensive (loss) income (net of tax): Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â 23 Â Â Â Â Â 23 Â Other comprehensive (loss) income Â Â Â Â Â Â Â Â Â (40) Â Â (40) Balance at June 30, 2024 Â Â 67.3 Â Â $ 0.1 Â Â $ 2,042 Â Â $ 381 Â Â $ (190) Â $ 2,233 Â Net issuance under stock-based plans Â Â â€” Â Â Â Â Â Â Â (1) Â Â Â Â Â Â Â (1) Stock-based compensation Â Â Â Â Â Â Â 11 Â Â Â Â Â Â Â 11 Â Cash dividend ($0.22Â per common share) Â Â Â Â Â Â Â (15) Â Â Â Â Â (15) Comprehensive income (loss) (net of tax): Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â 62 Â Â Â Â Â 62 Â Other comprehensive income (loss) Â Â Â Â Â Â Â Â Â 107 Â Â Â 107 Â Balance at September 30, 2024 Â Â 67.3 Â Â $ 0.1 Â Â $ 2,053 Â Â $ 428 Â Â $ (83) Â $ 2,398 Â Â Â Â Â Common Stock Â Â AdditionalPaid-In Â Â Retained Â Â AccumulatedOtherComprehensive Â Â TotalStockholdersâ€™ Â Â Â Shares Â Â Amount Â Â Capital Â Â Earnings Â Â (Loss) Income Â Â Equity Â Balance at December 31, 2022 Â Â 66.6 Â Â $ â€” Â Â $ 2,142 Â Â $ 2,272 Â Â $ 69 Â Â $ 4,483 Â Net issuance under stock-based plans Â Â 0.1 Â Â Â Â Â Â Â (6) Â Â Â Â Â Â Â (6) Stock-based compensation Â Â Â Â Â Â Â 18 Â Â Â Â Â Â Â 18 Â Cash dividend ($0.22Â per common share) Â Â Â Â Â Â Â (15) Â Â Â Â Â (15) Comprehensive (loss) income (net of tax): Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net (loss) income Â Â Â Â Â Â Â (42) Â Â Â Â Â (42) Other comprehensive income (loss) Â Â Â Â Â Â Â Â Â Â Â Â Â 13 Â Â Â Â Â 13 Â Balance at March 31, 2023 Â Â 66.7 Â Â Â â€” Â Â Â 2,154 Â Â Â 2,215 Â Â Â 82 Â Â Â 4,451 Â Net issuance under stock-based plans Â Â 0.2 Â Â Â Â Â Â Â 1 Â Â Â Â Â Â Â 1 Â Stock-based compensation Â Â Â Â Â Â Â 13 Â Â Â Â Â Â Â 13 Â Cash dividend ($0.22Â per common share) Â Â Â Â Â Â Â (15) Â Â Â Â Â (15) Comprehensive (loss) income (net of tax): Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net (loss) income Â Â Â Â Â Â Â (1,769) Â Â Â Â Â (1,769) Other comprehensive (loss) income Â Â Â Â Â Â Â Â Â (186) Â Â (186) Balance at June 30, 2023 Â Â 66.9 Â Â Â â€” Â Â Â 2,168 Â Â Â 431 Â Â (104) Â Â 2,495 Â Net issuance under stock-based plans Â Â â€” Â Â Â Â Â Â Â (1) Â Â Â Â Â Â Â 1 Â Stock-based compensation Â Â Â Â Â Â Â 13 Â Â Â Â Â Â Â 13 Â Cash dividend ($0.22Â per common share) Â Â Â Â Â Â Â (15) Â Â Â Â Â (15) Comprehensive (loss) income (net of tax): Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â 39 Â Â Â Â Â 39 Â Other comprehensive (loss) income Â Â Â Â Â Â Â Â Â (55) Â Â (55) Balance at September 30, 2023 Â Â 66.9 Â Â $ - Â Â $ 2,180 Â Â $ 455 Â Â $ (159) Â $ 2,476 Â Â The accompanying notes are an integral part of the unaudited condensed consolidated financial statements. 5 Â MKS INSTRUMENTS, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (in millions) (Unaudited) Â Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Cash flows from operating activities: Â Â Â Â Â Â Net income (loss) Â $ 99 Â Â $ (1,772) Adjustments to reconcile net income (loss) to net cash provided by operating activities: Â Â Â Â Â Â Depreciation and amortization Â Â 262 Â Â Â 301 Â Goodwill and intangible asset impairments Â Â â€” Â Â Â 1,827 Â Unrealized loss (gain) on derivatives not designated as hedging instruments Â Â 2 Â Â Â 23 Â Amortization of debt issuance costs and original issue discount Â Â 23 Â Â Â 23 Â Gain on sale of long-lived assets Â Â â€” Â Â Â (2) Loss on extinguishment of debt Â Â 52 Â Â Â â€” Â Stock-based compensation Â Â 37 Â Â Â 43 Â Provision for excess and obsolete inventory Â Â 41 Â Â Â 54 Â Deferred income taxes Â Â (168) Â Â (173) Other Â Â 5 Â Â Â 4 Â Changes in operating assets and liabilities Â Â Â Â Â Accounts receivable Â Â (7) Â Â 85 Â Inventories Â Â 11 Â Â Â (99) Other current and non-current assets Â Â 17 Â Â Â 12 Â Accounts payable Â Â (21) Â Â (110) Accrued compensation Â Â (26) Â Â (11) Income taxes payable Â Â 53 Â Â Â (75) Other current and non-current liabilities Â Â (28) Â Â 8 Â Net cash provided by operating activities Â Â 352 Â Â Â 138 Â Cash flows from investing activities: Â Â Â Â Â Â Proceeds from sale of long-lived assets Â Â 1 Â Â Â 3 Â Purchases of property, plant and equipment Â Â (67) Â Â (53) Net cash used in investing activities Â Â (66) Â Â (50) Cash flows from financing activities: Â Â Â Â Â Â Proceeds from borrowings Â Â 2,161 Â Â Â 1 Â Payments of borrowings Â Â (2,198) Â Â (67) Purchase of capped calls related to Convertible Notes Â Â (167) Â Â â€” Â Payments of deferred financing fees Â Â (33) Â Â â€” Â Dividend payments Â Â (44) Â Â (44) Net payments related to employee stock awards Â Â (12) Â Â (5) Other financing activities Â Â (10) Â Â (1) Net cash used in financing activities Â Â (303) Â Â (116) Effect of exchange rate changes on cash and cash equivalents Â Â 3 Â Â Â (22) Decrease in cash and cash equivalents Â Â (14) Â Â (50) Cash and cash equivalents at beginning of period Â Â 875 Â Â Â 909 Â Cash and cash equivalents at end of period Â $ 861 Â Â $ 859 Â The accompanying notes are an integral part of the unaudited condensed consolidated financial statements 6 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â (1)Basis of PresentationThe terms â€œMKSâ€ and the â€œCompanyâ€ refer to MKS Instruments, Inc. and its subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation. The interim financial data as of September 30, 2024, and for the three and nine months ended September 30, 2024, are unaudited; however, in the opinion of MKS, the interim data includes all adjustments, consisting of normal recurring adjustments, necessary for a fair statement of the results for the interim periods. The condensed consolidated balance sheet presented as of December 31, 2023 has been derived from the consolidated audited financial statements as of that date. The unaudited condensed consolidated financial statements presented herein have been prepared in accordance with the instructions to Form 10-Q and do not include all of the information and note disclosures required by United States generally accepted accounting principles (â€œU.S. GAAPâ€). The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in the MKS Annual Report on Form 10-K for the year ended December 31, 2023 filed with the U.S. Securities and Exchange Commission on February 27, 2024.The preparation of these unaudited condensed consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the unaudited condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. On an on-going basis, management evaluates its estimates and judgments, including those related to revenue recognition, allowance for doubtful accounts, inventory valuation, warranty costs, pension plan valuations, stock-based compensation, intangible assets, goodwill, other long-lived assets and income taxes. Management bases its estimates and judgments on historical experience and on various other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. As a result of rounding, there may be immaterial differences in amounts presented and certain calculations may not sum to the total number expressed in each category or tie to a corresponding schedule.The Company has three reportable segments: the Vacuum Solutions Division (â€œVSDâ€), the Photonics Solutions Division (â€œPSDâ€) and the Materials Solutions Division (â€œMSDâ€) as described in Note 15. During the quarter ended March 31, 2024, the Company moved its Optical Sensing Products (â€œOSPâ€) product line from the PSD segment to the VSD segment. The purpose of this realignment was to group the OSP products with related semiconductor products within the VSD segment. Prior periods have been recast to reflect this change. (2)Recent Accounting PronouncementsSegment Reporting (Topic 280): Improvements to Reportable Segment DisclosuresIn November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standard Update (â€œASUâ€) No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (â€œASU 2023-07â€), which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and provide in interim periods all disclosures about a reportable segmentâ€™s profit or loss and assets that are currently required annually. Additionally, it requires a public entity to disclose the title and position of the Chief Operating Decision Maker (â€œCODMâ€). The ASU does not change how a public entity identifies its operating segments, aggregates them, or applies the quantitative thresholds to determine its reportable segments. The new standard is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. A public entity should apply the amendments in this ASU retrospectively to all prior periods presented in the financial statements. The Company continues to assess the effect on the Companyâ€™s consolidated financial statement disclosures; however, adoption will not impact the consolidated financial statements. Income Taxes (Topic 740): Improvements to Income Tax DisclosuresIn December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which focuses on the rate reconciliation and income taxes paid. ASU No. 2023-09 requires a public business entity (â€œPBEâ€) to disclose, on an annual basis, a tabular rate reconciliation using both percentages and currency amounts, broken out into specified categories with certain reconciling items further broken out by nature and jurisdiction to the extent those items exceed a specified threshold. In addition, all entities are required to disclose income taxes paid, net of refunds received disaggregated by federal, state/local and foreign and by jurisdiction if the amount is at least 5% of total income tax 7 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â payments, net of refunds received. For PBEs, the new standard is effective for annual periods beginning after December 15, 2024, with early adoption permitted. An entity may apply the amendments in this ASU prospectively by providing the revised disclosures for the period ending December 31, 2025 and continuing to provide the pre-ASU disclosures for the prior periods, or may apply the amendments retrospectively by providing the revised disclosures for all periods presented. The Company is currently evaluating the impact of this ASU on its consolidated financial statements and related disclosures.Â Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement ExpensesIn November 2024, the FASB issued ASU No. 2024-03, Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires public companies to disclose, in interim and annual reporting periods, additional information about certain expenses in the notes to financial statements. The amendments in this ASU are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, with early adoption permitted. The Company is currently evaluating the impact of this ASU on its consolidated financial statements and related disclosures. (3)Revenue from Contracts with CustomersContract assets as of September 30, 2024 and December 31, 2023 were $23 and $26, respectively. A roll-forward of the Companyâ€™s deferred revenue and customer advances is as follows: Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Beginning balance, January 1(1) Â $ 79 Â Â $ 96 Â Additions to deferred revenue and customer advances Â Â 103 Â Â Â 122 Â Amount of deferred revenue and customer advances recognized in income Â Â (110) Â Â (136) Ending balance, September 30(2) Â $ 72 Â Â $ 82 Â Â (1)Beginning balance as of January 1, 2024 included $77 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Beginning balance as of January 1, 2023 included $94 of current deferred revenue and customer advances and $2 of non-current deferred revenue.(2)Ending balance as of September 30, 2024 included $70 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Ending balance as of September 30, 2023 included $80 of current deferred revenue and customer advances and $2 of non-current deferred revenue.Revenue from certain custom products, including MSD plating equipment, and revenue from certain service contracts are recorded over time. Remaining product and services revenues are recorded at a point in time.Disaggregation of RevenueThe following tables summarize product and service revenue from contracts with customers in MKSâ€™ three reportable segments. Â Â Three Months Ended September 30, 2024 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 283 Â Â $ 209 Â Â $ 284 Â Â $ 776 Â Services Â Â 62 Â Â Â 42 Â Â Â 16 Â Â Â 120 Â Total net revenues Â $ 345 Â Â $ 251 Â Â $ 300 Â Â $ 896 Â Â Â Three Months Ended September 30, 2023 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 294 Â Â $ 225 Â Â $ 299 Â Â $ 818 Â Services Â Â 60 Â Â Â 42 Â Â Â 12 Â Â Â 114 Â Total net revenues Â $ 354 Â Â $ 267 Â Â $ 311 Â Â $ 932 Â Â 8 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Â Â Nine Months Ended September 30, 2024 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 833 Â Â $ 633 Â Â $ 835 Â Â $ 2,301 Â Services Â Â 179 Â Â Â 126 Â Â Â 46 Â Â Â 351 Â Total net revenues Â $ 1,012 Â Â $ 759 Â Â $ 881 Â Â $ 2,652 Â Â Â Â Â Nine Months Ended September 30, 2023 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 929 Â Â $ 613 Â Â $ 874 Â Â $ 2,416 Â Services Â Â 163 Â Â Â 111 Â Â Â 40 Â Â Â 314 Â Total net revenues Â $ 1,092 Â Â $ 724 Â Â $ 914 Â Â $ 2,730 Â The following table summarizes revenue from contracts with customers in the Companyâ€™s three end markets: Semiconductor, Electronics and Packaging, and Specialty Industrial. Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Semiconductor Â $ 378 Â Â $ 367 Â Â $ 1,098 Â Â $ 1,117 Â Electronics and Packaging Â Â 231 Â Â Â 243 Â Â Â 669 Â Â Â 691 Â Specialty Industrial Â Â 287 Â Â Â 322 Â Â Â 885 Â Â Â 922 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â Â (4)Fair Value MeasurementsIn accordance with the provisions of fair value accounting, a fair value measurement assumes that the transaction to sell an asset or transfer a liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability and defines fair value based upon an exit price model.The fair value measurement guidance establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The guidance describes three levels of inputs that may be used to measure fair value:Level 1 Quoted prices in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities include debt securities with quoted prices that are traded less frequently than exchange-traded instruments or securities or derivative contracts that are valued using a pricing model with inputs that are observable in the market or can be derived principally from or corroborated by observable market data. Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted

cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the Company categorizes such assets and liabilities based on the lowest level input that is significant to the fair value measurement in its entirety. The Companyâ€™s assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability. 9 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Assets and liabilities of the Company are measured at fair value on a recurring basis as of September 30, 2024 and are summarized as follows:Â Â Â Â Â Â Fair Value Measurements at Reporting Date Using Â Description Â September 30, 2024 Â Â Quoted Prices inActive Markets forIdentical Assets (Level 1) Â SignificantOtherObservableInputs(Level 2) Â Â SignificantUnobservableInputs(Level 3) Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 415 Â Â $ 415 Â $ â€” Â Â $ â€” Â Time deposits Â Â 7 Â Â Â â€” Â Â 7 Â Â Â â€” Â Equity securities Â Â 1 Â Â Â 1 Â Â â€” Â Â Â â€” Â Available-for-sale securities: Â Â Â Â Â Â Â Â Â Â Â Â Group insurance contracts Â Â 6 Â Â Â â€” Â Â 6 Â Â Â â€” Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â Â 3 Â Â Â â€” Â Â 3 Â Â Â â€” Â Interest rate swaps - current Â Â 8 Â Â Â â€” Â Â 8 Â Â Â â€” Â Interest rate swaps - non-current Â Â 8 Â Â Â â€” Â Â 8 Â Â Â â€” Â Pension and deferred compensation plan assets Â Â 20 Â Â Â â€” Â Â 20 Â Â Â â€” Â Total assets Â $ 468 Â Â $ 416 Â $ 52 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts-current Â $ 4 Â Â $ â€” Â $ 4 Â Â $ â€” Â Interest rate swaps - current Â Â 11 Â Â Â â€” Â Â 11 Â Â Â â€” Â Total liabilities Â $ 15 Â Â $ â€” Â $ 15 Â Â $ â€” Â Reported as follows: Â Â Â Â Â Â Â Â Â Â Â Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalents(1) Â $ 422 Â Â $ 415 Â $ 7 Â Â $ â€” Â Other current assets Â Â 11 Â Â Â â€” Â Â 11 Â Â Â â€” Â Total current assets Â $ 433 Â Â $ 415 Â $ 18 Â Â $ â€” Â Other assets Â $ 35 Â Â $ 1 Â $ 34 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Other current liabilities Â $ 15 Â Â $ â€” Â $ 15 Â Â $ â€” Â (1) The cash and cash equivalents amount presented in the table above does not include cash of $439 as of September 30, 2024. 10 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Assets and liabilities of the Company are measured at fair value on a recurring basis as of December 31, 2023 and are summarized as follows:Â Â Â Â Â Â Fair Value Measurements at Reporting Date Using Â Description Â December 31, 2023 Â Â Quoted Prices inActive Markets forIdentical Assets (Level 1) Â Â SignificantOtherObservableInputs(Level 2) Â Â SignificantUnobservableInputs(Level 3) Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 356 Â Â $ 356 Â Â $ â€” Â Â $ â€” Â Time deposits Â Â 12 Â Â Â â€” Â Â Â 12 Â Â Â â€” Â Available-for-sale securities: Â Â Â Â Â Â Â Â Â Â Â Â Group insurance contracts Â Â 6 Â Â Â â€” Â Â Â 6 Â Â Â â€” Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â Â 2 Â Â Â â€” Â Â 2 Â Â Â â€” Â Interest rate caps - current Â Â 3 Â Â Â â€” Â Â 3 Â Â Â â€” Â Interest rate swaps - non-current Â Â 41 Â Â Â â€” Â Â 41 Â Â Â â€” Â Pension and deferred compensation plan assets Â Â 19 Â Â Â â€” Â Â 19 Â Â Â â€” Â Total assets Â $ 439 Â Â $ 356 Â Â $ 83 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â Total liabilities Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â Reported as follows: Â Â Â Â Â Â Â Â Â Â Â Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalents (1) Â $ 368 Â Â $ 356 Â Â $ 12 Â Â $ â€” Â Other current assets Â Â 5 Â Â Â â€” Â Â Â 5 Â Â Â â€” Â Total current assets Â $ 373 Â Â $ 356 Â Â $ 17 Â Â $ â€” Â Other assets Â $ 66 Â Â $ â€” Â Â $ 66 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Other current liabilities Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â (1) The cash and cash equivalents amount presented in the table above does not include cash of $507 as of December 31, 2023.Other Fair Value DisclosuresThe estimated carrying value and fair value of the Companyâ€™s debt as of September 30, 2024 and December 31, 2023 are as follows: Â Â September 30, 2024 Â Â December 31, 2023 Â Â Â Carrying Value Â Â Fair Value Â Â Carrying Value Â Â Fair Value Â Term Loan Facility Â $ 3,529 Â Â $ 3,538 Â Â $ 4,953 Â Â $ 4,965 Â Convertible Notes Â Â 1,400 Â Â Â 1,401 Â Â Â â€” Â Â Â â€” Â Total Â $ 4,929 Â Â $ 4,939 Â Â $ 4,953 Â Â $ 4,965 Â The estimated carrying value and fair value of the Companyâ€™s Term Loan Facility, as defined and further described in Note 8, was determined using available market information based on recent trades or activity of debt instruments with substantially similar risks, terms and maturities, which fall within Level 2 under the fair value hierarchy. The estimated fair value of the Companyâ€™s Convertible Notes, as defined and further described in Note 8, was determined based on the last traded price of the Convertible Notes for the period ended September 30, 2024, and falls under Level 2 of the fair value hierarchy.Pension and Deferred Compensation Plan Assets The pension and deferred compensation plan assets represent investments in mutual funds, exchange traded funds, government securities and other time deposits. These investments are set aside for employee retirement benefits of certain of the Companyâ€™s subsidiaries. 11 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â DerivativesAs a result of the Companyâ€™s global operating activities and variable interest rate borrowings, the Company is exposed to market risks from changes in foreign currency exchange rates and interest rates, which may adversely affect its operating results and financial position. When deemed appropriate, the Company minimizes its risks from foreign currency exchange rate and interest rate fluctuations through the use of derivative financial instruments. The principal market in which the Company executes its foreign currency and interest rate contracts is the institutional market in an over-the-counter environment with a relatively high level of price transparency. The market participants are typically large commercial banks. The contracts are valued using broker quotations or market transactions. (5)Derivatives and Net Investment HedgeForeign Exchange Forward ContractsThe Company hedges a portion of its forecasted foreign currency-denominated intercompany sales of inventory, over a maximum period of twenty-four months, using foreign exchange forward contracts accounted for as cash-flow hedges. To the extent these derivatives are effective in offsetting the variability of the hedged cash flows, and otherwise meet the hedge accounting criteria, changes in the derivativesâ€™ fair value are not included in current earnings but are included in other comprehensive income (â€œOCIâ€) in stockholdersâ€™ equity. These changes in fair value will subsequently be reclassified into earnings as applicable, when the forecasted transaction occurs. To the extent that a previously designated hedging transaction is no longer an effective hedge, any ineffectiveness measured in the hedging relationship is recorded in earnings in the period it occurs. The cash flows resulting from foreign exchange forward contracts are classified in the condensed consolidated statements of cash flows as part of cash flows from operating activities. The Company does not enter into derivative instruments for trading or speculative purposes.The Company also enters into foreign exchange forward contracts to hedge against changes in the balance sheet for certain subsidiaries to mitigate the risk associated with certain foreign currency transactions in the ordinary course of business. These derivatives are not designated as cash flow hedging instruments and gains or losses from these derivatives are recorded immediately in other (income) expense, net.The following table summarizes the net notional values of foreign exchange forward contracts outstanding as of September 30, 2024 and December 31, 2023:Â Â Â Net Notional Value Â Â September 30, 2024 Â Â December 31, 2023 Â Derivatives designated as hedging instruments: Â Â Â Â Â Â Foreign exchange forward contracts-cash flow hedges Â $ 116 Â Â $ 178 Â Derivatives not designated as hedging instruments: Â Â Â Â Â Â Foreign exchange forward contracts-balance sheet hedges Â $ 239 Â Â $ 155 Â Â For both periods presented in the table, the Japanese yen and the South Korean won were the largest notional contracts for designated cash flow hedges, and the Euro was the largest notional contract for balance sheet hedges not designated as a hedging instrument.Net Investment Hedges On January 1, 2023, the Company designated certain Euro-denominated debt as a net investment hedge to hedge a portion of its net investments in certain of its entities with functional currencies denominated in the Euro. On January 22, 2024, the Company prepaid its USD Tranche A in full using, in part, a â‚¬250 incremental borrowing under its Euro Tranche B, each as defined and further described in Note 8. On January 22, 2024, the Company designated the additional â‚¬250 of its Euro Tranche B as a net investment hedge. As of September 30, 2024, the total principal amount outstanding under its Euro Tranche B was â‚¬798 and the entire balance was designated as a net investment hedge. As of December 31, 2023, the total principal amount outstanding under its Euro Tranche B was â‚¬593 and the entire balance was designated as a net investment hedge. For these net investment hedges, the Company records foreign currency remeasurement gains and losses within a 12 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â component of OCI. Recognition in earnings of amounts previously recorded in accumulated OCI is limited to circumstances such as complete or substantially complete liquidation or sale of the net investment in the hedged foreign operations.Interest Rate Agreements The Company has various interest rate swap agreements maturing through January 31, 2029, that exchange a forward-looking term rate based on the variable secured overnight financing rate (â€œTerm SOFRâ€) paid on the outstanding balance of its Term Loan Facility, as defined and further described in Note 8, to a fixed rate. The notional value of the agreements was $2,600 and $2,300 as of September 30, 2024 and December 31, 2023, respectively. The Company acquired USD London Interbank Offered Rate (â€œLIBORâ€) interest rate cap agreements as a result of its acquisition of Atotech Limited (â€œAtotechâ€) on August 17, 2022 (the â€œAtotech Acquisitionâ€) and had utilized these agreements to offset Term SOFR on its Term Loan Facility. The notional value of the agreements was $700 as of December 31, 2023 and expired on January 31, 2024. Effective June 30, 2023, the Companyâ€™s USD LIBOR based interest rate caps were converted to Term SOFR. The Company also had two USD LIBOR based swaps that were converted to Term SOFR, effective June 30, 2023. The conversions from USD LIBOR to Term SOFR did not have a material impact on the Companyâ€™s results of operations. The interest rate swaps are recorded at fair value on the balance sheet and changes in the fair value are recognized in OCI. To the extent these arrangements are no longer effective hedges, the hedging relationship will be discontinued and changes in the fair value of the hedging instruments from the last assessment period that were effective up to the current period will be recorded immediately in earnings. Amounts previously recorded in OCI will remain in OCI and will be reclassified to earnings when the interest payments impact consolidated earnings. If the Company determines that the interest payments are unlikely to occur, amounts previously recorded in OCI will be reclassified to earnings immediately. Changes in the fair value of interest rate caps were recorded immediately in earnings, as the Company did not designate these instruments as hedges and therefore these instruments did not qualify for hedge accounting. The cash flows resulting from interest rate agreements are classified in cash flows from operating activities.The following table summarizes the net gains (losses) on derivatives designated as cash flow hedging instruments:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Foreign exchange forward contracts-cash flow hedges: Â Â Â Â Â Â Â Â Â Â Â Â Net (losses) gains recognized in accumulated OCI Â $ (7) Â $ (1) Â $ 1 Â Â $ 9 Â Net gains (losses) reclassified from accumulated OCI into cost of revenues Â $ 3 Â Â $ 2 Â Â $ 5 Â Â $ 4 Â Interest rate hedges: Â Â Â Â Â Â Â Â Â Â Â Â Net (losses) gains recognized in accumulated OCI Â $ (52) Â $ 17 Â Â $ (28) Â $ 36 Â Net gains (losses) reclassified from accumulated OCI into interest expense Â $ 16 Â Â $ 12 Â Â $ 49 Â Â $ 32 Â We expect an immaterial amount to be reclassified from OCI into cost of revenues during the next twelve months related to foreign exchange forward contracts. We expect a gain of approximately $16 to be recorded into interest expense during the next twelve months related to interest rate swaps.The following table summarizes the net gains (losses) on derivatives not designated as hedging instruments:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Foreign exchange forward contracts-balance sheet hedges: Â Â Â Â Â Â Â Â Â Â Â Â Net gains (losses) recognized in other (income) expense, net Â $ 1 Â Â $ (5) Â $ 1 Â Â $ (9) Interest rate caps: Â Â Â Â Â Â Â Â Â Â Â Â Net gains (losses) recognized in income Â $ â€” Â Â $ 1 Â Â $ â€” Â Â $ 3 Â Â 13 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Derivative instruments are subject to master netting arrangements. However, the Company has elected to record these contracts on a gross basis in the condensed consolidated balance sheet. The location and fair value amounts of derivative instruments reported in the condensed consolidated balance sheet is disclosed in Note 4. (6)InventoriesInventories consist of the following:Â Â Â September 30, 2024 Â Â December 31, 2023 Â Raw materials Â $ 708 Â Â $ 740 Â Work-in-process Â Â 96 Â Â Â 94 Â Finished goods Â Â 136 Â Â Â 157 Â Total Â $ 940 Â Â $ 991 Â Â (7)Goodwill and Intangible AssetsGoodwillThe Companyâ€™s methodology for allocating the purchase price of an acquisition is determined through established and generally accepted valuation techniques. Goodwill is measured as the excess of the cost of the acquisition over the sum of the amounts assigned to tangible and identifiable intangible assets acquired less liabilities assumed. The Company assigns assets acquired (including goodwill) and liabilities assumed to one or more reporting units as of the date of acquisition. If the products obtained in an acquisition are assigned to multiple reporting units, the goodwill is distributed to the respective reporting units as part of the purchase price allocation process. Goodwill and intangible assets with indefinite useful lives are not amortized but are reviewed for impairment annually during the fourth quarter of each fiscal year or whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. To measure impairment, the Company compares the fair value of the reporting unit to its carrying amount, which includes goodwill. If the fair value of the reporting unit exceeds the carrying value of the reporting unit, no impairment exists. If the fair value of the reporting unit is less than the carrying value of the reporting unit, a goodwill impairment is recorded. Amortizable intangible assets and other long-lived assets are also subject to an impairment test if there is an indicator of impairment. When the Company determines that the carrying value of intangible assets or other long-lived assets may not be recoverable based upon the existence of one or more indicators of impairment, the Company uses the projected undiscounted cash flow method to determine whether an impairment exists, and then measures the impairment using discounted cash flows. The process of evaluating the potential impairment of goodwill, intangible assets and other long-lived assets requires significant judgment. The Company regularly monitors current business conditions and other factors, including, but not limited to, adverse industry or economic trends, restructuring actions and lower projections of profitability that may impact future operating results. The Companyâ€™s stock price and any estimated control premium are factors affecting the assessment of the fair value of the Companyâ€™s underlying reporting units for purposes of performing any goodwill impairment assessment. The changes in the carrying amount of goodwill and accumulated impairment loss during the nine months ended September 30, 2024 were as follows: Â Â GrossCarryingAmount Â Â AccumulatedImpairmentLoss Â Â Net Â Beginning balance, January 1, 2024 Â $ 4,387 Â Â $ (1,833) Â $ 2,554 Â Foreign currency translation and measurement period adjustments Â Â 13 Â Â Â â€” Â Â Â 13 Â Ending balance, September 30, 2024 Â $ 4,400 Â Â $ (1,833) Â $ 2,567 Â Â 14 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â During the quarter ended June 30, 2023, the Company noted softer industry demand, particularly in the personal computer and smartphone markets, and concluded there was a triggering event at each of its electronics and general metal finishing reporting units, which together constitute MSD, and the equipment solutions reporting unit of PSD. For each of the three reporting units, the Company performed a quantitative assessment of goodwill using an equal weighting of the income approach and market approach. The income approach was based upon projected future cash flows that were discounted to present value and an assumed terminal growth rate. The key underlying assumptions included forecasted revenues, which incorporated external market data, gross profit and operating expenses, as well as an applicable discount rate for each reporting unit. The market approach for each of the three reporting units incorporated observed multiples of guideline public companies. The market approach for the electronics and general metal finishing reporting units also incorporated multiples from guideline transactions. Â Fair value estimates are based on a complex set of judgments about future events and uncertainties and rely heavily on estimates and assumptions that have been deemed reasonable by the Company's management. There are inherent uncertainties and management judgment required in these determinations.This quantitative assessment for the quarter ended June 30, 2023 resulted in the following: Reporting Unit Â Goodwill Impairment Â Â Remaining Goodwill Â Electronics Â $ 826 Â Â $ 1,420 Â General Metal Finishing Â Â 428 Â Â Â 307 Â Equipment Solutions Â Â 372 Â Â Â 100 Â In addition, the Company used an income approach to determine the fair value of the long-lived and indefinite-lived intangible assets within these reporting units (Level 3 within the fair value hierarchy). These valuations resulted in a $20 fair value and $152 impairment of completed technology within the equipment solutions reporting unit and a $72 fair value and $49 impairment of in-process research and development (â€œIPR&Dâ€) within the electronics reporting unit. After evaluating forecast updates and carrying values, the Company did not identify impairments at any other of its reporting units.For the completed technology valuation within the equipment solutions reporting unit, the forecasted future undiscounted cash flows were consistent with the Companyâ€™s goodwill analysis, using an approximate seven year useful life, an 8% weighted-average forecasted revenue growth rate, and a discount rate of 13.5%. For the IPR&D intangible asset within the electronics reporting unit, the forecasted undiscounted future cash flows utilized were consistent with the Companyâ€™s goodwill analysis, with estimated time to complete in-process projects of up to two years, and a discount rate of 12.5%.Intangible AssetsThe Companyâ€™s intangible assets are comprised of the following: As of September 30, 2024: Â Gross Â Â AccumulatedÂ Impairment Charges Â Â Accumulated Amortization Â Â Foreign Currency Translation Â Â Net Â Completed technology Â $ 1,268 Â Â $ (152) Â $ (473) Â $ (3) Â $ 640 Â Customer relationships Â Â 2,072 Â Â Â (1) Â Â (442) Â Â (11) Â Â 1,618 Â Patents, trademarks, trade names and other Â Â 381 Â Â Â (63) Â Â (127) Â Â (6) Â Â 185 Â Â Â $ 3,721 Â Â $ (216) Â $ (1,042) Â $ (20) Â $ 2,443 Â Â As of December 31, 2023: Â Gross Â Â AccumulatedImpairment Charges Â Â AccumulatedAmortization Charges Â Â Foreign Currency Translation and Measurement

Period Adjustments Â Â Net Â Completed technology Â $ 1,268 Â Â $ (152) Â $ (405) Â $ (4) Â $ 707 Â Customer relationships Â Â 2,072 Â Â Â (1) Â Â (335) Â Â (17) Â Â 1,719 Â Patents, trademarks, trade names and other Â Â 381 Â Â Â (63) Â Â (118) Â Â (7) Â Â 193 Â Â Â $ 3,721 Â Â $ (216) Â $ (858) Â $ (28) Â $ 2,619 Â Â During the nine months ended September 30, 2023, $9 of IPR&D was written off to amortization expense as certain projects were cancelled. 15 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Aggregate amortization expense related to acquired intangible assets for the nine months ended September 30, 2024 and 2023 was $184 and $225, respectively.Aggregate net amortization expense related to acquired intangible assets for future years is as follows: Year Â Amount Â 2024 (remaining) Â $ 64 Â 2025 Â Â 254 Â 2026 Â Â 250 Â 2027 Â Â 249 Â 2028 Â Â 249 Â 2029 Â Â 246 Â Thereafter Â Â 1,075 Â The Company excluded from the above table intangible assets of $56 of indefinite-lived trademarks and trade names, which were not subject to amortization. (8)DebtThe Companyâ€™s outstanding debt is as follows: Â Â September 30, 2024 Â Â December 31, 2023 Â Short-term debt: Â Â Â Â Â Â Term Loan Facility Â $ 50 Â Â $ 93 Â Long-term debt: Â Â Â Â Â Â Term Loan Facility Â $ 3,479 Â Â $ 4,860 Â Debt issuance costs - Term Loan Facility Â Â (94) Â Â (164) Â Â Â Â Â Term Loan Facility, net Â Â 3,385 Â Â Â 4,696 Â Convertible Notes Â Â 1,400 Â Â Â â€” Â Debt issuance costs - Convertible Notes Â Â (27) Â Â â€” Â Â Â Â Â Â Convertible Notes, net Â Â 1,373 Â Â Â â€” Â Â Â Â Â Total long-term debt, net Â $ 4,758 Â Â $ 4,696 Â Â Credit FacilitiesIn connection with the completion of the Atotech Acquisition, on August 17, 2022 (the â€œEffective Dateâ€) the Company entered into a credit agreement with JPMorgan Chase Bank, N.A., as administrative agent and collateral agent, Barclays Bank PLC, and the lenders from time to time party thereto (the â€œCredit Agreementâ€). The Credit Agreement provided for (i) a senior secured term loan facility comprised of three tranches: a $1,000 loan (the â€œUSD Tranche Aâ€), a $3,600 loan (as further increased, refinanced and otherwise modified as described herein, the â€œUSD Tranche Bâ€) and a â‚¬600 loan (as further increased and otherwise modified as described herein, the â€œEuro Tranche Bâ€ and together with the USD Tranche A and the USD Tranche B, the â€œTerm Loan Facilityâ€), each of which were borrowed in full on the Effective Date, and (ii) a senior secured revolving credit facility of $500 (as further increased and otherwise modified as described herein, the â€œRevolving Facilityâ€ and, together with the Term Loan Facility, the â€œCredit Facilitiesâ€), with the commitments under each of the foregoing facilities subject to increase from time to time subject to certain conditions. The proceeds of the Term Loan Facility were used on the Effective Date, among other things, to fund a portion of the consideration payable in connection with the Atotech Acquisition and to refinance the existing term loan and revolving credit facilities of the Company and certain indebtedness of Atotech. 16 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Initially, borrowings under the Credit Facilities bore interest at a rate per annum equal to, at the Companyâ€™s option, any of the following, plus, in each case, an applicable margin: (a) with respect to the USD Tranche A, the Revolving Facility and the USD Tranche B, (x) a base rate determined by reference to the highest of (1) the federal funds effective rate plus 0.50%, (2) the prime rate quoted in The Wall Street Journal, or (3) a forward-looking term rate based on Term SOFR (plus an applicable credit spread adjustment) for an interest period of one month, plus 1.00%; and (y) a Term SOFR rate (plus an applicable credit spread adjustment) for the interest period relevant to such borrowing, subject to a rate floor of (I) with respect to the USD Tranche B, 0.50% and (II) with respect to the USD Tranche A and the Revolving Facility, 0.0%; and (b) with respect to the Euro Tranche B, a Euro Interbank Offered Rate (â€œEURIBORâ€) rate determined by reference to the costs of funds for Euro deposits for the interest period relevant to such borrowing adjusted for certain additional costs, subject to a EURIBOR rate floor of 0.0%. Initially, the applicable margins for borrowings under the Credit Facilities were (i) under the USD Tranche A, 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings, (ii) under the USD Tranche B, 1.75% with respect to base rate borrowings and 2.75% with respect to Term SOFR borrowings, (iii) under the Euro Tranche B, 3.00% and (iv) under the Revolving Facility, 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings.In addition to paying interest on outstanding principal under the Credit Facilities, the Company is required to pay a commitment fee in respect of the unutilized commitments under the Revolving Facility. The commitment fee is subject to adjustment based on the Companyâ€™s first lien net leverage ratio as of the end of the preceding fiscal quarter. The Company must also pay customary letter of credit fees and agency fees. As of September 30, 2024, the commitment fee was 0.25% per annum, representing a downward adjustment from 0.375% as of June 30, 2024.On October 3, 2023 (the â€œFirst Amendment Effective Dateâ€), the Company entered into the First Amendment to Credit Agreement (the â€œFirst Amendmentâ€), which refinanced all of the $3,564 outstanding USD Tranche B to (i) decrease the applicable margin for the USD Tranche B to 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings and (ii) remove the credit spread adjustment applicable to Term SOFR borrowings of the USD Tranche B.On January 22, 2024 (the â€œSecond Amendment Effective Dateâ€), the Company entered into the Second Amendment to Credit Agreement (the â€œSecond Amendmentâ€), pursuant to which the Company (i) borrowed additional USD Tranche B loans in an aggregate principal amount of $490 and additional Euro Tranche B loans in an aggregate principal amount of â‚¬250 (collectively, the â€œIncremental Tranche B Loansâ€) and (ii) used a portion of the proceeds of the Incremental Tranche B Loans to prepay the USD Tranche A in full in an aggregate principal amount of $744.On February 13, 2024, the Company entered into the Third Amendment to Credit Agreement (the â€œThird Amendmentâ€), pursuant to which the Company increased the available borrowing capacity under the Revolving Facility by $175 (the â€œIncremental Revolving Commitmentsâ€). As of September 30, 2024, the available borrowing capacity under the Revolving Facility was $675.On July 23, 2024 (the â€œFourth Amendment Effective Dateâ€), the Company entered into the Fourth Amendment to Credit Agreement (the â€œFourth Amendmentâ€), pursuant to which the Company (i) refinanced its existing USD Tranche B loan and Euro Tranche B loan with a new $2,650 USD Tranche B loan and a new â‚¬800 Euro Tranche B loan, (ii) decreased the applicable margin for the USD Tranche B from 2.50% to 2.25% with respect to Term SOFR borrowings and from 1.50% to 1.25% with respect to base rate borrowings and (iii) decreased the applicable margin for the Euro Tranche B from 3.00% to 2.75%.On July 23, 2024, immediately prior to the effectiveness of the Fourth Amendment, the Company made a voluntary prepayment of $110 aggregate principal amount under the Term Loan Facility, consisting of $69 principal amount of its USD Tranche B loan and â‚¬38 principal amount of its Euro Tranche B loan. The USD Tranche B and the Euro Tranche B were issued on the Effective Date with original issue discount of 2.00% of the principal amounts thereof. The USD Tranche B was issued on the First Amendment Effective Date with original issue discount of 0.25% of the principal amount thereof. The Incremental Tranche B Loans were issued with original issue discount of 0.25% of the principal amount thereof.The Company incurred $242 of deferred financing fees and original issue discount related to the term loans under the Term Loan Facility funded on the Effective Date, which are included in long-term debt, net in the accompanying consolidated balance sheets and are being amortized to interest expense over the estimated life of the term loans using the effective interest method. 17 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â The Company incurred $11 of deferred financing fees and original issue discount related to the USD Tranche B funded on the First Amendment Effective Date, of which $9 is included in long-term debt, net in the accompanying consolidated balance sheets and is being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company recorded an $8 loss on extinguishment of debt in connection with the First Amendment.The Company incurred $5 of deferred financing fees and original issue discount related to the Incremental Tranche B Loans funded on the Second Amendment Effective Date, of which $2 is included in long-term debt, net in the accompanying consolidated balance sheets and is being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company recorded a $9 loss on extinguishment of debt in connection with the Second Amendment.The Company recorded a $5 loss on extinguishment of debt in connection with the Fourth Amendment as a result of the acceleration of deferred financing and original issue discounts. Under the Credit Agreement, the Company is required to prepay outstanding term loans, subject to certain exceptions, with portions of its annual excess cash flow as well as with the net cash proceeds of certain of its asset sales, certain casualty and condemnation events and the incurrence or issuances of certain debt. If at any time the aggregate amount of outstanding loans, unreimbursed letter of credit drawings and undrawn letters of credit under the Revolving Facility exceeds the aggregate commitments under the Revolving Facility, the Company is required to repay outstanding loans and/or cash collateralize letters of credit, with no reduction of the commitment amount.The Company may voluntarily prepay outstanding loans under the Credit Facilities from time to time, subject to certain conditions, without premium or penalty other than customary â€œbreakageâ€ costs with respect to Term SOFR or EURIBOR loans; provided, however, that subject to certain exceptions, if on or prior to the date that is six months after the Fourth Amendment Effective Date, the Company prepays any loans under the USD Tranche B or the Euro Tranche B in connection with a repricing transaction, the Company must pay a prepayment premium of 1.00% of the aggregate principal amount of the loans so prepaid. Additionally, the Company may voluntarily reduce the unutilized portion of the commitment amount under the Revolving Facility. Prior to the repayment in full of the USD Tranche A, the Company was required to make scheduled quarterly payments each equal to 1.25% of the original principal amount of the USD Tranche A. The Company is required to make scheduled quarterly payments each equal to approximately $10 with respect to the USD Tranche B and approximately â‚¬2 with respect to the Euro Tranche B, in each case with the balance due thereunder on the seventh anniversary of the Effective Date.There is no scheduled amortization under the Revolving Facility. Any principal amount outstanding under the Revolving Facility is due and payable in full on the fifth anniversary of the Effective Date.All obligations under the Credit Facilities are guaranteed by certain of the Companyâ€™s wholly-owned domestic subsidiaries and are required to be guaranteed by certain of the Companyâ€™s future wholly-owned domestic subsidiaries, and are secured by substantially all of the Companyâ€™s assets and the assets of such subsidiaries, subject to certain exceptions and exclusions.Under the Credit Agreement, the Company has the ability to incur additional incremental debt facilities in an amount up to (x) the greater of (1) $1,011 and (2) 75% of consolidated last twelve months earnings before interest, taxes, depreciation, and amortization (â€œEBITDAâ€), plus (y) an amount equal to the sum of all voluntary prepayments of term loans under the Term Loan Facility, plus (z) an additional unlimited amount subject to pro forma compliance with certain leverage ratio tests (based on the security and priority of such incremental debt).Under the USD Tranche A and the Revolving Facility, so long as any USD Tranche A loans (or commitments in respect thereof) are outstanding as of the end of any fiscal quarter, the Company may not allow its total net leverage ratio as of the end of such fiscal quarter to be greater than 5.25 to 1.00 for the fiscal quarters ending December 31, 2023 through September 30, 2024, with an annual step-down of 0.25:1.00 and subject to a step-up of 0.50:1.00 for the four full fiscal quarter period following any material acquisition, not to exceed 5.50 to 1.00.In addition, in the event there are no loans outstanding under the USD Tranche A, as of the end of any fiscal quarter of the Company when the aggregate amount of loans outstanding under the Revolving Facility (net of (a) all letters of credit (whether cash collateralized or not) and (b) unrestricted cash of the Company and its restricted subsidiaries) exceeds 35% of the aggregate amount of all commitments under the Revolving Facility in effect as of such date, the Company may not allow its first lien net leverage ratio as of the end of each such fiscal quarter to be greater than 6.00 to 1.00.The USD Tranche B and the Euro Tranche B are not subject to financial maintenance covenants. 18 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â The Credit Agreement contains a number of negative covenants that, among other things and subject to certain exceptions, restrict the ability of the Company and each of its subsidiaries to: incur additional indebtedness; pay dividends on its capital stock or redeem, repurchase or retire its capital stock or its subordinated indebtedness; make investments, loans and acquisitions; create restrictions on the payment of dividends or other amounts to the Company from the Companyâ€™s restricted subsidiaries or restrictions on the ability of the Companyâ€™s restricted subsidiaries to incur liens; engage in transactions with its affiliates; sell assets, including capital stock of its subsidiaries; materially alter the business it conducts; consolidate or merge; incur liens; and engage in sale-leaseback transactions.The Credit Agreement also contains customary representations and warranties, affirmative covenants and provisions relating to events of default. If an event of default occurs, the lenders under the Credit Facilities will be entitled to take various actions, including the acceleration of amounts due under the Credit Facilities and all actions permitted to be taken by a secured creditor. As of September 30, 2024, the Company was in compliance with all covenants under the Credit Agreement.The Company paid certain customary fees to and expenses of (i) JPMorgan Chase Bank, N.A., Barclays Bank PLC, BofA Securities, Inc., Citibank, N.A., HSBC Securities (USA) Inc. and Mizuho Bank, Ltd. in their respective capacities as lead arrangers and bookrunners in connection with the Credit Facilities on the Effective Date, (ii) JPMorgan Chase Bank, N.A. in its capacity as lead arranger in connection with each of the First Amendment, the Second Amendment, the Third Amendment and the Fourth Amendment and (iii) the lenders providing the Incremental Revolving Commitments pursuant to the Third Amendment.As described further below under â€œConvertible Notes,â€ on May 16, 2024, the Company completed a private offering of convertible senior notes. A significant portion of the net proceeds from the offering was used to repay approximately $1,206 of the USD Tranche B. As a result of the repayment, the Company recorded a $38 loss on extinguishment of debt.As of September 30, 2024, the weighted average interest rate of the Term Loan Facility was 6.9%. The Revolving Facility has a maturity date in August 2027 while the USD Tranche B and Euro Tranche B have a maturity date in August 2029. As of September 30, 2024, there were no borrowings under the Revolving Facility.Convertible NotesOn May 16, 2024, the Company completed a private offering of $1,400 aggregate principal amount of its convertible senior notes due 2030 (the â€œConvertible Notesâ€). The Convertible Notes were sold in a private placement under a purchase agreement, dated as of May 13, 2024 (the â€œPurchase Agreementâ€), entered into by and between the Company and each of Morgan Stanley & Co. LLC, J.P. Morgan Securities LLC, BofA Securities, Inc. and Mizuho Securities USA LLC, as representatives of the several initial purchasers named therein, for resale to persons reasonably believed to be qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933, as amended. The aggregate principal amount of the Convertible Notes sold in the offering was $1,400, which included $200 aggregate principal amount of the Convertible Notes issued pursuant to an option to purchase, within a 13-day period beginning on, and including, the date on which the Convertible Notes were first issued, which the initial purchasers exercised in full on May 14, 2024 and which additional purchase was also completed on May 16, 2024. The net proceeds from the offering were approximately $1,374 after deducting the initial purchasersâ€™ discounts and commissions and estimated offering expenses paid by the Company. The Company used approximately $167 of the net proceeds from the offering to pay the cost of the capped call transactions described below. The Company used the remaining net proceeds from the offering to repay approximately $1,206 in borrowings outstanding under the USD Tranche B, together with accrued interest, as well as for general corporate purposes. Indenture and the Convertible NotesOn May 16, 2024, the Company entered into an indenture (the â€œIndentureâ€) with respect to the Convertible Notes with U.S. Bank Trust Company, National Association, as trustee (the â€œTrusteeâ€). Under the Indenture, the Convertible Notes are senior unsecured obligations of the Company and bear interest at a coupon rate of 1.25% per annum, with interest payable semiannually in arrears on June 1 and December 1 of each year, beginning on December 1, 2024. The Convertible Notes will mature on June 1, 2030, unless earlier converted, redeemed or repurchased in accordance with their terms. 19 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Subject to certain conditions, on or after June 5, 2027, the Company may redeem for cash all or any portion of the Convertible Notes at a redemption price equal to 100% of the principal amount of the Convertible Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the redemption date, if the last reported sale price of the Companyâ€™s common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on, and including, the trading day immediately preceding the date the notice of redemption is sent. The conversion rate for the Convertible Notes is initially 6.4799 shares of the Companyâ€™s common stock per one thousand dollars principal amount of the Convertible Notes, which is equivalent to an initial conversion price of approximately $154.32 per share. The conversion rate is subject to adjustment upon the occurrence of certain events. Upon conversion, the Company will pay cash up to the aggregate principal amount of the Convertible Notes to be converted and pay or deliver, as the case may be, cash, shares of common stock or a combination of cash and shares of common stock, at the Companyâ€™s election, in respect of the remainder, if any, of its conversion obligation in excess of the aggregate principal amount of the Convertible Notes being converted. Prior to March 1, 2030, noteholders may convert all or any portion of their Convertible Notes only upon the occurrence of certain events and during certain periods, and thereafter, at any time until the second scheduled trading day immediately preceding the maturity date. If the Company undergoes a fundamental change (as defined in the Indenture) prior to the maturity date of the Convertible Notes, holders may require the Company to repurchase for cash all or any portion of their Convertible Notes at a fundamental change repurchase price equal to 100% of the principal amount of the Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date. The Indenture contains customary terms and covenants, including that upon certain events of default that are occurring and continuing, either the Trustee or the holders of at least 25% in aggregate principal amount of the outstanding Convertible Notes may declare 100% of the principal of, and accrued and unpaid interest, if any, on, all the Convertible Notes to be due and payable. As of September 30, 2024, the Convertible Notes are classified as a long-term liability, net of issuances costs, on the condensed consolidated balance sheet. The Convertible Notes were issued at par and costs associated with the issuance of the Convertible Notes are amortized to interest expense over the contractual term of the Convertible Notes. As of September 30, 2024, the effective interest rate of the Convertible

Notes was 1.56%.Capped Call TransactionsOn May 13, 2024, in connection with the pricing of the Convertible Notes, and on May 14, 2024, in connection with the exercise in full by the initial purchasers of their option to purchase additional Convertible Notes, the Company entered into privately negotiated capped call transactions with certain of the initial purchasers of the Convertible Notes or their respective affiliates and other financial institutions. The capped call transactions are expected generally to reduce the potential dilution to the Companyâ€™s common stock upon conversion of any Convertible Notes and/or offset any cash payments that the Company is required to make in excess of the principal amount of any converted Convertible Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $237.42 per share, which represents a premium of 100% over the last reported sale price of $118.71 per share of the Companyâ€™s common stock on The Nasdaq Global Select Market on May 13, 2024, and is subject to customary adjustments under the terms of the capped call transactions. The Company evaluated the capped call transactions and determined that they should be accounted for separately from the Convertible Notes. The cost of $167 to purchase the capped call transactions was recorded as a reduction to additional paid-in capital in the condensed consolidated balance sheet as the capped call transactions are indexed to the Companyâ€™s own stock and met the criteria to be classified in stockholders' equity. 20 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â The Companyâ€™s interest expense is as follows: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Term Loan Facility: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Contractual interest expense Â $ 67 Â Â $ 103 Â Â $ 244 Â Â $ 291 Â Â Â Â Â Â Amortization of debt issuance costs as interest expense Â Â 6 Â Â Â 7 Â Â Â 20 Â Â Â 22 Â Total interest expense on Term Loan Facility Â $ 73 Â Â $ 110 Â Â $ 264 Â Â $ 313 Â Convertible Notes: Â Contractual interest expense Â $ 4 Â Â $ â€” Â Â $ 7 Â Â $ â€” Â Â Â Â Â Â Amortization of debt issuance costs as Â Â Â Â Â interest expense Â Â 1 Â Â Â â€” Â Â Â 2 Â Â Â â€” Â Total interest expense on Convertible Notes Â $ 5 Â Â $ â€” Â Â $ 9 Â Â $ â€” Â Other interest expense, net (1) Â $ (14) Â $ (17) Â $ (43) Â $ (47) Total interest expense Â $ 64 Â Â $ 93 Â Â $ 230 Â Â $ 266 Â (1) Other interest expense, net primarily consists of interest (income) expense related to the Companyâ€™s interest rate swap and interest rate cap agreements. Lines of Credit and Borrowing Arrangements Certain of the Companyâ€™s Japanese subsidiaries have lines of credit and a financing facility with various financial institutions, many of which generally expire and are renewed at three-month intervals with the remaining having no expiration date. The lines of credit and financing facility provided for aggregate borrowings as of September 30, 2024 and December 31, 2023 of up to an equivalent of $21 and $14, respectively. There were no borrowings outstanding under these arrangements at September 30, 2024 and December 31, 2023.Â Contractual maturities of the Companyâ€™s debt obligations as of September 30, 2024 are as follows: Year Â Amount Â 2024 (remaining) Â $ 13 Â 2025 Â Â 50 Â 2026 Â Â 50 Â 2027 Â Â 50 Â 2028 Â Â 50 Â 2029 Â Â 3,316 Â Thereafter Â Â 1,400 Â Â (9)Product WarrantiesThe Company provides for the estimated costs to fulfill customer warranty obligations upon the recognition of the related revenue. The Companyâ€™s warranty obligations are affected by shipment volume, product failure rates, utilization levels, material usage and supplier warranties on parts delivered to the Company. Should actual product failure rates, utilization levels, material usage, or supplier warranties on parts differ from the Companyâ€™s estimates, revisions to the estimated warranty liability would be required. The Company engages in extensive product quality programs and processes, including actively monitoring and evaluating the quality of its component suppliers. Product warranty activities were as follows: Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Beginning of period Â $ 22 Â Â $ 27 Â Provision for product warranties Â Â 18 Â Â Â 8 Â Charges to warranty liability Â Â (18) Â Â (11) End of period Â $ 22 Â Â $ 24 Â Â 21 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â As of September 30, 2024, short-term product warranties of $14 and long-term product warranties of $8 were included within other current liabilities and other non-current liabilities, respectively, within the accompanying condensed consolidated balance sheet. As of September 30, 2023, short-term product warranties of $16 and long-term product warranties of $8 were included within other current liabilities and other non-current liabilities, respectively, within the accompanying condensed consolidated balance sheet. (10)Other Current LiabilitiesOther current liabilities consisted of the following: Â Â September 30, 2024 Â Â December 31, 2023 Â Accrued compensation and other employee-related obligations Â $ 134 Â Â $ 159 Â Deferred revenue and customer advances Â Â 70 Â Â Â 77 Â Income taxes payable Â Â 73 Â Â Â 57 Â Lease liabilities Â Â 35 Â Â Â 30 Â Other Â Â 113 Â Â Â 105 Â Total other current liabilities Â $ 425 Â Â $ 428 Â Â (11)Income TaxesThe Companyâ€™s effective tax rates for the three and nine months ended September 30, 2024 were (4.0)% and 1.2% respectively. The Companyâ€™s effective tax rates for the three and nine months ended September 30, 2024 were lower than the U.S. statutory tax rate primarily due to the tax benefit related to the Companyâ€™s earnings mix, an increase in the U.S. deduction for foreign derived intangible income (â€œFDIIâ€) and a one-time increase in research and development tax credits due to the filing of prior year amended returns for 2020 and 2021, partially offset by an expected increase in foreign withholding taxes and a waiver of deductions related to U.S. base erosion payments.The Companyâ€™s effective tax rates for the three and nine months ended September 30, 2023 were (75.3%) and 4.1%, respectively. The Companyâ€™s effective tax rate for the three months ended September 30, 2023 was lower than the U.S. statutory tax rate primarily due to the U.S. deduction for FDII and various tax credits. The Companyâ€™s effective tax rate for the nine months ended September 30, 2023 was lower than the U.S. statutory tax rate primarily due to the tax benefit related to the impairment of intangible assets and the aforementioned tax credits. (12)Net Income (Loss) Per ShareThe following table sets forth the computation of basic and diluted net income (loss) per share: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Numerator: Â Â Â Â Â Â Â Â Â Â Â Â Net income (loss) Â $ 62 Â Â $ 39 Â Â $ 99 Â Â $ (1,772) Denominator: Â Â Â Â Â Â Â Â Â Â Â Â Shares used in net income (loss) per common share â€“ basic Â Â 67.4 Â Â Â 66.9 Â Â Â 67.2 Â Â Â 66.8 Â Effect of dilutive securities Â Â 0.2 Â Â Â 0.2 Â Â Â 0.3 Â Â Â â€“ Â Shares used in net income (loss) per common share â€“ diluted Â Â 67.6 Â Â Â 67.1 Â Â Â 67.5 Â Â Â 66.8 Â Net income (loss) per common share: Â Â Â Â Â Â Â Â Â Â Â Â Basic Â $ 0.92 Â Â $ 0.59 Â Â $ 1.48 Â Â $ (26.53) Diluted Â $ 0.92 Â Â $ 0.58 Â Â $ 1.47 Â Â $ (26.53) Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted-average number of common shares outstanding during the period. Diluted net income (loss) per common share is computed by dividing the diluted net income (loss) available to common shareholders by the weighted-average number of shares of common stock and potentially dilutive shares of common stock outstanding during the period. The dilutive effect of equity awards is calculated based on the average stock price for the relevant period, using the treasury stock method. In periods in which a net loss is recognized, the impact of restricted stock 22 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â units (â€œRSUsâ€) is not included as they are antidilutive. The dilutive effect of the Convertible Notes is calculated under the if-converted method. For the three and nine months ended September 30, 2024, the Company had an immaterial quantity of RSUs that were antidilutive and were excluded from the computation of diluted weighted-average shares. For the three and nine months ended September 30, 2024, the Convertible Notes were antidilutive and were excluded from the computation of diluted weighted-average shares. (13)Stock-Based CompensationPrior to May 10, 2022, the Company granted RSUs to employees and directors under the 2014 Stock Incentive Plan (the â€œ2014 Planâ€). Following shareholder approval of the 2022 Stock Incentive Plan (the â€œ2022 Planâ€ and, together with the 2014 Plan, the â€œPlansâ€) on May 10, 2022, the Company discontinued granting RSUs to employees and directors under the 2014 Plan and began granting them under the 2022 Plan. The Plans are administered by the Compensation Committee of the Companyâ€™s Board of Directors. The Plans are intended to attract and retain employees and directors, and to provide an incentive for these individuals to assist the Company to achieve long-range performance goals and enable these individuals to participate in the long-term growth of the Company.The total stock-based compensation expense included in the Companyâ€™s condensed consolidated statements of operations and comprehensive income (loss) was as follows: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Cost of revenues Â $ 2 Â Â $ 1 Â Â $ 5 Â Â $ 4 Â Research and development Â Â 2 Â Â Â 2 Â Â Â 5 Â Â Â 5 Â Selling, general and administrative Â Â 7 Â Â Â 10 Â Â Â 27 Â Â Â 34 Â Total stock-based compensation expense Â $ 11 Â Â $ 13 Â Â $ 37 Â Â $ 43 Â Â At September 30, 2024, the total compensation expense related to unvested stock-based awards granted to employees and directors under the Plans that had not been recognized was $54. Stock-based awards include (i) time-based RSUs, (ii) performance-based RSUs based on the achievement of adjusted EBITDA targets (the â€œAdjusted EBITDA RSUsâ€), (iii) performance-based RSUs based on the Companyâ€™s total shareholder return relative to a group of peers over a three-year performance period (the â€œrTSR RSUsâ€) and (iv) employee stock purchase plan rights. The Company determines the fair value of time-based RSUs based on the closing market price of the Companyâ€™s common stock on the date of the award. The Company determines the original fair value of Adjusted EBITDA RSUs based upon the closing market price of the Companyâ€™s stock on the date of the award and adjusts the fair value quarterly during the first year based upon actual and forecasted results against Adjusted EBITDA targets. The Company estimates the fair value of rTSR RSUs using the Monte Carlo simulation model, which requires the use of highly subjective and complex assumptions, including the price volatility of the underlying stock. The Company estimates the fair value of employee stock purchase plan rights using the Black-Scholes valuation method. Such values are recognized as expense on a straight-line basis for time-based awards and rTSR RSUs and using the accelerated graded vesting method for Adjusted EBITDA RSUs, all over the requisite service periods. The following table presents the activity for RSUs under the Plans: Â Â Nine Months Ended September 30, 2024 Â Â Â Quantity Â Â Weighted Average Grant DateFair ValuePer Share Â RSUs â€“ beginning of period Â Â 1.0 Â Â $ 98.36 Â Granted Â Â 0.5 Â Â $ 122.18 Â Vested or forfeited Â Â (0.5) Â $ 107.30 Â RSUs â€“ end of period Â Â 1.0 Â Â $ 104.49 Â Â 23 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Â (14)Stockholdersâ€™ EquityShare Repurchase ProgramOn July 25, 2011, the Companyâ€™s Board of Directors approved a share repurchase program for the repurchase of up to an aggregate of $200 of its outstanding common stock from time to time in open market purchases, privately negotiated transactions or through other appropriate means. The timing and quantity of any shares repurchased will depend upon a variety of factors, including business conditions, stock market conditions and business development activities, including, but not limited to, merger and acquisition opportunities. These repurchases may be commenced, suspended or discontinued at any time without prior notice. The Company has repurchased approximately 2.6 shares of common stock for approximately $127 pursuant to the program since its adoption. During the three and nine months ended September 30, 2024 and 2023, there were no repurchases of common stock. Cash DividendsHolders of the Companyâ€™s common stock are entitled to receive dividends when they are declared by the Companyâ€™s Board of Directors. During each of the first three quarters of 2024 and 2023, the Companyâ€™s Board of Directors declared a cash dividend of $0.22 per share, which totaled $44 for both the nine months ended September 30, 2024 and 2023.On November 4, 2024, the Companyâ€™s Board of Directors declared a quarterly cash dividend of $0.22 per share to be paid on December 6, 2024 to stockholders of record as of November 25, 2024.Future dividend declarations, if any, as well as the record and payment dates for such dividends, are subject to the final determination of the Companyâ€™s Board of Directors. (15)Business Segment and Geographic InformationThe Company has three reportable segments: VSD, PSD and MSD. The Companyâ€™s CODM, which is the Companyâ€™s Chief Executive Officer, utilizes financial information to make decisions about allocating resources and assessing performance for the entire Company, which is used in the decision-making process to assess performance and allocate resources to the three segments.Reportable SegmentsVSD delivers foundational technology solutions to leading edge semiconductor manufacturing, electronics and packaging and specialty industrial applications. VSD products are derived from the Companyâ€™s core competencies in pressure measurement and control, flow measurement and control, gas and vapor delivery, gas composition analysis, electronic control technology, reactive gas generation and delivery, power generation and delivery, temperature sensing, and vacuum technology. PSD provides a full range of solutions including lasers, beam measurement and profiling, precision motion control, vibration isolation systems, photonics instruments, opto-mechanical components, optical elements, laser-based systems for flexible printed circuit board (â€œPCBâ€) processing, and laser-based systems for high density interconnect PCB and package substrate manufacturing.MSD develops leading process and manufacturing technologies for advanced surface modification, electroless and electrolytic plating, and surface finishing. Applying a comprehensive systems-and-solutions approach, MSDâ€™s portfolio includes chemistry, equipment, and services for innovative and high-technology applications in a wide variety of end markets. The Company derives its segment results directly from the manner in which results are reported in its management reporting system. The accounting policies that the Company uses to derive reportable segment results are substantially the same as those used for external reporting purposes. The Company groups similar products within its three reportable segments.During the quarter ended March 31, 2024, the Company moved its OSP product line from the PSD segment to the VSD segment. The purpose of this realignment was to better align the OSP products with semiconductor related products within the VSD segment. Prior periods have been recast to reflect this change. 24 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â The following table sets forth net revenues by reportable segment: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â VSD Â $ 345 Â Â $ 354 Â Â $ 1,012 Â Â $ 1,092 Â PSD Â Â 251 Â Â Â 267 Â Â Â 759 Â Â Â 724 Â MSD Â Â 300 Â Â Â 311 Â Â Â 881 Â Â Â 914 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â The following table reconciles gross profit by reportable segment to net income (loss): Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Gross profit by reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â VSD Â $ 148 Â Â $ 148 Â Â $ 431 Â Â $ 456 Â PSD Â Â 113 Â Â Â 110 Â Â Â 341 Â Â Â 310 Â MSD Â Â 171 Â Â Â 168 Â Â Â 495 Â Â Â 465 Â Total gross profit by reportable segment Â Â 432 Â Â Â 426 Â Â Â 1,267 Â Â Â 1,231 Â Operating expenses: Â Â Â Â Â Â Â Â Â Â Â Â Research and development Â Â 70 Â Â Â 71 Â Â Â 206 Â Â Â 218 Â Selling, general and administrative Â Â 167 Â Â Â 167 Â Â Â 498 Â Â Â 514 Â Acquisition and integration costs Â Â 3 Â Â Â 3 Â Â Â 6 Â Â Â 14 Â Restructuring and other Â Â 1 Â Â Â 1 Â Â Â 6 Â Â Â 13 Â Fees and expenses related to amendments to the Term Loan Facility Â Â 2 Â Â Â â€” Â Â Â 5 Â Â Â â€” Â Amortization of intangible assets Â Â 61 Â Â Â 68 Â Â Â 184 Â Â Â 225 Â Goodwill and intangible asset impairments Â Â â€” Â Â Â â€” Â Â Â 1,827 Â Gain on sale of long-lived assets Â Â â€” Â Â Â (2) Â Â â€” Â Â Â (2) Income (loss) from operations Â Â 128 Â Â Â 118 Â Â Â 362 Â Â Â (1,578) Interest income Â Â (6) Â Â (4) Â Â (17) Â Â (10) Interest expense Â Â 64 Â Â Â 93 Â Â Â 230 Â Â Â 266 Â Loss on extinguishment of debt Â Â 5 Â Â Â â€” Â Â Â 52 Â Â Â â€” Â Other expense (income), net Â Â 5 Â Â Â 7 Â Â Â (3) Â Â 14 Â Income (loss) before income taxes Â Â 60 Â Â Â 22 Â Â Â 100 Â Â Â (1,848) (Benefit) provision for income taxes Â Â (2) Â Â (17) Â Â 1 Â Â Â (76) Net income (loss) Â $ 62 Â Â $ 39 Â Â $ 99 Â Â $ (1,772) Interest income, interest expense and income tax (benefit) provision are not presented by reportable segment because the necessary information is not classified within the segments nor used by the CODM.The following table sets forth segment assets by reportable segment: September 30, 2024 Â AccountsÂ receivable, net Â Â Inventories Â Â Total Â VSD Â $ 180 Â Â $ 510 Â Â $ 690 Â PSD Â Â 169 Â Â Â 267 Â Â Â 436 Â MSD Â Â 260 Â Â Â 163 Â Â Â 423 Â Total segment assets Â $ 609 Â Â $ 940 Â Â $ 1,549 Â Â December 31, 2023 Â AccountsÂ receivable, net Â Â Inventories Â Â Total Â VSD Â $ 181 Â Â $ 553 Â Â $ 734 Â PSD Â Â 171 Â Â Â 283 Â Â Â 454 Â MSD Â Â 251 Â Â Â 155 Â Â Â 406 Â Total segment assets Â $ 603 Â Â $ 991 Â Â $ 1,594 Â Â 25 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â The following table reconciles total segment assets to total assets: Â Â September 30, 2024 Â Â December 31, 2023 Â Total segment assets Â $ 1,549 Â Â $ 1,594 Â Cash and cash equivalents Â Â 861 Â Â Â 875 Â Other current assets Â Â 258 Â Â Â 227 Â Property, plant and equipment, net Â Â 770 Â Â Â 784 Â Right-of-use assets, net Â Â 247 Â Â Â 225 Â Goodwill and intangible assets, net Â Â 5,010 Â Â Â 5,173 Â Other assets Â Â 328 Â Â Â 240 Â Total assets Â $ 9,023 Â Â $ 9,118 Â Goodwill associated with each of the Companyâ€™s reportable segments is as follows: Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â Gross goodwill, at December 31, 2023 Â $ 359 Â Â $ 1,007 Â Â $ 3,021 Â Â $ 4,387 Â Foreign currency translation Â Â (1) Â Â 2 Â Â Â 12 Â Â Â 13 Â Gross goodwill, at September 30, 2024 Â Â 358 Â Â Â 1,009 Â Â Â 3,033 Â Â Â 4,400 Â Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 Â Â (141) Â Â (390) Â Â (1,302) Â Â (1,833) Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 Â $ 217 Â Â $ 619 Â Â $ 1,731 Â Â $ 2,567 Â Â Geographic AreaInformation about the Companyâ€™s operations by geographic area is presented in the tables below. Starting in the second quarter of 2024, the Company changed its basis of reporting geographical net revenues from the location in which the sale originated to the shipped-to location of the end customer. Prior periods have been recast to reflect this change, which was made to better align with how management reviews geographic net revenues. Intercompany sales between geographic areas are at tax transfer prices and have been eliminated from consolidated net revenues. Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Net revenues: Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â United States Â $ 194 Â Â $ 236 Â Â $ 615 Â Â $ 688 Â China Â Â 192 Â Â Â 192 Â Â Â 561 Â Â Â 552 Â South Korea Â Â 89 Â Â Â 93 Â Â Â 260 Â Â Â 262 Â Taiwan Â Â 66 Â Â Â 67 Â Â Â 176 Â Â Â 195 Â Japan Â Â 65 Â Â Â 68 Â Â Â 177 Â Â Â 208 Â Singapore Â Â 60 Â Â Â 52 Â Â Â 171 Â Â Â 176 Â Other Â Â 230 Â Â Â 224 Â Â Â 692 Â Â Â 649 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â Long-lived assets include

property, plant and equipment, net, right-of-use assets, net and certain other assets. Long-lived assets: Â September 30, 2024 Â Â December 31, 2023 Â United States Â $ 414 Â Â $ 459 Â China Â Â 168 Â Â Â 163 Â Germany Â Â 138 Â Â Â 149 Â Other Â Â 350 Â Â Â 326 Â Â $ 1,070 Â Â $ 1,097 Â Â 26 MKS INSTRUMENTS, INC.NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS(in millions, except per share data)Â Â Â (16)Restructuring and OtherThe Company recorded restructuring and other charges of $1 and $6 during the three and nine months ended September 30, 2024, respectively, primarily related to severance costs incurred as a result of a global cost-saving initiative implemented in the fourth quarter of 2023. Restructuring and other charges for the nine months ended September 30, 2024 also included a $1 charge related to a legal matter. The Company recorded restructuring charges of $1 and $13 during the three and nine months ended September 30, 2023, respectively, primarily related to severance costs incurred as a result of a global cost-saving initiative implemented in each of the first and second quarters of 2023.The activity related to the Companyâ€™s restructuring accrual is shown below: Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Restructuring accrual, beginning of period Â $ 9 Â Â $ 3 Â Charged to expense Â Â 5 Â Â Â 13 Â Payments and adjustments Â Â (10) Â Â (10) Restructuring accrual, end of period Â $ 4 Â Â $ 6 Â Â (17)Commitments and ContingenciesLitigationThe Company is subject to various legal proceedings and claims that have arisen in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Companyâ€™s results of operations, financial condition or cash flows. (18)Subsequent EventOn October 23, 2024, the Company made a voluntary prepayment of â‚¬200 principal amount, which equates to $216, of its Euro Tranche B loan under the Term Loan Facility. Â 27 Â ITEM 2. MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS. This Quarterly Report on Form 10-Q contains â€œforward-looking statementsâ€ within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 regarding the future financial performance, business prospects and growth of MKS Instruments, Inc. (â€œMKS,â€ the â€œCompany,â€ â€œour,â€ or â€œweâ€). These statements are only predictions based on current assumptions and expectations. Any statements that are not statements of historical fact (including statements containing the words â€œwill,â€ â€œprojects,â€ â€œintends,â€ â€œbelieves,â€ â€œplans,â€ â€œanticipates,â€ â€œexpects,â€ â€œestimates,â€ â€œforecasts,â€ â€œcontinuesâ€ and similar expressions) should be considered forward-looking statements. Actual events or results may differ materially from those in the forward-looking statements set forth herein. Among the important factors that could cause actual events to differ materially from those in the forward-looking statements that we make are the level and terms of our substantial indebtedness and our ability to service such debt; our entry into the chemicals technology business through our acquisition of Atotech Limited (â€œAtotechâ€) in August 2022 (the â€œAtotech Acquisitionâ€) which may expose us to significant additional liabilities; the risk that we are unable to integrate Atotech successfully or realize the anticipated synergies, cost savings and other benefits of the Atotech Acquisition; legal, reputational, financial and contractual risks resulting from the ransomware event we identified in February 2023, and other risks related to cybersecurity, data privacy and intellectual property; competition from larger, more advanced or more established companies in our markets; the ability to successfully grow our business, including through growth of the Atotech business and growth of the Electro Scientific Industries, Inc. business, which we acquired in February 2019, and financial risks associated with those and potential future acquisitions, including goodwill and intangible asset impairments; manufacturing and sourcing risks, including those associated with limited and sole source suppliers and the impact and duration of supply chain disruptions, component shortages, and price increases; changes in global demand; the impact of a pandemic or other widespread health crisis; risks associated with doing business internationally, including geopolitical conflicts, such as the conflict in the Middle East, trade compliance, regulatory restrictions on our products, components or markets, particularly the semiconductor market, and unfavorable currency exchange and tax rate fluctuations, which risks become more significant as we grow our business internationally and in China specifically; conditions affecting the markets in which we operate, including fluctuations in capital spending in the semiconductor, electronics manufacturing and automotive industries, and fluctuations in sales to our major customers; disruptions or delays from third-party service providers upon which our operations may rely; the ability to anticipate and meet customer demand; the challenges, risks and costs involved with integrating or transitioning global operations of the companies we have acquired; risks associated with the attraction and retention of key personnel; potential fluctuations in quarterly results; dependence on new product development; rapid technological and market change; acquisition strategy; volatility of stock price; risks associated with chemical manufacturing and environmental regulation compliance; risks related to defective products; financial and legal risk management; and the other important factors described under the heading â€œRisk Factorsâ€ in Part I, Item 1A of our Annual Report on Form 10-K for the year ended December 31, 2023 filed with the U.S. Securities and Exchange Commission on February 27, 2024 (â€œAnnual Reportâ€) and any subsequent Quarterly Reports on Form 10-Q. We are under no obligation to, and expressly disclaim any obligation to, update or alter these forward-looking statements, whether as a result of new information, future events or otherwise, even if subsequent events cause our views to change. The Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations describes principal factors affecting the results of operations, financial condition, cash flows and liquidity, as well as our critical accounting policies and estimates that require significant judgment and thus have the most significant potential impact on our condensed consolidated financial statements, and is intended to better allow investors to view the Company from managementâ€™s perspective. This section focuses on material events and uncertainties known to management that are reasonably likely to cause reported financial information not to be necessarily indicative of our future operating results or our future financial condition. This section provides an analysis of our financial results for the three months ended September 30, 2024 compared to the three months ended June 30, 2024, and the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023. As a result of rounding, there may be immaterial differences in amounts presented and certain calculations may not sum to the total number expressed in each category or tie to a corresponding schedule. Overview We enable technologies that transform our world. We deliver foundational technology solutions to leading edge semiconductor manufacturing, electronics and packaging, and specialty industrial applications. We apply our broad science and engineering capabilities to create instruments, subsystems, systems, process control solutions and specialty chemicals technology that improve process performance, optimize productivity and enable unique innovations for many of the worldâ€™s leading technology and industrial companies. Our solutions are critical to addressing the challenges of miniaturization and complexity in advanced device manufacturing by enabling increased power, speed, feature enhancement and optimized 28 Â connectivity. Our solutions are also critical to addressing ever-increasing performance requirements across a wide array of specialty industrial applications. Segments We have three divisions which are our reportable segments, Vacuum Solutions Division (â€œVSDâ€), Photonics Solutions Division (â€œPSDâ€) and Materials Solutions Division (â€œMSDâ€). VSD delivers foundational technology solutions to leading edge semiconductor manufacturing, electronics and packaging and specialty industrial applications. VSD products are derived from our core competencies in pressure measurement and control, flow measurement and control, gas and vapor delivery, gas composition analysis, electronic control technology, reactive gas generation and delivery, power generation and delivery, temperature sensing and vacuum technology. PSD provides a full range of solutions including lasers, beam measurement and profiling, precision motion control, vibration isolation systems, photonics instruments, opto-mechanical components, optical elements, laser-based systems for flexible printed circuit board (â€œPCBâ€) processing, and laser-based systems for high density interconnect PCB and package substrate manufacturing. During the quarter ended March 31, 2024, we moved our Optical Sensing Products (â€œOSPâ€) product line from the PSD segment to the VSD segment. The purpose of this realignment was to better align the OSP products with semiconductor related products within the VSD segment. Prior periods have been recast to reflect this change. MSD develops leading process and manufacturing technologies for advanced surface modification, electroless and electrolytic plating, and surface finishing. Applying a comprehensive systems-and-solutions approach, MSDâ€™s portfolio includes chemistry, equipment and services for innovative and high-technology applications in a wide variety of end markets. Markets Net Revenues by End Market Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â % Total Â Â June 30, 2024 Â Â Â % Total Â Â September 30, 2024 Â Â Â % Total Â Â September 30, 2023 Â Â Â % Total Â Semiconductor Â $ 378 Â Â Â Â 42 % Â $ 369 Â Â Â Â 42 % Â $ 1,098 Â Â Â Â 41 % Â $ 1,117 Â Â Â Â 41 % Electronics and Packaging Â Â 231 Â Â Â Â 26 % Â Â 229 Â Â Â Â 26 % Â Â 669 Â Â Â Â 25 % Â Â 691 Â Â Â Â 25 % Specialty Industrial Â Â 287 Â Â Â Â 32 % Â Â 289 Â Â Â Â 33 % Â Â 885 Â Â Â Â 33 % Â Â 922 Â Â Â Â 34 % Â Â Â Total net revenues Â $ 896 Â Â Â Â 100 % Â $ 887 Â Â Â Â 100 % Â $ 2,652 Â Â Â Â 100 % Â $ 2,730 Â Â Â Â 100 % Semiconductor Market MKS is a critical solutions provider for semiconductor manufacturing. Our products are used in major semiconductor processing steps, such as deposition, etching, cleaning, lithography, metrology, and inspection. The semiconductor industry continually faces new challenges, as products become smaller, more powerful and highly mobile. Ultra-thin layers, smaller critical dimensions, new materials, 3D structures, and the ongoing need for higher yield and productivity drive the need for tighter process measurement and control, all of which MKS supports. We believe we are the broadest critical subsystem provider in the wafer fabrication equipment (â€œWFEâ€) ecosystem and address over 85% of the market. We characterize our broad and unique offering as Surround the WaferÂ® to reflect the technology enablement we provide across almost every major process in semiconductor manufacturing today. The semiconductor market is subject to rapid demand shifts, which are difficult to predict, and we cannot be certain as to the timing or extent of future demand or any future softening in the semiconductor capital equipment industry. In addition to these rapid demand shifts, the semiconductor capital equipment industry is subject to significant trade restrictions, especially in China. For the three months ended September 30, 2024, net revenues in our semiconductor market increased by $9 million, or 3%, compared to the prior quarter primarily due to strong in-quarter demand conversion within VSD. For the nine months ended September 30, 2024, net revenues in our semiconductor market decreased by $19 million, or 2%, compared to the same period in the prior year. This decrease was mainly due to continued softened demand for semiconductor capital equipment related to deposition and etching, partially offset by an increase in sales of our lithography, metrology and inspection products. 29 Â Electronics and Packaging Market MKS is a foundational solutions provider for the electronics and packaging market. Our portfolio includes photonics components, laser drilling systems, electronics chemistries and plating equipment that are critical for the manufacturing of PCBs and package substrates, and critical to wafer level packaging (â€œWLPâ€) applications. Similar to the semiconductor industry, the PCB, package substrate and WLP industries demand smaller features, greater density, and better performance. In addition, the electronics and packaging market also includes sales of our vacuum and photonics solutions for display manufacturing applications. We characterize our complementary offering of laser systems and chemistry solutions as Optimize the InterconnectÂ®, to reflect the unique technology enablement we provide at the Interconnect level within PCBs, package substrates and WLPs. For the three months ended September 30, 2024, net revenues in our electronics and packaging market increased by $2 million, or 1%, compared to the prior quarter primarily due to an increase in chemistry sales within MSD. For the nine months ended September 30, 2024, net revenues in our electronics and packaging market decreased by $22 million, or 3%, compared to the same period in the prior year. This decrease was primarily due to lower revenue within MSD mainly as a result of lower palladium prices that are passed through to our customers, which were partially offset by volume growth in chemistry sales. Specialty Industrial Market MKSâ€™ strategy in the specialty industrial market is to leverage our domain expertise and proprietary technologies across a broad array of applications in industrial technologies, life and health sciences, and research and defense markets. Industrial Technologies Industrial technologies encompasses a wide range of diverse applications, including chemistries for functional coatings, surface finishing and wear resistance in the automobile industry, vacuum solutions for synthetic diamond manufacturing and photonics for solar manufacturing. Other applications include vacuum and photonics solutions for light emitting diode and laser diode manufacturing. Life and Health Sciences Our products for life and health sciences are used in a diverse array of applications, including bioimaging, medical instrument sterilization, medical device manufacturing, analytical, diagnostic and surgical instrumentation, consumable medical supply manufacturing and pharmaceutical production. Research and Defense Our products for research and defense are sold to government, university and industrial laboratories for applications involving research and development in materials science, physical chemistry, photonics, optics and electronics materials. Our products are also sold for monitoring and defense applications, including surveillance, imaging and infrastructure protection. For the three months ended September 30, 2024, net revenues in our specialty industrial market decreased by $2 million, or 1%, compared to the prior quarter mainly due to lower revenue in our material processing and defense markets within PSD. For the nine months ended September 30, 2024, net revenues in our specialty industrial market decreased by $37 million, or 4%, compared to the same period in the prior year. This decrease was mainly due to lower revenue in general industrial and solar markets within VSD. International Markets Starting in the second quarter of 2024, we changed our basis of reporting geographical net revenues from the location in which the sale originated to the shipped-to location of the end customer. Prior periods have been recast to reflect this change, which was made to better align with how management reviews geographic net revenues. A significant portion of our net revenues is from sales to customers in international markets. For the nine months ended September 30, 2024 and 2023, international net revenues accounted for approximately 77% and 75%, respectively, of our total net revenues. A significant portion of our international net revenues was generated from sales to customers in China, South Korea, Japan, Taiwan and Singapore. We expect international net revenues will continue to account for a significant percentage of total net revenues for the foreseeable future. 30 Â Long-lived assets located outside of the United States accounted for approximately 61% and 58% of our total long-lived assets as of September 30, 2024 and December 31, 2023. Long-lived assets include property, plant and equipment, net, right-of-use assets, net and certain other assets. Critical Accounting Policies and Estimates The preparation of our consolidated financial statements and related disclosures in conformity with accounting principles generally accepted in the United States requires management to make judgments, assumptions and estimates that affect the amounts reported. There have been no material changes in our critical accounting policies since December 31, 2023. For further information about our critical accounting policies, please see the discussion of critical accounting policies in our Annual Report in the section captioned â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations â€” Critical Accounting Policies and Estimates.â€ Results of Operations The following table sets forth, for the periods indicated, the percentage of total net revenues of certain line items included in our condensed consolidated statements of operations and comprehensive income (loss) data: Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Net revenues: Â Â Â Â

MSD. The following table sets forth our net revenues by reportable segment: Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â VSD Â $ 345 Â Â $ 335 Â Â $ 1,012 Â Â $ 1,092 Â PSD Â Â 251 Â Â Â 254 Â Â Â 759 Â Â Â 724 Â MSD Â Â 300 Â Â Â 298 Â Â Â 881 Â Â Â 914 Â Total net revenues Â $ 896 Â Â $ 887 Â Â $ 2,652 Â Â $ 2,730 Â For the three months ended September 30, 2024, net revenues from VSD increased $10 million compared to the prior quarter mainly due to volume increases in the semiconductor market. For the nine months ended September 30, 2024, net revenues from VSD decreased $80 million compared to the same period in the prior year mainly due to a decrease in revenues from customers in the semiconductor market as a result of continued softened demand for semiconductor capital equipment in the deposition and etching tool markets. For the three months ended September 30, 2024, net revenues from PSD decreased $3 million compared to the prior quarter. For the nine months ended September 30, 2024, net revenues from PSD increased $35 million compared to the same period in the prior year, primarily as a result of an increase in sales of our lithography, metrology and inspection products in our semiconductor market, and an increase in sales of our data communications and research and defense products in our specialty industrial market. For the three months ended September 30, 2024, net revenues from MSD increased $2 million compared to the prior quarter. For the nine months ended September 30, 2024, revenues from MSD decreased $33 million compared to the same period in the prior year primarily due to lower equipment revenue as customers postponed certain investment decisions, and a small decrease in chemistry sales, primarily due to lower palladium prices, which are passed on to our customers, offset by an increase in chemistry volumes. Gross margin Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â June 30, 2024 Â Â % PointsChange Â Â September 30, 2024 Â Â September 30, 2023 Â Â % PointsChange Â Gross margin as a percentage of net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Products Â Â 47.2 % Â Â 46.6 % Â Â 0.6 % Â Â 47.0 % Â Â 45.1 % Â Â 1.9 % Services Â Â 54.7 % Â Â 51.9 % Â Â 2.8 % Â Â 53.0 % Â Â 44.9 % Â Â 8.1 % Total gross margin Â Â 48.2 % Â Â 47.3 % Â Â 0.9 % Â Â 47.8 % Â Â 45.1 % Â Â 2.7 % Gross margin for our products increased for the three months ended September 30, 2024 compared to the prior quarter, mainly as a result of lower warranty and scrap costs as well as better absorption on higher revenue volumes. Gross margin for our products increased for the nine months ended September 30, 2024 compared to the same period in the prior year primarily due to favorable product mix, higher factory utilization and lower excess and obsolete inventory charges, partially offset by higher warranty costs and lower revenue volumes. Gross margin for our services increased for the three months ended September 30, 2024 compared to the prior quarter mainly as a result of favorable product mix partially offset by higher excess and obsolete inventory charges and warranty costs for service parts. 32 Â Gross margin for our services increased for the nine months ended September 30, 2024 compared to the same period in the prior year primarily due to favorable product mix, better absorption on higher revenue volumes and lower direct labor and overhead costs. The following table sets forth gross margin as a percentage of net revenues by reportable segment: Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â June 30, 2024 Â Â % PointsChange Â Â September 30, 2024 Â Â September 30, 2023 Â Â % PointsChange Â Gross margin as a percentage of net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â VSD Â Â 43.0 % Â Â 42.4 % Â Â 0.6 % Â Â 42.6 % Â Â 41.8 % Â Â 0.8 % PSD Â Â 44.9 % Â Â 43.2 % Â Â 1.7 % Â Â 44.8 % Â Â 42.9 % Â Â 1.9 % MSD Â Â 57.0 % Â Â 56.2 % Â Â 0.8 % Â Â 56.3 % Â Â 50.9 % Â Â 5.4 % Total gross margin Â Â 48.2 % Â Â 47.3 % Â Â 0.9 % Â Â 47.8 % Â Â 45.1 % Â Â 2.7 % Gross margin for VSD increased for the three months ended September 30, 2024 compared to the prior quarter primarily due to lower material costs, favorable product mix and higher revenue volumes, partially offset by higher variable compensation costs. Gross margin for VSD increased for the nine months ended September 30, 2024 compared to the same period in the prior year primarily due to higher factory utilization and lower material costs, partially offset by lower revenue volumes, unfavorable product mix and higher warranty costs. Gross margin for PSD increased for the three months ended September 30, 2024 compared to the prior quarter primarily due to favorable product mix and lower material costs, partially offset by unfavorable factory utilization. Gross margin for PSD increased for the nine months ended September 30, 2024 compared to the same period in the prior year primarily due to higher revenue volumes, lower freight and duty costs and lower excess and obsolete inventory charges, partially offset by unfavorable product mix and lower factory utilization. Gross margin for MSD increased for the three months ended September 30, 2024 compared to the prior quarter primarily due to favorable product mix and lower warranty costs, partially offset by higher excess and obsolete charges. Gross margin for MSD increased for the nine months ended September 30, 2024 compared to the same period in the prior year primarily due to lower palladium prices and favorable product mix, partially offset by higher warranty costs. Research and development Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Research and development Â $ 70 Â Â $ 66 Â Â $ 206 Â Â $ 218 Â For the three months ended September 30, 2024, research and development expenses increased $4 million compared to the prior quarter, primarily due to an increase of $4 million in compensation-related costs, including salaries, fringe and variable compensation expenses. Research and development expenses decreased $12 million for the nine months ended September 30, 2024 compared to the same period in the prior year, mainly due to decreases of $7 million in compensation-related costs, including salaries, fringe and variable compensation expenses, $3 million in test equipment and $1 million in project material costs. Our research and development efforts are primarily focused on developing and improving our instruments, components, chemistry, subsystems, systems and process control solutions to improve process performance and productivity. We have thousands of products, and our research and development efforts primarily consist of a large number of projects related to these products, none of which is individually material to us. Projects typically have a duration of three to thirty-six months but may be extended for development of new products. We continue to make product advancements designed to meet our customersâ€™ evolving needs. We have developed, and continue to develop, new products designed to address industry trends, such as the rising demand for more complex hardware architecture related to increasing investments in artificial intelligence, the shrinking of integrated circuit critical dimensions and technology inflections, and, in the flat panel display and solar markets, the transition to larger substrate sizes, which require more advanced processing and process control technology, the continuing drive toward more complex and accurate components and devices within the handset and tablet market, the transition to 5G for both devices and infrastructure, the growth in units and via counts in the high density interconnect PCB drilling market, and the transition from internal combustion to electric vehicles. In addition, we have developed, and continue to develop, products that support the migration to new classes of materials, ultra-thin layers, and 3D structures that are used in small geometry manufacturing. In our chemistry and equipment plating businesses, a majority of our research and development investment supports existing customersâ€™ product improvement needs and their short-term research and development goals, which enables us to pioneer 33 Â new high-value solutions while limiting commercial risk. Research and development expenses consist primarily of salaries and related expenses for personnel engaged in research and development, fees paid to consultants, material costs for prototypes and other expenses related to the design, development, testing and enhancement of our products. We believe that the continued investment in research and development and ongoing development of new products are essential to the expansion of our markets. We expect to continue to make significant investment in research and development activities. We are subject to risks from products not being developed in a timely manner, as well as from rapidly changing customer requirements and competitive threats from other companies and technologies. Our success primarily depends on our products being designed into new generations of equipment for the semiconductor, electronics and packaging, and specialty industrial markets. We seek to develop products that are technologically advanced so that they are positioned to be chosen for use in each successive generation of semiconductor capital equipment and advanced markets applications. If our products are not chosen to be designed into our customersâ€™ products, our net revenues may be reduced during the lifespan of those products. Selling, general and administrative Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Selling, general and administrative Â $ 167 Â Â $ 161 Â Â $ 498 Â Â $ 514 Â For the three months ended September 30, 2024, selling, general and administrative expenses increased $6 million, compared to the prior quarter, primarily due to an increase of $6 million in compensation-related costs mainly related to variable compensation. For the nine months ended September 30, 2024, selling, general and administrative expenses decreased $16 million compared to the same period in the prior year primarily as a result of decreases of $21 million in compensation-related costs, mainly related to salaries, fringe and variable compensation and $13 million in net costs incurred in the 2023 period as a result of the ransomware event in February 2023, partially offset by increases of $9 million in information technology investments, $6 million in software maintenance and $2 million in consulting and professional fees. Acquisition and integration costs Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Acquisition and integration costs Â $ 3 Â Â $ 2 Â Â $ 6 Â Â $ 14 Â Acquisition and integration costs incurred during the three and nine months ended September 30, 2024 and 2023 were related to consulting and professional fees related to the Atotech Acquisition. Restructuring and other Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Restructuring and other Â $ 1 Â Â $ 2 Â Â $ 6 Â Â $ 13 Â Restructuring and other charges during the three and nine months ended September 30, 2024 and three months ended June 30, 2024, primarily related to severance costs as a result of a global cost-saving initiative implemented in the fourth quarter of 2023. Restructuring and other charges during the nine months ended September 30, 2023 primarily related to severance costs as a result of a global cost-saving initiative implemented in each of the first and second quarters of 2023. Fees and expenses related to amendments to the Term Loan Facility Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Fees and expenses related to amendments to the Term Loan Facility Â $ 2 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â During the three months ended September 30, 2024, we recorded fees and expenses related to the Fourth Amendment to Credit Agreement, dated as of July 23, 2024, by and among us as parent borrower, the other loan parties party thereto, JPMorgan Chase Bank, N.A., as administrative agent, and each lender party thereto (the â€œFourth Amendmentâ€). During the 34 Â nine months ended September 30, 2024, we recorded fees and expenses related to the Fourth Amendment and the Second Amendment to Credit Agreement, dated as of January 22, 2024, by and among us as parent borrower, the other loan parties party thereto, JPMorgan Chase Bank, N.A., as administrative agent, and each lender party thereto (the â€œSecond Amendmentâ€). Amortization of intangible assets Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Amortization of intangible assets Â $ 61 Â Â $ 61 Â Â $ 184 Â Â $ 225 Â For the three months ended September 30, 2024, amortization of intangible assets was flat compared to the prior quarter. For the nine months ended September 30, 2024, amortization of intangible assets decreased by $41 million compared to the same period in the prior year primarily due to the backlog intangible asset related to MSD being fully amortized in the three months ended December 31, 2023, and the write-off of completed technology at our equipment solutions business (â€œESBâ€) reporting unit of PSD in the second quarter of 2023. Goodwill and intangible asset impairments Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Goodwill and intangible asset impairments Â $ â€” Â Â $ â€” Â Â $ â€” Â Â $ 1,827 Â During the nine months ended September 30, 2023, as a result of softer industry demand, particularly in the personal computer and smartphone markets, we concluded there was a triggering event in the three months ended June 30, 2023 at our electronics (â€œELâ€) and general metal finishing (â€œGMFâ€) reporting units, which together constitute MSD, and the ESB reporting unit of PSD. For the EL, GMF and ESB reporting units, we performed a quantitative assessment of goodwill using a combination of market approach and the income approach. Fair value estimates are based on a complex set of judgments about future events and uncertainties and rely heavily on estimates and assumptions that have been deemed reasonable by our management. There are inherent uncertainties and management judgment required in these determinations. This quantitative assessment resulted in a non-cash goodwill impairment of $826 million for the EL reporting unit, $428 million for the GMF reporting unit and $372 million for the ESB reporting unit. In addition, we recorded a $49 million impairment of in-process research and development allocated to the EL reporting unit and a $152 million impairment related to completed technology allocated to the ESB reporting unit. We will continue to monitor and evaluate the carrying value of goodwill and intangible assets. If market and economic conditions or business performance deteriorate, the likelihood that we would record an impairment charge would increase, which could materially and adversely affect our financial condition and operating results. We have concluded there were no triggering events across our reporting units through the nine months ended September 30, 2024. Interest expense, net Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Interest expense, net Â $ 58 Â Â $ 74 Â Â $ 213 Â Â $ 256 Â For the three months ended September 30, 2024, interest expense, net decreased $16 million compared to the prior quarter primarily as a result of our entering into the Fourth Amendment, which decreased the applicable margin for both the USD Tranche B loan and the EUR Tranche B loan (each as defined and described further below under â€œCredit Facilitiesâ€) by 0.25%. In addition, in July 2024, we made a voluntary prepayment of $110 million aggregate principal amount of the Term Loan Facility (as defined and described further below under â€œCredit Facilitiesâ€) consisting of $69 million principal amount of the USD Tranche B loan and â‚¬38 million principal amount of the Euro Tranche B loan (the â€œJuly 2024 Prepaymentâ€). For the nine months ended September 30, 2024, interest expense, net decreased by $43 million compared to the same period in the prior year. In addition to the impact of the Fourth Amendment and the July 2024 Prepayment, in May 2024, we issued $1.4 billion of Convertible Notes (as defined and described further below under â€œConvertible Notes,â€) at a coupon rate of 35 Â 1.25% and used $1.2 billion of the proceeds to pay down our loans under the Term Loan Facility, which had an interest rate of approximately 7.8%. In addition to the foregoing, interest expense, net for the nine months ended September 30, 2024, was lower as compared to the same period in the prior year as a result of the voluntary prepayments of $100 million in October 2023, $50 million in February 2024 and $50 million in April 2024 on loans under the Term Loan Facility. Loss on extinguishment of debt Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Loss on extinguishment of debt Â $ 5 Â Â $ 38 Â Â $ 52 Â Â $ â€” Â For the three months ended September 30, 2024, in connection with the July 2024 Prepayment and the Fourth Amendment, we recorded a loss on extinguishment of debt as a result of the acceleration of deferred financing and original issue discounts associated with our loans under the Term Loan Facility. For the three months ended June 30, 2024, in connection with the issuance of the Convertible Notes in May 2024, we recorded a loss on extinguishment of debt as a result of the acceleration of deferred financing and original issue discount costs associated with our loans under the Term Loan Facility. For the nine months ended September 30, 2024, in addition to the loss on extinguishment of debt related to the Fourth Amendment and the July 2024 Prepayment, and the issuance of the Convertible Notes in May 2024, we recorded a loss on extinguishment of debt as a result of the acceleration of deferred financing costs associated with the extinguishment of our senior secured tranche A term loan using proceeds from borrowing additional USD Tranche B and additional Euro Tranche B loans pursuant to the Second Amendment. Other expense (income), net Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â Other expense (income), net Â $ 5 Â Â $ (7) Â $ (3) Â $ 14 Â Other expense (income), net, for the three and nine months ended September 30, 2024, three months ended June 30, 2024 and nine months ended September 30, 2023, consisted primarily of net foreign exchange and fair value gains and losses. (Benefit) provision for income taxes Â Â Three Months Ended Â Â Nine Months Ended Â (dollars in millions) Â September 30, 2024 Â Â June 30, 2024 Â Â September 30, 2024 Â Â September 30, 2023 Â (Benefit) provision for income taxes Â $ (2) Â $ (1) Â $ 1 Â Â $ (76) Â Our effective tax rates for the three months ended September 30, 2024 and June 30, 2024 were (4.0)% and (3.6%), respectively. Our effective tax rates for the three months ended September 30, 2024 and June 30, 2024 were lower than the U.S. statutory tax rate primarily due to the tax benefit related to the earnings mix, an increase in the U.S. deduction for foreign derived intangibles income (â€œFDIIâ€) and a one-time increase in research and development credits due to the filing of prior year amended returns for 2020 and 2021, partially offset by an expected increase in foreign withholding taxes and a waiver of deductions related to U.S. base erosion payments. Our effective tax rates for the nine months ended September 30, 2024 and 2023 were 1.2% and 4.1%, respectively. Our effective tax rate for the nine months ended September 30, 2024 was lower than the U.S. statutory tax rate primarily due to the tax benefit related to the earnings mix, increase in the U.S. deduction for FDII and a one-time increase in research and development credits due to filing of prior year amended returns for years 2020 and 2021, partially offset by an expected increase in foreign withholding taxes and a waiver of deductions related to U.S. base erosion payments. Our effective tax rate for the nine months ended September 30, 2023 was lower than the U.S. statutory tax rate primarily due to the tax benefit related to the impairment of intangible assets and various tax credits. On a quarterly basis, we evaluate both positive and negative evidence that affects the realizability of net deferred tax assets and assess the need for a valuation allowance. The future benefit to be derived from our deferred tax assets is dependent upon our ability to generate sufficient future taxable income in each jurisdiction of the right type to realize the assets. Our future effective tax rate depends on various factors, including the impact of tax legislation, further interpretations and guidance from U.S. federal and state governments on the impact of proposed regulations issued by the Internal Revenue Service, further interpretations and guidance from foreign

governments, the geographic composition of our pre-tax income, 36 Â and changes in income tax reserves for unrecognized tax benefits. We monitor these factors and timely adjust our estimates of the effective tax rate accordingly. We expect the Atotech Acquisition will continue to have an unfavorable impact on our effective tax rate as MSD operates primarily in jurisdictions with tax rates higher than the U.S. statutory tax rate. However, the geographic mix of pre-tax income can change based on multiple factors, resulting in changes to the effective tax rate in future periods. While we believe we have adequately provided for all tax positions, amounts asserted by taxing authorities could materially differ from our accrued positions as a result of uncertain and complex application of tax law and regulations. Additionally, the recognition and measurement of certain tax benefits includes estimates and requires judgment by management. Accordingly, we may record additional provisions or benefits for U.S. federal, state, and foreign tax matters in future periods as new information becomes available. Many countries in which we operate have implemented or are implementing legislation and other tax changes to align their tax systems with the Organisation for Economic Co-operation and Development global minimum tax rate known as Pillar Two of the Global Anti-Base Erosion (â€œGloBEâ€) rules. The GloBE rules provide a framework for a coordinated multi-country system of taxation intended to ensure large multinational enterprise groups pay a minimum level of tax on the income arising in each of the jurisdictions where they operate. Many jurisdictions, including many EU countries, have enacted certain provisions of the GloBE rules effective as of January 1, 2024. The Company does not expect the GloBE rules to have a material impact on its consolidated financial statements. Â Liquidity and Capital Resources Cash and cash equivalents at September 30, 2024 and December 31, 2023 totaled $861 million and $875 million, respectively. The primary driver in our current and anticipated future cash flows is, and we expect will continue to be, cash generated from operations, consisting primarily of our net income (loss), excluding non-cash charges and changes in operating assets and liabilities. In periods when our sales are growing, higher sales to customers will result in increased trade receivables, and inventories will generally increase as we build products for future sales. This may result in lower cash generated from operations. Conversely, in periods when our sales are declining, our accounts receivable and inventory balances will generally decrease, resulting in increased cash from operations. We believe that our current cash and investments position and available borrowing capacity, together with the cash anticipated to be generated from our future operations, will be sufficient to satisfy our estimated working capital, planned capital expenditure requirements, payments of debt, and any future cash dividends declared by our Board of Directors or share repurchases through at least the next 12 months and the foreseeable future. Net cash provided by operating activities was $352 million for the nine months ended September 30, 2024, resulting from net income of $99 million, which included non-cash charges of $254 million, mainly the result of $262 million of depreciation and amortization expense and $52 million of loss on extinguishment of debt, partially offset by $168 million in deferred income taxes and a net increase in working capital of $1 million. The net increase in working capital was primarily due to a decrease in accrued compensation of $26 million, a decrease in accounts payable of $21 million and a decrease in other current and non-current liabilities of $28 million. This net increase in working capital was partially offset by increases in income taxes payable of $53 million, other current and non-current assets of $17 million and inventory of $11 million. Net cash used in investing activities was $66 million for the nine months ended September 30, 2024, and consisted primarily of $67 million in capital expenditures. Net cash used in financing activities was $303 million for the nine months ended September 30, 2024, primarily due to net proceeds from the issuance of Convertible Notes of $1.4 billion and incremental loans under the Term Loan Facility in an aggregate principal amount of $761 million. The proceeds of the incremental loans under the Term Loan Facility were used in part to prepay the USD Tranche A term loans outstanding under the Amended Credit Agreement (as defined and described further below under â€œCredit Facilitiesâ€) in full in an aggregate principal amount of $744 million and the proceeds of the Convertible Notes were used in part to prepay a portion of the USD Tranche B loans in an aggregate principal amount of $1.2 billion. In addition, there were normal quarterly debt payments and voluntary prepayments that totaled $248 million. We also made payments of $167 million to purchase a capped call option related to the Convertible Notes, $33 million for debt financing costs and $44 million for dividends. Holders of our common stock are entitled to receive dividends when they are declared by our Board of Directors. During each of the first three quarters of 2024 and 2023, our Board of Directors declared a cash dividend of $0.22 per share. The cash dividends totaled $44 million for both the nine months ended September 30, 2024 and 2023. On November 4, 2024, our Board of Directors declared a quarterly cash dividend of $0.22 per share to be paid on December 6, 2024 to stockholders of record as of November 25, 2024. Future dividend declarations, if any, as well as the record and payment dates for such dividends, are subject to the final determination of our Board of Directors. 37 Â Credit Facilities In connection with the completion of the Atotech Acquisition, on August 17, 2022 (the â€œEffective Dateâ€) we entered into a credit agreement with JPMorgan Chase Bank, N.A., as administrative agent and collateral agent, Barclays Bank PLC, and the lenders from time to time party thereto, which we have amended several times since (as amended, the â€œAmended Credit Agreementâ€). As of September 30, 2024, the Amended Credit Agreement provided for (i) a senior secured term loan facility comprised of two tranches: a $2.6 billion loan (the â€œUSD Tranche Bâ€) and a â‚¬800 million loan (the â€œEuro Tranche Bâ€ and together with the USD Tranche B, the â€œTerm Loan Facilityâ€) and (ii) a senior secured revolving credit facility of $675 million (the â€œRevolving Facilityâ€ and, together with the Term Loan Facility, the â€œCredit Facilitiesâ€), with the commitments under each of the foregoing facilities subject to increase from time to time subject to certain conditions. As of September 30, 2024, borrowings under the Credit Facilities bore interest at a rate per annum equal to, at our option, any of the following, plus, in each case, an applicable margin: (a) with respect to the USD Tranche B and the Revolving Facility, (x) a base rate determined by reference to the highest of (1) the federal funds effective rate plus 0.50%, (2) the prime rate quoted in The Wall Street Journal, or (3) a forward-looking term rate based on the variable secured overnight financing rate (â€œTerm SOFRâ€) (plus an applicable credit spread adjustment) for an interest period of one month, plus 1.00%, and (y) a Term SOFR rate (plus an applicable credit spread adjustment) for the interest period relevant to such borrowing, subject to a rate floor of (I) with respect to the USD Tranche B, 0.50% and (II) with respect to the Revolving Facility, 0.0%; and (b) with respect to the Euro Tranche B, a Euro Interbank Offered Rate (â€œEURIBORâ€) rate determined by reference to the costs of funds for Euro deposits for the interest period relevant to such borrowing adjusted for certain additional costs, subject to a EURIBOR rate floor of 0.0%. As of September 30, 2024, the applicable margins for borrowings under the Credit Facilities were (i) under the USD Tranche B and the Revolving Facility, 1.25% with respect to base rate borrowings and 2.25% with respect to Term SOFR borrowings and (ii) under the Euro Tranche B, 2.75%. In addition to paying interest on outstanding principal under the Credit Facilities, we are required to pay a commitment fee in respect of the unutilized commitments under the Revolving Facility. The commitment fee is subject to adjustment based on our first lien net leverage ratio as of the end of the preceding fiscal quarter. We must also pay customary letter of credit fees and agency fees. As of September 30, 2024, the commitment fee was 0.25% per annum representing a downward adjustment from 0.375% as of June 30, 2024. As of September 30, 2024, the weighted average interest rate of the Term Loan Facility was 6.9%. The Revolving Facility has a maturity date in August 2027 while the USD Tranche B and Euro Tranche B have a maturity date in August 2029. As of September 30, 2024, there were no borrowings under the Revolving Facility. We are required to make scheduled quarterly principal payments equal to approximately $10 million with respect to the USD Tranche B and approximately â‚¬2 million with respect to the Euro Tranche B, in each case with the balance due thereunder on the seventh anniversary of the Effective Date. There is no scheduled amortization under the Revolving Facility. Any principal amount outstanding under the Revolving Facility is due and payable in full on the fifth anniversary of the Effective Date. Under the Amended Credit Agreement, we are required to prepay outstanding term loans, subject to certain exceptions, with portions of our annual excess cash flow as well as with the net cash proceeds of certain of its asset sales, certain casualty and condemnation events and the incurrence or issuances of certain debt. If at any time the aggregate amount of outstanding loans, unreimbursed letter of credit drawings and undrawn letters of credit under the Revolving Facility exceeds the aggregate commitments under the Revolving Facility, we are required to repay outstanding loans and/or cash collateralize letters of credit, with no reduction of the commitment amount. We may voluntarily prepay, and have voluntarily repaid, outstanding loans under the Credit Facilities from time to time, subject to certain conditions, without premium or penalty other than customary â€œbreakageâ€ costs with respect to Term SOFR or EURIBOR loans and any prepayment premium that might be applicable to repayments we make prior to January 23, 2025. Additionally, we may voluntarily reduce the unutilized portion of the commitment amount under the Revolving Facility. On October 23, 2024, we made a voluntary prepayment of â‚¬200 million principal amount, which equates to $216 million, to our Euro Tranche B loan under the Term Loan Facility. All obligations under the Credit Facilities are guaranteed by certain of our wholly-owned domestic subsidiaries and are required to be guaranteed by certain of our future wholly-owned domestic subsidiaries, and are secured by substantially all of our assets and the assets of such subsidiaries, subject to certain exceptions and exclusions. Under the Amended Credit Agreement, we have the ability to incur additional incremental debt facilities in an amount up to (x) the greater of (1) $1,011 million and (2) 75% of consolidated last twelve months earnings before interest, taxes, depreciation, and amortization, plus (y) an amount equal to the sum of all voluntary prepayments of term loans under the Term Loan Facility, plus (z) an additional unlimited amount subject to pro forma compliance with certain leverage ratio tests (based on the security and priority of such incremental debt). 38 Â The Amended Credit Agreement contains customary representations and warranties, covenants and provisions relating to events of default. As of September 30, 2024, we were in compliance with all covenants under the Amended Credit Agreement. The USD Tranche B and the Euro Tranche B are not subject to financial maintenance covenants. On May 16, 2024, we completed a private offering of Convertible Notes. A significant portion of the net proceeds from the offering was used to repay approximately $1.2 billion of the USD Tranche B. As a result of the repayment, we recorded a $38 million loss on extinguishment of debt. Convertible Notes On May 16, 2024, we completed a private offering of $1.4 billion aggregate principal amount of convertible senior notes due 2030 (the â€œConvertible Notesâ€). The Convertible Notes were sold in a private placement under a purchase agreement, dated as of May 13, 2024, entered into by and among us and Morgan Stanley & Co. LLC, J.P. Morgan Securities LLC, BofA Securities, Inc. and Mizuho Securities USA LLC, as representatives of the several initial purchasers named therein, for resale to persons reasonably believed to be qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933, as amended. The net proceeds from the offering were approximately $1.4 billion after deducting the initial purchasersâ€™ discounts and commissions and estimated offering expenses paid by us. We used approximately $167 million of the net proceeds from the offering to pay the cost of the capped call transactions described below. We used the remaining net proceeds from the offering to repay approximately $1.2 billion in borrowings outstanding under the USD Tranche B, together with accrued interest, as well as for general corporate purposes. Indenture and the Convertible Notes On May 16, 2024, we entered into an indenture (the â€œIndentureâ€) with respect to the Convertible Notes with U.S. Bank Trust Company, National Association, as trustee. Under the Indenture, the Convertible Notes are senior unsecured obligations of ours and bear interest at a coupon rate of 1.25% per annum, with interest payable semiannually in arrears on June 1 and December 1 of each year, beginning on December 1, 2024. The Convertible Notes will mature on June 1, 2030, unless earlier converted, redeemed or repurchased in accordance with their terms. Subject to certain conditions, on or after June 5, 2027, we may redeem for cash all or any portion of the Convertible Notes at a redemption price equal to 100% of the principal amount of the Convertible Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the redemption date, if the last reported sale price of our common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on, and including, the trading day immediately preceding the date the notice of redemption is sent. The conversion rate for the Convertible Notes is initially 6.4799 shares of our common stock per one thousand dollars principal amount of Notes, which is equivalent to an initial conversion price of approximately $154.32 per share. The conversion rate is subject to adjustment upon the occurrence of certain events. Upon conversion, we will pay cash up to the aggregate principal amount of the Convertible Notes to be converted and pay or deliver, as the case may be, cash, shares of common stock or a combination of cash and shares of common stock, at our election, in respect of the remainder, if any, of our conversion obligation in excess of the aggregate principal amount of the Convertible Notes being converted. Prior to March 1, 2030, noteholders may convert all or any portion of their Convertible Notes only upon the occurrence of certain events and during certain periods, and thereafter, at any time until the second scheduled trading day immediately preceding the maturity date. If we undergo a fundamental change (as defined in the Indenture) prior to the maturity date of the Convertible Notes, holders may require us to repurchase for cash all or any portion of their Convertible Notes at a fundamental change repurchase price equal to 100% of the principal amount of the Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date. The Indenture contains customary terms and covenants, including that upon certain events of default that are occurring and continuing, either the trustee or the holders of at least 25% in aggregate principal amount of the outstanding Convertible Notes may declare 100% of the principal of, and accrued and unpaid interest, if any, on, all the Convertible Notes to be due and payable. As of September 30, 2024, the Convertible Notes are classified as a long-term liability, net of issuances costs, on the condensed consolidated balance sheet. The Convertible Notes were issued at par and costs associated with the issuance of the Convertible Notes are amortized to interest expense over the contractual term of the Convertible Notes. As of September 30, 2024, the effective interest rate of the Convertible Notes was 1.56%. 39 Â Capped Call Transactions On May 13, 2024, in connection with the pricing of the Convertible Notes, and on May 14, 2024, in connection with the exercise in full by the initial purchasers of their option to purchase additional Convertible Notes, we entered into privately negotiated capped call transactions with certain of the initial purchasers of the Convertible Notes or their respective affiliates and other financial institutions. The capped call transactions are expected generally to reduce the potential dilution to our common stock upon conversion of any Convertible Notes and/or offset any cash payments that we are required to make in excess of the principal amount of any converted Convertible Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $237.42 per share (which represents a premium of 100% over the last reported sale price of $118.71 per share of our common stock on The Nasdaq Global Select Market on May 13, 2024), and is subject to customary adjustments under the terms of the capped call transactions. Lines of Credit and Borrowing Arrangements Certain of our Japanese subsidiaries have lines of credit and a financing facility with various financial institutions, many of which generally expire and are renewed at three-month intervals with the remaining having no expiration date. These lines of credit and financing facility provided for aggregate borrowings as of September 30, 2024 and December 31, 2023 of up to an equivalent of $21 million and $14 million, respectively. There were no borrowings under these arrangements at September 30, 2024 and December 31, 2023. Derivatives We enter into derivative instruments for risk management purposes only, including derivatives designated as hedging instruments and those utilized as economic hedges. We operate internationally, and in the normal course of business, are exposed to fluctuations in interest rates and foreign exchange rates. These fluctuations can increase the costs of financing, investing and operating the business. We have used derivative instruments, such as foreign exchange forward contracts and options, to manage certain foreign currency exposure, and interest rate swaps and caps to manage interest rate exposure. By nature, all financial instruments involve market and credit risks. We enter into derivative instruments with major investment grade financial institutions and no collateral is required. We have policies to monitor the credit risk of these counterparties. While there can be no assurance, we do not anticipate any material non-performance by any of these counterparties. Interest Rate Agreements We have various interest rate swap agreements as described further in Note 5 to the Notes to the condensed consolidated financial statements. These interest rate swap agreements exchange the variable Term SOFR rate to a fixed rate in order to manage the exposure to interest rate fluctuations associated with the variable Term SOFR rate paid on the outstanding balance of the Term Loan Facility. Contractual Obligations There have been no changes outside the ordinary course of business to our contractual obligations as disclosed in our Annual Report. Recent Accounting Pronouncements Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standard Update (â€œASUâ€) No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (â€œASU 2023-07â€), which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and provide in interim periods all disclosures about a reportable segmentâ€™s profit or loss and assets that are currently required annually. Additionally, it requires a public entity to disclose the title and position of the Chief Operating Decision Maker. The ASU does not change how a public entity identifies its operating segments, aggregates them, or applies the quantitative thresholds to determine its reportable segments. The new standard is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. A public entity should apply the amendments in this ASU retrospectively to all prior periods presented in the financial statements. We do not expect the additional disclosure requirements under ASU 2023-07 to have a material impact on our consolidated financial statements. 40 Â Income Taxes (Topic 740): Improvements to Income Tax Disclosures In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which focuses on the rate reconciliation and income taxes paid. ASU No. 2023-09 requires a public business entity (â€œPBEâ€) to disclose, on an annual basis, a tabular rate reconciliation using both percentages and currency amounts, broken out into specified categories with certain reconciling items further broken out by nature and jurisdiction to the extent those items exceed a specified threshold. In addition, all entities are required to disclose income taxes paid, net of refunds received disaggregated by federal, state/local and foreign and by jurisdiction if the amount is at least 5% of total income tax payments, net of refunds received. For PBEs, the new standard is effective for annual periods beginning

after December 15, 2024, with early adoption permitted. An entity may apply the amendments in this ASU prospectively by providing the revised disclosures for the period ending December 31, 2025 and continuing to provide the pre-ASU disclosures for the prior periods, or may apply the amendments retrospectively by providing the revised disclosures for all periods presented. We are currently evaluating the impact of this ASU on our consolidated financial statements and related disclosures. Â Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses In November 2024, the FASB issued ASU No. 2024-03, Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires public companies to disclose, in interim and annual reporting periods, additional information about certain expenses in the notes to financial statements. The amendments in this ASU are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, with early adoption permitted. We are currently evaluating the impact of this ASU on our consolidated financial statements and related disclosures. 41 Â ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK. Information concerning market risk is contained in the section entitled â€œQuantitative and Qualitative Disclosures About Market Riskâ€ contained in our Annual Report. As of September 30, 2024, there were no material changes in our exposure to market risk from December 31, 2023. ITEM 4. CONTROLS AND PROCEDURES. Evaluation of Disclosure Controls and Procedures Our management, with the participation of our Chief Executive Officer (who served as both our principal executive officer and principal financial officer for the three months ended September 30, 2024), evaluated the effectiveness of our disclosure controls and procedures as of September 30, 2024. The term â€œdisclosure controls and procedures,â€ as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), means controls and other procedures of an issuer that are designed to ensure that information required to be disclosed by the issuer in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the Securities and Exchange Commissionâ€™s (â€œSECâ€) rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by an issuer in the reports that it files or submits under the Exchange Act is accumulated and communicated to the issuerâ€™s management, including its principal executive and principal financial officers, or persons performing similar functions as appropriate to allow timely decisions regarding required disclosure. Management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures. Based on that evaluation, our Chief Executive Officer concluded that, as of September 30, 2024, our disclosure controls and procedures were effective to provide reasonable assurance that information required to be disclosed by us in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in SEC rules and forms and is accumulated and communicated to our management, including our Chief Executive Officer, as appropriate to allow timely decisions regarding required disclosure. Changes in Internal Control over Financial Reporting There was no change in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) during the quarter ended September 30, 2024 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting. 42 Â PART II. OTHER INFORMATION ITEM 1A. RISK FACTORS. Information regarding risk factors affecting our business is discussed in the section entitled â€œRisk Factorsâ€ in our Annual Report on Form 10-K for the year ended December 31, 2023 filed with the U.S. Securities and Exchange Commission on February 27, 2024 and the section entitled â€œRisk Factorsâ€ in our Quarterly Report on Form 10-Q for the period ended June 30, 2024 filed with the U.S. Securities and Exchange Commission on August 8, 2024, which section is incorporated herein by reference. ITEM 5. OTHER INFORMATION. The following table describes, for the quarterly period covered by this report, each trading arrangement for the sale or purchase of Company securities adopted or terminated by our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) that is either (1) a contract, instruction or written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) (a â€œRule 10b5-1 trading arrangementâ€) or (2) a â€œnon-Rule 10b5-1 trading arrangementâ€ (as defined in Item 408(c) of Regulation S-K):Â Name (Title) Action Taken (Date of Action) Type of Trading Arrangement Nature of Trading Arrangement Duration of Trading Arrangement Aggregate Number of Securities Gerald G. ColellaÂ (Chairman of the Board of Directors) Adoption (August 16, 2024) Rule 10b5-1 trading arrangement Sale Until November 14, 2025, or such earlier date upon which all transactions are completed or expire without execution Up to 40,000Â shares Jacqueline F. MoloneyÂ (Director) Adoption (September 10, 2024) Rule 10b5-1 trading arrangement Sale Until October 3, 2025, or such earlier date upon which all transactions are completed or expire without execution Up to 1,200Â shares Â Â 43 Â ITEM 6. EXHIBITS. Â Exhibit No. Â Exhibit Description Â Â Â Â Â Â +3.1(1) Â Restated Articles of Organization of the Registrant Â Â Â +3.2(2) Â Articles of Amendment to Restated Articles of Organization of the Registrant, as filed with the Secretary of State of Massachusetts on May 18, 2001 Â Â Â +3.3(3) Â Articles of Amendment to Restated Articles of Organization of the Registrant, as filed with the Secretary of State of Massachusetts on May 16, 2002 Â Â Â +3.4(4) Â Amended and Restated By-Laws of the Registrant Â Â Â 10.1* Â Employment Agreement, effective August 9, 2024, between Ramakumar Mayampurath and the Registrant Â Â Â +10.2(5) Â Fourth Amendment to Credit Agreement, dated as of July 23, 2024, by and among the Registrant, as parent borrower, the other loan parties party thereto, JPMorgan Chase Bank, N.A., as administrative agent, and each lender party thereto Â Â Â Â Â 31.1 Â Certification of Principal Executive Officer pursuant to Rule 13a-14(a)/Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended Â Â Â Â Â 31.2 Â Certification of Principal Financial Officer pursuant to Rule 13a-14(a)/Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended Â Â Â Â Â 32.1 Â Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 Â Â Â 101.INS Â Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document. Â Â Â 101.SCH Â Inline XBRL Taxonomy Extension Schema with Embedded Linkbase Documents Â Â Â 104 Â Cover Page Interactive Data File (formatted as inline XBRL with applicable taxonomy extension information contained in Exhibits 101) Â + Previously filed * Management contract or compensatory plan arrangement Â (1)Incorporated by reference to the Registration Statement on Form S-4 (File No. 333-49738), filed with the Securities and Exchange Commission on November 13, 2000. (2)Incorporated by reference to the Registrantâ€™s Quarterly Report on Form 10-Q for the quarter ended June 30, 2001 (File No. 000-23621), filed with the Securities and Exchange Commission on August 14, 2001. (3)Incorporated by reference to the Registrantâ€™s Quarterly Report on Form 10-Q for the quarter ended June 30, 2002 (File No. 000-23621), filed with the Securities and Exchange Commission on August 13, 2002. (4)Incorporated by reference to the Registrantâ€™s Current Report on Form 8-K (File No. 000-23621), filed with the Securities and Exchange Commission on May 6, 2014. (5)Incorporated by reference to the Registrantâ€™s Current Report on Form 8-K (File No. 000-23621), filed with the Securities and Exchange Commission on July 23, 2024. 44 Â SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. Â Â MKS INSTRUMENTS, INC. Â Â Â Date: November 7, 2024 By: /s/ Ramakumar Mayampurath Â Ramakumar Mayampurath Â Executive Vice President, Chief Financial Officer and Treasurer Â (Principal Financial Officer) Â 45 EX-10.1 2 mksi-ex10_1.htm EX-10.1 EX-10.1 Exhibit 10.1Â EMPLOYMENT AGREEMENTÂ MKS Instruments, Inc., a Massachusetts corporation (the â€œCompanyâ€ or â€œMKSâ€), and Ram Mayampurath of Chandler, Arizona (â€œEmployeeâ€) agree, effective 9th day of August 2024 as follows: 1.Employment. The Company is employing Employee on an at-will basis in the position of Executive Vice President, Chief Financial Officer (CFO) and Treasurer, beginning October 14, 2024 (the â€œStart Dateâ€). This position is located at the Companyâ€™s corporate Headquarters in Andover, Massachusetts. Employee is expected to relocate to the Andover, Massachusetts area within twelve (12) months of the Start Date. Employee agrees to comply with the Companyâ€™s policies. 2.Confidential Information Agreement. Employee will sign and deliver to the Company, at the same time that Employee executes this Employment Agreement, the Confidential Information, Intellectual Property and Non-Solicitation Agreement of MKS Instruments, Inc. (â€œConfidential Information Agreementâ€) that is Attachment A to this Employment Agreement. 3.Duty to The Company. While employed by the Company, Employee: (a) will devote his or her full working time and best efforts to the business of the Company; and (b) will not (without the prior, express, written consent of the Chief Executive Officer and General Counsel of the Company) engage in any business activity (whether or not for gain) that interferes with Employeeâ€™s work for the Company. Notwithstanding the previous sentence, this Employment Agreement does not prohibit Employee from managing his or her personal investments or engaging in charitable and unpaid professional activities (including serving on charitable and professional boards), so long as doing so does not materially interfere with Employeeâ€™s work for the Company or violate Section 7 of this Employment Agreement. 4.Compensation. (a)Base Salary. The Company will pay Employee base salary at the rate of $625,000 per year, less applicable withholding and deductions (the â€œBase Salaryâ€), in accordance with the Companyâ€™s normal payroll practices. The Company may review and adjust the amount of the Base Salary from time to time in its sole discretion. (b)Incentive Compensation Plan. Beginning in 2025, Employee will be entitled to participate in the Companyâ€™s Management Incentive Plan, to the extent applicable to Employeeâ€™s position. Employeeâ€™s bonus target will be 85% of eligible earnings, subject to the terms and conditions of the Management Incentive Plan. The Company may review and adjust the amount of the bonus target from time to time in its sole discretion. (c)Stock Incentive Plan. Beginning in 2025, Employee will be entitled to participate in the Companyâ€™s stock incentive plan to the extent applicable to Employeeâ€™s position. Employee is eligible to receive a 2025 target equity award with a grant date value of $1,900,000, which will consist of 45% time-based Â restricted stock units (â€œRSUsâ€) and 55% performance-based restricted stock units (â€œPSUsâ€) under the relevant MKS equity plan. RSUs typically vest in three equal annual installments beginning on the first anniversary of the grant date, subject to Employeeâ€™s continued employment. PSUs tied to Adjusted EBITDA typically vest, subject to the achievement of the relevant financial performance criteria, in three equal annual installments, beginning on the first anniversary of the grant date, subject to Employeeâ€™s continued employment. PSUs tied to relative total shareholder return typically vest, subject to the achievement of the relevant performance criteria, in full on the third anniversary of the grant date, subject to Employeeâ€™s continued employment. Actual annual equity awards may vary and will be subject to the terms and conditions of the relevant Company equity plan and contingent upon MKS Compensation Committee approval. (d)Benefits. Employee will be eligible to participate in the Companyâ€™s generally available employee benefit plans, which currently include medical, dental, vision, life, accidental death and dismemberment, short-term disability and long-term disability insurance, a 401(k) savings plan and an employee stock purchase plan, subject to the terms and conditions of each plan. (e)Paid Time Off. Employee will be eligible for 25 days of paid vacation per year, plus paid sick time and holidays, all subject to the terms and conditions of the Companyâ€™s policies. (f)Expenses. The Company will reimburse Employee for expenses Employee reasonably incurs in performing his or her duties, to the extent provided in the Companyâ€™s expense reimbursement policies. Reimbursement of expenses in one tax year will not affect reimbursement of expenses in any other tax year. (g)Relocation Expenses. The Company will reimburse Employee for relocation expenses as set forth in the Companyâ€™s U.S. Relocation Policy. (h)Signing Bonus. Employee will be entitled to a one-time signing bonus in the amount of $1,000,000, less applicable withholdings and deductions (the â€œSigning Bonusâ€), payable on November 15, 2024. Notwithstanding the foregoing, Employee acknowledges and agrees that the Signing Bonus will not be earned unless and until Employee is continuously and actively employed by the Company on the second anniversary of the Start Date, and if Employee voluntarily resigns or the Company terminates Employeeâ€™s employment for Cause (as defined below) prior to the second anniversary of the Start Date, Employee shall repay to the Company the net after-tax amount of the Signing Bonus received on a pro-rated basis within thirty (30) days of the date of separation. In such a case, by signing below, Employee agrees and authorizes the Company to deduct, in whole or in part, such amount from any final payments due to Employee, to the maximum extent permissible by applicable law. (i)Sign-On Equity Award. Employee is eligible to receive a one-time sign-on equity award with a grant date value of $1,750,000 in the form of RSUs to be granted on the next quarterly grant date following the Start Date, which award will vest in two equal annual installments with 50% vesting on the first anniversary of the grant date and 50% vesting on the second anniversary of the grant date, Â subject to Employeeâ€™s continued employment and the terms and conditions of the relevant MKS equity plan. 5.End of Employment. Either Employee or the Company may end the employment relationship at any time, for any reason, with or without notice or cause. The employment relationship will end automatically and immediately upon Employeeâ€™s death or entitlement to long-term disability benefits under the Companyâ€™s long-term disability program. The date on which Employeeâ€™s employment ends, regardless of how it ends, is referred to in this Employment Agreement as the â€œEmployment End Date.â€ If Employee resigns or the Company terminates Employeeâ€™s employment, the Company will (in either case) have the right at any time, for any reason in its sole discretion to decide the Employment End Date. In no event will the Companyâ€™s deciding the Employment End Date following Employeeâ€™s resignation be considered termination by the Company of Employeeâ€™s employment. 6.Company Obligations Upon End of Employment. When the employment relationship ends, the Company will have no obligation to pay or provide Employee at any time any compensation, payment or benefit of any kind, except as expressly provided in Sections 6(a) though through 6(e) below. (a)Minimum Obligations. When the employment relationship ends, no matter how it ends: (i) the Company will pay Employee any unpaid Base Salary through the Employment End Date; (ii) Employee will be entitled to accrued, vested benefits under the Companyâ€™s benefit plans and programs to the extent provided in Section 4(d); (iii) the Company will pay Employee for any accrued but unused vacation; and (iv) the Company will reimburse Employee for any unreimbursed expenses incurred through the Employment End Date to the extent provided in Section 4(f). (b)30 Daysâ€™ Base Salary After Certain Resignations. If Employee provides the Company at least 30 daysâ€™ advance written notice of resignation of employment, is an active employee in good standing at the time of such notice and continues to perform his or her duties diligently and professionally to the extent requested thereafter, the Company will pay Employee his or her Base Salary for at least 30 days after such notice, even if the Employment End Date is earlier. (c)30 Daysâ€™ Base Salary After Certain Terminations. If the Company terminates Employeeâ€™s employment other than for Cause, as defined below, the Company will provide Employee with written notice of termination and pay Employee his or her Base Salary for at least 30 days after such notice of termination, even if the Employment End Date is earlier. (d)Eligibility for Ordinary Severance Compensation. If the Company terminates Employeeâ€™s employment, Employee will be eligible for Ordinary Severance Compensation, as described below, provided that all of the following conditions are satisfied: (i) the Companyâ€™s primary reason for terminating Employeeâ€™s employment was a change to the Companyâ€™s business needs (such as reduction in force or elimination of position) and not Cause as defined below; (ii) Employee has complied with and continues to comply with all of Employeeâ€™s obligations under this Employment Agreement and the Confidential Information Agreement; and (iii) Employee executes, provides to the Company within 45 days Â after the Employment End Date and does not thereafter revoke or attempt to revoke, a general release of claims, which may at the Companyâ€™s option and in the Companyâ€™s sole discretion include post-employment restrictions substantially identical to the post-employment restrictions contained in Section 7 below, all in a form satisfactory to the Company (â€œGeneral Release Agreementâ€). The Companyâ€™s good-faith determination that one or more of the conditions listed above has not been satisfied will be binding and conclusive. (e)â€œOrdinary Severance Compensation.â€ If employee becomes eligible for Ordinary Severance Compensation: (i)Base Salary. The Company will pay Employee, within 14 days after the General Release Agreement becomes irrevocable, a lump sum in an amount equal to 12 months of Base Salary. (ii)Continuation of Benefits. For a period of 12 months after the Employment End Date, to the extent Employee is eligible for and elects to continue group medical, vision, or dental insurance coverage under COBRA and timely remits the amount of premium assessed to similarly situated active employees for comparable coverage, the Company will pay the Companyâ€™s usual share of such premiums. Benefits payable under this Section 6(e)(ii) will terminate to the extent Employee ceases to be eligible for COBRA coverage under the Companyâ€™s medical benefits plan. Notwithstanding the foregoing, the Company will not pay the contribution toward COBRA coverage described above to the extent that the Company reasonably determines that doing so would subject the Company to the excise tax under Section 4980D of the Internal Revenue Code (the â€œCodeâ€) (as a result of discriminatory coverage under a group health plan). (f)Eligibility for Enhanced Severance Compensation. Employee will become eligible for the â€œEnhanced Severance Compensation,â€ as described below, instead of Ordinary Severance Compensation under Section 6(d) and (e) above or under any other program or policy of the Company, if and only if all of the following conditions are satisfied: (i) the Company terminates Employeeâ€™s employment without â€œCauseâ€ (as defined below) or Employee resigns for â€œGood Reasonâ€ (as defined below); (ii) the Employment End Date is within 24 months after the effective date of a Change in Control (as defined below); (iii) Employee has complied with and continues to comply with all of Employeeâ€™s obligations under this Employment Agreement and the Confidential Information Agreement; and (iv) Employee executes, provides to the Company within 45 days after the Employment End Date and does not thereafter revoke or attempt to revoke, a General Release Agreement, as defined above. The Companyâ€™s good-faith determination that one or more of the conditions listed above has not been satisfied will be binding and conclusive. (g)â€œEnhanced Severance Compensation.â€ If Employee becomes eligible for the Enhanced Severance Compensation: (i) Base Salary. The Company will pay Employee, within 14 days after the General Release Agreement becomes irrevocable, a lump sum in an Â amount equal to one and one-half times annual Base Salary (determined without regard to any reduction in Base Salary giving rise to â€œGood Reason,â€ as

defined below). (ii) Incentive Compensation. The Company will pay Employee, within 14 days after the General Release Agreement becomes irrevocable, a lump sum equal to one and one-half times the annual amount of incentive compensation for which Employee was eligible under any Incentive Compensation Plan of the Company then in effect for the year containing the Employment End Date. Additionally, Employee will receive a payment for target bonus, prorated for the current year. (iii) Continuation of Benefits. For a period of 18 months after the Employment End Date, to the extent Employee is eligible for and elects to continue group medical, vision, or dental insurance coverage under COBRA and timely remits the amount of premium assessed to similarly situated active employees for comparable coverage, the Company will pay the Companyâ€™s usual share of such premiums. Benefits payable under this Section 6(g)(iii) will terminate to the extent Employee ceases to be eligible for COBRA coverage under the Companyâ€™s medical benefits plan. Notwithstanding the foregoing, the Company will not pay the contribution toward COBRA coverage described above to the extent that the Company reasonably determines that doing so would subject the Company to the excise tax under Section 4980D of the Internal Revenue Code (the â€œCodeâ€) (as a result of discriminatory coverage under a group health plan). (iv) Restricted Stock Units or Stock Appreciation Rights. Employee's unvested equity awards as of the Employment End Date will be subject to accelerated vesting to the extent provided in the respective equity award agreement issued to Employee under the then effective MKS Instruments, Inc. equity incentive plan (including the MKS Instruments, Inc. 2022 Stock Incentive Plan). (h)No Obligation to Mitigate Damages; Effect on Other Contractual Rights. Employee will not be required to mitigate damages, by seeking other employment or otherwise, as a condition of receiving any portion of the Ordinary Severance Compensation or the Enhanced Severance Compensation. Nor will the Ordinary Severance Compensation or the Enhanced Severance Compensation be reduced by any compensation earned by Employee as the result of employment by an employer other than the Company or a direct or indirect parent, subsidiary or affiliate of the Company after the Employment End Date. Nothing in this Section 6(h) is intended to or shall delay, prevent or require any compensation for any termination of COBRA benefits that may occur pursuant to Section 6(e)(ii) or Section 6(g)(iii) above. (i)â€œCause.â€ â€œCauseâ€ to terminate Employeeâ€™s employment will exist if Employee: (i) commits a felony or engages in fraud, misappropriation or embezzlement; Â (ii) knowingly fails or refuses to perform Employeeâ€™s duties in a material way and, to the extent that the Company determines such failure or refusal can reasonably be cured, fails or refuses to effect a cure within 10 days after the Company notifies Employee in writing of the failure or refusal; (iii) knowingly causes, or knowingly creates a serious risk of causing, material harm to the Companyâ€™s business or reputation; or (iv) breaches, in a material way, this Employment Agreement, the Confidential Information Agreement or any other agreement between Employee and the Company, and, to the extent that the Company determines such breach can reasonably be cured, fails or refuses to effect a cure within 10 days after the Company notifies Employee in writing of the breach. (j)â€œGood Reason.â€ â€œGood Reasonâ€ for Employee to resign will exist if, without Employeeâ€™s express written consent: (i) the Company materially reduces Employeeâ€™s position, duties or responsibilities; (ii) the Company reduces Employeeâ€™s Base Salary as in effect on the date hereof or as the same may be increased from time to time during the term of this Employment Agreement; (iii) the Company changes Employeeâ€™s principal place of work to a location more than 50 miles from Employeeâ€™s current principal place of work. Notwithstanding the foregoing, an action described above will not constitute Good Reason unless: (A) Employee, within 30 days after the he or she learns, or with reasonable diligence should have learned, of such action, delivers to the Company written notice identifying the action as Good Reason and demanding its correction; (B) the Company fails to correct such event within 30 days after receipt of such notice; and (C) Employee resigns for Good Reason within 90 days after the date Employee learned, or with reasonable diligence should have learned, of such action. (k)â€œChange in Control.â€ For purposes of this Employment Agreement, the term â€œChange in Controlâ€ will mean the first to occur of any of the following events: (i) any â€œpersonâ€ (as that term is used in Section 13 and 14(d)(2) of the Securities Exchange Act of 1934 (â€œExchange Actâ€)) becomes the beneficial owner (as that term is used in Section 13(d) of the Exchange Act), directly or indirectly, of fifty percent (50%) or more of MKSâ€™ capital stock entitled to vote in the election of directors; (ii) the shareholders of MKS approve any consolidation or merger of MKS other than a consolidation or merger of MKS in which the holders of the common stock of MKS immediately prior to the consolidation or merger hold more than fifty percent (50%) of the common stock of the surviving corporation immediately after the consolidation or merger; or (iii) the shareholders of MKS approve the sale or transfer of all or substantially all of the assets of MKS to parties Â that are not within a â€œcontrolled group of corporationsâ€ (as defined in Code Section 1563) in which MKS is a member. 7.Non-Competition. (a)During Employeeâ€™s MKS Employment (as defined below) and for 12 months immediately thereafter (together, the â€œNon-Compete Periodâ€), Employee will not engage in or otherwise carry on, directly or indirectly anywhere in the world (as principal, agent, employee, employer, investor, shareholder (except for holdings of no greater than 1% of the total outstanding shares in a publicly-traded company), consultant, partner, member, manager, financier or in any other individual or representative capacity of any kind whatsoever), any Competitive Activity (as defined below). (b)â€œMKS Employmentâ€ means the period beginning on the first day that Employee is employed by the Company and ending on the first day on which Employee is no longer employed by any MKS Entity (as defined below). (c)â€œMKS Entityâ€ means (i) the Company; (ii) any current or future parent, subsidiary or affiliate of the Company; or (iii) any successor or assign of (i) or (ii). (d)â€œCompetitive Activityâ€ means business or activity competitive with an MKS Entity but only to the extent that business or activity is related to, similar to, or competitive with the activities of the business unit(s), division(s), laborator(y)(ies), facilit(y)(ies) and other operational unit(s) in or for which Employee performed work for an MKS Entity or about which Employee acquired Proprietary Information (as defined in the Confidential Information Agreement). (e)The post-employment Non-Compete Period shall be extended to two (2) years upon Employeeâ€™s breach of his/her fiduciary duty and/or unlawful taking, physically or electronically, of property belonging to the Company. (f)If any court of competent jurisdiction determines that this Section 7 is unenforceable because the Non-Compete Period is too long or because Competitive Activity includes too great a range of activities or too wide a geographic scope, the parties agree that this Section 7 should be interpreted to extend only over the maximum period of time or range of activities or geographic scope as to which it may be enforceable. (g)The post-employment restrictions on Employeeâ€™s conduct contained in this Employment Agreement and in the Confidential Information Agreement will continue to apply even if Employeeâ€™s duties, title, compensation, location or other terms or conditions of employment change, and even if such change or changes are material. (h)The Company and Employee agree that violation by Employee of any of the provisions of this Section 7 of this Employment Agreement would cause the Company irreparable harm beyond what could reasonably or adequately be compensated in damages, and that the Company would therefore be entitled (in addition to the Companyâ€™s other remedies) to an injunction, declaratory judgment or restraining order against any such violation or threatened violation. Â (i)Employee has had an opportunity to have this Employment Agreement reviewed by an attorney before signing. (j)Employee acknowledges and agrees that this non-competition covenant is supported by the following mutually-agreed upon consideration, which the parties acknowledge and agree is fair and reasonable: at-will employment with the Company, the compensation and benefits associated therewith and the other terms and conditions of this Employment Agreement. (k)If and to the extent Employee is employed in California, the provisions of this Section 7 shall not apply. 8.Code Section 409A Compliance. (a)Where this Employment Agreement refers to Employeeâ€™s termination of employment for purposes of receiving any payment, whether such a termination has occurred will be determined in accordance with Section 409A of the Internal Revenue Code (the â€œCodeâ€) and Treasury Regulation Section 1.409A-1(h) (or any successor provisions) to the extent required by law. (b) To the extent that benefits under Section 6 are contingent upon Employee providing a General Release Agreement, Employee will sign and return the General Release Agreement within the reasonable time period designated by the Company, which will not be more than 45 days. If the period for Employee to review a General Release Agreement plus any revocation period crosses calendar years, payments contingent upon the Release will be made in the later calendar year. Any payments contingent upon the General Release Agreement that would otherwise be made during the period for review and revocation of the General Release Agreement will be made, provided that the General Release Agreement is timely executed and returned to the Company and not revoked, on the first scheduled payment date after such period ends. Each payment in respect of Employeeâ€™s termination of employment under Section 6 of the Employment Agreement is designated as a separate payment for Section 409A purposes. (c)If Employee is designated as a â€œspecified Executiveâ€ within the meaning of Code Section 409A (while the Company is publicly traded), any deferred compensation payment subject to Section 409A to be made during the six-month period following Employeeâ€™s termination of employment will be withheld and the amount of the payments withheld will be paid in a lump sum, without interest, during the seventh month after Employeeâ€™s termination; provided, however, that if Employee dies prior to the expiration of such six month period, payment to Employeeâ€™s beneficiary will be made as soon as reasonably practicable following Employeeâ€™s death. The Company will identify in writing delivered to Employee any payments it reasonably determines are subject to delay under this Section 8(c). In no event will the Company have any liability or obligation with respect to taxes for which Employee may become liable as a result of the application of Code Section 409A. 9.Code Sections 280G/4999. If (a) any payments or benefits to Employee in connection with this Employment Agreement (â€œPaymentsâ€) would be subject to the excise tax imposed by Code Section 4999 (the â€œParachute Taxâ€), (b) paying Employee a lesser Â amount would avoid the Parachute Tax entirely and (c) payment of such lesser amount would, after taking into account applicable federal, state and local income taxes and the Parachute Tax, result in Employee receiving a greater after-tax payment than if the Company made the Payments in full, then the Company will pay Employee such lesser amount instead of making the Payments in full. The reporting and payment of any Parachute Tax will in all events be Employeeâ€™s responsibility. The Company will not in any event provide a gross-up or any other payment to compensate Employee for the payment of the Parachute Tax or for any reduction in the Payments. The Company will withhold from the Payments any amounts it reasonably determines are required under Code Section 4999(c) and the Treasury Regulations thereunder. 10.Withholding. The Company will deduct from the amounts payable to Employee pursuant to this Employment Agreement all withholding amounts and deductions required by law or authorized by Employee. 11.Changes to Plans and Policies. Nothing in this Employment Agreement will: (a) require the Company or its affiliates to establish, maintain or continue any incentive compensation plan, stock incentive plan or other benefit plan, policy or arrangement; (b) restrict the right of the Company or any of its affiliates to amend, modify or terminate any such plan, policy or arrangement; (c) entitle Employee to participate in any such plan policy or arrangement at any specified level (or at all) in any year; or (d) prevent any future change to any such plan, policy or arrangement from applying to Employee in accordance with the terms of the change. 12.Assignment. The rights and obligations of the Company under this Employment Agreement will inure to the benefit of, and be binding upon, the Companyâ€™s successors and assigns. The rights and obligations of Employee under this Employment Agreement will inure to the benefit of, and will be binding upon, Employeeâ€™s heirs, executors and legal representatives. Employee may not delegate or assign any obligations under this Employment Agreement. 13.Entire Agreement and Severability. This Employment Agreement and the Confidential Information Agreement supersede any and all other agreements, either oral or in writing, between Employee and the Company with respect to the Companyâ€™s employment of Employee and contain all of the covenants and agreements between the parties with respect to such employment. Neither party is entering into this Employment Agreement on the basis of any representation, inducement, promise or agreement, oral or otherwise, by any party, or by any one acting on behalf of any party, which is not stated herein. Any modification of this Employment Agreement will be effective only if it is in writing and signed by both parties to this Employment Agreement. If any provision in this Employment Agreement is held by a court of competent jurisdiction to be invalid, void or unenforceable, the remaining provisions will nevertheless continue in full force and effect without being impaired or invalidated in any way. 14.Miscellaneous. This Employment Agreement and the rights and obligations of the parties hereunder will be governed by, and construed in accordance with, the laws of the Commonwealth of Massachusetts, excluding (but only to the extent permitted by law) its conflict of laws and choice of law rules. The parties agree that service of any process, summons, notice or document by U.S. certified mail or overnight delivery by a generally recognized commercial courier service to Employeeâ€™s last known address (or any mode Â of service recognized to be effective by applicable law) will be effective service of process for any action, suit or proceeding brought against Employee. The failure of either party hereto to enforce any right under this Employment Agreement will not be considered a waiver of that right, or of any related claim for damages, or of any other rights under this Employment Agreement. 15.Arbitration and Waiver of Jury Trial. (a)Any â€œLegal Disputeâ€ (as defined below) between Employee and any MKS Entity (or between Employee and any employee or agent of any MKS Entity, to the extent directly or indirectly arising from or relating in any way to Employeeâ€™s employment with or separation from the Company) will be resolved by final and binding arbitration. Notwithstanding the foregoing sentence, the Company may, in its sole discretion, obtain preliminary injunctive relief enforcing the provisions of the Confidential Information Agreement or Section 7 of this Employment Agreement from any court of competent jurisdiction. (b)â€œLegal Disputeâ€ means a dispute about legal rights or legal obligations, including but not limited to any rights or obligations arising under this Employment Agreement; the Confidential Information Agreement; any other agreement; any applicable legal or equitable doctrine; any applicable common law theory; or any applicable federal, state or local, statute, regulation or other legal requirement. (c)The arbitration will be held in the Commonwealth of Massachusetts. It will be conducted in accordance with the then-prevailing Employment Arbitration Rules of the American Arbitration Association. (d)Notwithstanding any other provision of this Employment Agreement or any other agreement or of any arbitration rules, no Legal Dispute involving any MKS Entity may be included in any class or collective arbitration or any other class or collective proceeding. The exclusive method for resolving any such Legal Dispute will be arbitration on an individual basis. (e)Any issues about whether a dispute is subject to arbitration will be determined by a court of competent jurisdiction and not by an arbitrator. Any issues about the meaning or enforceability of Section 15(d) will be decided by a court of competent jurisdiction and not by an arbitrator. (f)The Company, Employee and the arbitrator will treat all aspects of the arbitration proceedings, including without limitation, discovery, testimony and other evidence, briefs and the award, as strictly confidential, except that the arbitration award may be disclosed to the extent necessary to enforce the award, the provisions of the Confidential Information Agreement, or the provisions of this Employment Agreement. (g)Employee and the Company understand and acknowledge that by agreeing to arbitrate the disputes covered by this Section 15, they are waiving the right to resolve those disputes in court and waiving any right to a jury trial with respect to those disputes. Â 16.Knowing and Voluntary Agreement. Employee understands that Employee has the right to consult counsel before signing this Employment Agreement. IN WITNESS WHEREOF, the parties hereto have executed, in the Commonwealth of Massachusetts, this Employment Agreement as a sealed instrument, all as of the day, month and year first written above. MKS INSTRUMENTS, INC.Â By: /s/ Sally Ann BouleyÂ Â Â Â Â Â Â Â Sally Ann BouleyÂ Title: EVP & Chief Human Â Â Â Â Â Â Â Â Â Â Â Resources Officer Â Â Dated: August 9, 2024 Â Â Â /s/ Ram MayampurathRam Mayampurath Â Dated: Â August 9, 2024 Â EX-31.1 3 mksi-ex31_1.htm EX-31.1 EX-31.1 Â EXHIBIT 31.1 CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER PURSUANT TO RULE 13a-14(a)/RULE 15d-14(a) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED I, John T.C. Lee, certify that: 1.I have reviewed this quarterly report on Form 10-Q of MKS Instruments, Inc.; 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.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; and d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5.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)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Â Â Â Dated: November 7, 2024 Â /s/ John T.C. Lee John T.C. LeePresident and Chief Executive Officer

(Principal Executive Officer) Â Â EX-31.2 4 mksi-ex31_2.htm EX-31.2 EX-31.2 Â EXHIBIT 31.2 CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER PURSUANT TO RULE 13a-14(a)/RULE 15d-14(a) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED I, Ramakumar Mayampurath, certify that: 1.I have reviewed this quarterly report on Form 10-Q of MKS Instruments, Inc.; 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.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; and d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5.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)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Â Â Â Dated: November 7, 2024 Â /s/ Ramakumar Mayampurath Ramakumar MayampurathExecutive Vice President, Chief Financial Officer and Treasurer(Principal Financial Officer) Â Â EX-32.1 5 mksi-ex32_1.htm EX-32.1 EX-32.1 Â EXHIBIT 32.1 CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 In connection with the Quarterly Report on Form 10-Q of MKS Instruments, Inc. (the "Company") for the period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), the undersigned, John T.C. Lee, President and Chief Executive Officer of the Company, and Ramakumar Mayampurath, Executive Vice President, Chief Financial Officer and Treasurer of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, based on his knowledge: Â (1)The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Â Â Â Dated: November 7, 2024 Â /s/ John T.C. Lee Â John T.C. LeePresident and Chief Executive Officer (Principal Executive Officer) Dated: November 7, 2024 Â /s/ Ramakumar Mayampurath Â Ramakumar MayampurathExecutive Vice President, Chief Financial Officer and Treasurer(Principal Financial Officer) Â EX-101.SCH 6 mksi-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA WITH EMBEDDED LINKBASES DOCUMENT 100000 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 100010 - Statement - Condensed Consolidated Balance Sheets (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100020 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 100030 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) link:presentationLink link:calculationLink link:definitionLink 100040 - Statement - Condensed Consolidated Statements of Stockholders' Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100050 - Statement - Condensed Consolidated Statements of Stockholders' Equity (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 100060 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:calculationLink link:definitionLink 995455 - Disclosure - Basis of Presentation link:presentationLink link:calculationLink link:definitionLink 995465 - Disclosure - Recent Accounting Pronouncements link:presentationLink link:calculationLink link:definitionLink 995475 - Disclosure - Revenue from Contracts with Customers link:presentationLink link:calculationLink link:definitionLink 995485 - Disclosure - Investments link:presentationLink link:calculationLink link:definitionLink 995495 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 995505 - Disclosure - Derivatives and Net Investment Hedge link:presentationLink link:calculationLink link:definitionLink 995515 - Disclosure - Inventories link:presentationLink link:calculationLink link:definitionLink 995525 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 995535 - Disclosure - Acquisition link:presentationLink link:calculationLink link:definitionLink 995545 - Disclosure - Goodwill and Intangible Assets link:presentationLink link:calculationLink link:definitionLink 995555 - Disclosure - Debt link:presentationLink link:calculationLink link:definitionLink 995565 - Disclosure - Product Warranties link:presentationLink link:calculationLink link:definitionLink 995575 - Disclosure - Other Current Liabilities link:presentationLink link:calculationLink link:definitionLink 995585 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 995595 - Disclosure - Net Income (Loss) Per Share link:presentationLink link:calculationLink link:definitionLink 995605 - Disclosure - Stock-Based Compensation link:presentationLink link:calculationLink link:definitionLink 995615 - Disclosure - Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 995625 - Disclosure - Business Segment and Geographic Information link:presentationLink link:calculationLink link:definitionLink 995635 - Disclosure - Restructuring and Other link:presentationLink link:calculationLink link:definitionLink 995645 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 995655 - Disclosure - Subsequent Events link:presentationLink link:calculationLink link:definitionLink 995665 - Disclosure - Recent Accounting Pronouncements (Policies) link:presentationLink link:calculationLink link:definitionLink 995675 - Disclosure - Revenue from Contracts with Customers (Tables) link:presentationLink link:calculationLink link:definitionLink 995685 - Disclosure - Investments (Tables) link:presentationLink link:calculationLink link:definitionLink 995695 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 995705 - Disclosure - Derivatives and Net Investment Hedge (Tables) link:presentationLink link:calculationLink link:definitionLink 995715 - Disclosure - Inventories (Tables) link:presentationLink link:calculationLink link:definitionLink 995725 - Disclosure - Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 995735 - Disclosure - Acquisition (Tables) link:presentationLink link:calculationLink link:definitionLink 995745 - Disclosure - Goodwill and Intangible Assets (Tables) link:presentationLink link:calculationLink link:definitionLink 995755 - Disclosure - Debt (Tables) link:presentationLink link:calculationLink link:definitionLink 995765 - Disclosure - Product Warranties (Tables) link:presentationLink link:calculationLink link:definitionLink 995775 - Disclosure - Other Current Liabilities (Tables) link:presentationLink link:calculationLink link:definitionLink 995785 - Disclosure - Net Income (Loss) Per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 995795 - Disclosure - Stock-Based Compensation (Tables) link:presentationLink link:calculationLink link:definitionLink 995805 - Disclosure - Business Segment and Geographic Information (Tables) link:presentationLink link:calculationLink link:definitionLink 995815 - Disclosure - Restructuring and Other (Tables) link:presentationLink link:calculationLink link:definitionLink 995825 - Disclosure - Recent Accounting Pronouncements - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 995835 - Disclosure - Revenue from Contracts with Customers - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 995845 - Disclosure - Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Detail) link:presentationLink link:calculationLink link:definitionLink 995855 - Disclosure - Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Parenthetical) (Detail) link:presentationLink link:calculationLink link:definitionLink 995865 - Disclosure - Revenue from Contracts with Customers - Summary of Product and Service Revenue from Contracts with Customers (Detail) link:presentationLink link:calculationLink link:definitionLink 995875 - Disclosure - Revenue from Contracts with Customers - Summary of Revenue from Contracts with Customers (Details) link:presentationLink link:calculationLink link:definitionLink 995885 - Disclosure - Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Detail) link:presentationLink link:calculationLink link:definitionLink 995895 - Disclosure - Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Parenthetical) (Details) link:presentationLink link:calculationLink link:definitionLink 995905 - Disclosure - Fair Value Measurements - Schedule of Estimated Carrying Value and Fair Value of Company's Debt (Details) link:presentationLink link:calculationLink link:definitionLink 995915 - Disclosure - Derivatives and Net Investment Hedge - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 995925 - Disclosure - Derivatives and Net Investment Hedge - Summary of Notional Values of Foreign Exchange Forward Contracts Outstanding (Details) link:presentationLink link:calculationLink link:definitionLink 995935 - Disclosure - Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Designated as Cash Flow Hedging Instruments (Detail) link:presentationLink link:calculationLink link:definitionLink 995945 - Disclosure - Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Not Designated as Hedging Instruments (Detail) link:presentationLink link:calculationLink link:definitionLink 995955 - Disclosure - Inventories - Summary of Inventories (Detail) link:presentationLink link:calculationLink link:definitionLink 995965 - Disclosure - Acquisition - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 995975 - Disclosure - Acquisition - Summary of Purchase Price (Detail) link:presentationLink link:calculationLink link:definitionLink 995985 - Disclosure - Acquisition - Summary of Estimated Fair Value of Assets Acquired and Liabilities Assumed (Detail) link:presentationLink link:calculationLink link:definitionLink 995995 - Disclosure - Acquisition - Allocation of Acquired Intangible Assets and Liabilities Related Estimates of Useful Lives (Detail) link:presentationLink link:calculationLink link:definitionLink 996005 - Disclosure - Acquisition - Schedule of Revenue and Net Income (Details) link:presentationLink link:calculationLink link:definitionLink 996015 - Disclosure - Acquisition - Schedule of Unaudited Pro Forma Financial Information (Details) link:presentationLink link:calculationLink link:definitionLink 996025 - Disclosure - Goodwill and Intangible Assets - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996035 - Disclosure - Goodwill and Intangible Assets - Goodwill (Detail) link:presentationLink link:calculationLink link:definitionLink 996045 - Disclosure - Goodwill and Intangible Assets - Summary of Quantitative Assessment (Detail) link:presentationLink link:calculationLink link:definitionLink 996055 - Disclosure - Goodwill and Intangible Assets - Intangible Assets (Detail) link:presentationLink link:calculationLink link:definitionLink 996065 - Disclosure - Goodwill and Intangible Assets - Estimated Net Amortization Expense (Detail) link:presentationLink link:calculationLink link:definitionLink 996075 - Disclosure - Debt - Schedule of Short-Term Debt (Detail) link:presentationLink link:calculationLink link:definitionLink 996085 - Disclosure - Debt - Schedule of Long-Term Debt (Detail) link:presentationLink link:calculationLink link:definitionLink 996095 - Disclosure - Debt - Credit Facilities - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996105 - Disclosure - Debt - Convertible Senior Notes - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996115 - Disclosure - Debt - Schedule of Interest Expense (Details) link:presentationLink link:calculationLink link:definitionLink 996125 - Disclosure - Debt - Lines of Credit and Borrowing Arrangements - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996135 - Disclosure - Debt - Schedule of Contractual Maturities of Debt Obligations (Detail) link:presentationLink link:calculationLink link:definitionLink 996145 - Disclosure - Product Warranties - Product Warranty Activities (Detail) link:presentationLink link:calculationLink link:definitionLink 996155 - Disclosure - Product Warranties - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996165 - Disclosure - Other Current Liabilities - Summary of Other Current Liabilities (Detail) link:presentationLink link:calculationLink link:definitionLink 996175 - Disclosure - Income Taxes - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996185 - Disclosure - Net Income (Loss) Per Share - Computation of Basic and Diluted Net Income (Loss) Per Share (Detail) link:presentationLink link:calculationLink link:definitionLink 996195 - Disclosure - Net Income (Loss) Per Share - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996205 - Disclosure - Stock-Based Compensation - Schedule of Total Stock-Based Compensation Expense Included in Company's Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) (Detail) link:presentationLink link:calculationLink link:definitionLink 996215 - Disclosure - Stock-Based Compensation - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996225 - Disclosure - Stock-Based Compensation - Summary of Activity for RSUs (Detail) link:presentationLink link:calculationLink link:definitionLink 996235 - Disclosure - Stockholders' Equity - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996245 - Disclosure - Business Segment and Geographic Information - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996255 - Disclosure - Business Segment and Geographic Information - Net Revenues by Reportable Segment (Detail) link:presentationLink link:calculationLink link:definitionLink 996265 - Disclosure - Business Segment and Geographic Information - Schedule of Reconciles Gross Profit By Reportable Segment To Net Income (Loss) (Detail) link:presentationLink link:calculationLink link:definitionLink 996275 - Disclosure - Business Segment and Geographic Information - Segment Assets by Reportable Segment (Detail) link:presentationLink link:calculationLink link:definitionLink 996285 - Disclosure - Business Segment and Geographic Information - Reconciles Total Segment Assets to Total Assets (Detail) link:presentationLink link:calculationLink link:definitionLink 996295 - Disclosure - Business Segment and Geographic Information - Schedule of Net Revenues and Long-Lived Assets by Geographic Regions (Detail) link:presentationLink link:calculationLink link:definitionLink 996305 - Disclosure - Business Segment and Geographic Information - Summary of Goodwill Associated with Reportable Segments (Detail) link:presentationLink link:calculationLink link:definitionLink 996315 - Disclosure - Business Segment and Geographic Information - Summary of Net Revenues by Major Customers (Detail) link:presentationLink link:calculationLink link:definitionLink 996325 - Disclosure - Restructuring and Other - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink 996335 - Disclosure - Restructuring and Other - Schedule of Company's Restructuring Activity (Detail) link:presentationLink link:calculationLink link:definitionLink 996345 - Disclosure - Subsequent Events - Additional Information (Detail) link:presentationLink link:calculationLink link:definitionLink Schedule of Estimated Carrying Value and Fair Value of Company's Debt Schedule of Carrying Values and Estimated Fair Values of Debt Instruments [Table Text Block] Statement [Line Items] Statement [Line Items] Debt Instrument [Axis] Debt Instrument Increase (Decrease) in Accounts Receivable Accounts receivable Base Rate Borrowings [Member] Base Rate Borrowings [Member] Base rate borrowings member. Net notional value Derivative Asset, Notional Amount Entity Address, Postal Zip Code Entity Address, Postal Zip Code Derivatives-interest rate hedge - current Current interest rate fair value hedge asset at fair value. Current Interest Rate Fair Value Hedge Asset At Fair Value Other non-current liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities, Other Other Sundry Liabilities, Current Other Derivative Instruments Gain Loss Not Designated As Hedging Instruments [Line Items] Derivative Instruments Gain Loss Not Designated As Hedging Instruments [Line Items] Derivative Instruments Gain Loss Not Designated As Hedging Instruments [Line Items] Fair Value, Recurring and Nonrecurring [Table] Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Table] Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Acquisition costs Business Combination, Acquisition Related Costs Acquisition and integration costs Restructuring charges Restructuring Charges, Total Charged to expense Restructuring and other Other comprehensive income (loss), net of tax: Other comprehensive (loss), net of tax: Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] Revenues [Abstract] Net revenues: Business Combination Disclosure [Text Block] Acquisition 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four Amortization of inventory step-up to fair value. Amortization of Inventory Step Up To Fair Value Amortization of inventory step-up to fair value Restructuring charges accrued. Restructuring Charges Accrued Charged to expense Foreign Exchange Forward [Member] Foreign Exchange Contracts [Member] Foreign Exchange Forward Contracts [Member] Other Noncash Income (Expense), Total Other Noncash Income (Expense) Other Other Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block] Summary of Estimated Fair Value of Assets Acquired and Liabilities Assumed Intangible Assets, Net (Including Goodwill) Goodwill and intangible assets, net Intangible Assets, Net (Including Goodwill), Total Vested or forfeited Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Vested And Forfeited Share based compensation arrangement by share based payment award, equity instruments other than options, vested and forfeited. Vested or forfeited Fair Value, Inputs, Level 2 [Member] Significant Other Observable Inputs (Level 2) [Member] Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Share-Based Compensation

Arrangement by Share-Based Payment Award [Line Items] Electronics [Member] Electronics [Member] Electronics 2029 Long-Term Debt, Maturity, Year Five Facility in South Korea. Facility in South Korea [Member] Facility in South Korea [Member] Fees and expenses related to amendments to the term loan facility Fees And Expenses Related To Amendments To The Term Loan Facility Fees And Expenses Related To Amendments To The Term Loan Facility Federal funds rate. Federal Funds Rate [Member] Federal Funds Rate [Member] Derivative Instruments and Hedging Activities Disclosures [Line Items] Derivative Instruments and Hedging Activities Disclosures [Line Items] Prepayment premium percentage of aggregate principal amount Prepayment Premium Percentage of Aggregate Principal Amount Prepayment premium percentage of aggregate principal amount. Percentage of prepayment premium Leases Lessee, Operating Leases [Text Block] Commitments and Contingencies Disclosure [Text Block] Commitments and Contingencies Equipment Solutions [Member] Equipment Solutions [Member] Initial commitment fee percentage Initial Commitment Fee Percentage Initial commitment fee percentage. Interest Rate Swaps [Member] Interest Rate Swap [Member] JAPAN Japan [Member] Payments of deferred financing fees Proceeds from Bank Debt Proceeds from borrowings Product and Service [Axis] Product and Service Deferred Income Tax Liabilities, Net Non-current deferred taxes Deferred Income Tax Liabilities, Net, Total Debt Instrument Issued Principal Option To Purchase Debt Instrument Issued Principal Option To Purchase Debt instrument issued principal option to purchase Indefinite-Lived Intangible Assets (Excluding Goodwill) Un-amortized Intangible assets, net Indefinite-lived Intangible Assets (Excluding Goodwill), Total Indefinite-lived Intangible Assets (Excluding Goodwill), Beginning Balance Indefinite-lived Intangible Assets (Excluding Goodwill), Ending Balance Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class Lender Name [Axis] Base Rate [Member] Base Rate [Member] Stock Repurchased During Period, Shares Stock repurchase, shares Goodwill [Table] Dividends Payable, Date to be Paid Dividend to be paid date Class of Treasury Stock [Table] Discount rate future undiscounted cash flows Discount Rate Future Undiscounted Cash Flows Discount Rate Future Undiscounted Cash Flows Concentration Risk Benchmark [Axis] Concentration Risk Benchmark Equity [Text Block] Stockholders' Equity Goodwill acquired during period gross. Goodwill Acquired During Period Gross Acquired goodwill, Gross Carrying Amount Revenue from Contract with Customer [Text Block] Revenue from Contracts with Customers ESB [Member] Equipment Solutions Business [Member] Equipment Solutions Business [Member] Inventory, Work in Process, Net of Reserves Work-in-process Long-Term Debt, Gross Term Loan Facility, net Non-current accrued compensation Business Combination Recognized Identifiable Assets Acquired And Liabilities Assumed Non-current Accrued Compensation Business combination recognized identifiable assets acquired and liabilities assumed non-current accrued compensation. Intangible assets useful life future undiscounted cash flows Intangible Assets Useful Life Future Undiscounted Cash Flows Intangible assets useful life future undiscounted cash flows Derivative Fair Value Of Derivative Liability Amount Not Offset Against Collateral Current. Derivative Fair Value Of Derivative Liability Amount Not Offset Against Collateral Current Derivatives interest rate hedge - current Dividends Payable, Date Declared Dividend declared date Finite-Lived Intangible Asset, Useful Life Acquired intangible assets, estimated useful lives Standard and Extended Product Warranty Accrual, Increase for Warranties Issued Provision for product warranties Standard and Extended Product Warranty Accrual, Increase for Warranties Issued, Total Entity Central Index Key Entity Central Index Key Increase (Decrease) in Operating Capital [Abstract] Changes in operating assets and liabilities MSD [Member] Materials Solutions Division [Member] Materials Solutions Division [Member] Materials solutions division. Proceeds from Issuance of Debt Net proceeds from offering TAIWAN Taiwan [Member] Common Stock, Shares, Issued Common stock, shares issued Common Stock, Shares, Issued, Total First Lien Net Leverage Ratio [Member] First Lien Net Leverage Ratio [Member] First lien net leverage ratio member. Customer one. Customer One [Member] Lam Research Corporation [Member] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Schedule Of Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Table] 2028 Long-Term Debt, Maturity, Year Four Capped call transactions. Capped Call Transactions [Member] Income Statement [Abstract] Duration of Trading Arrangement Duration of Trading Arrangement Duration of trading arrangement. Entity Address, State or Province Entity Address, State or Province Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Income (loss) before income taxes Concentration Risk Type [Domain] Concentration Risk Type Short-Term Debt Short-term debt Short term debt Short-term Debt, Total Customer [Axis] Customer Customer Concentration Risk [Member] Customer Concentration Risk [Member] 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Derivative liabilities Forward foreign exchange contract derivative liabilities Derivatives- foreign exchange forward contracts-current Dividends Payable, Date of Record Dividend declared, shareholders of record date General Metal Finishing [Member] General Metal Finishing [Member] New Revolving Facility [Member] New Revolving Facility [Member] New revolving facility member. Amortization of Debt Issuance Costs Amortization of debt issuance costs as interest expense Non current assets fair value disclosure. Non Current Assets Fair Value Disclosure Total long-term assets Cover [Abstract] Subsequent Event [Line Items] Earnings Per Share, Basic Basic Earnings Per Share, Basic, Total Deferred financing fees and original issue discount fees Debt Issuance Costs, Gross Deferred finance fees, original issue discount and re-pricing fee, gross Contract assets Contract with Customer, Asset, after Allowance for Credit Loss Contract with Customer, Asset, after Allowance for Credit Loss, Total Electronics and Packaging [Member] Electronics and packaging. Time Deposits and Certificates of Deposit [Member] Time Deposits And Certificates Of Deposit [Member] Time Deposits and Certificates of Deposit [Member] Pension and deferred compensation plan assets. Pension and Deferred Compensation Plan Assets Pension and deferred compensation plan assets Stock Issued During Period, Shares, Acquisitions Shares issued for the acquisition of Atotech Limited, Shares Other assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Noncurrent Assets Contract with Customer, Liability, Current Deferred revenue and customer advances Consolidation Items [Domain] Consolidation Items Investments, Debt and Equity Securities [Abstract] Other current liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Other Derivatives and Net Investment Hedge Derivative Instruments and Hedging Activities Disclosure [Text Block] Bankers Acceptance [Member] Bankers' Acceptance Drafts [Member] Banker's Acceptance Drafts [Member] USD Tranche B Second Ammendment [Member] Usd Tranche B Second Ammendment [Member] Usd tranche b second ammendment. Increased available borrowing capacity Line of Credit Facility, Increase (Decrease), Net Line of Credit Facility, Increase (Decrease), Net, Total Total stock-based compensation expense Share-Based Payment Arrangement, Expense Reconciliation of Assets from Segment to Consolidated [Table] Reconciliation Of Assets From Segment To Consolidated [Table] Long-Term Debt Long-term debt, net Long term debt Long-term Debt, Total Short-Term Debt, Refinanced, Description Debt refinanced description Unrealized Gain (Loss) on Derivatives Unrealized loss (gain) on derivatives not designated as hedging instruments Retained Earnings (Accumulated Deficit) Retained earnings Retained Earnings (Accumulated Deficit), Total Retained Earnings (Accumulated Deficit), Beginning Balance Retained Earnings (Accumulated Deficit), Ending Balance Number of customers accounted for ten or more percent of revenue. Number Of Customers Accounted For Ten Or More Percent Of Revenue Number of customers accounted for 10% or more of total revenue Photonics Solutions Division [Member] PSD [Member] Photonics Solutions Division [Member] Photonics solutions division. Segment Reporting [Abstract] Number of trading days. Number Of Trading Days Number of trading days Euro Tranche B [Member] Euro tranche B member. Assets, Current [Abstract] Current assets: Debt Issuance Cost, Gross, Noncurrent Debt issuance costs Debt issuance costs Payments of Ordinary Dividends, Common Stock Dividend payment to common shareholders Dividend payments Short-Term Debt [Abstract] Interest Rate Caps [Member] Interest Rate Cap [Member] United States [Member] UNITED STATES Investment Type [Axis] Investment Type Ending balance, Accumulated Impairment Loss Beginning balance, Accumulated Impairment Loss Goodwill, Impaired, Accumulated Impairment Loss Ending balance, Accumulated Impairment Loss Beginning balance, Accumulated Impairment Loss Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Debt Instrument, Issued, Principal Aggregate principal amount notes sold Business Combination, Recognized Identifiable Assets Acquired, Goodwill, and Liabilities Assumed, Net Fair value of assets acquired and liabilities assumed Impairment, Intangible Asset, Indefinite-Lived (Excluding Goodwill), Statement of Income or Comprehensive Income [Extensible Enumeration] Value of MKS shares issued Business Acquisition, Equity Interest Issued or Issuable, Value Assigned Product and Service [Domain] Product and Service Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Accumulated Other Comprehensive Income (Loss), Net of Tax, Total Accumulated other comprehensive (loss) income Debt Instrument [Line Items] Debt Instrument [Line Items] Property, plant and equipment Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment, Total Property, Plant and Equipment, Net Property, plant and equipment, net Property, Plant and Equipment, Net, Total Property, Plant and Equipment, Net, Beginning Balance Property, Plant and Equipment, Net, Ending Balance Contract with Customer, Liability, Noncurrent Long-term deferred revenue Non-current deferred revenue Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] Fair Value, Recurring [Member] Fair Value Measurements, Recurring [Member] Restructuring and Related Activities [Abstract] Derivatives not Designated as Hedging Instruments [Member] Not Designated as Hedging Instrument [Member] Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis Vesting [Axis] Vesting Common Stock, Par or Stated Value Per Share Common stock per share Ending balance, September 30 Contract with Customer, Liability Beginning balance, January 1 Contract with Customer, Liability, Total Taxes Payable, Current, Total Taxes Payable, Current Income taxes payable Employee-related Liabilities Non-current accrued compensation Employee-related Liabilities, Total Comprehensive Income (Loss), Net of Tax, Attributable to Parent [Abstract] Comprehensive (loss) income (net of tax): Statement of Cash Flows [Abstract] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name Long-Term Debt, Fair Value Debt Fair Value USD Tranche B [Member] USD Tranche B member. Legal settlement charge Payments for legal matter Expense Of Restructuring Activities And Other [Abstract] Expense Of Restructuring Activities And Other [Abstract] Selling, General and Administrative Expenses [Member] Selling, General and Administrative [Member] Acquired Finite-Lived Intangible Assets [Line Items] Acquired Finite Lived Intangible Assets [Line Items] Equity Components [Axis] Additional Paid-In Capital [Member] MSD [Member] Material Solutions Divisions [Member] Material Solutions Divisions [Member] Foreign Currency Translation and Measurement Period Adjustments Finite-Lived Intangible Assets, Foreign Currency Translation Gain (Loss) Entity Address, Address Line One Entity Address, Address Line One Equity Securities, FV-NI, Total Equity Securities, FV-NI Equity securities Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Computation of Basic and Diluted Net Income (Loss) Per Share Employee-related Liabilities, Current, Total Employee-related Liabilities, Current Accrued compensation and other employee-related obligations Granted Intangible Asset, Finite-Lived [Table] Schedule Of Finite Lived Intangible Assets [Table] Schedules of Concentration of Risk, by Risk Factor [Table Text Block] Summary of Net Revenues by Major Customers Euro Tranche [Member] Euro tranche. Euro Tranche [Member] Hedging Designation [Domain] Ratio of Indebtedness to Net Capital Leverage ratio Other current assets fair value disclosure. Other Current Assets Fair Value Disclosure Other current assets Subsequent Event Type [Axis] Increase (Decrease) in Accounts Payable, Trade Accounts payable Other expense (income), net Other (income) expense, net Nonoperating Income (Expense) Nonoperating Income (Expense), Total Borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Borrowing capacity in the form of letters of credit Hedging Relationship [Axis] Hedging Relationship Investments in Debt and Marketable Equity Securities (and Certain Trading Assets) Disclosure [Text Block] Investments Recent Accounting Pronouncements Accounting Standards Update and Change in Accounting Principle [Text Block] RSU, end of period RSUs, beginning of period Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Amendment Flag Amendment Flag Original issue discount percentage of principal amount Original Issue Discount Percentage of Principal Amount Original issue discount percentage of principal amount. Net (losses) gains recognized in accumulated OCI Changes in value of financial instruments designated as cash flow hedges Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax, Parent Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax, Parent, Total Other Current Liabilities [Member] Other Current Liabilities [Member] Estimated aggregate principal amount percentage. Estimated Aggregate Principal Amount Percentage Estimated aggregate principal amount percentage Corporate Debt Securities [Member] Corporate Obligations [Member] Inventory, Finished Goods, Net of Reserves Finished goods Debt Instrument, Name [Domain] Debt Instrument, Name Additional Paid in Capital, Common Stock Additional paid-in capital Additional Paid in Capital, Common Stock, Beginning Balance Additional Paid in Capital, Common Stock, Ending Balance Schedule of Reconciles Gross Profit By Reportable Segment To Net Income (Loss) Reconciliation of Operating Profit (Loss) from Segments to Consolidated [Table Text Block] Long-term investments Debt Securities, Available-for-Sale, Noncurrent Sale of Stock, Price Per Share Sale price per share Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Net income (loss) Net income (loss) Variable Rate [Domain] Variable Rate Research and Development Expense [Member] Research and Development [Member] Total net revenues Business Acquisition, Pro Forma Revenue Customer [Domain] Customer Debt Instrument, Interest Rate Terms Debt instrument, interest rate terms Customer two. Customer Two [Member] Applied Materials, Inc. [Member] Equity Component [Domain] Equity Component Statistical Measurement [Domain] Statistical Measurement Proceeds from sale of long-lived assets Proceeds from Sale of Property, Plant, and Equipment Proceeds from Sale of Property, Plant, and Equipment, Total Short-Term Debt [Line Items] Short Term Debt [Line Items] Unrealized gain (loss) on investments Other Comprehensive Income (Loss), Available-for-Sale Securities Adjustment, Net of Tax, Portion Attributable to Parent Other Comprehensive Income (Loss), Available-for-Sale Securities Adjustment, Net of Tax, Portion Attributable to Parent, Total Adjustments to Additional Paid in Capital, Equity Component of Convertible Debt Purchase of capped calls related to Convertible Notes Interest Expense, Debt, Total Interest Expense, Debt Total interest expense Other expense (income), net Other Nonoperating Income (Expense) Other Nonoperating Income (Expense), Total Other income, net Annual Step-Down [Member] Annual Step-Down [Member] Annual step-down member. Deferred financing costs in long-term debt Deferred financing costs in Long Term Debt Deferred financing costs in long term debt. Loan Voluntary Prepayment Amount Loan voluntary prepayment amount Loan voluntary prepayment amount. Disaggregation of Revenue [Table] Disaggregation Of Revenue [Table] Derivatives Not Designated as Hedging Instruments [Table Text Block] Summary of Net Gains (Losses) on Derivatives Not Designated as Hedging Instruments Net income (loss) Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Net Income (Loss), Including Portion Attributable to Noncontrolling Interest, Total Preferred Stock, Shares Issued Preferred stock, shares issued Preferred Stock, Shares Issued, Total Cost of revenues Cost of Goods and Service, Excluding Depreciation, Depletion, and Amortization Cost of Goods and Service, Excluding Depreciation, Depletion, and Amortization, Total Other current liabilities fair value disclosure. Other current liabilities fair value disclosure Other current liabilities Non current interest rate fair value hedge asset at fair value. Non Current Interest Rate Fair Value Hedge Asset At Fair Value Derivatives assets interest rate hedge-non-current Derivatives-interest rate hedge - non-current Capped call transaction reduction or offset per share. Capped Call Transaction Reduction or Offset Per Share Capped call transaction reduction or offset per share Finite-Lived Intangible Assets Acquired Acquired intangible assets, purchase price Vacuum Solutions Division [Member] VSD [Member] Vacuum Solutions Division Member Vacuum solutions division. Short-Term Investments Short-term investments Short-term Investments, Total Consolidation Items [Axis] Consolidation Items Federal Home Loan Banks [Abstract] Derivatives Foreign Currency Options [Member] Foreign Exchange Option [Member] Debt instrument conversion rate shares. Debt Instrument Conversion Rate Shares Debt instrument conversion rate shares Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Comprehensive Income (Loss), Net of Tax, Attributable to Parent Total comprehensive (loss) income Common Stock, Shares, Outstanding Common stock, shares outstanding Common Stock, Shares, Outstanding, Beginning Balance Common Stock, Shares, Outstanding, Ending Balance Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name Cash equivalents fair value disclosure. Cash Equivalents Fair Value Disclosure Cash equivalents Purchases of investments Payments to Acquire Debt Securities, Available-for-Sale Preferred Stock, Par or Stated Value Per Share Preferred stock, par value Proceeds from Maturities, Prepayments and Calls of Debt Securities, Available-for-Sale Maturities of investments Patents trademarks trade names and other. Patents Trademarks Trade Names And Other [Member] Patents, Trademarks, Trade Names and Other [Member] Revenue Benchmark [Member] Sales Revenue, Net [Member] KOREA, REPUBLIC OF South Korea [Member] KR Segment assets. Segment Assets Total segment assets Total assets Antidilutive Securities [Axis] Antidilutive Securities Present value of lessee's discounted obligation for lease payments from operating and financing lease, classified as noncurrent. Non-current Lease Liability Non-current lease liabilities Net gains (losses) reclassified from accumulated OCI into interest expense Derivative Instruments Gain Loss Reclassified From Accumulated Oci Into Interest Expense Derivative instruments gain loss reclassified from accumulated Oci into interest expense. Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Entity Interactive Data Current Entity Interactive Data Current Cash Acquired from Acquisition Less: Cash and cash equivalents acquired Product [Member] Products [Member] Cost of Sales [Member] Cost of Revenues [Member] Aggregate number of common stock issued Business Acquisition, Equity Interest Issued or Issuable, Number of Shares Remaining Goodwill Reporting Unit Goodwill Reporting unit goodwill. Derivative [Table] Debt Instrument, Redemption Price, Percentage Debt instrument redemption percentage Completed Technology [Member] Completed technology. Accounting Standards Update [Domain] Accounting Standards Update Document Quarterly Report Document Quarterly Report Goodwill [Line Items] Contract with customer assumed deferred revenue and customer advances. Contract With Customer Assumed Deferred

Revenue And Customer Advances Assumed deferred revenue and customer advances from the acquisition of Atotech Limited Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Cash and cash equivalents Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Total Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Beginning Balance Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Ending Balance Statement of Financial Position Location, Balance [Axis] Balance Sheet Location Statistical Measurement [Axis] Statistical Measurement 2029 Finite-Lived Intangible Asset, Expected Amortization, Year Five Term Loan Facility [Member] Term Loan Facility [Member] Term Loan Facility [Member] Debt Instrument, Periodic Payment, Principal Scheduled quarterly payments amount Assets, Fair Value Disclosure Total assets Debt instrument convertible conversion price percentage. Debt Instrument Convertible Conversion Price Percentage Debt instrument conversion price percentage Convertible Debt [Member] Convertible Notes [Member] Disaggregation of Revenue [Table Text Block] Summary of Revenue from Contracts with Customers Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Future Lease Payment Under Non-Cancelable Lease Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table] Finite Lived Intangible Assets Acquired As Part Of Business Combination [Table] Business combination integration reversal of acquisition and integration costs. Business Combination Integration Reversal Of Acquisition And Integration Costs Acquisition and integration costs Finite-Lived Intangible Assets, Gross Intangible assets, Gross Finite-Lived Intangible Assets, Gross, Total Un-amortized finite-lived intangible assets Payments to Acquire Businesses, Net of Cash Acquired Total purchase price, net of cash and cash equivalents acquired Total purchase price, net of cash and cash equivalents acquired Acquisition of business, net of cash acquired Intangible assets fair value Intangible Assets Fair Value Intangible assets fair value. Derivative [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Weighted Average Grant Date Fair Value, Granted Perfomance period Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Interest income Interest and Other Income Interest income Statement of Income Location, Balance [Axis] Income Statement Location Short-Term Debt [Table] Schedule Of Short Term Debt [Table] Business combination cash paid for outstanding shares. Business Combination Cash Paid For Outstanding Shares Cash paid for outstanding shares Assets Consolidated total assets Total assets Weighted average number of diluted shares. Weighted Average Number Of Diluted Shares Shares used in net income (loss) per common share - diluted Schedule of Long-Term Debt Instruments [Table] Debt Instrument [Table] Number Of USD LIBOR based swaps Number of Interest Rate Derivatives Held Other [Member] Other countries [Member] Other countries. Business Acquisition [Line Items] Business Acquisition [Line Items] New Accounting Pronouncements, Policy [Policy Text Block] Recently Issued or Adopted Accounting Pronouncements Entity Address, City or Town Entity Address, City or Town Equity [Abstract] Backlog [Member] Backlog [Member] Backlog [Member] Segments [Axis] Segments Other Liabilities, Current [Abstract] Change in Contract with Customer, Liability [Abstract] Schedule of Maturities of Long-Term Debt [Table Text Block] Schedule of Contractual Maturities of Debt Obligations EURIBOR Rate Floor [Member] EURIBOR Rate Floor [Member] EURIBOR rate floor member. Dividends [Axis] Germany [Member] GERMANY Interest Rate Floor [Member] Floor Rate [Member] Fees and expenses related to repricing of term loan. Fees And Expenses Related To Repricing Of Term Loan Fees and expenses related to repricing of Term Loan Facility Hedging Relationship [Domain] Hedging Relationship Restructuring and Other Expense Of Restructuring Activities And Other [Text Block] Expense of restructuring activities and other. Restructuring Outstanding principal amount Debt Instrument, Face Amount Aggregate principal amount Debt Carrying Value Restructuring Cost and Reserve [Line Items] Compensation Related Costs [Abstract] Net Income (Loss) Attributable to Parent [Abstract] Numerator: Schedule of Segment Reporting Information, by Segment [Table] Schedule Of Segment Reporting Information By Segment [Table] Interest Income and Interest Expense Disclosure [Table Text Block] Schedule of Interest Expense Debt Instrument, Convertible, Terms of Conversion Feature Debt instrument conversion terms Share-Based Payment Arrangement [Text Block] Stock-Based Compensation Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Net issuance under stock-based plans, Shares Shares Issued, Shares, Share-based Payment Arrangement, after Forfeiture, Total Israeli Pension Assets [Member] Israeli Pension Assets [Member] Israeli Pension Assets [Member] Unrecognized Tax Benefits, Income Tax Penalties and Interest Accrued Accrued interest on unrecognized tax benefits Unrecognized Tax Benefits, Income Tax Penalties and Interest Accrued, Total Fair Value Disclosures [Abstract] Total net revenues Business Combination, Pro Forma Information, Revenue of Acquiree since Acquisition Date, Actual Schedule Of Earnings Per Share [Table] Schedule Of Earnings Per Share [Table] Schedule Of Earnings Per Share [Table] O 2024 Q4 Dividends [Member] O 2024 Q4 Dividends. Schedule of Unaudited Pro Forma Financial Information Business Acquisition, Pro Forma Information [Table Text Block] Mutual funds and exchange traded funds member. Mutual Funds And Exchange Traded Funds [Member] Mutual Funds and Exchange Traded Funds [Member] Liabilities, Current [Abstract] Current liabilities: Document Type Document Type Atotech [Member] Atotech [Member] Atotech member. Accounting Standards Update [Axis] Accounting Standards Update Schedule of Product Warranty Liability [Table Text Block] Product Warranty Activities Asset Impairment Charges Asset impairment Asset Impairment Charges, Total Title of 12(b) Security Title of 12(b) Security Cash and Cash Equivalents, at Carrying Value, Total Cash and Cash Equivalents, at Carrying Value Cash not subject to fair value disclosure requirements Statement of Financial Position Location, Balance [Domain] Balance Sheet Location Other Noncurrent Liabilities [Member] Other Noncurrent Liabilities [Member] Term SOFR Rate (Plus Applicable Credit Spread Adjustment) [Member] Term SOFR Rate (Plus Applicable Credit Spread Adjustment) [Member] Term SOFR rate (plus applicable credit spread adjustment) member. Trademarks and Trade Names [Member] Trademarks and trade names [member] Lease, Cost [Table Text Block] Schedule of Elements of Lease Payments Debt Instrument, Redemption, Period [Axis] Dividends [Domain] Statement of Stockholders' Equity [Abstract] Document Fiscal Period Focus Document Fiscal Period Focus Research and Development Expense Research and development Research and Development Expense, Total New term loan facility. New Term Loan Facility [Member] New Term Loan Facility [Member] Schedule of Goodwill [Table Text Block] Goodwill Business Acquisition, Effective Date of Acquisition Business acquisition date Indefinite-Lived Intangible Assets [Axis] Indefinite-lived Intangible Assets Asset Class [Domain] Asset Class Impairment charge, Accumulated Impairment Loss Accumulated Impairment charges Accumulated Impairment charges Net gains (losses) reclassified from accumulated OCI into cost of revenues Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Cost of Revenues Derivative instruments, gain loss reclassified from accumulated ocIi into cost of revenues. Maturities of Long-Term Debt [Abstract] Subsequent Event Type [Domain] Derivative Instruments, Gain (Loss) [Line Items] Derivative Instruments, Gain (Loss) [Line Items] Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Foreign currency translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent, Total Operating Segments [Member] Operating Segments [Member] Term Loans under New Term Loan Facility [Member] Term Loans under New Term Loan Facility [Member] Term loans under new term loan facility member. Other current assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Other Thereafter Long-Term Debt, Maturity, after Year Five Accounting Changes and Error Corrections [Abstract] Unrealized gain net of premium Unrealized Gain (Loss), Foreign Currency Transaction, before Tax Original issue discount. Original Issue Discount [Member] Original Issue Discount [Member] Scheduled Quarterly Payments Percentage of Original Principal Amount Scheduled quarterly payments percentage of original principal amount. Scheduled quarterly payments percentage of original principal amount Foreign exchange forward contracts Derivatives-foreign exchange forward contracts Forward foreign exchange contract derivative assets Impairment of Intangible Assets, Indefinite-Lived (Excluding Goodwill) Accumulated Impairment Charges Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block] Schedule of Net Revenues and Long-Lived Assets by Geographic Regions Net payments related to employee stock awards Proceeds from payments for employee stock awards. Proceeds From Payments For Employee Stock Awards Cash flows from investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Investments [Domain] Investments Segment Reporting, Asset Reconciling Item [Line Items] Segment Reporting, Asset Reconciling Item [Line Items] Schedule of Nonvested Restricted Stock Units Activity [Table Text Block] Summary of Activity for RSUs Common Stock, Dividends, Per Share, Declared Cash dividend, per common share Interest Expense, Other Other interest expense, net Incremental USD Tranche B Loans [Member] Incremental USD Tranche B [Member] Incremental USD Tranche B. Total net revenues Revenue from contracts with customers Revenue from Contract with Customer, Excluding Assessed Tax Net revenues Standard and Extended Product Warranty Accrual, Period Increase (Decrease) Charges to warranty liability Standard and Extended Product Warranty Accrual, Period Increase (Decrease), Total Income Tax Disclosure [Text Block] Income Taxes Goodwill and intangible assets. Goodwill And Intangible Assets [Line Items] Goodwill And Intangible Assets [Line Items] Schedule of Short-Term Debt [Table Text Block] Schedule of Short-Term Debt Derivatives Designated as Hedging Instruments [Member] Designated as Hedging Instrument [Member] Derivatives-foreign currency options Foreign Currency Contract, Asset, Fair Value Disclosure Selling, General and Administrative Expense Selling, general and administrative Selling, General and Administrative Expense, Total Stock Repurchased During Period, Value Value of shares repurchased Credit Facility [Domain] Credit Facility Debt issuance costs, amortization period Debt issuance costs, amortization period. Finite-Lived Intangible Assets, Net Intangible assets, net Finite-Lived Intangible Assets, Net, Total Finite-Lived Intangible Assets, Net, Beginning Balance Finite-Lived Intangible Assets, Net, Ending Balance Trade Names [Member] Trade Names [Member] Depreciation, Depletion and Amortization, Nonproduction Depreciation and amortization Depreciation, Depletion and Amortization, Nonproduction, Total Debt Instrument, Frequency of Periodic Payment Debt instrument frequency of periodic payment Schedule of Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table Text Block] Allocation of Acquired Intangible Assets and Related Estimates of Useful Lives Proceeds from (Payments for) Other Financing Activities Other financing activities Liabilities and Equity [Abstract] LIABILITIES AND STOCKHOLDERSâ€™ EQUITY Document Period End Date Document Period End Date Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Incremental Tranche B Loans Fourth Amendment [Member] Incremental Tranche B Loans Fourth Amendment [Member] Incremental tranche B loans fourth amendment. Effective tax rates Effective Income Tax Rate Reconciliation, Percent Effective Income Tax Rate Reconciliation, Percent, Total Jacqueline F. Moloney Jacqueline F Moloney [Member] Jacqueline F Moloney. Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Number of shares excluded from computation of diluted earnings per share Restructuring Reserve, Total Restructuring Reserve Restructuring accrual beginning of period Restructuring accrual end of period APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Stock-based compensation APIC, Share-based Payment Arrangement, Increase for Cost Recognition, Total Income Tax Expense (Benefit), Total (Benefit) provision for income taxes (Benefit) provision for income taxes (Benefit) provision for income taxes Dividends, Common Stock, Cash Cash dividend Gain on sale of long-lived assets Gain on sale of long-lived assets Gain on sale of long-lived assets Gain (Loss) on Disposition of Property Plant Equipment Gain (Loss) on Disposition of Property Plant Equipment, Total Incremental Tranche B Loans Second Amendment [Member] Incremental tranche B loans second amendment. Derivative Instruments and Hedging Activities Disclosures [Table] Derivative Instruments And Hedging Activities Disclosures [Table] Trading Symbol Trading Symbol Product Warranty Accrual, Noncurrent Long-term product warranties Business Combinations [Abstract] Variable Rate [Axis] Variable Rate Equity, Attributable to Parent Ending Balance Beginning Balance Total stockholdersâ€™ equity Short-Term Debt, Refinanced, Amount Debt refinanced amount Indenture and the Notes [Member] Indenture and the Notes [Member] Other comprehensive income (loss) net investment hedge gain (loss) net of tax. Other comprehensive income (loss), net investment hedge, gain (loss), net of tax Change in net investment hedge Group insurance contracts. Group Insurance Contracts [Member] Group Insurance Contracts [Member] Year 5 [Member] Year 5 [Member] Year 5 member. Long-Lived Tangible Asset [Axis] Other Liabilities, Noncurrent Other non-current liabilities Other Liabilities, Noncurrent, Total Debt Instrument, Convertible, Conversion Price Debt instrument conversion rate Derivative Instrument [Axis] Derivative Instrument Total purchase price Payments to Acquire Businesses, Gross Business acquisition, total cash consideration Total purchase price, net of cash and cash equivalents acquired Restricted Stock Units (RSUs) [Member] Restricted Stock Units (RSUs) [Member] Restricted Stock Units (RSUs) [Member] Incremental borrowings Incremental Borrowings Incremental borrowings. Other non current assets fair value disclosure. Other Non Current Assets Fair Value Disclosure Other assets Remaining Goodwill Goodwill Ending balance, Goodwill Net Beginning balance, Goodwill Net Goodwill Goodwill, net of accumulated impairment and foreign currency translation, at June 30, 2024 Change in Accounting Principle, Accounting Standards Update, Adopted [true false] Change in accounting principle, accounting standards update, adopted Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount Total compensation expense related to unvested stock-based awards granted to employees, officers and directors Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount, Total Weighted average interest rate Debt, Weighted Average Interest Rate Schedule of Total Stock-Based Compensation Expense Included in Company's Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Segment Reporting, Reconciling Item, Excluding Corporate Nonsegment [Member] Segment Reconciling Items [Member] Deferred Income Tax Expense (Benefit) Deferred income taxes Deferred Income Tax Expense (Benefit), Total Geographical [Axis] Geographical Leases [Abstract] Interest Expense, Debt [Abstract] Restructuring and Related Costs [Table Text Block] Schedule of Company's Restructuring Activity Change in Contract with Customer, Liability [Line Items] Change In Contract With Customer Liability [Line Items] Change in Contract with Customer, Liability [Line Items] Balance Sheet Hedges [Member] Balance Sheet Hedges [Member] Balance sheet hedges. Concentration Risk, Percentage Percentage of total net revenues Concentration risk, percentage Line Of Credit Facility Renewal Period. Line Of Credit Facility Renewal Period Aggregate borrowings expire and renewal period Dividends Payable, Amount Per Share Cash dividend to be paid Borrowings Under Revolving Facility [Member] Borrowings Under Revolving Facility [Member] Fair Value Measurement and Measurement Inputs, Recurring and Nonrecurring [Text Block] Fair Value Measurements Class of Stock [Line Items] Schedule of Business Acquisitions, by Acquisition [Table] Schedule Of Business Acquisitions By Acquisition [Table] Equipment Solutions Division [Member] ESD [Member] Equipment Solutions Division Member Equipment solutions division. Other Current Liabilities [Table Text Block] Summary of Other Current Liabilities Scenario [Axis] Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Schedule of Deferred Revenue and Customer Advances by Arrangement Security Exchange Name Security Exchange Name Bank Time Deposits [Member] Time Deposits [Member] Schedule of Available-for-Sale Securities Reconciliation [Table Text Block] Gross Unrealized Gains and (Losses) Aggregated by Investment Category Payments and adjustment for restructuring accrued. Payments And Adjustment For Restructuring Accrued Payments and adjustments Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree Cash Flow Hedges [Member] Cash Flow Hedging [Member] Cash Flow Hedging [Member] Long-Lived Tangible Asset [Domain] Expired date Derivative, Contract End Date Subsequent Event [Member] Subsequent Event [Member] Maximum [Member] Maximum [Member] Liabilities and Equity Total liabilities and stockholdersâ€™ equity Step-Up [Member] Step-Up [Member] Step-up member. Loss on extinguishment of debt Loss on extinguishment of debt Gain (Loss) on Extinguishment of Debt Gain (Loss) on Extinguishment of Debt, Total Operating Lease, Right-of-Use Asset Right-of-use assets Right-of-use assets, net Earnings Per Share, Diluted Diluted Earnings Per Share, Diluted, Total Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities Total liabilities assumed Atotech [Member] Atotech Limited. Atotech Limited [Member] Atotech Limited [Member] Liabilities Total liabilities Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV Assets, Current Total current assets Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Reporting Unit, Percentage of Fair Value in Excess of Carrying Amount Percentage of fair value of reporting unit in excess of carrying amount Summary of Net Gains (Losses) on Derivatives Designated as Cash Flow Hedging Instruments Schedule of Cash Flow Hedges Included in Accumulated Other Comprehensive Income (Loss) [Table Text Block] Summary of Net (Gains) on Derivatives Designated as Cash Flow Hedging Instruments Nature of Trading Arrangement Nature of trading arrangement. Forecast [Member] Unrecognized Tax Benefits Amount of gross unrecognized tax benefits excluding interest and penalties Unrecognized Tax Benefits, Beginning Balance Unrecognized Tax Benefits, Ending Balance Other non current liabilities fair value disclosure. Other non current liabilities fair value disclosure Other non-current liabilities Entity Filer Category Entity Filer Category Aggregate principal amount of net investment hedge Derivatives used in Net Investment Hedge, Net of Tax, Beginning Balance Derivatives used in Net Investment Hedge, Net of Tax, Ending Balance Derivatives used in Net Investment Hedge, Net of Tax Outstanding principal amount Goodwill and Intangible Assets Disclosure [Text Block] Goodwill and Intangible Assets AOCI Including Portion Attributable to Noncontrolling Interest [Member] Accumulated Other Comprehensive (Loss) Income [Member] Completed Technology Rights [Member] Completed Technology Rights [Member] Completed Technology [Member] Debt Instrument, Redemption, Period [Domain] Product Warranty Liability [Line Items] Product Warranty Liability [Line Items] Change in Contract with Customer, Liability [Table] Change In Contract With Customer Liability [Table] Change In Contract With Customer Liability [Table] Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Basis of Presentation Notional amount Notional amount in EUR/USD Derivative, Notional Amount Current Fiscal Year End Date Current Fiscal Year End Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Accrued compensation. Accrued Compensation Accrued compensation Accrued compensation Share-Based Payment Arrangement, Noncash Expense Stock-based compensation Share-based Payment Arrangement, Noncash Expense, Total In-process research and development reclassified into completed technology In-

process research and development reclassified into completed technology. Derivative And Hedging [Table] Derivative And Hedging [Table] Derivative And Hedging [Table] Interest Expense, Debt, Excluding Amortization Contractual interest expense Guarantees [Abstract] Net Investment Hedging [Member] Net Investment Hedging [Member] Foreign currency translation Foreign currency translation, Net Goodwill, Foreign Currency Translation Gain (Loss) Foreign currency translation and measurement period adjustments, Net Contract with customer liability additions. Contract With Customer Liability Additions Additions to deferred revenue and customer advances SINGAPORE Singapore [Member] Product Warranty Accrual, Current Short-term product warranties Entity Registrant Name Entity Registrant Name Indefinite-Lived Intangible Assets, Major Class Name [Domain] Indefinite-lived Intangible Assets, Major Class Name Share based compensation arrangement by share based payment award, equity instruments other than options, vested and forfeited weighted average grant date fair value. Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Vested And Forfeited Weighted Average Grant Date Fair Value Weighted Average Grant Date Fair Value, Vested and Forfeited Gross Profit Gross profit Gross profit Number of Reportable Segments Number of reportable segments Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Schedule Of Share Based Compensation Arrangements By Share Based Payment Award [Table] Earnings Per Share [Text Block] Net Income (Loss) Per Share Maturity date Debt Instrument, Maturity Date Entity Emerging Growth Company Entity Emerging Growth Company One-time charge to tax expense Expense charges related to indefinite reinvestment assertion Expense charges related to indefinite reinvestment assertion. Goodwill and intangible assets. Goodwill And Intangible Assets [Table] Goodwill And Intangible Assets [Table] Money Market Funds [Member] Money Market Funds [Member] Other Liabilities, Current Other current liabilities Total other current liabilities Weighted Average Number of Shares Outstanding, Basic Basic Weighted Average Number of Shares Outstanding, Basic, Total Shares used in net income (loss) per common share - basic Vesting [Domain] Vesting Unrecognized Tax Benefits, Increase Resulting from Prior Period Tax Positions Net unrecognized tax benefits, excluding interest and penalties, related to foreign tax positions Credit agreement date Business Acquisition, Date of Acquisition Agreement Repayments of Convertible Debt Purchase of capped calls related to Convertible Notes Common Stock, Shares Authorized Common stock, shares authorized Schedule of Long-Term Debt Instruments [Table Text Block] Schedule of Long-Term Debt Line of credit facility minimum additional borrowing capacity. Line Of Credit Facility Minimum Additional Borrowing Capacity Line of credit facility minimum additional borrowing capacity Concentration Risk Type [Axis] Concentration Risk Type Fair Value, Inputs, Level 1 [Member] Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] Debt Disclosure [Abstract] Amortization of Intangible Assets Amortization of intangible assets Amortization of Intangible Assets, Total Derivative Instruments, Gain (Loss) [Table] Derivative Instruments Gain Loss By Hedging Relationship By Income Statement Location By Derivative Instrument Risk [Table] Long-Lived Assets Long-lived assets Share-Based Payment Arrangement [Abstract] Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Net issuance under stock-based plans Shares Issued, Value, Share-based Payment Arrangement, after Forfeiture, Total Net (loss) income Business Acquisition, Pro Forma Net Income (Loss) Term SOFR Borrowings [Member] Term SOFR Borrowings [Member] Term SOFR borrowings member. Impairment charge Impairment charge, Net Goodwill Impairment Impairment Impairment charge, Net Stock Issued During Period, Value, Acquisitions Shares issued for the acquisition of Atotech Limited Summary Quantitative Assessment Quantitative assessment Table Text Block Quantitative assessment. Borrowings outstanding Long-Term Line of Credit Total borrowings outstanding Long-term Line of Credit, Total Interest Rate Hedges [Member] Interest Rate Heges [Member] Interest rate heges. Income Tax Disclosure [Abstract] Inventory, Raw Materials, Net of Reserves Raw materials Equity, Attributable to Parent [Abstract] Stockholdersâ€™ equity: Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Effect of exchange rate changes on cash and cash equivalents Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, Total Statement [Table] Statement [Table] Inventory Write-down Provision for excess and obsolete inventory Subsequent Event [Table] Loans issuance discount rate Loans Issuance Discount Rate Loans issuance discount rate. Earnings Per Share, Diluted [Abstract] Net income (loss) per common share: Preferred Stock, Shares Authorized Preferred stock, shares authorized Convertible senior notes due 2030. Convertible Senior Notes Due 2030 [Member] Convertible Senior Notes [Member] Convertible Notes [Member] Product Warranty Disclosure [Text Block] Product Warranties Securities Act File Number Entity File Number Business Segment and Geographic Information Segment Reporting Disclosure [Text Block] Business Segment, Geographic Area, and Significant Customer Information Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Decrease in cash and cash equivalents Interest rate hedge. Interest Rate Hedge [Member] Revenue from Contract with Customer [Abstract] Derivatives - interest rate hedge - non-current Non- current interest rate fair value hedge liabilities at fair value. Non Current Interest Rate Fair Value Hedge Liabilities At Fair Value Earnings Per Share [Abstract] Net income (loss) per share: Customer Advances [Member] Customer Advances [Member] Customer Advances [Member] Finite-Lived Intangible Asset, Expected Amortization, after Year Five Thereafter 2024 (remaining) Long-Term Debt, Maturity, Remainder of Fiscal Year Inventory Disclosure [Abstract] Statement of Financial Position [Abstract] Interest Expense, Operating and Nonoperating Interest expense Total interest expense Acquisition Date [Line Items] Acquisition Date [Line Items] Acquisition Date [Line Items] Operating Income (Loss) Income (loss) from operations 2025 Long-Term Debt, Maturity, Year One Common Stock, No Par Value Common stock, par value Entity Shell Company Entity Shell Company Entity Tax Identification Number Entity Tax Identification Number Assets [Abstract] ASSETS Contract with customer amount of deferred revenue and customer advances recognized Contract With Customer Amount Of Deferred Revenue And Customer Advances Recognized Amount of deferred revenue and customer advances recognized in income CHINA China [Member] Entity Current Reporting Status Entity Current Reporting Status Repurchase of debt percentage. Repurchase Of Debt Percentage Repurchase of principal amount percentage Specialty Industrial [Member] Specialty industrial. Subsequent Events [Abstract] Inventory Disclosure [Text Block] Inventories Current assets fair value disclosure. Current Assets Fair Value Disclosure Total current assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Total assets acquired Geographical [Domain] Geographical Document Fiscal Year Focus Document Fiscal Year Focus Fees related to repricing of Term Loan Facility Fees Related To Repricing Of Term Loan Fees related to repricing of term loan. Inventories Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Inventory Preferred stock, $0.01 par value per share, 2,000,000 shares authorized; no shares issued and outstanding Preferred Stock, Value, Issued Preferred Stock, Value, Issued, Total Preferred Stock, Value, Issued, Beginning Balance Preferred Stock, Value, Issued, Ending Balance Minimum percentage of earnings before interest taxes depreciation and amortization. Minimum Percentage Of Earnings Before Interest Taxes Depreciation And Amortization Minimum percentage of consolidated EBITDA Schedule of Revenue and Net Income Schedule Of Business Combination Acquiree Revenue And Income Before Income Taxes [Table Text Block] Schedule of business combination acquiree revenue and income before income taxes. Finite-Lived Intangible Assets, Accumulated Amortization Accumulated Amortization Charges Finite-Lived Intangible Assets, Accumulated Amortization Amortization expense Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Cash and cash equivalents at end of period Cash and cash equivalents at beginning of period Cash, Cash Equivalents, Restricted Cash and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, Total USD Tranche B First Ammendment [Member] USD Tranche B First Ammendment. Business Acquisition [Axis] Business Acquisition City Area Code City Area Code Minimum percentage of income tax payment net of refunds received Minimum percentage of income tax payment net of refunds received Minimum percentage of income tax payment net of refunds received. Liabilities, Current Total current liabilities Derivative Contract [Domain] Derivative Contract Incremental Tranche B Loans [Member] Incremental Tranche B Loans. Cost of Revenue [Abstract] Cost of revenues: Line of Credit Facility, Lender [Domain] Inventory, Net Inventories Inventories Total Product Warranty Liability [Table] Product Warranty Liability [Table] Deferred Revenue [Member] Deferred Revenue [Member] Deferred Revenue [Member] Organization, Consolidation and Presentation of Financial Statements [Abstract] Local Phone Number Local Phone Number Preferred Stock, Shares Outstanding Preferred stock, shares outstanding Preferred Stock, Shares Outstanding, Beginning Balance Preferred Stock, Shares Outstanding, Ending Balance Reconciles Total Segment Assets to Total Assets Reconciliation of Assets from Segment to Consolidated [Table Text Block] Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Finite-Lived Intangibles Intangible assets Assets for Plan Benefits, Defined Benefit Plan Pension assets Incremental Revolving Commitments [Member] Incremental Revolving Commitments. Hedging Designation [Axis] Foreign currency translation, accumulated impairment loss Foreign currency translation, accumulated impairment loss. Foreign currency translation and measurement period adjustments, Accumulated Impairment Loss Common Stock, Dividends, Per Share, Cash Paid Cash dividends per common share Borrowings under New Revolving Facility [Member] Borrowings under New Revolving Facility [Member] Borrowings under new revolving facility member. Derivatives - interest rate hedge - current Current interest rate fair value hedge liabilities at fair value. Current Interest Rate Fair Value Hedge Liabilities At Fair Value Debt Instrument, Interest Rate, Increase (Decrease) Debt Instrument, decrease in interest rate Unusual or Infrequent Item, or Both, Net (Gain) Loss COVID-19 related net credits Unusual or Infrequent Item, or Both, Net (Gain) Loss, Total Commitments and Contingencies Disclosure [Abstract] Shares, Issued Ending Balance, Shares Beginning Balance, Shares Outstanding amount Outstanding Debt Under Investment Hedges Outstanding debt under investment hedges. Schedule of allocation of purchase price. Schedule Of Allocation Of Purchase Price Table [Text Block] Summary of Purchase Price Goodwill and intangible asset impairments Goodwill and Intangible Asset Impairment Goodwill and Intangible Asset Impairment, Total Operating Lease, Liability, Current Lease liabilities Other Expense [Member] Other Expense, Net [Member] Number of consecutive trading days. Number Of Consecutive Trading Days Number of consecutive trading days In Process Research and Development [Member] In-process Research and Development [Member] IPR&D [Member] Debt Instrument, Interest Rate, Stated Percentage Interest rate Retained Earnings [Member] Retained Earnings [Member] Amortization of debt issuance costs and original issue discount Amortization of Debt Issuance Costs and Discounts Amortization of Debt Issuance Costs and Discounts, Total Earnings Per Share, Basic [Abstract] Net income (loss) per common share: Payments to Acquire Property, Plant, and Equipment Capital expenditures Purchases of property, plant and equipment Payments to Acquire Property, Plant, and Equipment, Total Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Receivables Accounts receivable Document Transition Report Document Transition Report Share Repurchase Program, Authorized, Amount Common stock, value of shares authorized to repurchase Increase (Decrease) in Other Operating Assets Other current and non-current assets Increase (Decrease) in Other Operating Assets, Total Long-Term Debt, Unclassified [Abstract] Deferred Compensation Plan Assets Fair Value Disclosure Deferred Compensation Plan Assets Fair Value Disclosure Deferred compensation plan assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Liabilities Non-current deferred taxes Other current liabilities. Other Current Liabilities Text Block Other Current Liabilities Derivative Liability, Statement of Financial Position [Extensible Enumeration] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Percentage of aggregate amount of all commitments Percentage of Aggregate Amount of all Commitments Percentage of aggregate amount of all commitments. Number of Reporting Units Number of reporting units 2024 (remaining) Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Minimum [Member] Minimum [Member] Common Stock [Member] Common Stock [Member] Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] 2026 Long-Term Debt, Maturity, Year Two Represents Restructuring and Other Charges. Restructuring And Other Charges Restructuring and other Cash and cash equivalents Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Less: Cash and cash equivalents acquired RSUs, Weighted Average Grant Date Fair Value, end of period RSUs, Weighted Average Grant Date Fair Value, Beginning of period Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Additional Paid-in Capital [Member] Additional Paid-In Capital [Member] Accounts payable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Accounts Payable Adjustments to reconcile net income (loss) to net cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by Operating Activities [Abstract] Reporting Unit [Axis] Statement of Income Location, Balance [Domain] Income Statement Location Other assets Other Assets, Noncurrent, Total Other Assets Noncurrent Other assets Standard and Extended Product Warranty Accrual End of period Beginning of period Standard and Extended Product Warranty Accrual, Total Segments [Domain] Segments Increase (Decrease) in Other Operating Liabilities Other current and non-current liabilities Increase (Decrease) in Other Operating Liabilities, Total Schedule of Inventory, Current [Table Text Block] Summary of Inventories Payments of deferred financing fees Payments of deferred financing fees Payments of Financing Costs Payments of Financing Costs, Total Other Assets, Current Other current assets Goodwill and Intangible Assets Disclosure [Abstract] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Goodwill, Acquired During Period Acquired goodwill, Net Schedule of Revenues from External Customers and Long-Lived Assets [Table] Schedule Of Revenues From External Customers And Long Lived Assets [Table] Net unrecognized pension (loss) gain Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax and Reclassification Adjustment, Attributable to Parent Other Comprehensive (Income) Loss, Defined Benefit Plan, after Tax and Reclassification Adjustment, Attributable to Parent, Total 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Scenario [Domain] Debt issuance costs Debt Issuance Costs, Noncurrent, Net Deferred financing fees, original issuance discount and repricing fees Debt Issuance Costs, Noncurrent, Net, Total Customer Relationships [Member] Customer Relationships [Member] USD Tranche A [Member] USD tranche A member. Increase (Decrease) in Income Taxes Payable, Net of Income Taxes Receivable Income taxes payable Common stock, no par value, 200,000,000 shares authorized; 67,298,941 and 66,942,421 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively Common Stock, Value, Issued Common Stock, Value, Issued, Total Common Stock, Value, Issued, Beginning Balance Common Stock, Value, Issued, Ending Balance Earnings Per Share [Line Items] Earnings Per Share [Line Items] Earnings Per Share [Line Items] Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Estimated Net Amortization Expense Cash and Cash Equivalents, Fair Value Disclosure Cash and cash equivalents Net gains (losses) recognized in other (income) expense, net Net (losses) recognized in income Gain (Loss) on Foreign Currency Derivative Instruments Not Designated as Hedging Instruments Cost to purchase capped call transactions. Cost To Purchase Capped Call Transactions Cost to purchase capped call transactions Goodwill translation adjustments gross. Goodwill Translation Adjustments Gross Foreign currency translation and measurement period adjustments, Gross Carrying Amount Business Combination, Pro Forma Information, Earnings or Loss of Acquiree since Acquisition Date, Actual Net (loss) income Term Loans Under Term Loan Facility [Member] Term loans under term loan facility. Share-Based Payment Arrangement, Accelerated Cost Settlement of accelerated share-based awards 2027 Long-Term Debt, Maturity, Year Three Semiconductor [Member] Semiconductor. Business combination share received per common stock. Business Combination Share Received Per Common Stock Number of shares received per common shares Measurement Frequency [Axis] Measurement Frequency Commitments and Contingencies Commitments and contingencies (Note 17) Gerald G. Colella Gerald G Colella [Member] Gerald G Colella [Member] New Accounting Pronouncements or Change in Accounting Principle [Line Items] New Accounting Pronouncements Or Change In Accounting Principle [Line Items] Weighted Average Number of Shares Outstanding, Diluted Diluted Weighted Average Number of Shares Outstanding, Diluted, Total Convertible Debt, Noncurrent Convertible Notes, net Schedule of Segment Reporting Information, by Segment [Table Text Block] Net Revenues, Assets and Goodwill by Reportable Segment Accounts receivable, net of allowance for doubtful accounts of $7 and $6 at September 30, 2024 and December 31, 2023, respectively Accounts Receivable, after Allowance for Credit Loss, Current Accounts Receivable, after Allowance for Credit Loss, Current, Total Accounts receivable, net Increase (Decrease) in Inventories Inventories Increase (Decrease) in Inventories, Total Cash flow hedge to be reclassified in 12 months Cash Flow Hedge Gain (Loss) to be Reclassified within 12 Months Guarantees and Product Warranties [Abstract] Reporting Unit [Domain] Derivative Instruments Not Designated as Hedging Instruments [Abstract] Investments, Cost Available-for-sale investments Investments, Cost Available-for-sale securities Weighted Average Number of Shares Outstanding, Diluted [Abstract] Weighted average common shares outstanding: Denominator: Concentration Risk Benchmark [Domain] Concentration Risk Benchmark Impairment charge, Gross Carrying Amount Goodwill impairment loss gross. Goodwill Impairment Loss Gross Years 3 and 4 [Member] Years 3 and 4 [Member] Years 3 and 4 member. Entity Small Business Entity Small Business Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Acquired goodwill, accumulated impairment loss. Acquired goodwill, Accumulated Impairment Loss Debt Instrument, Basis Spread on Variable Rate Debt instrument, interest rate Debt Disclosure [Text Block] Debt Payments of borrowings Repayment of Atotech senior secured term loans Repayment of borrowings outstanding Repayments of notes from proceeds from offering Net gains (losses) reclassified from accumulated OCI into income Net gain (loss) reclassified from accumulated OCI into income Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Income, Effective Portion, Net Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Income, Effective Portion, Net, Total Percentage of aggregate principal amount Percentage Of Aggregate Principal Amount Percentage of aggregate principal amount. Maximum Remaining Maturity of Foreign Currency Derivatives Maximum period for hedging a portion of forecasted foreign currency denominated intercompany sales of inventory Derivative Liability Total liabilities Accounting

Standards Update and Change in Accounting Principle [Table] New Accounting Pronouncements Or Change In Accounting Principle [Table] JPBX [Member] Japan [Member] Revenues from External Customers and Long-Lived Assets [Line Items] Revenues from External Customers and Long-Lived Assets [Line Items] Credit Facility [Axis] Credit Facility Derivative Instrument, Gain (Loss) Reclassified from AOCI into Income, Effective Portion, Statement of Income or Comprehensive Income [Extensible Enumeration] Revolving Credit Facility [Member] Revolving Lines of Credit [Member] Assumed product warranty liability from Atotech Acquisition Standard and Extended Product Warranty Accrual, Additions from Business Acquisition Summary of Notional Values of Foreign Exchange Forward Contracts Outstanding Schedule of Notional Amounts of Outstanding Derivative Positions [Table Text Block] Borrowings under Euro Tranche B [Member] Borrowings under Euro Tranche B [Member] Borrowings under Euro Tranche B member. Service [Member] Services [Member] Accumulated amortization and impairment charges. Accumulated Amortization and Impairment Charges Accumulated Amortization and Impairment Charges Debt instrument premium percentage. Debt Instrument Premium Percentage Debt instrument premium percentage Payments for cost of capped call transactions. Payments for Cost Of Capped Call Transactions Payments for cost of capped call transactions Cash flows from financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Fees and expenses related to amendments to the Term Loan Facility Fees And Expenses Related To Amendments To Term Loan Fees and expenses related to amendments to term loan. Accounting Standards Update 2019-12 [Member] Accounting Standards Update 2019-12 [Member] Convertible Notes Payable, Noncurrent Convertible notes Effect of dilutive securities Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements Restricted stock units and stock appreciation rights Incremental Common Shares Attributable to Share-based Payment Arrangements, Total Weighted-average revenue growth rate future undiscounted cash flows Weighted Average Revenue Growth Rate Future Undiscounted Cash Flows Weighted average revenue growth rate future undiscounted cash flows. Goodwill, Gross Ending balance, Goodwill Gross Carrying Amount Beginning balance, Goodwill Gross Carrying Amount Asset Class [Axis] Asset Class Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Measurement Frequency [Domain] Measurement Frequency Business combination, price per share of common stock in cash. Business Combination Price Per Share Of Common Stock In Cash Price per share of common stock in cash Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent, Total Other comprehensive (loss) income Fair Value, Inputs, Level 3 [Member] Significant Unobservable Inputs (Level 3) [Member] Subsequent Events [Text Block] Subsequent Events Accounts Payable, Current Accounts payable Accounts Payable, Current, Total Change in Accounting Principle, Accounting Standards Update, Immaterial Effect [true false] Change in accounting principle, accounting standards update, immaterial effect Accounts Receivable, Allowance for Credit Loss, Current Allowance for doubtful accounts XML 8 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover Page - shares 9 Months Ended Sep. 30, 2024 Oct. 29, 2024 Cover [Abstract] Â Â Amendment Flag false Â Document Type 10-Q Â Document Quarterly Report true Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Document Transition Report false Â Current Fiscal Year End Date --12-31 Â Document Period End Date Sep. 30, 2024 Â Entity Interactive Data Current Yes Â Entity Current Reporting Status Yes Â Entity Registrant Name MKS INSTRUMENTS, INC. Â Entity Central Index Key 0001049502 Â Trading Symbol MKSI Â Entity Filer Category Large Accelerated Filer Â Entity Shell Company false Â Entity Emerging Growth Company false Â Entity Small Business false Â Entity Common Stock, Shares Outstanding Â 67,298,941 Entity File Number 0-23621 Â Entity Tax Identification Number 04-2277512 Â Entity Address, Address Line One 2 Tech Drive, Suite 201, Â Entity Address, City or Town Andover Â Entity Address, State or Province MA Â Entity Address, Postal Zip Code 01810 Â Entity Incorporation, State or Country Code MA Â City Area Code 978 Â Local Phone Number 645-5500 Â Security Exchange Name NASDAQ Â Title of 12(b) Security Common Stock Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 9 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Unaudited) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 861 $ 875 Accounts receivable, net of allowance for doubtful accounts of $7 and $6 at September 30, 2024 and December 31, 2023, respectively 609 603 Inventories 940 991 Other current assets 258 227 Total current assets 2,668 2,696 Property, plant and equipment, net 770 784 Right-of-use assets, net 247 225 Goodwill 2,567 2,554 Intangible assets, net 2,443 2,619 Other assets 328 240 Total assets 9,023 9,118 Current liabilities: Â Â Short-term debt 50 93 Accounts payable 306 327 Other current liabilities 425 428 Total current liabilities 781 848 Long-term debt, net 4,758 4,696 Non-current deferred taxes 590 640 Non-current accrued compensation 154 151 Non-current lease liabilities 216 205 Other non-current liabilities 126 106 Total liabilities 6,625 6,646 Commitments and contingencies (Note 17) Stockholdersâ€™ equity: Â Â Preferred stock, $0.01 par value per share, 2,000,000 shares authorized; no shares issued and outstanding 0 0 Common stock, no par value, 200,000,000 shares authorized; 67,298,941 and 66,942,421 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively 0 0 Additional paid-in capital 2,053 2,195 Retained earnings 428 373 Accumulated other comprehensive (loss) income (83) (96) Total stockholdersâ€™ equity 2,398 2,472 Total liabilities and stockholdersâ€™ equity $ 9,023 $ 9,118 X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating and financing lease, classified as noncurrent. + ReferencesNo definition available. + Details Name: mksi_NonCurrentLeaseLiability Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -

URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap_DeferredIncomeTaxLiabilitiesNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of current assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2:

http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_OtherLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionReflects the total carrying amount as of the balance sheet date of debt having initial terms less than one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_ShortTermBorrowings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 10 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Allowance for doubtful accounts $ 7 $ 6 Preferred stock, par value $ 0.01 $ 0.01 Preferred stock, shares authorized 2,000,000 2,000,000 Preferred stock, shares issued 0 0 Preferred stock, shares outstanding 0 0 Common stock, par value Common stock, shares authorized 200,000,000 200,000,000 Common stock, shares issued 67,298,941 66,942,421 Common stock, shares outstanding 67,298,941 66,942,421 X - DefinitionAmount of allowance for credit loss on accounts receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace amount per share of no-par value common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockNoParValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3:

http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 11 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) - USD ($) shares in Millions, $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Net revenues: Â Â Â Â Net revenues $ 896 $ 932 $ 2,652 $ 2,730 Cost of revenues: Â Â Â Â Cost of revenues 464 506 1,385 1,499 Gross profit 432 426 1,267 1,231 Research and development 70 71 206 218 Selling, general and administrative 167 167 498 514 Acquisition and integration costs 3 3 6 14 Restructuring and other 1 1 6 13 Fees and expenses related to amendments to the Term Loan Facility 2 0 5 0 Amortization of intangible assets 61 68 184 225 Goodwill and intangible asset impairments 0 0 0 1,827 Gain on sale of long-lived assets 0 (2) 0 (2) Income (loss) from operations 128 118 362 (1,578) Interest income (6) (4) (17) (10) Interest expense 64 93 230 266 Loss on extinguishment of debt 5 0 52 0 Other expense (income), net 5 7 (3) 14 Income (loss) before income taxes 60 22 100 (1,848) (Benefit) provision for income taxes (2) (17) 1 (76) Net income (loss) 62 39 99 (1,772) Other comprehensive income (loss), net of tax: Â Â Â Â Changes in value of financial instruments designated as cash flow hedges (59) 16 (27) 45 Foreign currency translation adjustments 184 (96) 18 (269) Change in net investment hedge (28) 21 0 8 Unrealized gain (loss) on investments 13 4 22 (7) Net unrecognized pension (loss) gain (3) 0 0 (5) Total comprehensive (loss) income $ 169 $ (16) $ 112 $ (2,000) Net income (loss) per share: Â Â Â Â Basic $ 0.92 $ 0.59 $ 1.48 $ (26.53) Diluted $ 0.92 $ 0.58 $ 1.47 $ (26.53) Weighted average common shares outstanding: Â Â Â Â Basic 67.4 66.9 67.2 66.8 Diluted 67.6 67.1 67.5 66.8 Products [Member] Â Â Â Â Net revenues: Â Â Â Â Net revenues $ 776 $ 818 $ 2,301 $ 2,416 Cost of revenues: Â Â Â Â Cost of revenues 410 446 1,220 1,326 Services [Member] Â Â Â Â Net revenues: Â Â Â Â Net revenues 120 114 351 314 Cost of revenues: Â Â Â Â Cost of revenues $ 54 $ 60 $ 165 $ 173 X - DefinitionFees and expenses related to amendments to term loan. + ReferencesNo definition available. + Details Name: mksi_FeesAndExpensesRelatedToAmendmentsToTermLoan Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionOther comprehensive income (loss) net investment hedge gain (loss) net of tax. + ReferencesNo definition available. + Details Name: mksi_OtherComprehensiveIncomeLossNetInvestmentHedgeGainLossNetOfTax Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThis element represents acquisition-related costs incurred to effect a business combination which costs have been expensed during the period. Such costs include finder's fees; advisory, legal, accounting, valuation, and other professional or consulting fees; general administrative costs, including the costs of maintaining an internal acquisitions department; and may include costs of registering and issuing debt and equity securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 25 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-23 + Details Name: us-gaap_BusinessCombinationAcquisitionRelatedCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCost of product sold and service rendered, excluding depreciation, depletion, and amortization. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_CostOfGoodsAndServiceExcludingDepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CostOfRevenueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef 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-Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type:

debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 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-Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of interest income and other income recognized during the period. Included in this element is interest derived from investments in debt securities, cash and cash equivalents, and other investments which reflect the time value of money or transactions in which the payments are for the use or forbearance of money and other income from ancillary business-related activities (that is, excluding major activities considered part of the normal operations of the business). + ReferencesNo definition available. + Details Name: us-gaap_InterestAndOtherIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-24Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483013/835-20-50-1 + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification adjustment, of gain (loss) in value of unsold investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), attributable to parent. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeAvailableforsaleSecuritiesAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification adjustment, of (increase) decrease in accumulated other comprehensive income for defined benefit plan, attributable to parent. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (j) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (k) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeDefinedBenefitPlansAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness, attributable to parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTaxParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 12 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (Unaudited) - USD ($) $ in Millions Total Common Stock [Member] Additional Paid-In Capital [Member] Retained Earnings [Member] Accumulated Other Comprehensive (Loss) Income [Member] Beginning Balance at Dec. 31, 2022 $ 4,483.0 $ 0.0 $ 2,142.0 $ 2,272.0 $ 69.0 Beginning Balance, Shares at Dec. 31, 2022 Â 66,600,000 Â Â Â Net issuance under stock-based plans (6.0) Â (6.0) Â Â

Net issuance under stock-based plans, Shares Â 100,000 Â Â Â Stock-based compensation 18.0 Â 18.0 Â Â Cash dividend (15.0) Â Â (15.0) Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) (42.0) Â Â (42.0) Â Other comprehensive (loss) income 13.0 Â Â Â 13.0 Ending Balance at Mar. 31, 2023 4,451.0 $ 0.0 2,154.0 2,215.0 82.0 Ending Balance, Shares at Mar. 31, 2023 Â 66,700,000 Â Â Â Beginning Balance at Dec. 31, 2022 4,483.0 $ 0.0 2,142.0 2,272.0 69.0 Beginning Balance, Shares at Dec. 31, 2022 Â 66,600,000 Â Â Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) (1,772.0) Â Â Â Â Ending Balance at Sep. 30, 2023 2,476.0 $ 0.0 2,180.0 455.0 (159.0) Ending Balance, Shares at Sep. 30, 2023 Â 66,900,000 Â Â Â Beginning Balance at Mar. 31, 2023 4,451.0 $ 0.0 2,154.0 2,215.0 82.0 Beginning Balance, Shares at Mar. 31, 2023 Â 66,700,000 Â Â Â Net issuance under stock-based plans 1.0 Â 1.0 Â Â Net issuance under stock-based plans, Shares Â 200,000 Â Â Â Stock-based compensation 13.0 Â 13.0 Â Â Cash dividend (15.0) Â Â (15.0) Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) (1,769.0) Â Â (1,769.0) Â Other comprehensive (loss) income (186.0) Â Â Â (186.0) Ending Balance at Jun. 30, 2023 2,495.0 $ 0.0 2,168.0 431.0 (104.0) Ending Balance, Shares at Jun. 30, 2023 Â 66,900,000 Â Â Â Net issuance under stock-based plans 1.0 Â (1.0) Â Â Net issuance under stock-based plans, Shares Â 0 Â Â Â Stock-based compensation 13.0 Â 13.0 Â Â Cash dividend (15.0) Â Â (15.0) Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) 39.0 Â Â 39.0 Â Other comprehensive (loss) income (55.0) Â Â Â (55.0) Ending Balance at Sep. 30, 2023 2,476.0 $ 0.0 2,180.0 455.0 (159.0) Ending Balance, Shares at Sep. 30, 2023 Â 66,900,000 Â Â Â Beginning Balance at Dec. 31, 2023 2,472.0 $ 0.1 2,195.0 373.0 (96.0) Beginning Balance, Shares at Dec. 31, 2023 Â 66,900,000 Â Â Â Net issuance under stock-based plans (9.0) Â (9.0) Â Â Net issuance under stock-based plans, Shares Â 200,000 Â Â Â Stock-based compensation 15.0 Â 15.0 Â Â Cash dividend (15.0) Â Â (15.0) Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) 15.0 Â Â 15.0 Â Other comprehensive (loss) income (54.0) Â Â Â (54.0) Ending Balance at Mar. 31, 2024 2,424.0 $ 0.1 2,201.0 373.0 (150.0) Ending Balance, Shares at Mar. 31, 2024 Â 67,100,000 Â Â Â Beginning Balance at Dec. 31, 2023 2,472.0 $ 0.1 2,195.0 373.0 (96.0) Beginning Balance, Shares at Dec. 31, 2023 Â 66,900,000 Â Â Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) 99.0 Â Â Â Â Ending Balance at Sep. 30, 2024 2,398.0 $ 0.1 2,053.0 428.0 (83.0) Ending Balance, Shares at Sep. 30, 2024 Â 67,300,000 Â Â Â Beginning Balance at Mar. 31, 2024 2,424.0 $ 0.1 2,201.0 373.0 (150.0) Beginning Balance, Shares at Mar. 31, 2024 Â 67,100,000 Â Â Â Net issuance under stock-based plans (2.0) Â (2.0) Â Â Net issuance under stock-based plans, Shares Â 200,000 Â Â Â Stock-based compensation 11.0 Â 11.0 Â Â Purchase of capped calls related to Convertible Notes (167.0) Â (167.0) Â Â Cash dividend (15.0) Â Â (15.0) Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) 23.0 Â Â 23.0 Â Other comprehensive (loss) income (40.0) Â Â Â (40.0) Ending Balance at Jun. 30, 2024 2,233.0 $ 0.1 2,042.0 381.0 (190.0) Ending Balance, Shares at Jun. 30, 2024 Â 67,300,000 Â Â Â Net issuance under stock-based plans (1.0) Â (1.0) Â Â Net issuance under stock-based plans, Shares Â 0 Â Â Â Stock-based compensation 11.0 Â 11.0 Â Â Cash dividend (15.0) Â Â (15.0) Â Comprehensive (loss) income (net of tax): Â Â Â Â Â Net income (loss) 62.0 Â Â 62.0 Â Other comprehensive (loss) income 107.0 Â Â Â 107.0 Ending Balance at Sep. 30, 2024 $ 2,398.0 $ 0.1 $ 2,053.0 $ 428.0 $ (83.0) Ending Balance, Shares at Sep. 30, 2024 Â 67,300,000 Â Â Â X - DefinitionAdjustment to additional paid in capital resulting from the recognition of convertible debt instruments as two separate components - a debt component and an equity component. This bifurcation may result in a basis difference associated with the liability component that represents a temporary difference for purposes of applying accounting for income taxes. The initial recognition of deferred taxes for the tax effect of that temporary difference is as an adjustment to additional paid in capital. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 20 -Section 25 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481284/470-20-25-22 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalEquityComponentOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ComprehensiveIncomeNetOfTaxAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of paid and unpaid common stock dividends declared with the form of settlement in cash. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_DividendsCommonStockCash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of other comprehensive income (loss) attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares of stock issued as of the balance sheet date, including shares that had been issued and were previously outstanding but which are now held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2 + Details Name: us-gaap_SharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber, after forfeiture, of shares or units issued under share-based payment arrangement. Excludes shares or units issued under employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionValue, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_StockIssuedDuringPeriodValueShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3:

http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 13 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (Unaudited) (Parenthetical) - $ / shares 3 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Statement of Stockholders' Equity [Abstract] Â Â Â Â Â Â Cash dividend, per common share $ 0.22 $ 0.22 $ 0.22 $ 0.22 $ 0.22 $ 0.22 X - DefinitionAggregate dividends declared during the period for each share of common stock outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_CommonStockDividendsPerShareDeclared Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfStockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 14 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Millions 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Â Â Net income (loss) $ 99 $ (1,772) Adjustments to reconcile net income (loss) to net cash provided by operating activities: Â Â Depreciation and amortization 262 301 Goodwill and intangible asset impairments 0 1,827 Unrealized loss (gain) on derivatives not designated as hedging instruments 2 23 Amortization of debt issuance costs and original issue discount 23 23 Gain on sale of long-lived assets 0 (2) Loss on extinguishment of debt 52 0 Stock-based compensation 37 43 Provision for excess and obsolete inventory 41 54 Deferred income taxes (168) (173) Other 5 4 Changes in operating assets and liabilities Â Â Accounts receivable (7) 85 Inventories 11 (99) Other current and non-current assets 17 12 Accounts payable (21) (110) Accrued compensation (26) (11) Income taxes payable 53 (75) Other current and non-current liabilities (28) 8 Net cash provided by operating activities 352 138 Cash flows from investing activities: Â Â Proceeds from sale of long-lived assets 1 3 Purchases of property, plant and equipment (67) (53) Net cash used in investing activities (66) (50) Cash flows from financing activities: Â Â Proceeds from borrowings 2,161 1 Payments of borrowings (2,198) (67) Purchase of capped calls related to Convertible Notes (167) 0 Payments of deferred financing fees (33) 0 Dividend payments (44) (44) Net payments related to employee stock awards (12) (5) Other financing activities (10) (1) Net cash used in financing activities (303) (116) Effect of exchange rate changes on cash and cash equivalents 3 (22) Decrease in cash and cash equivalents (14) (50) Cash and cash equivalents at beginning of period 875 909 Cash and cash equivalents at end of period $ 861 $ 859 X - DefinitionAccrued compensation. + ReferencesNo definition available. + Details Name: mksi_AccruedCompensation Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from payments for employee stock awards. + ReferencesNo definition available. + Details Name: mksi_ProceedsFromPaymentsForEmployeeStockAwards Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionChange in recurring obligations of a business that arise from the acquisition of merchandise, materials, supplies and services used in the production and sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableTrade Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amounts payable to taxing authorities for taxes that are based on the reporting entity's earnings, net of amounts receivable from taxing authorities for refunds of overpayments or recoveries of income taxes. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInIncomeTaxesPayableNetOfIncomeTaxesReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in operating assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherOperatingAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in operating liabilities classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of loss from reductions in inventory due to subsequent measurement adjustments, including, but not limited to, physical deterioration, obsolescence, or changes in price levels. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483080/330-10-50-2 + Details Name: us-gaap_InventoryWriteDown Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) included in net income that results in no cash inflow (outflow), classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OtherNoncashIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow in the form of ordinary dividends to common shareholders of the parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher 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http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from bank borrowing during the year. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromBankDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities classified as other. + ReferencesReference 1: 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https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher 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https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B 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-Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe net change in the difference between the fair value and the carrying value, or in the comparative fair values, of derivative instruments, including options, swaps, futures, and forward contracts, held at each balance sheet date, that was included in earnings for the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(c)(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5A -Subparagraph (SX 210.12-13A(Column F)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5A + Details Name: us-gaap_UnrealizedGainLossOnDerivatives Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 15 R8.htm IDEA: XBRL DOCUMENT v3.24.3 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 Â Â Â Â Â Â Â Â Â Net Income (Loss) $ 62 $ 23 $ 15 $ 39 $ (1,769) $ (42) $ 99 $ (1,772) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -

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http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: 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https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 16 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 30, 2024 shares Trading Arrangements, by Individual Â Material Terms of Trading Arrangement The following table describes, for the quarterly period covered by this report, each trading arrangement for the sale or purchase of Company securities adopted or terminated by our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) that is either (1) a contract, instruction or written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) (a â€œRule 10b5-1 trading arrangementâ€) or (2) a â€œnon-Rule 10b5-1 trading arrangementâ€ (as defined in Item 408(c) of Regulation S-K):Â Name (Title) Action Taken (Date of Action) Type of Trading Arrangement Nature of Trading Arrangement Duration of Trading Arrangement Aggregate Number of Securities Gerald G. ColellaÂ (Chairman of the Board of Directors) Adoption (August 16, 2024) Rule 10b5-1 trading arrangement Sale Until November 14, 2025, or such earlier date upon which all transactions are completed or expire without execution Up to 40,000Â shares Jacqueline F. MoloneyÂ (Director) Adoption (September 10, 2024) Rule 10b5-1 trading arrangement Sale Until October 3, 2025, or such earlier date upon which all transactions are completed or expire without execution Up to 1,200Â shares Gerald G. Colella Â Trading Arrangements, by Individual Â Name Gerald G. Colella Title Chairman of the Board of Directors Rule 10b5-1 Arrangement Adopted true Adoption Date August 16, 2024 Expiration Date November 14, 2025 Arrangement Duration 456 days Aggregate Available 40,000 Nature of Trading Arrangement Sale Duration of Trading Arrangement Until November 14, 2025, or such earlier date upon which all transactions are completed or expire without execution Jacqueline F. Moloney Â Trading Arrangements, by Individual Â Name Jacqueline F. Moloney Title Director Rule 10b5-1 Arrangement Adopted true Adoption Date September 10, 2024 Expiration Date October 3, 2025 Arrangement Duration 389 days Aggregate Available 1,200 Nature of Trading Arrangement Sale Duration of Trading Arrangement Until October 3, 2025, or such earlier date upon which all transactions are completed or expire without execution X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_MtrlTermsOfTrdArrTextBlock Namespace Prefix: ecd_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph B + Details Name: ecd_TrdArrAdoptionDate Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph C + Details Name: ecd_TrdArrDuration Namespace Prefix: ecd_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph C + Details Name: ecd_TrdArrExpirationDate Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TrdArrIndName Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TrdArrIndTitle Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph D + Details Name: ecd_TrdArrSecuritiesAggAvailAmt Namespace Prefix: ecd_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionDuration of trading arrangement. + ReferencesNo definition available. + Details Name: mksi_DurationOfTradingArrangement Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNature of trading arrangement. + ReferencesNo definition available. + Details Name: mksi_NatureOfTradingArrangement Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: ecd_IndividualAxis=mksi_GeraldGColellaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: ecd_IndividualAxis=mksi_JacquelineFMoloneyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 17 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Basis of Presentation (1)Basis of PresentationThe terms â€œMKSâ€ and the â€œCompanyâ€ refer to MKS Instruments, Inc. and its subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation. The interim financial data as of September 30, 2024, and for the three and nine months ended September 30, 2024, are unaudited; however, in the opinion of MKS, the interim data includes all adjustments, consisting of normal recurring adjustments, necessary for a fair statement of the results for the interim periods. The condensed consolidated balance sheet presented as of December 31, 2023 has been derived from the consolidated audited financial statements as of that date. The unaudited condensed consolidated financial statements presented herein have been prepared in accordance with the instructions to Form 10-Q and do not include all of the information and note disclosures required by United States generally accepted accounting principles (â€œU.S. GAAPâ€). The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in the MKS Annual Report on Form 10-K for the year ended December 31, 2023 filed with the U.S. Securities and Exchange Commission on February 27, 2024.The preparation of these unaudited condensed consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the unaudited condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. On an on-going basis, management evaluates its estimates and judgments, including those related to revenue recognition, allowance for doubtful accounts, inventory valuation, warranty costs, pension plan valuations, stock-based compensation, intangible assets, goodwill, other long-lived assets and income taxes. Management bases its estimates and judgments on historical experience and on various other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. As a result of rounding, there may be immaterial differences in amounts presented and certain calculations may not sum to the total number expressed in each category or tie to a corresponding schedule.The Company has three reportable segments: the Vacuum Solutions Division (â€œVSDâ€), the Photonics Solutions Division (â€œPSDâ€) and the Materials Solutions Division (â€œMSDâ€) as described in Note 15. During the quarter ended March 31, 2024, the Company moved its Optical Sensing Products (â€œOSPâ€) product line from the PSD segment to the VSD segment. The purpose of this realignment was to group the OSP products with related semiconductor products within the VSD segment. Prior periods have been recast to reflect this change. X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 18 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Recent Accounting Pronouncements 9 Months Ended Sep. 30, 2024 Accounting Changes and Error Corrections [Abstract] Â Recent Accounting Pronouncements (2)Recent Accounting PronouncementsSegment Reporting (Topic 280): Improvements to Reportable Segment DisclosuresIn November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standard Update (â€œASUâ€) No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (â€œASU 2023-07â€), which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and provide in interim periods all disclosures about a reportable segmentâ€™s profit or loss and assets that are currently required annually. Additionally, it requires a public entity to disclose the title and position of the Chief Operating Decision Maker (â€œCODMâ€). The ASU does not change how a public entity identifies its operating segments, aggregates them, or applies the quantitative thresholds to determine its reportable segments. The new standard is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. A public entity should apply the amendments in this ASU retrospectively to all prior periods presented in the financial statements. The Company continues to assess the effect on the Companyâ€™s consolidated financial statement disclosures; however, adoption will not impact the consolidated financial statements. Income Taxes (Topic 740): Improvements to Income Tax DisclosuresIn December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which focuses on the rate reconciliation and income taxes paid. ASU No. 2023-09 requires a public business entity (â€œPBEâ€) to disclose, on an annual basis, a tabular rate reconciliation using both percentages and currency amounts, broken out into specified categories with certain reconciling items further broken out by nature and jurisdiction to the extent those items exceed a specified threshold. In addition, all entities are required to disclose income taxes paid, net of refunds received disaggregated by federal, state/local and foreign and by jurisdiction if the amount is at least 5% of total income tax payments, net of refunds received. For PBEs, the new standard is effective for annual periods beginning after December 15, 2024,

with early adoption permitted. An entity may apply the amendments in this ASU prospectively by providing the revised disclosures for the period ending December 31, 2025 and continuing to provide the pre-ASU disclosures for the prior periods, or may apply the amendments retrospectively by providing the revised disclosures for all periods presented. The Company is currently evaluating the impact of this ASU on its consolidated financial statements and related disclosures.Â Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement ExpensesIn November 2024, the FASB issued ASU No. 2024-03, Income Statementâ€”Reporting Comprehensive Incomeâ€”Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires public companies to disclose, in interim and annual reporting periods, additional information about certain expenses in the notes to financial statements. The amendments in this ASU are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, with early adoption permitted. The Company is currently evaluating the impact of this ASU on its consolidated financial statements and related disclosures. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingChangesAndErrorCorrectionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for change in accounting principle. Includes, but is not limited to, nature, reason, and method of adopting amendment to accounting standards or other change in accounting principle. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-7Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 11.M.Q2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480530/250-10-S99-5Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (i)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483194/926-20-65-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483194/926-20-65-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483194/926-20-65-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480530/250-10-S99-6Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 250 -Publisher FASB -URI https://asc.fasb.org/250/tableOfContentReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1 + Details Name: us-gaap_NewAccountingPronouncementsAndChangesInAccountingPrinciplesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 19 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Revenue from Contracts with Customers (3)Revenue from Contracts with CustomersContract assets as of September 30, 2024 and December 31, 2023 were $23 and $26, respectively. A roll-forward of the Companyâ€™s deferred revenue and customer advances is as follows: Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Beginning balance, January 1(1) Â $ 79 Â Â $ 96 Â Additions to deferred revenue and customer advances Â Â 103 Â Â Â 122 Â Amount of deferred revenue and customer advances recognized in income Â Â (110) Â Â (136) Ending balance, September 30(2) Â $ 72 Â Â $ 82 Â Â (1)Beginning balance as of January 1, 2024 included $77 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Beginning balance as of January 1, 2023 included $94 of current deferred revenue and customer advances and $2 of non-current deferred revenue.(2)Ending balance as of September 30, 2024 included $70 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Ending balance as of September 30, 2023 included $80 of current deferred revenue and customer advances and $2 of non-current deferred revenue.Revenue from certain custom products, including MSD plating equipment, and revenue from certain service contracts are recorded over time. Remaining product and services revenues are recorded at a point in time.Disaggregation of RevenueThe following tables summarize product and service revenue from contracts with customers in MKSâ€™ three reportable segments. Â Three Months Ended September 30, 2024 Â Â Â VSD Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 283 Â Â $ 209 Â Â $ 284 Â Â $ 776 Â Services Â Â 62 Â Â Â 42 Â Â Â 16 Â Â Â 120 Â Total net revenues Â $ 345 Â Â $ 251 Â Â $ 300 Â Â $ 896 Â Â Â Â Three Months Ended September 30, 2023 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 294 Â Â $ 225 Â Â $ 299 Â Â $ 818 Â Services Â Â 60 Â Â Â 42 Â Â Â 12 Â Â Â 114 Â Total net revenues Â $ 354 Â Â $ 267 Â Â $ 311 Â Â $ 932 Â Â Â Â Nine Months Ended September 30, 2024 Â Â Â VSD Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 833 Â Â $ 633 Â Â $ 835 Â Â $ 2,301 Â Services Â Â 179 Â Â Â 126 Â Â Â 46 Â Â Â 351 Â Total net revenues Â $ 1,012 Â Â $ 759 Â Â $ 881 Â Â $ 2,652 Â Â Â Â Â Nine Months Ended September 30, 2023 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 929 Â Â $ 613 Â Â $ 874 Â Â $ 2,416 Â Services Â Â 163 Â Â Â 111 Â Â Â 40 Â Â Â 314 Â Total net revenues Â $ 1,092 Â Â $ 724 Â Â $ 914 Â Â $ 2,730 Â The following table summarizes revenue from contracts with customers in the Companyâ€™s three end markets: Semiconductor, Electronics and Packaging, and Specialty Industrial. Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Semiconductor Â $ 378 Â Â $ 367 Â Â $ 1,098 Â Â $ 1,117 Â Electronics and Packaging Â Â 231 Â Â Â 243 Â Â Â 669 Â Â Â 691 Â Specialty Industrial Â Â 287 Â Â Â 322 Â Â Â 885 Â Â Â 922 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 20 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements (4)Fair Value MeasurementsIn accordance with the provisions of fair value accounting, a fair value measurement assumes that the transaction to sell an asset or transfer a liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability and defines fair value based upon an exit price model.The fair value measurement guidance establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The guidance describes three levels of inputs that may be used to measure fair value:Level 1 Quoted prices in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities include debt securities with quoted prices that are traded less frequently than exchange-traded instruments or securities or derivative contracts that are valued using a pricing model with inputs that are observable in the market or can be derived principally from or corroborated by observable market data. Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the Company categorizes such assets and liabilities based on the lowest level input that is significant to the fair value measurement in its entirety. The Companyâ€™s assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.Assets and liabilities of the Company are measured at fair value on a recurring basis as of September 30, 2024 and are summarized as follows:Â Â Â Â Â Â Fair Value Measurements at Reporting Date Using Â Description Â September 30, 2024 Â Â Quoted Prices inActive Markets forIdentical Assets (Level 1) Â SignificantOtherObservableInputs(Level 2) Â Â SignificantUnobservableInputs(Level 3) Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 415 Â Â $ 415 Â $ â€” Â Â $ â€” Â Time deposits Â Â 7 Â Â Â Â â€” Â Â 7 Â Â Â Â â€” Â Equity securities Â Â 1 Â Â Â 1 Â Â â€” Â Â Â Â â€” Â Available-for-sale securities: Â Â Â Â Â Â Â Â Â Â Â Â Group insurance contracts Â Â 6 Â Â Â Â â€” Â Â 6 Â Â Â Â â€” Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â Â 3 Â Â Â Â â€” Â Â 3 Â Â Â Â â€” Â Interest rate swaps - current Â Â 8 Â Â Â Â â€” Â Â 8 Â Â Â Â â€” Â Interest rate swaps - non-current Â Â 8 Â Â Â Â â€” Â Â 8 Â Â Â Â â€” Â Pension and deferred compensation plan assets Â Â 20 Â Â Â Â â€” Â Â 20 Â Â Â Â â€” Â Total assets Â $ 468 Â Â $ 416 Â $ 52 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts-current Â $ 4 Â Â $ â€” Â $ 4 Â Â $ â€” Â Interest rate swaps - current Â Â 11 Â Â Â â€” Â Â 11 Â Â Â â€” Â Total liabilities Â $ 15 Â Â $ â€” Â $ 15 Â Â $ â€” Â Reported as follows: Â Â Â Â Â Â Â Â Â Â Â Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalents(1) Â $ 422 Â Â $ 415 Â $ 7 Â Â $ â€” Â Other current assets Â Â 11 Â Â Â â€” Â Â 11 Â Â Â â€” Â Total current assets Â $ 433 Â Â $ 415 Â $ 18 Â Â $ â€” Â Other assets Â $ 35 Â Â $ 1 Â $ 34 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Other current liabilities Â $ 15 Â Â $ â€” Â $ 15 Â Â $ â€” Â (1) The cash and cash equivalents amount presented in the table above does not include cash of $439 as of September 30, 2024.Assets and liabilities of the Company are measured at fair value on a recurring basis as of December 31, 2023 and are summarized as follows:Â Â Â Â Â Â Fair Value Measurements at Reporting Date Using Â Description Â December 31, 2023 Â Â Quoted Prices inActive Markets forIdentical Assets (Level 1) Â Â SignificantOtherObservableInputs(Level 2) Â Â SignificantUnobservableInputs(Level 3) Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 356 Â Â $ 356 Â $ â€” Â Â $ â€” Â Time deposits Â Â 12 Â Â Â Â â€” Â Â 12 Â Â Â Â â€” Â Available-for-sale securities: Â Â Â Â Â Â Â Â Â Â Â Â Group insurance contracts Â Â 6 Â Â Â Â â€” Â Â 6 Â Â Â Â â€” Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â Â 2 Â Â Â Â â€” Â Â 2 Â Â Â Â â€” Â Interest rate caps - current Â Â 3 Â Â Â Â â€” Â Â 3 Â Â Â Â â€” Â Interest rate swaps - non-current Â Â 41 Â Â Â Â â€” Â Â 41 Â Â Â Â â€” Â Pension and deferred compensation plan assets Â Â 19 Â Â Â Â â€” Â Â 19 Â Â Â Â â€” Â Total assets Â $ 439 Â Â $ 356 Â $ 83 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â Total liabilities Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â Reported as follows: Â Â Â Â Â Â Â Â Â Â Â Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalents (1) Â $ 368 Â Â $ 356 Â Â $ 12 Â Â $ â€” Â Other current assets Â Â 5 Â Â Â â€” Â Â Â 5 Â Â Â â€” Â Total current assets Â $ 373 Â Â $ 356 Â Â $ 17 Â Â $ â€” Â Other assets Â $ 66 Â Â $ â€” Â Â $ 66 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Other current liabilities Â $ 5 Â Â $ â€” Â Â Â $ 5 Â Â $ â€” Â (1) The cash and cash equivalents amount presented in the table above does not include cash of $507 as of December 31, 2023.Other Fair Value DisclosuresThe estimated

carrying value and fair value of the Companyâ€™s debt as of September 30, 2024 and December 31, 2023 are as follows: Â Â September 30, 2024 Â Â December 31, 2023 Â Â Â Carrying Value Â Â Fair Value Â Â Carrying Value Â Â Fair Value Â Term Loan Facility Â $ 3,529 Â Â $ 3,538 Â Â $ 4,953 Â Â $ 4,965 Â Convertible Notes Â Â 1,400 Â Â Â 1,401 Â Â Â Â â€” Â Â Â â€” Â Total Â $ 4,929 Â Â $ 4,939 Â Â $ 4,953 Â Â $ 4,965 Â The estimated carrying value and fair value of the Companyâ€™s Term Loan Facility, as defined and further described in Note 8, was determined using available market information based on recent trades or activity of debt instruments with substantially similar risks, terms and maturities, which fall within Level 2 under the fair value hierarchy. The estimated fair value of the Companyâ€™s Convertible Notes, as defined and further described in Note 8, was determined based on the last traded price of the Convertible Notes for the period ended September 30, 2024, and falls under Level 2 of the fair value hierarchy.Pension and Deferred Compensation Plan Assets The pension and deferred compensation plan assets represent investments in mutual funds, exchange traded funds, government securities and other time deposits. These investments are set aside for employee retirement benefits of certain of the Companyâ€™s subsidiaries. DerivativesAs a result of the Companyâ€™s global operating activities and variable interest rate borrowings, the Company is exposed to market risks from changes in foreign currency exchange rates and interest rates, which may adversely affect its operating results and financial position. When deemed appropriate, the Company minimizes its risks from foreign currency exchange rate and interest rate fluctuations through the use of derivative financial instruments. The principal market in which the Company executes its foreign currency and interest rate contracts is the institutional market in an over-the-counter environment with a relatively high level of price transparency. The market participants are typically large commercial banks. The contracts are valued using broker quotations or market transactions. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of the fair value measurement of assets and liabilities, which includes financial instruments measured at fair value that are classified in shareholders' equity, which may be measured on a recurring or nonrecurring basis. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 820 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/820/tableOfContent + Details Name: us-gaap_FairValueMeasurementInputsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Derivatives and Net Investment Hedge 9 Months Ended Sep. 30, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] Â Derivatives and Net Investment Hedge (5)Derivatives and Net Investment HedgeForeign Exchange Forward ContractsThe Company hedges a portion of its forecasted foreign currency-denominated intercompany sales of inventory, over a maximum period of twenty-four months, using foreign exchange forward contracts accounted for as cash-flow hedges. To the extent these derivatives are effective in offsetting the variability of the hedged cash flows, and otherwise meet the hedge accounting criteria, changes in the derivativesâ€™ fair value are not included in current earnings but are included in other comprehensive income (â€œOCIâ€) in stockholdersâ€™ equity. These changes in fair value will subsequently be reclassified into earnings as applicable, when the forecasted transaction occurs. To the extent that a previously designated hedging transaction is no longer an effective hedge, any ineffectiveness measured in the hedging relationship is recorded in earnings in the period it occurs. The cash flows resulting from foreign exchange forward contracts are classified in the condensed consolidated statements of cash flows as part of cash flows from operating activities. The Company does not enter into derivative instruments for trading or speculative purposes.The Company also enters into foreign exchange forward contracts to hedge against changes in the balance sheet for certain subsidiaries to mitigate the risk associated with certain foreign currency transactions in the ordinary course of business. These derivatives are not designated as cash flow hedging instruments and gains or losses from these derivatives are recorded immediately in other (income) expense, net.The following table summarizes the net notional values of foreign exchange forward contracts outstanding as of September 30, 2024 and December 31, 2023:Â Â Â Net Notional Value Â Â September 30, 2024 Â Â December 31, 2023 Â Derivatives designated as hedging instruments: Â Â Â Â Â Â Foreign exchange forward contracts-cash flow hedges Â $ 116 Â Â $ 178 Â Derivatives not designated as hedging instruments: Â Â Â Â Â Â Foreign exchange forward contracts-balance sheet hedges Â $ 239 Â Â $ 155 Â Â For both periods presented in the table, the Japanese yen and the South Korean won were the largest notional contracts for designated cash flow hedges, and the Euro was the largest notional contract for balance sheet hedges not designated as a hedging instrument.Net Investment Hedges On January 1, 2023, the Company designated certain Euro-denominated debt as a net investment hedge to hedge a portion of its net investments in certain of its entities with functional currencies denominated in the Euro. On January 22, 2024, the Company prepaid its USD Tranche A in full using, in part, a â‚¬250 incremental borrowing under its Euro Tranche B, each as defined and further described in Note 8. On January 22, 2024, the Company designated the additional â‚¬250 of its Euro Tranche B as a net investment hedge. As of September 30, 2024, the total principal amount outstanding under its Euro Tranche B was â‚¬798 and the entire balance was designated as a net investment hedge. As of December 31, 2023, the total principal amount outstanding under its Euro Tranche B was â‚¬593 and the entire balance was designated as a net investment hedge. For these net investment hedges, the Company records foreign currency remeasurement gains and losses within a component of OCI. Recognition in earnings of amounts previously recorded in accumulated OCI is limited to circumstances such as complete or substantially complete liquidation or sale of the net investment in the hedged foreign operations.Interest Rate Agreements The Company has various interest rate swap agreements maturing through January 31, 2029, that exchange a forward-looking term rate based on the variable secured overnight financing rate (â€œTerm SOFRâ€) paid on the outstanding balance of its Term Loan Facility, as defined and further described in Note 8, to a fixed rate. The notional value of the agreements was $2,600 and $2,300 as of September 30, 2024 and December 31, 2023, respectively. The Company acquired USD London Interbank Offered Rate (â€œLIBORâ€) interest rate cap agreements as a result of its acquisition of Atotech Limited (â€œAtotechâ€) on August 17, 2022 (the â€œAtotech Acquisitionâ€) and had utilized these agreements to offset Term SOFR on its Term Loan Facility. The notional value of the agreements was $700 as of December 31, 2023 and expired on January 31, 2024. Effective June 30, 2023, the Companyâ€™s USD LIBOR based interest rate caps were converted to Term SOFR. The Company also had two USD LIBOR based swaps that were converted to Term SOFR, effective June 30, 2023. The conversions from USD LIBOR to Term SOFR did not have a material impact on the Companyâ€™s results of operations. The interest rate swaps are recorded at fair value on the balance sheet and changes in the fair value are recognized in OCI. To the extent these arrangements are no longer effective hedges, the hedging relationship will be discontinued and changes in the fair value of the hedging instruments from the last assessment period that were effective up to the current period will be recorded immediately in earnings. Amounts previously recorded in OCI will remain in OCI and will be reclassified to earnings when the interest payments impact consolidated earnings. If the Company determines that the interest payments are unlikely to occur, amounts previously recorded in OCI will be reclassified to earnings immediately. Changes in the fair value of interest rate caps were recorded immediately in earnings, as the Company did not designate these instruments as hedges and therefore these instruments did not qualify for hedge accounting. The cash flows resulting from interest rate agreements are classified in cash flows from operating activities.The following table summarizes the net gains (losses) on derivatives designated as cash flow hedging instruments:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â Â 2024 Â Â Â 2023 Â Â 2024 Â Â 2023 Â Foreign exchange forward contracts-cash flow hedges: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net (losses) gains recognized in accumulated OCI Â $ (7) Â $ (1) Â $ 1 Â Â $ 9 Â Net gains (losses) reclassified from accumulated OCI into cost of revenues Â $ 3 Â Â $ 2 Â Â $ 5 Â Â $ 4 Â Interest rate hedges: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net (losses) gains recognized in accumulated OCI Â $ (52) Â $ 17 Â Â $ (28) Â $ 36 Â Net gains (losses) reclassified from accumulated OCI into interest expense Â $ 16 Â Â $ 12 Â Â $ 49 Â Â $ 32 Â We expect an immaterial amount to be reclassified from OCI into cost of revenues during the next twelve months related to foreign exchange forward contracts. We expect a gain of approximately $16 to be recorded into interest expense during the next twelve months related to interest rate swaps.The following table summarizes the net gains (losses) on derivatives not designated as hedging instruments:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Foreign exchange forward contracts-balance sheet hedges: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net gains (losses) recognized in other (income) expense, net Â $ 1 Â Â $ (5) Â $ 1 Â Â $ (9) Interest rate caps: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net gains (losses) recognized in income Â $ â€” Â Â $ 1 Â Â $ â€” Â Â $ 3 Â Â Derivative instruments are subject to master netting arrangements. However, the Company has elected to record these contracts on a gross basis in the condensed consolidated balance sheet. The location and fair value amounts of derivative instruments reported in the condensed consolidated balance sheet is disclosed in Note 4. X - ReferencesNo definition available. + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for derivative instruments and hedging activities including, but not limited to, risk management strategies, non-hedging derivative instruments, assets, liabilities, revenue and expenses, and methodologies and assumptions used in determining the amounts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/815/tableOfContent + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Inventories 9 Months Ended Sep. 30, 2024 Inventory Disclosure [Abstract] Â Inventories (6)InventoriesInventories consist of the following:Â Â Â September 30, 2024 Â Â December 31, 2023 Â Raw materials Â $ 708 Â Â $ 740 Â Work-in-process Â Â 96 Â Â Â 94 Â Finished goods Â Â 136 Â Â Â 157 Â Total Â $ 940 Â Â $ 991 Â X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for inventory. Includes, but is not limited to, the basis of stating inventory, the method of determining inventory cost, the classes of inventory, and the nature of the cost elements included in inventory. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 330 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/330/tableOfContent + Details Name: us-gaap_InventoryDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets 9 Months Ended Sep. 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â Goodwill and Intangible Assets (7)Goodwill and Intangible AssetsGoodwillThe Companyâ€™s methodology for allocating the purchase price of an acquisition is determined through established and generally accepted valuation techniques. Goodwill is measured as the excess of the cost of the acquisition over the sum of the amounts assigned to tangible and identifiable intangible assets acquired less liabilities assumed. The Company assigns assets acquired (including goodwill) and liabilities assumed to one or more reporting units as of the date of acquisition. If the products obtained in an acquisition are assigned to multiple reporting units, the goodwill is distributed to the respective reporting units as part of the purchase price allocation process. Goodwill and intangible assets with indefinite useful lives are not amortized but are reviewed for impairment annually during the fourth quarter of each fiscal year or whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. To measure impairment, the Company compares the fair value of the reporting unit to its carrying amount, which includes goodwill. If the fair value of the reporting unit exceeds the carrying value of the reporting unit, no impairment exists. If the fair value of the reporting unit is less than the carrying value of the reporting unit, a goodwill impairment is recorded. Amortizable intangible assets and other long-lived assets are also subject to an impairment test if there is an indicator of impairment. When the Company determines that the carrying value of intangible assets or other long-lived assets may not be recoverable based upon the existence of one or more indicators of impairment, the Company uses the projected undiscounted cash flow method to determine whether an impairment exists, and then measures the impairment using discounted cash flows. The process of evaluating the potential impairment of goodwill, intangible assets and other long-lived assets requires significant judgment. The Company regularly monitors current business conditions and other factors, including, but not limited to, adverse industry or economic trends, restructuring actions and lower projections of profitability that may impact future operating results. The Companyâ€™s stock price and any estimated control premium are factors affecting the assessment of the fair value of the Companyâ€™s underlying reporting units for purposes of performing any goodwill impairment assessment. The changes in the carrying amount of goodwill and accumulated impairment loss during the nine months ended September 30, 2024 were as follows: Â Â GrossCarryingAmount Â Â AccumulatedImpairmentLoss Â Â Net Â Beginning balance, January 1, 2024 Â $ 4,387 Â Â $ (1,833) Â $ 2,554 Â Foreign currency translation and measurement period adjustments Â Â 13 Â Â Â â€” Â Â Â 13 Â Ending balance, September 30, 2024 Â $ 4,400 Â Â $ (1,833) Â $ 2,567 Â Â During the quarter ended June 30, 2023, the Company noted softer industry demand, particularly in the personal computer and smartphone markets, and concluded there was a triggering event at each of its electronics and general metal finishing reporting units, which together constitute MSD, and the equipment solutions reporting unit of PSD. For each of the three reporting units, the Company performed a quantitative assessment of goodwill using an equal weighting of the income approach and market approach. The income approach was based upon projected future cash flows that were discounted to present value and an assumed terminal growth rate. The key underlying assumptions included forecasted revenues, which incorporated external market data, gross profit and operating expenses, as well as an applicable discount rate for each reporting unit. The market approach for each of the three reporting units incorporated observed multiples of guideline public companies. The market approach for the electronics and general metal finishing reporting units also incorporated multiples from guideline transactions. Â Fair value estimates are based on a complex set of judgments about future events and uncertainties and rely heavily on estimates and assumptions that have been deemed reasonable by the Company's management. There are inherent uncertainties and management judgment required in these determinations.This quantitative assessment for the quarter ended June 30, 2023 resulted in the following: Reporting Unit Â Goodwill Impairment Â Â Remaining Goodwill Â Electronics Â $ 826 Â Â $ 1,420 Â General Metal Finishing Â Â 428 Â Â Â 307 Â Equipment Solutions Â Â 372 Â Â Â 100 Â In addition, the Company used an income approach to determine the fair value of the long-lived and indefinite-lived intangible assets within these reporting units (Level 3 within the fair value hierarchy). These valuations resulted in a $20 fair value and $152 impairment of completed technology within the equipment solutions reporting unit and a $72 fair value and $49 impairment of in-process research and development (â€œIPR&Dâ€) within the electronics reporting unit. After evaluating forecast updates and carrying values, the Company did not identify impairments at any other of its reporting units.For the completed technology valuation within the equipment solutions reporting unit, the forecasted future undiscounted cash flows were consistent with the Companyâ€™s goodwill analysis, using an approximate seven year useful life, an 8% weighted-average forecasted revenue growth rate, and a discount rate of 13.5%. For the IPR&D intangible asset within the electronics reporting unit, the forecasted undiscounted future cash flows utilized were consistent with the Companyâ€™s goodwill analysis, with estimated time to complete in-process projects of up to two years, and a discount rate of 12.5%.Intangible AssetsThe Companyâ€™s intangible assets are comprised of the following: As of September 30, 2024: Â Gross Â Â AccumulatedÂ Impairment Charges Â Â Accumulated Amortization Â Â Foreign Currency Translation Â Â Net Â Completed technology Â $ 1,268 Â Â $ (152) Â $ (473) Â $ (3) Â $ 640 Â Customer relationships Â Â 2,072 Â Â Â (1) Â Â (442) Â Â (11) Â Â 1,618 Â Patents, trademarks, trade names and other Â Â 381 Â Â Â (63) Â Â (127) Â Â (6) Â Â 185 Â Â Â $ 3,721 Â Â $ (216) Â $ (1,042) Â $ (20) Â $ 2,443 Â Â As of December 31, 2023: Â Gross Â Â AccumulatedImpairment Charges Â Â AccumulatedAmortization Charges Â Â Foreign Currency Translation and Measurement Period Adjustments Â Â Net Â Completed technology Â $ 1,268 Â Â $ (152) Â $ (405) Â $ (4) Â $ 707 Â Customer relationships Â Â 2,072 Â Â Â (1) Â Â (335) Â Â (17) Â Â 1,719 Â Patents, trademarks, trade names and other Â Â 381 Â Â Â (63) Â Â (118) Â Â (7) Â Â 193 Â Â Â $ 3,721 Â Â $ (216) Â $ (858) Â $ (28) Â $ 2,619 Â Â During the nine months ended September 30, 2023, $9 of IPR&D was written off to amortization expense as certain projects were cancelled.Aggregate amortization expense related to acquired intangible assets for the nine months ended September 30, 2024 and 2023 was $184 and $225, respectively.Aggregate net amortization expense related to acquired intangible assets for future years is as follows: Year Â Amount Â 2024 (remaining) Â $ 64 Â 2025 Â Â 254 Â 2026 Â Â 250 Â 2027 Â Â 249 Â 2028 Â Â 249 Â 2029 Â Â 246 Â Thereafter Â Â 1,075 Â The Company excluded from the above table intangible assets of $56 of indefinite-lived trademarks and trade names, which were not subject to amortization. X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for goodwill and intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContentReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-20/tableOfContent + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R17.htm IDEA:

XBRL DOCUMENT v3.24.3 Debt 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Debt (8)DebtThe Companyâ€™s outstanding debt is as follows: Â Â September 30, 2024 Â Â December 31, 2023 Â Short-term debt: Â Â Â Â Â Â Term Loan Facility Â $ 50 Â Â $ 93 Â Long-term debt: Â Â Â Â Â Â Term Loan Facility Â $ 3,479 Â Â $ 4,860 Â Debt issuance costs - Term Loan Facility Â Â (94) Â Â (164) Â Â Â Â Â Â Term Loan Facility, net Â Â 3,385 Â Â Â 4,696 Â Convertible Notes Â Â 1,400 Â Â Â â€” Â Debt issuance costs - Convertible Notes Â Â (27) Â Â â€” Â Â Â Â Â Â Convertible Notes, net Â Â 1,373 Â Â Â â€” Â Â Â Â Â Â Total long-term debt, net Â $ 4,758 Â Â $ 4,696 Â Â Credit FacilitiesIn connection with the completion of the Atotech Acquisition, on August 17, 2022 (the â€œEffective Dateâ€) the Company entered into a credit agreement with JPMorgan Chase Bank, N.A., as administrative agent and collateral agent, Barclays Bank PLC, and the lenders from time to time party thereto (the â€œCredit Agreementâ€). The Credit Agreement provided for (i) a senior secured term loan facility comprised of three tranches: a $1,000 loan (the â€œUSD Tranche Aâ€), a $3,600 loan (as further increased, refinanced and otherwise modified as described herein, the â€œUSD Tranche Bâ€) and a â‚¬600 loan (as further increased and otherwise modified as described herein, the â€œEuro Tranche Bâ€ and together with the USD Tranche A and the USD Tranche B, the â€œTerm Loan Facilityâ€), each of which were borrowed in full on the Effective Date, and (ii) a senior secured revolving credit facility of $500 (as further increased and otherwise modified as described herein, the â€œRevolving Facilityâ€ and, together with the Term Loan Facility, the â€œCredit Facilitiesâ€), with the commitments under each of the foregoing facilities subject to increase from time to time subject to certain conditions. The proceeds of the Term Loan Facility were used on the Effective Date, among other things, to fund a portion of the consideration payable in connection with the Atotech Acquisition and to refinance the existing term loan and revolving credit facilities of the Company and certain indebtedness of Atotech.Initially, borrowings under the Credit Facilities bore interest at a rate per annum equal to, at the Companyâ€™s option, any of the following, plus, in each case, an applicable margin: (a) with respect to the USD Tranche A, the Revolving Facility and the USD Tranche B, (x) a base rate determined by reference to the highest of (1) the federal funds effective rate plus 0.50%, (2) the prime rate quoted in The Wall Street Journal, or (3) a forward-looking term rate based on Term SOFR (plus an applicable credit spread adjustment) for an interest period of one month, plus 1.00%; and (y) a Term SOFR rate (plus an applicable credit spread adjustment) for the interest period relevant to such borrowing, subject to a rate floor of (I) with respect to the USD Tranche B, 0.50% and (II) with respect to the USD Tranche A and the Revolving Facility, 0.0%; and (b) with respect to the Euro Tranche B, a Euro Interbank Offered Rate (â€œEURIBORâ€) rate determined by reference to the costs of funds for Euro deposits for the interest period relevant to such borrowing adjusted for certain additional costs, subject to a EURIBOR rate floor of 0.0%. Initially, the applicable margins for borrowings under the Credit Facilities were (i) under the USD Tranche A, 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings, (ii) under the USD Tranche B, 1.75% with respect to base rate borrowings and 2.75% with respect to Term SOFR borrowings, (iii) under the Euro Tranche B, 3.00% and (iv) under the Revolving Facility, 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings.In addition to paying interest on outstanding principal under the Credit Facilities, the Company is required to pay a commitment fee in respect of the unutilized commitments under the Revolving Facility. The commitment fee is subject to adjustment based on the Companyâ€™s first lien net leverage ratio as of the end of the preceding fiscal quarter. The Company must also pay customary letter of credit fees and agency fees. As of September 30, 2024, the commitment fee was 0.25% per annum, representing a downward adjustment from 0.375% as of June 30, 2024.On October 3, 2023 (the â€œFirst Amendment Effective Dateâ€), the Company entered into the First Amendment to Credit Agreement (the â€œFirst Amendmentâ€), which refinanced all of the $3,564 outstanding USD Tranche B to (i) decrease the applicable margin for the USD Tranche B to 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings and (ii) remove the credit spread adjustment applicable to Term SOFR borrowings of the USD Tranche B.On January 22, 2024 (the â€œSecond Amendment Effective Dateâ€), the Company entered into the Second Amendment to Credit Agreement (the â€œSecond Amendmentâ€), pursuant to which the Company (i) borrowed additional USD Tranche B loans in an aggregate principal amount of $490 and additional Euro Tranche B loans in an aggregate principal amount of â‚¬250 (collectively, the â€œIncremental Tranche B Loansâ€) and (ii) used a portion of the proceeds of the Incremental Tranche B Loans to prepay the USD Tranche A in full in an aggregate principal amount of $744.On February 13, 2024, the Company entered into the Third Amendment to Credit Agreement (the â€œThird Amendmentâ€), pursuant to which the Company increased the available borrowing capacity under the Revolving Facility by $175 (the â€œIncremental Revolving Commitmentsâ€). As of September 30, 2024, the available borrowing capacity under the Revolving Facility was $675.On July 23, 2024 (the â€œFourth Amendment Effective Dateâ€), the Company entered into the Fourth Amendment to Credit Agreement (the â€œFourth Amendmentâ€), pursuant to which the Company (i) refinanced its existing USD Tranche B loan and Euro Tranche B loan with a new $2,650 USD Tranche B loan and a new â‚¬800 Euro Tranche B loan, (ii) decreased the applicable margin for the USD Tranche B from 2.50% to 2.25% with respect to Term SOFR borrowings and from 1.50% to 1.25% with respect to base rate borrowings and (iii) decreased the applicable margin for the Euro Tranche B from 3.00% to 2.75%.On July 23, 2024, immediately prior to the effectiveness of the Fourth Amendment, the Company made a voluntary prepayment of $110 aggregate principal amount under the Term Loan Facility, consisting of $69 principal amount of its USD Tranche B loan and â‚¬38 principal amount of its Euro Tranche B loan. The USD Tranche B and the Euro Tranche B were issued on the Effective Date with original issue discount of 2.00% of the principal amounts thereof. The USD Tranche B was issued on the First Amendment Effective Date with original issue discount of 0.25% of the principal amount thereof. The Incremental Tranche B Loans were issued with original issue discount of 0.25% of the principal amount thereof.The Company incurred $242 of deferred financing fees and original issue discount related to the term loans under the Term Loan Facility funded on the Effective Date, which are included in long-term debt, net in the accompanying consolidated balance sheets and are being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company incurred $11 of deferred financing fees and original issue discount related to the USD Tranche B funded on the First Amendment Effective Date, of which $9 is included in long-term debt, net in the accompanying consolidated balance sheets and is being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company recorded an $8 loss on extinguishment of debt in connection with the First Amendment.The Company incurred $5 of deferred financing fees and original issue discount related to the Incremental Tranche B Loans funded on the Second Amendment Effective Date, of which $2 is included in long-term debt, net in the accompanying consolidated balance sheets and is being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company recorded a $9 loss on extinguishment of debt in connection with the Second Amendment.The Company recorded a $5 loss on extinguishment of debt in connection with the Fourth Amendment as a result of the acceleration of deferred financing and original issue discounts. Under the Credit Agreement, the Company is required to prepay outstanding term loans, subject to certain exceptions, with portions of its annual excess cash flow as well as with the net cash proceeds of certain of its asset sales, certain casualty and condemnation events and the incurrence or issuances of certain debt. If at any time the aggregate amount of outstanding loans, unreimbursed letter of credit drawings and undrawn letters of credit under the Revolving Facility exceeds the aggregate commitments under the Revolving Facility, the Company is required to repay outstanding loans and/or cash collateralize letters of credit, with no reduction of the commitment amount.The Company may voluntarily prepay outstanding loans under the Credit Facilities from time to time, subject to certain conditions, without premium or penalty other than customary â€œbreakageâ€ costs with respect to Term SOFR or EURIBOR loans; provided, however, that subject to certain exceptions, if on or prior to the date that is six months after the Fourth Amendment Effective Date, the Company prepays any loans under the USD Tranche B or the Euro Tranche B in connection with a repricing transaction, the Company must pay a prepayment premium of 1.00% of the aggregate principal amount of the loans so prepaid. Additionally, the Company may voluntarily reduce the unutilized portion of the commitment amount under the Revolving Facility. Prior to the repayment in full of the USD Tranche A, the Company was required to make scheduled quarterly payments each equal to 1.25% of the original principal amount of the USD Tranche A. The Company is required to make scheduled quarterly payments each equal to approximately $10 with respect to the USD Tranche B and approximately â‚¬2 with respect to the Euro Tranche B, in each case with the balance due thereunder on the seventh anniversary of the Effective Date.There is no scheduled amortization under the Revolving Facility. Any principal amount outstanding under the Revolving Facility is due and payable in full on the fifth anniversary of the Effective Date.All obligations under the Credit Facilities are guaranteed by certain of the Companyâ€™s wholly-owned domestic subsidiaries and are required to be guaranteed by certain of the Companyâ€™s future wholly-owned domestic subsidiaries, and are secured by substantially all of the Companyâ€™s assets and the assets of such subsidiaries, subject to certain exceptions and exclusions.Under the Credit Agreement, the Company has the ability to incur additional incremental debt facilities in an amount up to (x) the greater of (1) $1,011 and (2) 75% of consolidated last twelve months earnings before interest, taxes, depreciation, and amortization (â€œEBITDAâ€), plus (y) an amount equal to the sum of all voluntary prepayments of term loans under the Term Loan Facility, plus (z) an additional unlimited amount subject to pro forma compliance with certain leverage ratio tests (based on the security and priority of such incremental debt).Under the USD Tranche A and the Revolving Facility, so long as any USD Tranche A loans (or commitments in respect thereof) are outstanding as of the end of any fiscal quarter, the Company may not allow its total net leverage ratio as of the end of such fiscal quarter to be greater than 5.25 to 1.00 for the fiscal quarters ending December 31, 2023 through September 30, 2024, with an annual step-down of 0.25:1.00 and subject to a step-up of 0.50:1.00 for the four full fiscal quarter period following any material acquisition, not to exceed 5.50 to 1.00.In addition, in the event there are no loans outstanding under the USD Tranche A, as of the end of any fiscal quarter of the Company when the aggregate amount of loans outstanding under the Revolving Facility (net of (a) all letters of credit (whether cash collateralized or not) and (b) unrestricted cash of the Company and its restricted subsidiaries) exceeds 35% of the aggregate amount of all commitments under the Revolving Facility in effect as of such date, the Company may not allow its first lien net leverage ratio as of the end of each such fiscal quarter to be greater than 6.00 to 1.00.The USD Tranche B and the Euro Tranche B are not subject to financial maintenance covenants.The Credit Agreement contains a number of negative covenants that, among other things and subject to certain exceptions, restrict the ability of the Company and each of its subsidiaries to: incur additional indebtedness; pay dividends on its capital stock or redeem, repurchase or retire its capital stock or its subordinated indebtedness; make investments, loans and acquisitions; create restrictions on the payment of dividends or other amounts to the Company from the Companyâ€™s restricted subsidiaries or restrictions on the ability of the Companyâ€™s restricted subsidiaries to incur liens; engage in transactions with its affiliates; sell assets, including capital stock of its subsidiaries; materially alter the business it conducts; consolidate or merge; incur liens; and engage in sale-leaseback transactions.The Credit Agreement also contains customary representations and warranties, affirmative covenants and provisions relating to events of default. If an event of default occurs, the lenders under the Credit Facilities will be entitled to take various actions, including the acceleration of amounts due under the Credit Facilities and all actions permitted to be taken by a secured creditor. As of September 30, 2024, the Company was in compliance with all covenants under the Credit Agreement.The Company paid certain customary fees to and expenses of (i) JPMorgan Chase Bank, N.A., Barclays Bank PLC, BofA Securities, Inc., Citibank, N.A., HSBC Securities (USA) Inc. and Mizuho Bank, Ltd. in their respective capacities as lead arrangers and bookrunners in connection with the Credit Facilities on the Effective Date, (ii) JPMorgan Chase Bank, N.A. in its capacity as lead arranger in connection with each of the First Amendment, the Second Amendment, the Third Amendment and the Fourth Amendment and (iii) the lenders providing the Incremental Revolving Commitments pursuant to the Third Amendment.As described further below under â€œConvertible Notes,â€ on May 16, 2024, the Company completed a private offering of convertible senior notes. A significant portion of the net proceeds from the offering was used to repay approximately $1,206 of the USD Tranche B. As a result of the repayment, the Company recorded a $38 loss on extinguishment of debt.As of September 30, 2024, the weighted average interest rate of the Term Loan Facility was 6.9%. The Revolving Facility has a maturity date in August 2027 while the USD Tranche B and Euro Tranche B have a maturity date in August 2029. As of September 30, 2024, there were no borrowings under the Revolving Facility.Convertible NotesOn May 16, 2024, the Company completed a private offering of $1,400 aggregate principal amount of its convertible senior notes due 2030 (the â€œConvertible Notesâ€). The Convertible Notes were sold in a private placement under a purchase agreement, dated as of May 13, 2024 (the â€œPurchase Agreementâ€), entered into by and between the Company and each of Morgan Stanley & Co. LLC, J.P. Morgan Securities LLC, BofA Securities, Inc. and Mizuho Securities USA LLC, as representatives of the several initial purchasers named therein, for resale to persons reasonably believed to be qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933, as amended. The aggregate principal amount of the Convertible Notes sold in the offering was $1,400, which included $200 aggregate principal amount of the Convertible Notes issued pursuant to an option to purchase, within a 13-day period beginning on, and including, the date on which the Convertible Notes were first issued, which the initial purchasers exercised in full on May 14, 2024 and which additional purchase was also completed on May 16, 2024. The net proceeds from the offering were approximately $1,374 after deducting the initial purchasersâ€™ discounts and commissions and estimated offering expenses paid by the Company. The Company used approximately $167 of the net proceeds from the offering to pay the cost of the capped call transactions described below. The Company used the remaining net proceeds from the offering to repay approximately $1,206 in borrowings outstanding under the USD Tranche B, together with accrued interest, as well as for general corporate purposes. Indenture and the Convertible NotesOn May 16, 2024, the Company entered into an indenture (the â€œIndentureâ€) with respect to the Convertible Notes with U.S. Bank Trust Company, National Association, as trustee (the â€œTrusteeâ€). Under the Indenture, the Convertible Notes are senior unsecured obligations of the Company and bear interest at a coupon rate of 1.25% per annum, with interest payable semiannually in arrears on June 1 and December 1 of each year, beginning on December 1, 2024. The Convertible Notes will mature on June 1, 2030, unless earlier converted, redeemed or repurchased in accordance with their terms. Subject to certain conditions, on or after June 5, 2027, the Company may redeem for cash all or any portion of the Convertible Notes at a redemption price equal to 100% of the principal amount of the Convertible Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the redemption date, if the last reported sale price of the Companyâ€™s common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on, and including, the trading day immediately preceding the date the notice of redemption is sent. The conversion rate for the Convertible Notes is initially 6.4799 shares of the Companyâ€™s common stock per one thousand dollars principal amount of the Convertible Notes, which is equivalent to an initial conversion price of approximately $154.32 per share. The conversion rate is subject to adjustment upon the occurrence of certain events. Upon conversion, the Company will pay cash up to the aggregate principal amount of the Convertible Notes to be converted and pay or deliver, as the case may be, cash, shares of common stock or a combination of cash and shares of common stock, at the Companyâ€™s election, in respect of the remainder, if any, of its conversion obligation in excess of the aggregate principal amount of the Convertible Notes being converted. Prior to March 1, 2030, noteholders may convert all or any portion of their Convertible Notes only upon the occurrence of certain events and during certain periods, and thereafter, at any time until the second scheduled trading day immediately preceding the maturity date. If the Company undergoes a fundamental change (as defined in the Indenture) prior to the maturity date of the Convertible Notes, holders may require the Company to repurchase for cash all or any portion of their Convertible Notes at a fundamental change repurchase price equal to 100% of the principal amount of the Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date. The Indenture contains customary terms and covenants, including that upon certain events of default that are occurring and continuing, either the Trustee or the holders of at least 25% in aggregate principal amount of the outstanding Convertible Notes may declare 100% of the principal of, and accrued and unpaid interest, if any, on, all the Convertible Notes to be due and payable. As of September 30, 2024, the Convertible Notes are classified as a long-term liability, net of issuances costs, on the condensed consolidated balance sheet. The Convertible Notes were issued at par and costs associated with the issuance of the Convertible Notes are amortized to interest expense over the contractual term of the Convertible Notes. As of September 30, 2024, the effective interest rate of the Convertible Notes was 1.56%.Capped Call TransactionsOn May 13, 2024, in connection with the pricing of the Convertible Notes, and on May 14, 2024, in connection with the exercise in full by the initial purchasers of their option to purchase additional Convertible Notes, the Company entered into privately negotiated capped call transactions with certain of the initial purchasers of the Convertible Notes or their respective affiliates and other financial institutions. The capped call transactions are expected generally to reduce the potential dilution to the Companyâ€™s common stock upon conversion of any Convertible Notes and/or offset any cash payments that the Company is required to make in excess of the principal amount of any converted Convertible Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $237.42 per share, which represents a premium of 100% over the last reported sale price of $118.71 per share of the Companyâ€™s common stock on The Nasdaq Global Select Market on May 13, 2024, and is subject to customary adjustments under the terms of the capped call transactions. The Company evaluated the capped call transactions and determined that they should be accounted for separately from the Convertible Notes. The cost of $167 to purchase the capped call transactions was recorded as a reduction to additional paid-in capital in the condensed consolidated balance sheet as the capped call transactions are indexed to the Companyâ€™s own stock and met the criteria to be classified in stockholders' equity.The Companyâ€™s interest expense is as follows: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â

Â 2024 Â Â 2023 Â Term Loan Facility: Â Â Â

Compensation Committee of the Companyâ€™s Board of Directors. The Plans are intended to attract and retain employees and directors, and to provide an incentive for these individuals to assist the Company to achieve long-range performance goals and enable these individuals to participate in the long-term growth of the Company.The total stock-based compensation expense included in the Companyâ€™s condensed consolidated statements of operations and comprehensive income (loss) was as follows: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Cost of revenues Â $ 2 Â Â $ 1 Â Â $ 5 Â Â $ 4 Â Research and development Â Â 2 Â Â Â 2 Â Â 5 Â Â Â 5 Â Selling, general and administrative Â Â 7 Â Â Â 10 Â Â Â 27 Â Â Â 34 Â Total stock-based compensation expense Â $ 11 Â Â $ 13 Â Â $ 37 Â Â $ 43 Â At September 30, 2024, the total compensation expense related to unvested stock-based awards granted to employees and directors under the Plans that had not been recognized was $54. Stock-based awards include (i) time-based RSUs, (ii) performance-based RSUs based on the achievement of adjusted EBITDA targets (the â€œAdjusted EBITDA RSUsâ€), (iii) performance-based RSUs based on the Companyâ€™s total shareholder return relative to a group of peers over a three-year performance period (the â€œrTSR RSUsâ€) and (iv) employee stock purchase plan rights. The Company determines the fair value of time-based RSUs based on the closing market price of the Companyâ€™s common stock on the date of the award. The Company determines the original fair value of Adjusted EBITDA RSUs based upon the closing market price of the Companyâ€™s stock on the date of the award and adjusts the fair value quarterly during the first year based upon actual and forecasted results against Adjusted EBITDA targets. The Company estimates the fair value of rTSR RSUs using the Monte Carlo simulation model, which requires the use of highly subjective and complex assumptions, including the price volatility of the underlying stock. The Company estimates the fair value of employee stock purchase plan rights using the Black-Scholes valuation method. Such values are recognized as expense on a straight-line basis for time-based awards and rTSR RSUs and using the accelerated graded vesting method for Adjusted EBITDA RSUs, all over the requisite service periods. The following table presents the activity for RSUs under the Plans: Â Â Nine Months Ended September 30, 2024 Â Â Â Quantity Â Â Weighted Average Grant DateFair ValuePer Share Â RSUs â€” beginning of period Â Â 1.0 Â Â $ 98.36 Â Granted Â Â 0.5 Â Â $ 122.18 Â Vested or forfeited Â Â (0.5) Â $ 107.30 Â RSUs â€” end of period Â Â 1.0 Â Â $ 104.49 Â Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 30 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity 9 Months Ended Sep. 30, 2024 Federal Home Loan Banks [Abstract] Â Stockholders' Equity (14)Stockholdersâ€™ EquityShare Repurchase ProgramOn July 25, 2011, the Companyâ€™s Board of Directors approved a share repurchase program for the repurchase of up to an aggregate of $200 of its outstanding common stock from time to time in open market purchases, privately negotiated transactions or through other appropriate means. The timing and quantity of any shares repurchased will depend upon a variety of factors, including business conditions, stock market conditions and business development activities, including, but not limited to, merger and acquisition opportunities. These repurchases may be commenced, suspended or discontinued at any time without prior notice. The Company has repurchased approximately 2.6 shares of common stock for approximately $127 pursuant to the program since its adoption. During the three and nine months ended September 30, 2024 and 2023, there were no repurchases of common stock. Cash DividendsHolders of the Companyâ€™s common stock are entitled to receive dividends when they are declared by the Companyâ€™s Board of Directors. During each of the first three quarters of 2024 and 2023, the Companyâ€™s Board of Directors declared a cash dividend of $0.22 per share, which totaled $44 for both the nine months ended September 30, 2024 and 2023.On November 4, 2024, the Companyâ€™s Board of Directors declared a quarterly cash dividend of $0.22 per share to be paid on December 6, 2024 to stockholders of record as of November 25, 2024.Future dividend declarations, if any, as well as the record and payment dates for such dividends, are subject to the final determination of the Companyâ€™s Board of Directors. X - ReferencesNo definition available. + Details Name: us-gaap_FederalHomeLoanBanksAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information 9 Months Ended Sep. 30, 2024 Segment Reporting [Abstract] Â Business Segment and Geographic Information (15)Business Segment and Geographic InformationThe Company has three reportable segments: VSD, PSD and MSD. The Companyâ€™s CODM, which is the Companyâ€™s Chief Executive Officer, utilizes financial information to make decisions about allocating resources and assessing performance for the entire Company, which is used in the decision-making process to assess performance and allocate resources to the three segments.Reportable SegmentsVSD delivers foundational technology solutions to leading edge semiconductor manufacturing, electronics and packaging and specialty industrial applications. VSD products are derived from the Companyâ€™s core competencies in pressure measurement and control, flow measurement and control, gas and vapor delivery, gas composition analysis, electronic control technology, reactive gas generation and delivery, power generation and delivery, temperature sensing, and vacuum technology. PSD provides a full range of solutions including lasers, beam measurement and profiling, precision motion control, vibration isolation systems, photonics instruments, opto-mechanical components, optical elements, laser-based systems for flexible printed circuit board (â€œPCBâ€) processing, and laser-based systems for high density interconnect PCB and package substrate manufacturing.MSD develops leading process and manufacturing technologies for advanced surface modification, electroless and electrolytic plating, and surface finishing. Applying a comprehensive systems-and-solutions approach, MSDâ€™s portfolio includes chemistry, equipment, and services for innovative and high-technology applications in a wide variety of end markets. The Company derives its segment results directly from the manner in which results are reported in its management reporting system. The accounting policies that the Company uses to derive reportable segment results are substantially the same as those used for external reporting purposes. The Company groups similar products within its three reportable segments.During the quarter ended March 31, 2024, the Company moved its OSP product line from the PSD segment to the VSD segment. The purpose of this realignment was to better align the OSP products with semiconductor related products within the VSD segment. Prior periods have been recast to reflect this change.The following table sets forth net revenues by reportable segment: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â VSD Â $ 345 Â Â $ 354 Â Â $ 1,012 Â Â $ 1,092 Â PSD Â Â 251 Â Â Â 267 Â Â Â 759 Â Â Â 724 Â MSD Â Â 300 Â Â Â 311 Â Â Â 881 Â Â Â 914 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â The following table reconciles gross profit by reportable segment to net income (loss): Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Gross profit by reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â VSD Â $ 148 Â Â $ 148 Â Â $ 431 Â Â $ 456 Â PSD Â Â 113 Â Â Â 110 Â Â Â 341 Â Â Â 310 Â MSD Â Â 171 Â Â Â 168 Â Â Â 495 Â Â Â 465 Â Total gross profit by reportable segment Â Â 432 Â Â Â 426 Â Â Â 1,267 Â Â Â 1,231 Â Operating expenses: Â Â Â Â Â Â Â Â Â Â Â Â Research and development Â Â 70 Â Â Â 71 Â Â Â 206 Â Â Â 218 Â Selling, general and administrative Â Â 167 Â Â Â 167 Â Â Â 498 Â Â Â 514 Â Acquisition and integration costs Â Â 3 Â Â Â 3 Â Â Â 6 Â Â Â 14 Â Restructuring and other Â Â 1 Â Â Â 1 Â Â Â 6 Â Â Â 13 Â Fees and expenses related to amendments to the Term Loan Facility Â Â 2 Â Â Â Â â€” Â Â Â 5 Â Â Â â€” Â Amortization of intangible assets Â Â 61 Â Â Â 68 Â Â Â 184 Â Â Â 225 Â Goodwill and intangible asset impairments Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 1,827 Â Gain on sale of long-lived assets Â Â â€” Â Â Â (2) Â Â â€” Â Â Â (2) Income (loss) from operations Â Â 128 Â Â Â 118 Â Â Â 362 Â Â Â (1,578) Interest income Â Â (6) Â Â (4) Â Â (17) Â Â (10) Interest expense Â Â 64 Â Â Â 93 Â Â Â 230 Â Â Â 266 Â Loss on extinguishment of debt Â Â 5 Â Â Â â€” Â Â Â 52 Â Â Â â€” Â Other expense (income), net Â Â 5 Â Â Â 7 Â Â Â (3) Â Â Â 14 Â Income (loss) before income taxes Â Â 60 Â Â Â 22 Â Â Â 100 Â Â Â (1,848) (Benefit) provision for income taxes Â Â (2) Â Â (17) Â Â 1 Â Â Â (76) Net income (loss) Â $ 62 Â Â $ 39 Â Â $ 99 Â Â $ (1,772) Interest income, interest expense and income tax (benefit) provision are not presented by reportable segment because the necessary information is not classified within the segments nor used by the CODM.The following table sets forth segment assets by reportable segment: September 30, 2024 Â AccountsÂ receivable, net Â Â Inventories Â Â Total Â VSD Â $ 180 Â Â $ 510 Â Â $ 690 Â PSD Â Â 169 Â Â Â 267 Â Â Â 436 Â MSD Â Â 260 Â Â Â 163 Â Â Â 423 Â Total segment assets Â $ 609 Â Â $ 940 Â Â $ 1,549 Â Â December 31, 2023 Â AccountsÂ receivable, net Â Â Inventories Â Â Total Â VSD Â $ 181 Â Â $ 553 Â Â $ 734 Â PSD Â Â 171 Â Â Â 283 Â Â Â 454 Â MSD Â Â 251 Â Â Â 155 Â Â Â 406 Â Total segment assets Â $ 603 Â Â $ 991 Â Â $ 1,594 Â Â The following table reconciles total segment assets to total assets: Â Â September 30, 2024 Â Â December 31, 2023 Â Total segment assets Â $ 1,549 Â Â $ 1,594 Â Cash and cash equivalents Â Â 861 Â Â Â 875 Â Other current assets Â Â 258 Â Â Â 227 Â Property, plant and equipment, net Â Â 770 Â Â Â 784 Â Right-of-use assets, net Â Â 247 Â Â Â 225 Â Goodwill and intangible assets, net Â Â 5,010 Â Â Â 5,173 Â Other assets Â Â 328 Â Â Â 240 Â Total assets Â $ 9,023 Â Â $ 9,118 Â Goodwill associated with each of the Companyâ€™s reportable segments is as follows: Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â Gross goodwill, at December 31, 2023 Â $ 359 Â Â $ 1,007 Â Â $ 3,021 Â Â $ 4,387 Â Foreign currency translation Â Â (1) Â Â 2 Â Â Â 12 Â Â Â 13 Â Gross goodwill, at September 30, 2024 Â Â 358 Â Â Â 1,009 Â Â Â 3,033 Â Â Â 4,400 Â Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 Â Â (141) Â Â (390) Â Â (1,302) Â Â (1,833) Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 Â $ 217 Â Â $ 619 Â Â $ 1,731 Â Â $ 2,567 Â Â Geographic AreaInformation about the Companyâ€™s operations by geographic area is presented in the tables below. Starting in the second quarter of 2024, the Company changed its basis of reporting geographical net revenues from the location in which the sale originated to the shipped-to location of the end customer. Prior periods have been recast to reflect this change, which was made to better align with how management reviews geographic net revenues. Intercompany sales between geographic areas are at tax transfer prices and have been eliminated from consolidated net revenues. Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Net revenues: Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â United States Â $ 194 Â Â $ 236 Â Â $ 615 Â Â $ 688 Â China Â Â 192 Â Â Â 192 Â Â Â 561 Â Â Â 552 Â South Korea Â Â 89 Â Â Â 93 Â Â Â 260 Â Â Â 262 Â Taiwan Â Â 66 Â Â Â 67 Â Â Â 176 Â Â Â 195 Â Japan Â Â 65 Â Â Â 68 Â Â Â 177 Â Â Â 208 Â Singapore Â Â 60 Â Â Â 52 Â Â Â 171 Â Â Â 176 Â Other Â Â 230 Â Â Â 224 Â Â Â 692 Â Â Â 649 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â Long-lived assets include property, plant and equipment, net, right-of-use assets, net and certain other assets. Long-lived assets: Â September 30, 2024 Â Â December 31, 2023 Â United States Â $ 414 Â Â $ 459 Â China Â Â 168 Â Â Â 163 Â Germany Â Â 138 Â Â Â 149 Â Other Â Â 350 Â Â Â 326 Â Â $ 1,070 Â Â $ 1,097 Â Â X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -

Paragraph 54 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 10: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 34 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-34Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-15Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/280/tableOfContentReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring and Other 9 Months Ended Sep. 30, 2024 Expense Of Restructuring Activities And Other [Abstract] Â Restructuring and Other (16)Restructuring and OtherThe Company recorded restructuring and other charges of $1 and $6 during the three and nine months ended September 30, 2024, respectively, primarily related to severance costs incurred as a result of a global cost-saving initiative implemented in the fourth quarter of 2023. Restructuring and other charges for the nine months ended September 30, 2024 also included a $1 charge related to a legal matter. The Company recorded restructuring charges of $1 and $13 during the three and nine months ended September 30, 2023, respectively, primarily related to severance costs incurred as a result of a global cost-saving initiative implemented in each of the first and second quarters of 2023.The activity related to the Companyâ€™s restructuring accrual is shown below: Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Restructuring accrual, beginning of period Â $ 9 Â Â $ 3 Â Charged to expense Â Â 5 Â Â Â 13 Â Payments and adjustments Â Â (10) Â Â (10) Restructuring accrual, end of period Â $ 4 Â Â $ 6 Â X - DefinitionExpense Of Restructuring Activities And Other [Abstract] + ReferencesNo definition available. + Details Name: mksi_ExpenseOfRestructuringActivitiesAndOtherAbstract Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionExpense of restructuring activities and other. + ReferencesNo definition available. + Details Name: mksi_ExpenseOfRestructuringActivitiesAndOtherTextBlock Namespace Prefix: mksi_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and Contingencies (17)Commitments and ContingenciesLitigationThe Company is subject to various legal proceedings and claims that have arisen in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Companyâ€™s results of operations, financial condition or cash flows. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events 9 Months Ended Sep. 30, 2024 Subsequent Events [Abstract] Â Subsequent Events (18)Subsequent EventOn October 23, 2024, the Company made a voluntary prepayment of â‚¬200 principal amount, which equates to $216, of its Euro Tranche B loan under the Term Loan Facility. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers (Tables) 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Schedule of Deferred Revenue and Customer Advances by Arrangement A roll-forward of the Companyâ€™s deferred revenue and customer advances is as follows: Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Beginning balance, January 1(1) Â $ 79 Â Â $ 96 Â Additions to deferred revenue and customer advances Â Â 103 Â Â Â 122 Â Amount of deferred revenue and customer advances recognized in income Â Â (110) Â Â (136) Ending balance, September 30(2) Â $ 72 Â Â $ 82 Â Â (1)Beginning balance as of January 1, 2024 included $77 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Beginning balance as of January 1, 2023 included $94 of current deferred revenue and customer advances and $2 of non-current deferred revenue.(2)Ending balance as of September 30, 2024 included $70 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Ending balance as of September 30, 2023 included $80 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Summary of Revenue from Contracts with Customers The following tables summarize product and service revenue from contracts with customers in MKSâ€™ three reportable segments. Â Â Three Months Ended September 30, 2024 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 283 Â Â $ 209 Â Â $ 284 Â Â $ 776 Â Services Â Â 62 Â Â Â 42 Â Â Â 16 Â Â Â 120 Â Total net revenues Â $ 345 Â Â $ 251 Â Â $ 300 Â Â $ 896 Â Â Â Â Three Months Ended September 30, 2023 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 294 Â Â $ 225 Â Â $ 299 Â Â $ 818 Â Services Â Â 60 Â Â Â 42 Â Â Â 12 Â Â Â 114 Â Total net revenues Â $ 354 Â Â $ 267 Â Â $ 311 Â Â $ 932 Â Â Â Â Nine Months Ended September 30, 2024 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 833 Â Â $ 633 Â Â $ 835 Â Â $ 2,301 Â Services Â Â 179 Â Â Â 126 Â Â Â 46 Â Â Â 351 Â Total net revenues Â $ 1,012 Â Â $ 759 Â Â $ 881 Â Â $ 2,652 Â Â Â Â Â Nine Months Ended September 30, 2023 Â Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Net revenues: Â Â Â Â Â Â Â Â Â Â Â Â Products Â $ 929 Â Â $ 613 Â Â $ 874 Â Â $ 2,416 Â Services Â Â 163 Â Â Â 111 Â Â Â 40 Â Â Â 314 Â Total net revenues Â $ 1,092 Â Â $ 724 Â Â $ 914 Â Â $ 2,730 Â The following table summarizes revenue from contracts with customers in the Companyâ€™s three end markets: Semiconductor, Electronics and Packaging, and Specialty Industrial. Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Semiconductor Â $ 378 Â Â $ 367 Â Â $ 1,098 Â Â $ 1,117 Â Electronics and Packaging Â Â 231 Â Â Â 243 Â Â Â 669 Â Â Â 691 Â Specialty Industrial Â Â 287 Â Â Â 322 Â Â Â 885 Â Â Â 922 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â X - DefinitionTabular 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10 + Details Name: us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5 + Details Name: us-gaap_DisaggregationOfRevenueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 36 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis Assets and liabilities of the Company are measured at fair value on a recurring basis as of September 30, 2024 and are summarized as follows:Â Â Â Â Â Â Fair Value Measurements at Reporting Date Using Â Description Â September 30, 2024 Â Â Quoted Prices inActive Markets forIdentical Assets (Level 1) Â SignificantOtherObservableInputs(Level 2) Â Â SignificantUnobservableInputs(Level 3) Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 415 Â Â $ 415 Â $ â€” Â Â $ â€” Â Time deposits Â Â 7 Â Â Â â€” Â Â 7 Â Â Â â€” Â Equity securities Â Â 1 Â Â Â 1 Â Â Â â€” Â Â Â â€” Â Available-for-sale securities: Â Â Â Â Â Â Â Â Â Â Â Â Group insurance contracts Â Â 6 Â Â Â â€” Â Â 6 Â Â Â â€” Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â Â 3 Â Â Â â€” Â Â 3 Â Â Â â€” Â Interest rate swaps - current Â Â 8 Â Â Â â€” Â Â 8 Â Â Â â€” Â Interest rate swaps - non-current Â Â 8 Â Â Â â€” Â Â 8 Â Â Â â€” Â Pension and deferred compensation plan assets Â Â 20 Â Â Â â€” Â Â 20 Â Â Â â€” Â Total assets Â $ 468 Â Â $ 416 Â $ 52 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts-current Â $ 4 Â Â $ â€” Â $ 4 Â Â $ â€” Â Interest rate swaps - current Â Â 11 Â Â Â â€” Â Â 11 Â Â Â â€” Â Total liabilities Â $ 15 Â Â $ â€” Â $ 15 Â Â $ â€” Â Reported as follows: Â Â Â Â Â Â Â Â Â Â Â Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalents(1) Â $ 422 Â Â $ 415 Â $ 7 Â Â $ â€” Â Other current assets Â Â 11 Â Â Â â€” Â Â 11 Â Â Â â€” Â Total current assets Â $ 433 Â Â $ 415 Â $ 18 Â Â $ â€” Â Other assets Â $ 35 Â Â $ 1 Â $ 34 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Other current liabilities Â $ 15 Â Â $ â€” Â $ 15 Â Â $ â€” Â (1) The cash and cash equivalents amount presented in the table above does not include cash of $439 as of September 30, 2024.Assets and liabilities of the Company are measured at fair value on a recurring basis as of December 31, 2023 and are summarized as follows:Â Â Â Â Â Â Fair Value Measurements at Reporting Date Using Â Description Â December 31, 2023 Â Â Quoted Prices inActive Markets forIdentical Assets (Level 1) Â Â SignificantOtherObservableInputs(Level 2) Â Â SignificantUnobservableInputs(Level 3) Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 356 Â Â $ 356 Â Â $ â€” Â Â $ â€” Â Time deposits Â Â 12 Â Â Â â€” Â Â 12 Â Â Â â€” Â Available-for-sale securities: Â Â Â Â Â Â Â Â Â Â Â Â Group insurance contracts Â Â 6 Â Â Â â€” Â Â 6 Â Â Â â€” Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â Â 2 Â Â Â â€” Â Â 2 Â Â Â â€” Â Interest rate swaps - non-current Â Â 41 Â Â Â â€” Â Â 41 Â Â Â â€” Â Pension and deferred compensation plan assets Â Â 19 Â Â Â â€” Â Â 19 Â Â Â â€” Â Total assets Â $ 439 Â Â $ 356 Â Â $ 83 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Derivatives Â Â Â Â Â Â Â Â Â Â Â Â Foreign exchange forward contracts Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â Total liabilities Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â Reported as follows: Â Â Â Â Â Â Â Â Â Â Â Â Assets: Â Â Â Â Â Â Â Â Â Â Â Â Cash and cash equivalents (1) Â $ 368 Â Â $ 356 Â Â $ 12 Â Â $ â€” Â Other current assets Â Â 5 Â Â Â â€” Â Â 5 Â Â Â â€” Â Total current assets Â $ 373 Â Â $ 356 Â Â $ 17 Â Â $ â€” Â Other assets Â $ 66 Â Â $ â€” Â Â $ 66 Â Â $ â€” Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Other current liabilities Â $ 5 Â Â $ â€” Â Â $ 5 Â Â $ â€” Â (1) The cash and cash equivalents amount presented in the table above does not include cash of $507 as of December 31, 2023. Schedule of Estimated Carrying Value and Fair Value of Company's Debt The estimated carrying value and fair value of the Companyâ€™s debt as of September 30, 2024 and December 31, 2023 are as follows: Â Â September 30, 2024 Â Â December 31, 2023 Â Â Â Â Carrying Value Â Â Fair Value Â Â Carrying Value Â Â Fair Value Â Term Loan Facility Â $ 3,529 Â Â $ 3,538 Â Â $ 4,953 Â Â $ 4,965 Â Convertible Notes Â Â 1,400 Â Â Â 1,401 Â Â Â â€” Â Â Â â€” Â Total Â $ 4,929 Â Â $ 4,939 Â Â $ 4,953 Â Â $ 4,965 Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of information pertaining to carrying amount and estimated fair value of short-term and long-term debt instruments or arrangements, including but not limited to, identification of terms, features, and collateral requirements. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type:

duration XML 37 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Derivatives and Net Investment Hedge (Tables) 9 Months Ended Sep. 30, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] Â Summary of Notional Values of Foreign Exchange Forward Contracts Outstanding The following table summarizes the net notional values of foreign exchange forward contracts outstanding as of September 30, 2024 and December 31, 2023:Â Â Â Net Notional Value Â Â September 30, 2024 Â Â December 31, 2023 Â Derivatives designated as hedging instruments: Â Â Â Â Â Â Foreign exchange forward contracts-cash flow hedges Â $ 116 Â Â $ 178 Â Derivatives not designated as hedging instruments: Â Â Â Â Â Â Foreign exchange forward contracts-balance sheet hedges Â $ 239 Â Â $ 155 Â Summary of Net Gains (Losses) on Derivatives Designated as Cash Flow Hedging Instruments The following table summarizes the net gains (losses) on derivatives designated as cash flow hedging instruments:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Foreign exchange forward contracts-cash flow hedges: Â Â Â Â Â Â Â Â Â Â Â Â Net (losses) gains recognized in accumulated OCI Â $ (7) Â $ (1) Â $ 1 Â Â $ 9 Â Net gains (losses) reclassified from accumulated OCI into cost of revenues Â $ 3 Â Â $ 2 Â Â $ 5 Â Â $ 4 Â Interest rate hedges: Â Â Â Â Â Â Â Â Â Â Â Â Net (losses) gains recognized in accumulated OCI Â $ (52) Â $ 17 Â Â $ (28) Â $ 36 Â Net gains (losses) reclassified from accumulated OCI into interest expense Â $ 16 Â Â $ 12 Â Â $ 49 Â Â $ 32 Â Summary of Net Gains (Losses) on Derivatives Not Designated as Hedging Instruments The following table summarizes the net gains (losses) on derivatives not designated as hedging instruments:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Foreign exchange forward contracts-balance sheet hedges: Â Â Â Â Â Â Â Â Â Â Â Â Net gains (losses) recognized in other (income) expense, net Â $ 1 Â Â $ (5) Â $ 1 Â Â $ (9) Interest rate caps: Â Â Â Â Â Â Â Â Â Â Â Â Net gains (losses) recognized in income Â $ â€” Â Â $ 1 Â Â $ â€” Â Â $ 3 Â Â Derivative instruments are subject to master netting arrangements. However, the Company has elected to record these contracts on a gross basis in the condensed consolidated balance sheet. The location and fair value amounts of derivative instruments reported in the condensed consolidated balance sheet is disclosed in Note 4. X - ReferencesNo definition available. + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of gain (loss) on derivative and nonderivative instruments designated and qualifying as cash flow hedge recorded in accumulated other comprehensive income (AOCI) and reclassified into earnings. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C + Details Name: us-gaap_ScheduleOfCashFlowHedgesIncludedInAccumulatedOtherComprehensiveIncomeLossTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the notional amounts of outstanding derivative positions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A + Details Name: us-gaap_ScheduleOfNotionalAmountsOfOutstandingDerivativePositionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of derivative instrument not designated or qualifying as hedging instrument. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4C -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4CReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4CC -SubTopic 10 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4CC + Details Name: us-gaap_ScheduleOfOtherDerivativesNotDesignatedAsHedgingInstrumentsStatementsOfFinancialPerformanceAndFinancialPositionLocationTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Inventories (Tables) 9 Months Ended Sep. 30, 2024 Inventory Disclosure [Abstract] Â Summary of Inventories Inventories consist of the following:Â Â Â September 30, 2024 Â Â December 31, 2023 Â Raw materials Â $ 708 Â Â $ 740 Â Work-in-process Â Â 96 Â Â Â 94 Â Finished goods Â Â 136 Â Â Â 157 Â Total Â $ 940 Â Â $ 991 Â X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 210 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483489/210-10-50-1 + Details Name: us-gaap_ScheduleOfInventoryCurrentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets (Tables) 9 Months Ended Sep. 30, 2024 Goodwill and Intangible Assets Disclosure [Abstract] Â Goodwill The changes in the carrying amount of goodwill and accumulated impairment loss during the nine months ended September 30, 2024 were as follows: Â Â GrossCarryingAmount Â Â AccumulatedImpairmentLoss Â Â Net Â Beginning balance, January 1, 2024 Â $ 4,387 Â Â $ (1,833) Â $ 2,554 Â Foreign currency translation and measurement period adjustments Â Â 13 Â Â Â â€” Â Â 13 Â Ending balance, September 30, 2024 Â $ 4,400 Â Â $ (1,833) Â $ 2,567 Â Â Summary Quantitative Assessment This quantitative assessment for the quarter ended June 30, 2023 resulted in the following: Reporting Unit Â Goodwill Impairment Â Â Remaining Goodwill Â Electronics Â $ 826 Â Â $ 1,420 Â General Metal Finishing Â Â 428 Â Â Â 307 Â Equipment Solutions Â Â 372 Â Â Â 100 Â Intangible Assets The Companyâ€™s intangible assets are comprised of the following: As of September 30, 2024: Â Gross Â Â AccumulatedÂ Impairment Charges Â Â Accumulated Amortization Â Â Foreign Currency Translation Â Â Net Â Completed technology Â $ 1,268 Â Â $ (152) Â $ (473) Â $ (3) Â $ 640 Â Customer relationships Â Â 2,072 Â Â Â (1) Â Â (442) Â Â (11) Â Â 1,618 Â Patents, trademarks, trade names and other Â Â 381 Â Â Â (63) Â Â (127) Â Â (6) Â Â 185 Â Â Â $ 3,721 Â Â $ (216) Â $ (1,042) Â $ (20) Â $ 2,443 Â Â As of December 31, 2023: Â Gross Â Â AccumulatedImpairment Charges Â Â AccumulatedAmortization Charges Â Â Foreign Currency Translation and Measurement Period Adjustments Â Â Net Â Completed technology Â $ 1,268 Â Â $ (152) Â $ (405) Â $ (4) Â $ 707 Â Customer relationships Â Â 2,072 Â Â Â (1) Â Â (335) Â Â (17) Â Â 1,719 Â Patents, trademarks, trade names and other Â Â 381 Â Â Â (63) Â Â (118) Â Â (7) Â Â 193 Â Â Â Â $ 3,721 Â Â $ (216) Â $ (858) Â $ (28) Â $ 2,619 Â Estimated Net Amortization Expense Aggregate net amortization expense related to acquired intangible assets for future years is as follows: Year Â Amount Â 2024 (remaining) Â $ 64 Â 2025 Â Â 254 Â 2026 Â Â 250 Â 2027 Â Â 249 Â 2028 Â Â 249 Â 2029 Â Â 246 Â Thereafter Â Â 1,075 Â X - DefinitionQuantitative assessment. + ReferencesNo definition available. + Details Name: mksi_QuantitativeAssessmentTableTextBlock Namespace Prefix: mksi_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1AReference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2 + Details Name: us-gaap_ScheduleOfGoodwillTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Debt (Tables) 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Schedule of Short-Term Debt The Companyâ€™s outstanding debt is as follows: Â Â September 30, 2024 Â Â December 31, 2023 Â Short-term debt: Â Â Â Â Â Â Term Loan Facility Â $ 50 Â Â $ 93 Â Long-term debt: Â Â Â Â Â Â Term Loan Facility Â $ 3,479 Â Â $ 4,860 Â Debt issuance costs - Term Loan Facility Â Â (94) Â Â (164) Â Â Â Â Â Â Term Loan Facility, net Â Â 3,385 Â Â Â 4,696 Â Convertible Notes Â Â 1,400 Â Â Â â€” Â Debt issuance costs - Convertible Notes Â Â (27) Â Â â€” Â Â Â Â Â Â Convertible Notes, net Â Â 1,373 Â Â Â â€” Â Â Â Â Â Â Total long-term debt, net Â $ 4,758 Â Â $ 4,696 Â Schedule of Contractual Maturities of Debt Obligations Contractual maturities of the Companyâ€™s debt obligations as of September 30, 2024 are as follows: Year Â Amount Â 2024 (remaining) Â $ 13 Â 2025 Â Â 50 Â 2026 Â Â 50 Â 2027 Â Â 50 Â 2028 Â Â 50 Â 2029 Â Â 3,316 Â Thereafter Â Â 1,400 Â Schedule of Interest Expense The Companyâ€™s interest expense is as follows: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Term Loan Facility: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Contractual interest expense Â $ 67 Â Â $ 103 Â Â $ 244 Â Â $ 291 Â Â Â Â Â Â Amortization of debt issuance costs as interest expense Â Â 6 Â Â Â 7 Â Â Â 20 Â Â Â 22 Â Total interest expense on Term Loan Facility Â $ 73 Â Â $ 110 Â Â $ 264 Â Â $ 313 Â Convertible Notes: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Contractual interest expense Â $ 4 Â Â $ â€” Â Â $ 7 Â Â $ â€” Â Â Â Â Â Â Amortization of debt issuance costs as interest expense Â Â 1 Â Â Â â€” Â Â 2 Â Â Â â€” Â Total interest expense on Convertible Notes Â $ 5 Â Â $ â€” Â Â $ 9 Â Â $ â€” Â Other interest expense, net (1) Â $ (14) Â $ (17) Â $ (43) Â $ (47) Total interest expense Â $ 64 Â Â $ 93 Â Â $ 230 Â Â $ 266 Â (1) Other interest expense, net primarily consists of interest (income) expense related to the Companyâ€™s interest rate swap and interest rate cap agreements. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of interest income and expense, including, but not limited to, interest income and expense from investments, loans, and securities. + ReferencesNo definition available. + Details Name: us-gaap_InterestIncomeAndInterestExpenseDisclosureTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of maturity and sinking fund requirement for long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_ScheduleOfMaturitiesOfLongTermDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of short-term debt arrangements (having initial terms of repayment within one year or the normal operating cycle, if longer) including: (1) description of the short-term debt arrangement; (2) identification of the lender or type of lender; (3) repayment terms; (4) weighted average interest rate; (5) carrying amount of funds borrowed under the specified short-term debt arrangement as of the balance sheet date; (6) description of the refinancing of a short-term obligation when that obligation is excluded from current liabilities in the balance sheet; and (7) amount of a short-term obligation that has been excluded from current liabilities in the balance sheet because of a refinancing of the obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ScheduleOfShortTermDebtTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Product Warranties (Tables) 9 Months Ended Sep. 30, 2024 Guarantees and Product Warranties [Abstract] Â Product Warranty Activities Product warranty activities were as follows: Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Beginning of period Â $ 22 Â Â $ 27 Â Provision for product warranties Â Â 18 Â Â Â 8 Â Charges to warranty liability Â Â (18) Â Â (11) End of period Â $ 22 Â Â $ 24 Â Â X - ReferencesNo definition available. + Details Name: us-gaap_GuaranteesAndProductWarrantiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in the guarantor's aggregate product warranty liability, including the beginning balance of the aggregate product warranty liability, the aggregate reductions in that liability for payments made (in cash or in kind) under the warranty, the aggregate changes in the liability for accruals related to product warranties issued during the reporting period, the aggregate changes in the liability for accruals related to preexisting warranties (including adjustments related to changes in estimates), and the ending balance of the aggregate product warranty liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ScheduleOfProductWarrantyLiabilityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 42 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Other Current Liabilities (Tables) 9 Months Ended Sep. 30, 2024 Other Liabilities, Current [Abstract] Â Summary of Other Current Liabilities Other current liabilities consisted of the following: Â Â September 30, 2024 Â Â December 31, 2023 Â Accrued compensation and other employee-related obligations Â $ 134 Â Â $ 159 Â Deferred revenue and customer advances Â Â 70 Â Â Â 77 Â Income taxes payable Â Â 73 Â Â Â 57 Â Lease liabilities Â Â 35 Â Â Â 30 Â Other Â Â 113 Â Â Â 105 Â Total other current liabilities Â $ 425 Â Â $ 428 Â X - DefinitionTabular disclosure of other current liabilities. + ReferencesNo definition available. + Details Name: us-gaap_OtherCurrentLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 43 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Net Income (Loss) Per Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Computation of Basic

and Diluted Net Income (Loss) Per Share The following table sets forth the computation of basic and diluted net income (loss) per share: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Numerator: Â Â Â Â Â Â Â Â Â Â Â Â Net income (loss) Â $ 62 Â Â $ 39 Â Â $ 99 Â Â $ (1,772) Denominator: Â Â Â Â Â Â Â Â Â Â Â Â Shares used in net income (loss) per common share â€“ basic Â Â 67.4 Â Â Â 66.9 Â Â Â 67.2 Â Â Â 66.8 Â Effect of dilutive securities Â Â 0.2 Â Â Â 0.2 Â Â Â 0.3 Â Â Â â€“ Â Shares used in net income (loss) per common share â€“ diluted Â Â 67.6 Â Â Â 67.1 Â Â Â 67.5 Â Â Â 66.8 Â Net income (loss) per common share: Â Â Â Â Â Â Â Â Â Â Â Â Basic Â $ 0.92 Â Â $ 0.59 Â Â $ 1.48 Â Â $ (26.53) Diluted Â $ 0.92 Â Â $ 0.58 Â Â $ 1.47 Â Â $ (26.53) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 44 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Total Stock-Based Compensation Expense Included in Company's Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) The total stock-based compensation expense included in the Companyâ€™s condensed consolidated statements of operations and comprehensive income (loss) was as follows: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Cost of revenues Â $ 2 Â Â $ 1 Â Â $ 5 Â Â $ 4 Â Research and development Â Â 2 Â Â Â 2 Â Â Â 5 Â Â Â 5 Â Selling, general and administrative Â Â 7 Â Â Â 10 Â Â Â 27 Â Â Â 34 Â Total stock-based compensation expense Â $ 11 Â Â $ 13 Â Â $ 37 Â Â $ 43 Â Summary of Activity for RSUs The following table presents the activity for RSUs under the Plans: Â Â Nine Months Ended September 30, 2024 Â Â Â Quantity Â Â Weighted Average Grant DateFair ValuePer Share Â RSUs â€“ beginning of period Â Â 1.0 Â Â $ 98.36 Â Granted Â Â 0.5 Â Â $ 122.18 Â Vested or forfeited Â Â (0.5) Â $ 107.30 Â RSUs â€“ end of period Â Â 1.0 Â Â $ 104.49 Â Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested restricted stock units. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 45 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information (Tables) 9 Months Ended Sep. 30, 2024 Segment Reporting [Abstract] Â Net Revenues, Assets and Goodwill by Reportable Segment The following table sets forth net revenues by reportable segment: Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â VSD Â $ 345 Â Â $ 354 Â Â $ 1,012 Â Â $ 1,092 Â PSD Â Â 251 Â Â Â 267 Â Â Â 759 Â Â Â 724 Â MSD Â Â 300 Â Â Â 311 Â Â Â 881 Â Â Â 914 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â The following table sets forth segment assets by reportable segment: September 30, 2024 Â AccountsÂ receivable, net Â Â Inventories Â Â Total Â VSD Â $ 180 Â Â $ 510 Â Â $ 690 Â PSD Â Â 169 Â Â Â 267 Â Â Â 436 Â MSD Â Â 260 Â Â Â 163 Â Â Â 423 Â Total segment assets Â $ 609 Â Â $ 940 Â Â $ 1,549 Â Â December 31, 2023 Â AccountsÂ receivable, net Â Â Inventories Â Â Total Â VSD Â $ 181 Â Â $ 553 Â Â $ 734 Â PSD Â Â 171 Â Â Â 283 Â Â Â 454 Â MSD Â Â 251 Â Â Â 155 Â Â Â 406 Â Total segment assets Â $ 603 Â Â $ 991 Â Â $ 1,594 Â Â Goodwill associated with each of the Companyâ€™s reportable segments is as follows: Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â Gross goodwill, at December 31, 2023 Â $ 359 Â Â $ 1,007 Â Â $ 3,021 Â Â $ 4,387 Â Foreign currency translation Â Â (1) Â Â 2 Â Â Â 12 Â Â Â 13 Â Gross goodwill, at September 30, 2024 Â Â 358 Â Â Â 1,009 Â Â Â 3,033 Â Â Â 4,400 Â Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 Â Â (141) Â Â (390) Â Â (1,302) Â Â (1,833) Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 Â $ 217 Â Â $ 619 Â Â $ 1,731 Â Â $ 2,567 Â Schedule of Reconciles Gross Profit By Reportable Segment To Net Income (Loss) The following table reconciles gross profit by reportable segment to net income (loss): Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Gross profit by reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â VSD Â $ 148 Â Â $ 148 Â Â $ 431 Â Â $ 456 Â PSD Â Â 113 Â Â Â 110 Â Â Â 341 Â Â Â 310 Â MSD Â Â 171 Â Â Â 168 Â Â Â 495 Â Â Â 465 Â Total gross profit by reportable segment Â Â 432 Â Â Â 426 Â Â Â 1,267 Â Â Â 1,231 Â Operating expenses: Â Â Â Â Â Â Â Â Â Â Â Â Research and development Â Â 70 Â Â Â 71 Â Â Â 206 Â Â Â 218 Â Selling, general and administrative Â Â 167 Â Â Â 167 Â Â Â 498 Â Â Â 514 Â Acquisition and integration costs Â Â 3 Â Â Â 3 Â Â Â 6 Â Â Â 14 Â Restructuring and other Â Â 1 Â Â Â 1 Â Â Â 6 Â Â Â 13 Â Fees and expenses related to amendments to the Term Loan Facility Â Â 2 Â Â Â â€“ Â Â Â 5 Â Â Â â€“ Â Amortization of intangible assets Â Â 61 Â Â Â 68 Â Â Â 184 Â Â Â 225 Â Goodwill and intangible asset impairments Â Â â€“ Â Â Â â€“ Â Â Â â€“ Â Â Â 1,827 Â Gain on sale of long-lived assets Â Â â€“ Â Â Â (2) Â Â â€“ Â Â Â (2) Income (loss) from operations Â Â 128 Â Â Â 118 Â Â Â 362 Â Â Â (1,578) Interest income Â Â (6) Â Â Â (4) Â Â Â (17) Â Â Â (10) Interest expense Â Â 64 Â Â Â 93 Â Â Â 230 Â Â Â 266 Â Loss on extinguishment of debt Â Â 5 Â Â Â 5 Â Â Â â€“ Â Â Â 52 Â Â Â â€“ Â Other expense (income), net Â Â 5 Â Â Â 7 Â Â Â (3) Â Â 14 Â Income (loss) before income taxes Â Â 60 Â Â Â 22 Â Â Â 100 Â Â Â (1,848) (Benefit) provision for income taxes Â Â (2) Â Â (17) Â Â 1 Â Â Â (76) Net income (loss) Â $ 62 Â Â $ 39 Â Â $ 99 Â Â $ (1,772) Reconciles Total Segment Assets to Total Assets The following table reconciles total segment assets to total assets: Â Â September 30, 2024 Â Â December 31, 2023 Â Total segment assets Â $ 1,549 Â Â $ 1,594 Â Cash and cash equivalents Â Â 861 Â Â Â 875 Â Other current assets Â Â 258 Â Â Â 227 Â Property, plant and equipment, net Â Â 770 Â Â Â 784 Â Right-of-use assets, net Â Â 247 Â Â Â 225 Â Goodwill and intangible assets, net Â Â 5,010 Â Â Â 5,173 Â Other assets Â Â 328 Â Â Â 240 Â Total assets Â $ 9,023 Â Â $ 9,118 Â Â Goodwill associated with each of the Companyâ€™s reportable segments is as follows: Â Â VSD Â Â PSD Â Â MSD Â Â Total Â Reportable segment: Â Â Â Â Â Â Â Â Â Â Â Â Gross goodwill, at December 31, 2023 Â $ 359 Â Â $ 1,007 Â Â $ 3,021 Â Â $ 4,387 Â Foreign currency translation Â Â (1) Â Â 2 Â Â Â 12 Â Â Â 13 Â Gross goodwill, at September 30, 2024 Â Â 358 Â Â Â 1,009 Â Â Â 3,033 Â Â Â 4,400 Â Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 Â Â (141) Â Â (390) Â Â (1,302) Â Â (1,833) Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 Â $ 217 Â Â $ 619 Â Â $ 1,731 Â Â $ 2,567 Â Â Schedule of Net Revenues and Long-Lived Assets by Geographic Regions Intercompany sales between geographic areas are at tax transfer prices and have been eliminated from consolidated net revenues. Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â Net revenues: Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â United States Â Â $ 194 Â Â Â $ 236 Â Â Â $ 615 Â Â Â $ 688 Â China Â Â 192 Â Â Â 192 Â Â Â 561 Â Â Â 552 Â South Korea Â Â 89 Â Â Â 93 Â Â Â 260 Â Â Â 262 Â Taiwan Â Â 66 Â Â Â 67 Â Â Â 176 Â Â Â 195 Â Japan Â Â 65 Â Â Â 68 Â Â Â 177 Â Â Â 208 Â Singapore Â Â 60 Â Â Â 52 Â Â Â 171 Â Â Â 176 Â Other Â Â 230 Â Â Â 224 Â Â Â 692 Â Â Â 649 Â Â $ 896 Â Â $ 932 Â Â $ 2,652 Â Â $ 2,730 Â Long-lived assets: Â September 30, 2024 Â Â December 31, 2023 Â United States Â $ 414 Â Â $ 459 Â China Â Â 168 Â Â Â 163 Â Germany Â Â 138 Â Â Â 149 Â Other Â Â 350 Â Â Â 326 Â Â $ 1,070 Â Â $ 1,097 Â Â X - DefinitionTabular disclosure of all significant reconciling items in the reconciliation of total assets from reportable segments to the entity's consolidated assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_ReconciliationOfAssetsFromSegmentToConsolidatedTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the reconciliation of profit (loss) from reportable segments to the consolidated income (loss) before income tax expense (benefit) and discontinued operations. Includes, but is not limited to, reconciliation after income tax if income tax is allocated to the reportable segment. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_ReconciliationOfOperatingProfitLossFromSegmentsToConsolidatedTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of information concerning material long-lived assets (excluding financial instruments, customer relationships with financial institutions, mortgage and other servicing rights, deferred policy acquisition costs, and deferred taxes assets) located in identified geographic areas and/or the amount of revenue from external customers attributed to that country from which revenue is material. An entity may also provide subtotals of geographic information about groups of countries. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the profit or loss and total assets for each reportable segment. 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-25Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 30 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_ScheduleOfSegmentReportingInformationBySegmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 46 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring and Other (Tables) 9 Months Ended Sep. 30, 2024 Expense Of Restructuring Activities And Other [Abstract] Â Schedule of Company's Restructuring Activity The activity related to the Companyâ€™s restructuring accrual is shown below: Â Â Nine Months Ended September 30, Â Â Â 2024 Â Â 2023 Â Restructuring accrual, beginning of period Â $ 9 Â Â $ 3 Â Charged to expense Â Â 5 Â Â Â 13 Â Payments and adjustments Â Â (10) Â Â (10) Restructuring accrual, end of period Â $ 4 Â Â $ 6 Â X - DefinitionExpense Of Restructuring Activities And Other [Abstract] + ReferencesNo definition available. + Details Name: mksi_ExpenseOfRestructuringActivitiesAndOtherAbstract Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of costs incurred for restructuring including, but not limited to, exit and disposal activities, remediation, implementation, integration, asset impairment, and charges against earnings from the write-down of assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 420 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_ScheduleOfRestructuringAndRelatedCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 47 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Recent Accounting Pronouncements - Additional Information (Detail) 9 Months Ended Sep. 30, 2024 New Accounting Pronouncements Or Change In Accounting Principle [Line Items] Â Minimum percentage of income tax payment net of refunds received 5.00% X - DefinitionMinimum percentage of income tax payment net of refunds received. + ReferencesNo definition available. + Details Name: mksi_MinimumPercentageOfIncomeTaxPaymentNetOfRefundsReceived Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-9Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-9Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-7Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI

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https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 61: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 62: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 63: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 64: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147483194/926-20-65-2Reference 81: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 82: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 83: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 84: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 85: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 86: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-6Reference 87: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 88: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 89: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name 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65 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 94: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 95: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 96: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 97: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 98: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-3Reference 99: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1Reference 100: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_NewAccountingPronouncementsOrChangeInAccountingPrincipleLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 48 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers - Additional Information (Detail) $ in Millions 9 Months Ended Sep. 30, 2024 USD ($) Segment Dec. 31, 2023 USD ($) Change in Contract with Customer, Liability [Abstract] Â Â Contract assets | $ $ 23 $ 26 Number of reportable segments | Segment 3 Â X - ReferencesNo definition available. + Details Name: us-gaap_ChangeInContractWithCustomerLiabilityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3:

http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of segments reported by the entity. 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration XML 49 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Detail) - USD ($) $ in Millions 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Change in Contract with Customer, Liability [Abstract] Â Â Beginning balance, January 1 $ 79 $ 96 Additions to deferred revenue and customer advances 103 122 Amount of deferred revenue and customer advances recognized in income (110) (136) Ending balance, September 30 $ 72 $ 82 X - DefinitionContract with customer amount of deferred revenue and customer advances recognized + ReferencesNo definition available. + Details Name: mksi_ContractWithCustomerAmountOfDeferredRevenueAndCustomerAdvancesRecognized Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionContract with customer liability additions. + ReferencesNo definition available. + Details Name: mksi_ContractWithCustomerLiabilityAdditions Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_ChangeInContractWithCustomerLiabilityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 50 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Parenthetical) (Detail) - USD ($) $ in Millions Sep. 30, 2024 Jan. 01, 2024 Dec. 31, 2023 Sep. 30, 2023 Jan. 01, 2023 Change in Contract with Customer, Liability [Line Items] Â Â Â Â Â Non-current deferred revenue $ 2 $ 2 Â $ 2 $ 2 Deferred revenue and customer advances 70 Â $ 77 Â Â Deferred Revenue [Member] Â Â Â Â Â Change in Contract with Customer, Liability [Line Items] Â Â Â Â Â Deferred revenue and customer advances $ 70 $ 77 Â $ 80 $ 94 X - DefinitionChange in Contract with Customer, Liability [Line Items] + ReferencesNo definition available. + Details Name: mksi_ChangeInContractWithCustomerLiabilityLineItems Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_BalanceSheetLocationAxis=mksi_DeferredRevenueMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers - Summary of Product and Service Revenue from Contracts with Customers (Detail) - 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] Â Â Â Â Net revenues $ 896 $ 932 $ 2,652 $ 2,730 Products [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 776 818 2,301 2,416 Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 120 114 351 314 VSD [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 345 354 1,012 1,092 VSD [Member] | Products [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 283 294 833 929 VSD [Member] | Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 62 60 179 163 PSD [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 251 267 759 724 PSD [Member] | Products [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 209 225 633 613 PSD [Member] | Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 42 42 126 111 MSD [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 300 311 881 914 MSD [Member] | Products [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues 284 299 835 874 MSD [Member] | Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Net revenues $ 16 $ 12 $ 46 $ 40 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_VacuumSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_PhotonicsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_MaterialSolutionsDivisionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue from Contracts with Customers - Summary of Revenue from Contracts with Customers (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] Â Â Â Â Revenue from contracts with customers $ 896 $ 932 $ 2,652 $ 2,730 Semiconductor [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue from contracts with customers 378 367 1,098 1,117 Electronics and Packaging [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue from contracts with customers 231 243 669 691 Specialty Industrial [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue from contracts with customers $ 287 $ 322 $ 885 $ 922 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13:

http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=mksi_SemiconductorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=mksi_ElectronicsAndPackagingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=mksi_SpecialtyIndustrialMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Detail) - Fair Value Measurements, Recurring [Member] - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents $ 422 $ 368 Equity securities 1 Â Pension and deferred compensation plan assets 20 19 Total assets 468 439 Total liabilities 15 5 Other current assets 11 5 Total current assets 433 373 Other assets 35 66 Other current liabilities $ 15 $ 5 Derivative Liability, Statement of Financial Position [Extensible Enumeration] Liabilities Liabilities Interest Rate Caps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current Â $ 3 Interest Rate Swaps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current $ 8 Â Derivatives-interest rate hedge - non-current 8 Â Derivatives - interest rate hedge - current 11 Â Interest Rate Hedge [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - non-current Â 41 Foreign Exchange Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-foreign exchange forward contracts 3 2 Derivatives- foreign exchange forward contracts-current 4 5 Group Insurance Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Available-for-sale securities 6 6 Money Market Funds [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 415 356 Time Deposits [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 7 12 Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 415 356 Equity securities 1 Â Pension and deferred compensation plan assets 0 0 Total assets 416 356 Total liabilities 0 0 Other current assets 0 0 Total current assets 415 356 Other assets 1 0 Other current liabilities $ 0 $ 0 Derivative Liability, Statement of Financial Position [Extensible Enumeration] Liabilities Liabilities Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] | Interest Rate Caps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current Â $ 0 Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] | Interest Rate Swaps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current $ 0 Â Derivatives-interest rate hedge - non-current 0 0 Derivatives - interest rate hedge - current 0 Â Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] | Foreign Exchange Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-foreign exchange forward contracts 0 0 Derivatives- foreign exchange forward contracts-current 0 0 Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] | Group Insurance Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Available-for-sale securities 0 0 Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] | Money Market Funds [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 415 356 Quoted Prices in Active Markets for Identical Assets (Level 1) [Member] | Time Deposits [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 0 0 Significant Other Observable Inputs (Level 2) [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 7 12 Equity securities 0 Â Pension and deferred compensation plan assets 20 19 Total assets 52 83 Total liabilities 15 5 Other current assets 11 5 Total current assets 18 17 Other assets 34 66 Other current liabilities $ 15 $ 5 Derivative Liability, Statement of Financial Position [Extensible Enumeration] Liabilities Liabilities Significant Other Observable Inputs (Level 2) [Member] | Interest Rate Caps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current Â $ 3 Significant Other Observable Inputs (Level 2) [Member] | Interest Rate Swaps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current $ 8 Â Derivatives-interest rate hedge - non-current 8 41 Derivatives - interest rate hedge - current 11 Â Significant Other Observable Inputs (Level 2) [Member] | Foreign Exchange Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-foreign exchange forward contracts 3 2 Derivatives- foreign exchange forward contracts-current 4 5 Significant Other Observable Inputs (Level 2) [Member] | Group Insurance Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Available-for-sale securities 6 6 Significant Other Observable Inputs (Level 2) [Member] | Money Market Funds [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 0 0 Significant Other Observable Inputs (Level 2) [Member] | Time Deposits [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 7 12 Significant Unobservable Inputs (Level 3) [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 0 0 Equity securities 0 Â Pension and deferred compensation plan assets 0 0 Total assets 0 0 Total liabilities 0 0 Other current assets 0 0 Total current assets 0 0 Other assets 0 0 Other current liabilities $ 0 $ 0 Derivative Liability, Statement of Financial Position [Extensible Enumeration] Liabilities Liabilities Significant Unobservable Inputs (Level 3) [Member] | Interest Rate Caps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - current Â $ 0 Significant Unobservable Inputs (Level 3) [Member] | Interest Rate Swaps [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-interest rate hedge - non-current $ 0 0 Derivatives - interest rate hedge - current 0 Â Significant Unobservable Inputs (Level 3) [Member] | Foreign Exchange Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Derivatives-foreign exchange forward contracts 0 0 Derivatives- foreign exchange forward contracts-current 0 0 Significant Unobservable Inputs (Level 3) [Member] | Group Insurance Contracts [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Available-for-sale securities 0 0 Significant Unobservable Inputs (Level 3) [Member] | Money Market Funds [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents 0 0 Significant Unobservable Inputs (Level 3) [Member] | Time Deposits [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Cash and cash equivalents $ 0 $ 0 X - DefinitionCurrent assets fair value disclosure. + ReferencesNo definition available. + Details Name: mksi_CurrentAssetsFairValueDisclosure Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCurrent interest rate fair value hedge asset at fair value. + ReferencesNo definition available. + Details Name: mksi_CurrentInterestRateFairValueHedgeAssetAtFairValue Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCurrent interest rate fair value hedge liabilities at fair value. + ReferencesNo definition available. + Details Name: mksi_CurrentInterestRateFairValueHedgeLiabilitiesAtFairValue Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNon current interest rate fair value hedge asset at fair value. + ReferencesNo definition available. + Details Name: mksi_NonCurrentInterestRateFairValueHedgeAssetAtFairValue Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionOther current assets fair value disclosure. + ReferencesNo definition available. + Details Name: mksi_OtherCurrentAssetsFairValueDisclosure Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionOther current liabilities fair value disclosure. + ReferencesNo definition available. + Details Name: mksi_OtherCurrentLiabilitiesFairValueDisclosure Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionOther non current assets fair value disclosure. + ReferencesNo definition available. + Details Name: mksi_OtherNonCurrentAssetsFairValueDisclosure Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPension and deferred compensation plan assets. + ReferencesNo definition available. + Details Name: mksi_PensionAndDeferredCompensationPlanAssets Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmortized cost, after allowance for credit loss, of investment in debt security measured at amortized cost (held-to-maturity) and investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-5 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleAndHeldToMaturityAmortizedCostAfterAllowanceForCreditLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset. Includes liabilities not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 16: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(9)(e)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5C -Subparagraph (SX 210.12-13C(Column H)(Footnote 7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5CReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(9)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(9)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SX 210.12-13(Column G)(Footnote 8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5C -Subparagraph (SX 210.12-13C(Column H)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5CReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SX 210.12-13(Column G)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5A -Subparagraph (SX 210.12-13A(Column E)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5B -Subparagraph (SX 210.12-13B(Column E)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5B -Subparagraph (SX 210.12-13B(Column E)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3Reference 28: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-22Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55

-Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-10Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-10 + Details Name: us-gaap_DerivativeLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIndicates line item in statement of financial position that includes derivative liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_DerivativeLiabilityStatementOfFinancialPositionExtensibleEnumeration Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: instant X - DefinitionAmount of investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 944 -SubTopic 80 -Name Accounting Standards Codification -Section 55 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480078/944-80-55-14Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 944 -SubTopic 80 -Name Accounting Standards Codification -Section 55 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480078/944-80-55-9Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482736/825-10-45-1AReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_EquitySecuritiesFvNiCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value as of the balance sheet date of all foreign currency derivative assets designated as cash flow hedging instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4B + Details Name: us-gaap_ForeignCurrencyCashFlowHedgeAssetAtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value as of the balance sheet date of all foreign currency derivative liabilities designated as cash flow hedging instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4B + Details Name: us-gaap_ForeignCurrencyCashFlowHedgeLiabilityAtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateCapMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateSwapMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=mksi_InterestRateHedgeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_InvestmentTypeAxis=mksi_GroupInsuranceContractsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByAssetClassAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByAssetClassAxis=us-gaap_BankTimeDepositsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Parenthetical) (Details) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Fair Value Disclosures [Abstract] Â Â Cash not subject to fair value disclosure requirements $ 439 $ 507 X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 55 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule of Estimated Carrying Value and Fair Value of Company's Debt (Details) - USD ($) $ in Millions Sep. 30, 2024 May 16, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Debt Carrying Value $ 4,929 Â $ 4,953 Debt Fair Value 4,939 Â 4,965 Term Loan Facility [Member] Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Debt Carrying Value 3,529 Â 4,953 Debt Fair Value 3,538 Â 4,965 Convertible Notes [Member] Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Debt Carrying Value 1,400 $ 1,400 0 Debt Fair Value $ 1,401 Â $ 0 X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe fair value amount of long-term debt whether such amount is presented as a separate caption or as a parenthetical disclosure. Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LongTermDebtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_ConvertibleSeniorNotesDue2030Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Derivatives and Net Investment Hedge - Additional Information (Detail) â,¬ in Millions, $ in Millions 9 Months Ended Jan. 22, 2024 EUR (â,¬) Aug. 17, 2022 Sep. 30, 2024 USD ($) Sep. 30, 2024 EUR (â,¬) Swaps Sep. 30, 2024 USD ($) Swaps Dec. 31, 2023 EUR (â,¬) Dec. 31, 2023 USD ($) Derivative Instruments and Hedging Activities Disclosures [Line Items] Â Â Â Â Â Â Â Maximum period for hedging a portion of forecasted foreign currency denominated intercompany sales of inventory Â Â 24 months Â Â Â Â Number Of USD LIBOR based swaps | Swaps Â Â Â 2 2 Â Â Notional amount Â Â Â Â $ 2,600 Â $ 2,300 Euro Tranche B [Member] | Net Investment Hedging [Member] Â Â Â Â Â Â Derivative Instruments and Hedging Activities Disclosures [Line Items] Â Â Â Â Â Â Â Incremental borrowings | â,¬ â,¬ 250 Â Â Â Â Â Aggregate principal amount of net investment hedge | â,¬ â,¬ 250 Â Â â,¬ 798 Â â,¬ 593 Â Atotech [Member] Â Â Â Â Â Â Derivative Instruments and Hedging Activities Disclosures [Line Items] Â Â Â Â Â Â Business acquisition date Â Aug. 17, 2022 Â Â Â Â Â Notional amount Â Â Â Â Â Â $ 700 Expired date Â Â Jan. 31, 2024 Â Â Â Â Interest Rate Swaps [Member] Â Â Â Â Â Â Derivative Instruments and Hedging Activities Disclosures [Line Items] Â Â Â Â Â Â Â Cash flow hedge to be reclassified in 12 months Â Â $ 16 Â Â Â Â Â X - DefinitionIncremental borrowings. + ReferencesNo definition available. + Details Name: mksi_IncrementalBorrowings Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDate when the acquirer obtains control of the acquiree, in YYYY-MM-DD format. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 7 -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-7Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 6 -SubTopic 10 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-6 + Details Name: us-gaap_BusinessAcquisitionEffectiveDateOfAcquisition1 Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 30 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480870/815-30-50-1 + Details Name: us-gaap_CashFlowHedgeGainLossToBeReclassifiedWithinTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosuresLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDate derivative contract ends, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477439/946-210-55-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SX 210.12-13(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5C -Subparagraph (SX 210.12-13C(Column D)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SX 210.12-13(Column F)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5A -Subparagraph (SX 210.12-13A(Column C)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards

Codification -Section S99 -Paragraph 5B -Subparagraph (SX 210.12-13B(Column D)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5B + Details Name: us-gaap_DerivativeMaturityDates Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionNominal or face amount used to calculate payment on derivative. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1BReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A + Details Name: us-gaap_DerivativeNotionalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: instant X - DefinitionMaximum amount of time remaining before foreign currency exchange rate derivatives mature or expire, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_MaximumRemainingMaturityOfForeignCurrencyDerivatives1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of interest rate derivative instruments held by the entity at the reporting date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A + Details Name: us-gaap_NumberOfInterestRateDerivativesHeld Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionAmount, after tax, of cumulative translation adjustment attributable to gain (loss) on foreign currency derivatives that are designated as, and are effective as, economic hedges of a net investment in a foreign entity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20 + Details Name: us-gaap_TranslationAdjustmentForNetInvestmentHedgeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_VestingAxis=mksi_EuroTrancheBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_NetInvestmentHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=mksi_AtotechLimitedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateSwapMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Derivatives and Net Investment Hedge - Summary of Notional Values of Foreign Exchange Forward Contracts Outstanding (Details) - Foreign Exchange Forward Contracts [Member] - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Derivatives Designated as Hedging Instruments [Member] | Cash Flow Hedges [Member] Â Â Derivative [Line Items] Â Â Net notional value $ 116 $ 178 Derivatives not Designated as Hedging Instruments [Member] | Balance Sheet Hedges [Member] Â Â Derivative [Line Items] Â Â Net notional value $ 239 $ 155 X - DefinitionNominal or face amount used to calculate payments on the derivative asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SX 210.12-13(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5C -Subparagraph (SX 210.12-13C(Column E)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5CReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5A -Subparagraph (SX 210.12-13A(Column D)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5B -Subparagraph (SX 210.12-13B(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5BReference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1BReference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1AReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A + Details Name: us-gaap_DerivativeAssetNotionalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5 + Details Name: us-gaap_DerivativeLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_DesignatedAsHedgingInstrumentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_CashFlowHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_NondesignatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=mksi_BalanceSheetHedgesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Designated as Cash Flow Hedging Instruments (Detail) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Derivative Instruments, Gain (Loss) [Line Items] Â Â Â Â Net (losses) gains recognized in accumulated OCI $ (59) $ 16 $ (27) $ 45 Cash Flow Hedging [Member] | Foreign Exchange Forward Contracts [Member] Â Â Â Â Derivative Instruments, Gain (Loss) [Line Items] Â Â Â Â Net (losses) gains recognized in accumulated OCI (7) (1) 1 9 Net gains (losses) reclassified from accumulated OCI into cost of revenues 3 2 5 4 Cash Flow Hedging [Member] | Interest Rate Hedges [Member] Â Â Â Â Derivative Instruments, Gain (Loss) [Line Items] Â Â Â Â Net (losses) gains recognized in accumulated OCI (52) 17 (28) 36 Net gains (losses) reclassified from accumulated OCI into interest expense $ 16 $ 12 $ 49 $ 32 X - DefinitionDerivative instruments, gain loss reclassified from accumulated ocIi into cost of revenues. + ReferencesNo definition available. + Details Name: mksi_DerivativeInstrumentsGainLossReclassifiedFromAccumulatedOciIntoCostOfRevenues Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDerivative instruments gain loss reclassified from accumulated Oci into interest expense. + ReferencesNo definition available. + Details Name: mksi_DerivativeInstrumentsGainLossReclassifiedFromAccumulatedOciIntoInterestExpense Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4E -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4E + Details Name: us-gaap_DerivativeInstrumentsGainLossLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness, attributable to parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTaxParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_CashFlowHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=mksi_InterestRateHegesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R52.htm IDEA: XBRL DOCUMENT v3.24.3 Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Not Designated as Hedging Instruments (Detail) - Derivatives not Designated as Hedging Instruments [Member] - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Foreign Exchange Forward Contracts [Member] Â Â Â Â Derivative Instruments Gain Loss Not Designated As Hedging Instruments [Line Items] Â Â Â Â Net gains (losses) recognized in other (income) expense, net $ 1 $ (5) $ 1 $ (9) Interest Rate Cap [Member] Â Â Â Â Derivative Instruments Gain Loss Not Designated As Hedging Instruments [Line Items] Â Â Â Â Net gains (losses) recognized in other (income) expense, net Â $ 1 Â $ 3 X - DefinitionDerivative Instruments Gain Loss Not Designated As Hedging Instruments [Line Items] + ReferencesNo definition available. + Details Name: mksi_DerivativeInstrumentsGainLossNotDesignatedAsHedgingInstrumentsLineItems Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain (loss) recognized in earnings in the period from the increase (decrease) in fair value of foreign currency derivatives not designated as hedging instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4C -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4CReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_GainLossOnForeignCurrencyDerivativeInstrumentsNotDesignatedAsHedgingInstruments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_NondesignatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateCapMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R53.htm IDEA: XBRL DOCUMENT v3.24.3 Inventories - Summary of Inventories (Detail) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Inventory Disclosure [Abstract] Â Â Raw materials $ 708 $ 740 Work-in-process 96 94 Finished goods 136 157 Total $ 940 $ 991 X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying amount, net of valuation reserves and adjustments, as of the balance sheet date of merchandise or goods held by the company that are readily available for sale. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryFinishedGoodsNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying amount, net of valuation reserves and adjustments, as of the balance sheet date of unprocessed items to be consumed in the manufacturing or production process. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryRawMaterialsNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying amount, net of reserves and adjustments, as of the balance sheet date of merchandise or goods which are partially completed. This inventory is generally comprised of raw materials, labor and factory overhead costs, which require further materials, labor and overhead to be converted into finished goods, and which generally require the use of estimates to determine percentage complete and pricing. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryWorkInProcessNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 61 R54.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Additional Information (Detail) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Jun. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Amortization of intangible assets $ 61 $ 68 Â $ 184 $ 225 Â Finite-Lived Intangible Assets, Accumulated Amortization 1,042 Â Â 1,042 Â $ 858 Un-amortized finite-lived intangible assets 3,721 Â Â 3,721 Â $ 3,721 Goodwill and intangible asset impairments 0 0 Â 0 1,827 Â In-process Research and Development [Member] Â Â Â Â Â Â Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Finite-Lived Intangible Assets, Accumulated Amortization Â $ 9 Â Â $ 9 Â Equipment Solutions Business [Member] | Completed Technology [Member] Â Â Â Â Â Â Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Intangible assets fair value Â Â $ 20 Â Â Â Impairment Â Â $ 152 Â Â Â Intangible assets useful life future undiscounted cash flows Â Â 7 years Â Â Â Weighted-average revenue growth rate future undiscounted cash flows Â Â 8.00% Â Â Â Discount rate future undiscounted cash flows Â Â 13.50% Â Â Â Electronics [Member] Â Â Â Â Â Â Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Impairment Â Â $ 826 Â Â Â Electronics [Member] | In-process Research and Development [Member] Â Â Â Â Â Â Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Intangible assets fair value Â Â 72 Â Â Â Impairment Â Â $ 49 Â Â Â Discount rate future undiscounted cash flows Â Â 12.50% Â Â Â Electronics [Member] | In-process Research and Development [Member] | Maximum [Member] Â Â Â Â Â Â Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Intangible assets useful life future undiscounted cash flows Â Â 2 years Â Â Â Trademarks and Trade Names [Member] Â Â Â Â Â Â Goodwill And Intangible Assets [Line Items] Â Â Â Â Â Â Un-amortized Intangible assets, net $ 56 Â Â $ 56 Â Â X - DefinitionDiscount Rate Future Undiscounted Cash Flows + ReferencesNo definition available. + Details Name: mksi_DiscountRateFutureUndiscountedCashFlows Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionGoodwill and intangible assets. + ReferencesNo definition available. + Details Name: mksi_GoodwillAndIntangibleAssetsLineItems Namespace Prefix: mksi_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionIntangible assets fair value. + ReferencesNo definition available. + Details Name: mksi_IntangibleAssetsFairValue Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionIntangible assets useful life future undiscounted cash flows + ReferencesNo definition available. + Details Name: mksi_IntangibleAssetsUsefulLifeFutureUndiscountedCashFlows Namespace Prefix: mksi_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average revenue growth rate future undiscounted cash flows. + ReferencesNo definition available. + Details Name: mksi_WeightedAverageRevenueGrowthRateFutureUndiscountedCashFlows Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph

(b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of assets, excluding financial assets and goodwill, lacking physical substance and having a projected indefinite period of benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_IndefiniteLivedIntangibleAssetsExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_InProcessResearchAndDevelopmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ReportingUnitAxis=mksi_EquipmentSolutionsBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=mksi_CompletedTechnologyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ReportingUnitAxis=mksi_ElectronicsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IndefiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TrademarksAndTradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R55.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Goodwill (Detail) $ in Millions 9 Months Ended Sep. 30, 2024 USD ($) Goodwill and Intangible Assets Disclosure [Abstract] Â Beginning balance, Goodwill Gross Carrying Amount $ 4,387 Foreign currency translation and measurement period adjustments, Gross Carrying Amount 13 Ending balance, Goodwill Gross Carrying Amount 4,400 Beginning balance, Accumulated Impairment Loss (1,833) Foreign currency translation and measurement period adjustments, Accumulated Impairment Loss 0 Ending balance, Accumulated Impairment Loss (1,833) Beginning balance, Goodwill Net 2,554 Foreign currency translation and measurement period adjustments, Net 13 Ending balance, Goodwill Net $ 2,567 X - DefinitionForeign currency translation, accumulated impairment loss. + ReferencesNo definition available. + Details Name: mksi_ForeignCurrencyTranslationAccumulatedImpairmentLoss Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGoodwill translation adjustments gross. + ReferencesNo definition available. + Details Name: mksi_GoodwillTranslationAdjustmentsGross Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of foreign currency translation gain (loss) which increases (decreases) asset representing future economic benefit from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillForeignCurrencyTranslationGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, before accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated impairment loss for asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillImpairedAccumulatedImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 63 R56.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Summary of Quantitative Assessment (Detail) $ in Millions 3 Months Ended Jun. 30, 2023 USD ($) Electronics [Member] Â Goodwill [Line Items] Â Goodwill Impairment $ 826 Remaining Goodwill 1,420 General Metal Finishing [Member] Â Goodwill [Line Items] Â Goodwill Impairment 428 Remaining Goodwill 307 Equipment Solutions [Member] Â Goodwill [Line Items] Â Goodwill Impairment 372 Remaining Goodwill $ 100 X - DefinitionReporting unit goodwill. + ReferencesNo definition available. + Details Name: mksi_ReportingUnitGoodwill Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1A + Details Name: us-gaap_GoodwillLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ReportingUnitAxis=mksi_ElectronicsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ReportingUnitAxis=mksi_GeneralMetalFinishingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ReportingUnitAxis=mksi_EquipmentSolutionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 64 R57.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Intangible Assets (Detail) - USD ($) $ in Millions 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Finite-Lived Intangible Assets [Line Items] Â Â Intangible assets, Gross $ 3,721 $ 3,721 Accumulated Impairment Charges (216) (216) Accumulated Amortization Charges $ (1,042) $ (858) Impairment, Intangible Asset, Indefinite-Lived (Excluding Goodwill), Statement of Income or Comprehensive Income [Extensible Enumeration] Amortization of Intangible Assets Amortization of Intangible Assets Foreign Currency

Translation and Measurement Period Adjustments $ (20) $ (28) Intangible assets, net 2,443 2,619 Completed Technology [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Intangible assets, Gross 1,268 1,268 Accumulated Impairment Charges (152) (152) Accumulated Amortization Charges (473) (405) Foreign Currency Translation and Measurement Period Adjustments (3) (4) Intangible assets, net 640 707 Customer Relationships [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Intangible assets, Gross 2,072 2,072 Accumulated Impairment Charges (1) (1) Accumulated Amortization Charges (442) (335) Foreign Currency Translation and Measurement Period Adjustments (11) (17) Intangible assets, net 1,618 1,719 Patents, Trademarks, Trade Names and Other [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Intangible assets, Gross 381 381 Accumulated Impairment Charges (63) (63) Accumulated Amortization Charges (127) (118) Foreign Currency Translation and Measurement Period Adjustments (6) (7) Intangible assets, net $ 185 $ 193 X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of foreign currency translation gain (loss) which increases (decreases) assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsForeignCurrencyTranslationGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionIndicates line item in statement of income or comprehensive income that includes impairment of indefinite-lived intangible asset excluding goodwill. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3 + Details Name: us-gaap_ImpairmentOfIntangibleAssetIndefiniteLivedExcludingGoodwillStatementOfIncomeOrComprehensiveIncomeExtensibleEnumeration Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: duration X - DefinitionAmount of impairment loss resulting from write-down of assets, excluding financial assets and goodwill, lacking physical substance and having a projected indefinite period of benefit to fair value. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ImpairmentOfIntangibleAssetsIndefinitelivedExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=mksi_CompletedTechnologyRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=mksi_PatentsTrademarksTradeNamesAndOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 65 R58.htm IDEA: XBRL DOCUMENT v3.24.3 Goodwill and Intangible Assets - Estimated Net Amortization Expense (Detail) $ in Millions Sep. 30, 2024 USD ($) Goodwill and Intangible Assets Disclosure [Abstract] Â 2024 (remaining) $ 64 2025 254 2026 250 2027 249 2028 249 2029 246 Thereafter $ 1,075 X - DefinitionAmount of amortization for asset, excluding financial asset and goodwill, lacking physical substance with finite life expected to be recognized after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 66 R59.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Schedule of Short-Term Debt (Detail) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Short Term Debt [Line Items] Â Â Short-term debt $ 50 $ 93 Term Loan Facility [Member] Â Â Short Term Debt [Line Items] Â Â Short-term debt $ 50 $ 93 X - DefinitionReflects the total carrying amount as of the balance sheet date of debt having initial terms less than one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_ShortTermBorrowings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ShortTermDebtLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 67 R60.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Schedule of Long-Term Debt (Detail) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Debt Instrument [Line Items] Â Â Long-term debt, net $ 4,758 $ 4,696 Term Loan Facility [Member] Â Â Debt Instrument [Line Items] Â Â Term Loan Facility, net 3,479 4,860 Debt issuance costs (94) (164) Long-term debt, net 3,385 4,696 Convertible Notes [Member] Â Â Debt Instrument [Line Items] Â Â Debt issuance costs (27) 0 Convertible Notes, net 1,400 0 Long-term debt, net $ 1,373 $ 0 X - DefinitionCarrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, before accumulated amortization, of debt issuance costs classified as noncurrent. Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DeferredFinanceCostsNoncurrentGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. Excludes lease obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_LongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 68 R61.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Credit Facilities - Additional Information (Detail) 3 Months Ended 6 Months Ended 9 Months Ended Jul. 23, 2024 USD ($) Jul. 23, 2024 EUR (â‚¬) Jul. 22, 2024 May 16, 2024 USD ($) Feb. 13, 2024 USD ($) Oct. 03, 2023 USD ($) Aug. 17, 2022 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Jun. 30, 2024 Sep. 30, 2024 USD ($) Sep. 30, 2024 EUR (â‚¬) Sep. 30, 2023 USD ($) Jan. 22, 2024 USD ($) Jan. 22, 2024 EUR (â‚¬) Dec. 31, 2023 USD ($) Aug. 17, 2022 EUR (â‚¬) Debt Instrument [Line Items] Â Â Â

Â Â Â Â Â Â Â Debt refinanced amount $ 2,650,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Loan voluntary prepayment amount $ 69,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â USD Tranche B [Member] | Term SOFR Borrowings [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt instrument, interest rate Â Â Â Â Â 2.50% Â Â Â Â 2.75% 2.75% Â Â Â Â Â USD Tranche B [Member] | Original Issue Discount [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Original issue discount percentage of principal amount Â Â Â Â Â Â Â Â Â Â Â 2.00% 2.00% Â Â Â Â Â USD Tranche B [Member] | Floor Rate [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt instrument, interest rate Â Â Â Â Â Â Â Â Â 0.50% 0.50% Â Â Â Â Â USD Tranche B [Member] | Base Rate [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt instrument, interest rate Â Â Â Â Â 1.50% Â Â Â Â 1.75% 1.75% Â Â Â Â Â Euro Tranche B [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Borrowing capacity | â,¬ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â â,¬ 600,000,000 Scheduled quarterly payments amount | â,¬ Â Â Â Â Â Â Â Â Â Â Â â,¬ 2,000,000 Â Â Â Â Â Debt refinanced amount | â,¬ Â â,¬ 800,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument, decrease in interest rate 2.75% 2.75% 3.00% Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Loan voluntary prepayment amount | â,¬ Â â,¬ 38,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Euro Tranche B [Member] | Original Issue Discount [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Original issue discount percentage of principal amount Â Â Â Â Â Â Â Â Â Â Â 2.00% 2.00% Â Â Â Â Â First Lien Net Leverage Ratio [Member] | Maximum [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Leverage ratio Â Â Â Â Â Â 6 Â Â 6 Â Â Â Â Â Â USD Tranche B First Ammendment [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Deferred financing fees and original issue discount fees Â Â Â Â Â Â Â $ 11,000,000 Â Â $ 11,000,000 Â Â Â Â Â Â Â Deferred financing costs in long-term debt Â Â Â Â Â Â Â 9,000,000 Â 9,000,000 Â Â Â Â Â Â Loss on extinguishment of debt Â Â Â Â Â Â Â Â $ 8,000,000 Â Â Â Â Â Â Â USD Tranche B First Ammendment [Member] | Original Issue Discount [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Original issue discount percentage of principal amount Â Â Â Â Â Â Â Â 0.25% 0.25% Â Â Â Â Â Incremental Tranche B Loans Second Amendment [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Deferred financing fees and original issue discount fees Â Â Â Â Â Â 5,000,000 Â Â $ 5,000,000 Â Â Â Â Â Deferred financing costs in long-term debt Â Â Â Â Â Â Â $ 2,000,000 Â 2,000,000 Â Â Â Â Â Loss on extinguishment of debt Â Â Â Â Â Â Â Â Â 9,000,000 Â Â Â Â Â Incremental Tranche B Loans Fourth Amendment [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Loss on extinguishment of debt Â Â Â Â Â Â Â Â Â Â Â $ 5,000,000 Â Â Â Â Â Incremental USD Tranche B Loans [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Outstanding principal amount Â Â Â Â Â Â Â Â Â Â Â $ 490,000,000 Â Â Â Incremental Tranche B Loans [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Outstanding principal amount | â,¬ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â â,¬ 250,000,000 Â X - DefinitionDeferred financing costs in long term debt. + ReferencesNo definition available. + Details Name: mksi_DeferredFinancingCostsInLongTermDebt Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionInitial commitment fee percentage. + ReferencesNo definition available. + Details Name: mksi_InitialCommitmentFeePercentage Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine of credit facility minimum additional borrowing capacity. + ReferencesNo definition available. + Details Name: mksi_LineOfCreditFacilityMinimumAdditionalBorrowingCapacity Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLoan voluntary prepayment amount. + ReferencesNo definition available. + Details Name: mksi_LoanVoluntaryPrepaymentAmount Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionMinimum percentage of earnings before interest taxes depreciation and amortization. + ReferencesNo definition available. + Details Name: mksi_MinimumPercentageOfEarningsBeforeInterestTaxesDepreciationAndAmortization Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionOriginal issue discount percentage of principal amount. + ReferencesNo definition available. + Details Name: mksi_OriginalIssueDiscountPercentageOfPrincipalAmount Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of aggregate amount of all commitments. + ReferencesNo definition available. + Details Name: mksi_PercentageOfAggregateAmountOfAllCommitments Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPrepayment premium percentage of aggregate principal amount. + ReferencesNo definition available. + Details Name: mksi_PrepaymentPremiumPercentageOfAggregatePrincipalAmount Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionScheduled quarterly payments percentage of original principal amount. + ReferencesNo definition available. + Details Name: mksi_ScheduledQuarterlyPaymentsPercentageOfOriginalPrincipalAmount Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDate when the business acquisition agreement was executed, in YYYY-MM-DD format. + ReferencesNo definition available. + Details Name: us-gaap_BusinessAcquisitionDateOfAcquisitionAgreement1 Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionPercentage points added to the reference rate to compute the variable rate on the debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentBasisSpreadOnVariableRate1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIncremental percentage increase (decrease) in the stated rate on a debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentInterestRateIncreaseDecrease Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDescription of the interest rate as being fixed or variable, and, if variable, identification of the index or rate on which the interest rate is based and the number of points or percentage added to that index or rate to set the rate, and other pertinent information, such as frequency of rate resets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentInterestRateTerms Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of the required periodic payments applied to principal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentPeriodicPaymentPrincipal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionWeighted average interest rate of debt outstanding. + ReferencesNo definition available. + Details Name: us-gaap_DebtWeightedAverageInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionAmount, before accumulated amortization, of debt issuance costs. Includes, but is not limited to, legal, accounting, underwriting, printing, and registration costs. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DeferredFinanceCostsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe carrying value as of the balance sheet date of the current and noncurrent portions of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_LineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance

Type: credit Period Type: instant X - DefinitionAmount of increase (decrease) of the credit facility. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityIncreaseDecreaseForPeriodNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionMaximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIndebtedness divided by net capital. + ReferencesNo definition available. + Details Name: us-gaap_RatioOfIndebtednessToNetCapital1 Namespace Prefix: us-gaap_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of a short-term obligation that has been excluded from current liabilities in the balance sheet because of a refinancing of the obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-4 + Details Name: us-gaap_ShortTermDebtRefinancedAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDescription of the refinancing of a short-term obligation when that obligation is excluded from current liabilities in the balance sheet. The description generally includes a general discussion of the terminated financing agreement and the terms of the new obligation or equity securities issued or expected to be issued as a result of the refinancing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-4 + Details Name: us-gaap_ShortTermDebtRefinancedDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_CreditFacilityAxis=mksi_IncrementalRevolvingCommitmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentRedemptionPeriodAxis=mksi_AnnualStepDownMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentRedemptionPeriodAxis=mksi_StepUpMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_BaseRateBorrowingsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermSofrBorrowingsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_BorrowingsUnderEuroTrancheBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermLoansUnderTermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=mksi_OriginalIssueDiscountMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=mksi_FederalFundsRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=mksi_TermSofrRatePlusApplicableCreditSpreadAdjustmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=mksi_EuriborRateFloorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_BaseRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_BorrowingsUnderRevolvingFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=mksi_AtotechMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_UsdTrancheAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_InterestRateFloorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_UsdTrancheBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_EuroTrancheBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_FirstLienNetLeverageRatioMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_UsdTrancheBFirstAmmendmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_IncrementalTrancheBLoansSecondAmendmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_IncrementalTrancheBLoansFourthAmendmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_IncrementalUsdTrancheBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=mksi_IncrementalTrancheBLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R62.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Convertible Senior Notes - Additional Information (Detail) - USD ($) $ / shares in Units, $ in Millions 9 Months Ended May 16, 2024 May 13, 2024 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Debt Instrument [Line Items] Â Â Â Â Â Aggregate principal amount Â Â $ 4,929 Â $ 4,953 Repayment of borrowings outstanding Â Â 2,198 $ 67 Â Convertible Senior Notes Due 2030 [Member] Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Aggregate principal amount $ 1,400 Â $ 1,400 Â $ 0 Aggregate principal amount notes sold 1,400 Â Â Â Â Debt instrument issued principal option to purchase 200 Â Â Â Â Net proceeds from offering 1,374 Â Â Â Â Payments for cost of capped call transactions 167 Â Â Â Repayment of borrowings outstanding $ 1,206 Â Â Â Â Indenture and the Notes [Member] | Convertible Senior Notes Due 2030 [Member] Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Interest rate 1.25% Â 1.56% Â Â Debt instrument frequency of periodic payment Â Â semiannually Â Â Maturity date Jun. 01, 2030 Â Â Â Â Debt instrument redemption percentage 100.00% Â Â Â Â Debt instrument conversion price percentage 130.00% Â Â Â Â Number of trading days 20 days Â Â Â Â Number of consecutive trading days 30 days Â Â Â Â Debt instrument conversion terms Â Â The conversion rate for the Convertible Notes is initially 6.4799 shares of the Companyâ€™s common stock per one thousand dollars principal amount of the Convertible Notes, which is equivalent to an initial conversion price of approximately $154.32 per share. The conversion rate is subject to adjustment upon the occurrence of certain events. Â Â Debt instrument conversion rate shares 6.4799 Â Â Â Â Debt instrument conversion rate $ 154.32 Â Â Â Â Repurchase of principal amount percentage 100.00% Â Â Â Â Capped Call Transactions [Member] | Convertible Senior Notes Due 2030 [Member] Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Capped call transaction reduction or offset per share Â $ 237.42 Â Â Â Debt instrument premium percentage Â 100.00% Â Â Â Sale price per share Â $ 118.71 Â Â Â Cost to purchase capped call transactions Â Â $ 167 Â Â Minimum [Member] | Indenture and the Notes [Member] | Convertible Senior Notes Due 2030 [Member] Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Estimated aggregate principal amount percentage 25.00% Â Â Â Â Maximum [Member] | Indenture and the Notes [Member] | Convertible Senior Notes Due 2030 [Member] Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Estimated aggregate principal amount percentage 100.00% Â Â Â Â Â X - DefinitionCapped call transaction reduction or offset per share. + ReferencesNo definition available. + Details Name: mksi_CappedCallTransactionReductionOrOffsetPerShare Namespace Prefix: mksi_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionCost to purchase capped call transactions. + ReferencesNo definition available. + Details Name: mksi_CostToPurchaseCappedCallTransactions Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDebt instrument conversion rate shares. + ReferencesNo definition available. + Details Name: mksi_DebtInstrumentConversionRateShares Namespace Prefix: mksi_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionDebt instrument convertible conversion price percentage. + ReferencesNo definition available. + Details Name: mksi_DebtInstrumentConvertibleConversionPricePercentage Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument Issued Principal Option To Purchase + ReferencesNo definition available. + Details Name: mksi_DebtInstrumentIssuedPrincipalOptionToPurchase Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDebt instrument premium percentage. + ReferencesNo definition available. + Details Name: mksi_DebtInstrumentPremiumPercentage Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionEstimated aggregate principal amount percentage. + ReferencesNo definition available. + Details Name: mksi_EstimatedAggregatePrincipalAmountPercentage Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionNumber of consecutive trading days. + ReferencesNo definition available. + Details Name: mksi_NumberOfConsecutiveTradingDays Namespace Prefix: mksi_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of trading days. + ReferencesNo definition available. + Details Name: mksi_NumberOfTradingDays Namespace Prefix: mksi_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionPayments for cost of capped call transactions. + ReferencesNo definition available. + Details Name: mksi_PaymentsForCostOfCappedCallTransactions Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepurchase of debt percentage. + ReferencesNo definition available. + Details Name: mksi_RepurchaseOfDebtPercentage Namespace Prefix: mksi_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-5 + Details Name: us-gaap_DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionDescription of conversion terms for debt instrument. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-6Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-7 + Details Name: us-gaap_DebtInstrumentConvertibleTermsOfConversionFeature Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDescription of the frequency of periodic payments (monthly, quarterly, annual). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentFrequencyOfPeriodicPayment Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionAmount of principal of debt issued. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_DebtInstrumentIssuedPrincipal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionPercentage price of original principal amount of debt at which debt can be redeemed by the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 470 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentRedemptionPricePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe cash inflow during the period from additional borrowings in aggregate debt. Includes proceeds from short-term and long-term debt. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=mksi_ConvertibleSeniorNotesDue2030Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LineOfCreditFacilityAxis=mksi_IndentureAndTheNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LineOfCreditFacilityAxis=mksi_CappedCallTransactionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R63.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Schedule of Interest Expense (Details) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Debt Instrument [Line Items] Â Â Â Â Other interest expense, net $ (14) $ (17) $ (43) $ (47) Total interest expense 64 93 230 266 Term Loan Facility [Member] Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Contractual interest expense 67 103 244 291 Amortization of debt issuance costs as interest expense 6 7 20 22 Total interest expense 73 110 264 313 Convertible Notes [Member] Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Contractual interest expense 4 0 7 0 Amortization of debt issuance costs as interest expense 1 0 2 0 Total interest expense $ 5 $ 0 $ 9 $ 0 X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef 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Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-24Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483013/835-20-50-1 + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name

Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as other. + ReferencesNo definition available. + Details Name: us-gaap_InterestExpenseOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=mksi_TermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=mksi_ConvertibleSeniorNotesDue2030Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R64.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Lines of Credit and Borrowing Arrangements - Additional Information (Detail) - Revolving Lines of Credit [Member] - Japan [Member] - USD ($) 9 Months Ended Sep. 30, 2024 Dec. 31, 2023 Debt Instrument [Line Items] Â Â Aggregate borrowings expire and renewal period 3 months Â Borrowing capacity in the form of letters of credit $ 21,000,000 $ 14,000,000 Total borrowings outstanding $ 0 $ 0 X - DefinitionLine Of Credit Facility Renewal Period. + ReferencesNo definition available. + Details Name: mksi_LineOfCreditFacilityRenewalPeriod Namespace Prefix: mksi_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 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http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef 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-Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe carrying value as of the balance sheet date of the current and noncurrent portions of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_LineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionMaximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=exch_JPBX Namespace Prefix: Data Type: na Balance Type: Period Type: XML 72 R65.htm IDEA: XBRL DOCUMENT v3.24.3 Debt - Schedule of Contractual Maturities of Debt Obligations (Detail) $ in Millions Sep. 30, 2024 USD ($) Maturities of Long-Term Debt [Abstract] Â 2024 (remaining) $ 13 2025 50 2026 50 2027 50 2028 50 2029 3,316 Thereafter $ 1,400 X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1E + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_MaturitiesOfLongTermDebtAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 73 R66.htm IDEA: XBRL DOCUMENT v3.24.3 Product Warranties - Product Warranty Activities (Detail) - USD ($) $ in Millions 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Product Warranty Liability [Table] Â Â Beginning of period $ 22 $ 27 Provision for product warranties 18 8 Charges to warranty liability (18) (11) End of period $ 22 $ 24 X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for estimated claims under standard and extended warranty protection rights granted to customers. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-4Reference 3:

http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(5) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrual Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of increase (decrease) in the standard and extended product warranty liability. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrualPeriodIncreaseDecrease Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase in the standard and extended product warranty accrual from warranties issued. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrualWarrantiesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDisclosure of information about product warranty liability, including, but not limited to, reductions in the liability for payments made under the warranty, changes in the liability for accruals related to product warranties issued, and changes in the liability for accruals related to preexisting warranties. + ReferencesNo definition available. + Details Name: us-gaap_ProductWarrantyLiabilityTable Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 74 R67.htm IDEA: XBRL DOCUMENT v3.24.3 Product Warranties - Additional Information (Detail) - USD ($) $ in Millions Sep. 30, 2024 Sep. 30, 2023 Other Current Liabilities [Member] Â Â Product Warranty Liability [Line Items] Â Â Short-term product warranties $ 14 $ 16 Other Noncurrent Liabilities [Member] Â Â Product Warranty Liability [Line Items] Â Â Long-term product warranties $ 8 $ 8 X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for estimated claims under standard and extended warranty protection rights granted to customers. For classified balance sheets, represents the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(5) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrualClassifiedCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and due after one year (or beyond the operating cycle if longer) for estimated claims under standard and extended warranty protection rights granted to customers. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (c)(5) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-8 + Details Name: us-gaap_ProductWarrantyAccrualNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ProductWarrantyLiabilityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherCurrentLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherNoncurrentLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 75 R68.htm IDEA: XBRL DOCUMENT v3.24.3 Other Current Liabilities - Summary of Other Current Liabilities (Detail) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Other Liabilities, Current [Abstract] Â Â Accrued compensation and other employee-related obligations $ 134 $ 159 Deferred revenue and customer advances 70 77 Income taxes payable 73 57 Lease liabilities $ 35 $ 30 Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Total other current liabilities Total other current liabilities Other $ 113 $ 105 Total other current liabilities $ 425 $ 428 X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIndicates line item in statement of financial position that includes current operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-2 + Details Name: us-gaap_OperatingLeaseLiabilityCurrentStatementOfFinancialPositionExtensibleList Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: instant X - DefinitionAmount of liabilities classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_OtherLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OtherLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionObligations not otherwise itemized or categorized in the footnotes to the financial statements that are due within one year or operating cycle, if longer, from the balance sheet date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-10 + Details Name: us-gaap_OtherSundryLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for statutory income, sales, use, payroll, excise, real, property and other taxes. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_TaxesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 76 R69.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes - Additional Information (Detail) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Tax Disclosure [Abstract] Â Â Â Â Effective tax rates (4.00%) (75.30%) 1.20% 4.10% X - DefinitionPercentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231 + Details Name: us-gaap_EffectiveIncomeTaxRateContinuingOperations Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 77 R70.htm IDEA: XBRL DOCUMENT v3.24.3 Net Income (Loss) Per Share - Computation of Basic and Diluted Net Income (Loss) Per Share (Detail) - 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 Numerator: Â Â Â Â Â Â Â Â Â Â Net Income (Loss) $ 62 $ 23 $ 15 $ 39 $ (1,769) $ (42) $ 99 $ (1,772) Denominator: Â Â Â Â Â Â Â Â Â Â Shares used in net income (loss) per common share - basic 67.4 Â Â 66.9 Â Â 67.2 66.8 Effect of dilutive securities 0.2 Â Â 0.2 Â Â 0.3 0.0 Shares used in net income (loss) per common share - diluted 67.6 Â Â 67.1 Â Â 67.5 66.8 Net income (loss) per common share: Â Â Â Â Â Â Â Â Â Â Basic $ 0.92 Â Â $ 0.59 Â Â $ 1.48 $ (26.53) Net income (loss) per common share: Â Â Â Â Â Â Â Â Â Â Diluted $ 0.92 Â Â $ 0.58 Â Â $ 1.47 $ (26.53) X - DefinitionWeighted average number of diluted shares. + ReferencesNo definition available. + Details Name: mksi_WeightedAverageNumberOfDilutedShares Namespace Prefix: mksi_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareBasicAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -

Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareDilutedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of share based payment arrangements using the treasury stock method. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480454/718-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-28A + Details Name: us-gaap_IncrementalCommonSharesAttributableToShareBasedPaymentArrangements Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards 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https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetIncomeLossAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 78 R71.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Schedule of Total Stock-Based Compensation Expense Included in Company's Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) (Detail) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items] Â Â Â Â Total stock-based compensation expense $ 11 $ 13 $ 37 $ 43 Cost of Revenues [Member] Â Â Â Â Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items] Â Â Â Â Total stock-based compensation expense 2 1 5 4 Research and Development [Member] Â Â Â Â Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items] Â Â Â Â Total stock-based compensation expense 2 2 5 5 Selling, General and Administrative [Member] Â Â Â Â Employee Service Share Based Compensation Allocation Of Recognized Period Costs [Line Items] Â Â Â Â Total stock-based compensation expense $ 7 $ 10 $ 27 $ 34 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_CostOfSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingGeneralAndAdministrativeExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 79 R72.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Additional Information (Detail) $ in Millions 9 Months Ended Sep. 30, 2024 USD ($) Restructuring Cost and Reserve [Line Items] Â Total compensation expense related to unvested stock-based awards granted to employees, officers and directors $ 54 Perfomance period 3 years X - DefinitionAmount of cost not yet recognized for nonvested award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringCostAndReserveLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 80 R73.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of Activity for RSUs (Detail) - Restricted Stock Units (RSUs) [Member] 9 Months Ended Sep. 30, 2024 $ / shares shares Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â RSUs, beginning of period | shares 1,000,000 Granted | shares 500,000 Vested or forfeited | shares (500,000) RSU, end of period | shares 1,000,000 RSUs, Weighted Average Grant Date Fair Value, Beginning of period | $ / shares $ 98.36 Weighted Average Grant Date Fair Value, Granted | $ / shares 122.18 Weighted Average Grant Date Fair Value, Vested and Forfeited | $ / shares 107.3 RSUs, Weighted Average Grant Date Fair Value, end of period | $ / shares $ 104.49 X - DefinitionShare based compensation arrangement by share based payment award, equity instruments other than options, vested and forfeited. + ReferencesNo definition available. + Details Name: mksi_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedAndForfeited Namespace Prefix: mksi_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare based compensation arrangement by share based payment award, equity instruments other than options, vested and forfeited weighted average grant date fair value. + ReferencesNo definition available. + Details Name: mksi_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedAndForfeitedWeightedAverageGrantDateFairValue Namespace Prefix: mksi_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 81 R74.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' Equity - Additional Information (Detail) - USD ($) 3 Months Ended 9 Months Ended Nov. 04, 2024 Jul. 25, 2011 Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Â Common stock, value of shares authorized to repurchase Â $ 200,000,000 Â Â Â Â Â Â Â Â Â Stock repurchase, shares Â 2,600,000 0 Â Â 0 Â Â 0 0 Value of shares repurchased Â $ 127,000,000 Â Â Â Â Â Â Â Â Â Cash dividends per common share Â Â $ 0.22 $ 0.22 $ 0.22 $ 0.22 $ 0.22 Â Â Dividend payment to common shareholders Â Â Â Â Â Â Â Â Â Â $ 44,000,000 $ 44,000,000 Subsequent Event [Member] | O 2024 Q4 Dividends [Member] Â Â Â Â Â Â Â Â Â Â Class of Stock [Line Items] Â Â Â Â Â Â Â Â Â Â Dividend declared date Nov. 04, 2024 Â Â Â Â Â Â Â Â Â Cash dividend to be paid $ 0.22 Â Â Â Â Â Â Â Â Â Dividend to be paid date Dec. 06, 2024 Â Â Â Â Â Â Â Â Â Dividend declared, shareholders of record date Nov. 25, 2024 Â Â Â Â Â Â Â Â Â X - DefinitionAmount authorized for purchase of share under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4 + Details Name: srt_StockRepurchaseProgramAuthorizedAmount1 Namespace Prefix: srt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAggregate dividends paid during the period for each share of common stock outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_CommonStockDividendsPerShareCashPaid Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionDate the declared dividend will be paid, in YYYY-MM-DD format. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3 + Details Name: us-gaap_DividendPayableDateToBePaidDayMonthAndYear Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionThe per share amount of a dividend declared, but not paid, as of the financial reporting date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3 + Details Name: us-gaap_DividendsPayableAmountPerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionDate the dividend to be paid was declared, in YYYY-MM-DD format. +

ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3 + Details Name: us-gaap_DividendsPayableDateDeclaredDayMonthAndYear Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionDate the holder must own the stock to be entitled to the dividend, in YYYY-MM-DD format. + ReferencesNo definition available. + Details Name: us-gaap_DividendsPayableDateOfRecordDayMonthAndYear Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow in the form of ordinary dividends to common shareholders of the parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDividendsCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares that have been repurchased during the period and have not been retired and are not held in treasury. Some state laws may govern the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DividendsAxis=mksi_O2024Q4DividendsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 82 R75.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Additional Information (Detail) 9 Months Ended Sep. 30, 2024 Segment Segment Reporting Information [Line Items] Â Number of reportable segments 3 X - DefinitionNumber of segments reported by the entity. 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 83 R76.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Net Revenues by Reportable Segment (Detail) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Segment Reporting Information [Line Items] Â Â Â Â Net revenues $ 896 $ 932 $ 2,652 $ 2,730 VSD [Member] Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Net revenues 345 354 1,012 1,092 PSD [Member] Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Net revenues 251 267 759 724 MSD [Member] Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Net revenues $ 300 $ 311 $ 881 $ 914 X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_VacuumSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_PhotonicsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_MaterialsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 84 R77.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Schedule of Reconciles Gross Profit By Reportable Segment To Net Income (Loss) (Detail) - 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] Â Â Â Â Â Â Â Â Gross profit $ 432 Â Â $ 426 Â Â $ 1,267 $ 1,231 Research and development 70 Â Â 71 Â Â 206 218 Selling, general and administrative 167 Â Â 167 Â Â 498 514 Acquisition and integration costs 3 Â Â 3 Â Â 6 14 Restructuring and other 1 Â Â 1 Â Â 6 13 Fees and expenses related to amendments to the term loan facility 2 Â Â 0 Â Â 5 0 Amortization of intangible assets 61 Â Â 68 Â Â 184 225 Goodwill and intangible asset impairments 0 Â Â 0 Â Â 0 1,827 Gain on sale of long-lived assets 0 Â Â (2) Â Â 0 (2) Income (loss) from operations 128 Â Â 118 Â Â 362 (1,578) Interest income (6) Â Â (4) Â Â (17) (10) Interest expense 64 Â Â 93 Â Â 230 266 Loss on extinguishment of debt 5 Â Â 0 Â Â 52 0 Other expense (income), net 5 Â Â 7 Â Â (3) 14 Income (loss) before income taxes 60 Â Â 22 Â Â 100 (1,848) (Benefit) provision for income taxes (2) Â Â (17) Â Â 1 (76) Net income (loss) 62 $ 23 $ 15 39 $ (1,769) $ (42) 99 (1,772) VSD [Member] Â Â Â Â Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Â Â Â Â Gross profit 148 Â Â 148 Â Â 431 456 PSD [Member] Â Â Â Â Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Â Â Â Â Gross profit 113 Â Â 110 Â Â 341 310 MSD [Member] Â Â Â Â Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Â Â Â Â Gross profit $ 171 Â Â $ 168 Â Â $ 495 $ 465 X - DefinitionBusiness combination integration reversal of acquisition and integration costs. + ReferencesNo definition available. + Details Name: mksi_BusinessCombinationIntegrationReversalOfAcquisitionAndIntegrationCosts Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFees And Expenses Related To Amendments To The Term Loan Facility + ReferencesNo definition available. + Details Name: mksi_FeesAndExpensesRelatedToAmendmentsToTheTermLoanFacility Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents Restructuring and Other Charges. + ReferencesNo definition available. + Details Name: mksi_RestructuringAndOtherCharges Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section

S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of interest income and other income recognized during the period. Included in this element is interest derived from investments in debt securities, cash and cash equivalents, and other investments which reflect the time value of money or transactions in which the payments are for the use or forbearance of money and other income from ancillary business-related activities (that is, excluding major activities considered part of the normal operations of the business). + ReferencesNo definition available. + Details Name: us-gaap_InterestAndOtherIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-24Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483013/835-20-50-1 + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 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-Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) 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17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_VacuumSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_PhotonicsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_MaterialsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 85 R78.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Segment Assets by Reportable Segment (Detail) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Segment Reporting Information [Line Items] Â Â Accounts receivable, net $ 609 $ 603 Inventories 940 991 Total assets 1,549 1,594 VSD [Member] | Operating Segments [Member] Â Â Segment Reporting Information [Line Items] Â Â Accounts receivable, net 180 181 Inventories 510 553 Total assets 690 734 PSD [Member] | Operating Segments [Member] Â Â Segment Reporting Information [Line Items] Â Â Accounts receivable, net 169 171 Inventories 267 283 Total assets 436 454 MSD [Member] | Operating Segments [Member] Â Â Segment Reporting Information [Line Items] Â Â Accounts receivable, net 260 251 Inventories 163 155 Total assets $ 423 $ 406 X - DefinitionSegment assets. + ReferencesNo definition available. + Details Name: mksi_SegmentAssets Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_VacuumSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ConsolidationItemsAxis=us-gaap_OperatingSegmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_PhotonicsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_MaterialsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 86 R79.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Reconciles Total Segment Assets to Total Assets (Detail) - USD ($) $ in Millions Sep. 30, 2024 Dec. 31, 2023 Segment Reporting, Asset Reconciling Item [Line Items] Â Â Total segment assets $ 1,549 $ 1,594 Cash and cash equivalents 861 875 Other current assets 258 227 Property, plant and equipment, net 770 784 Right-of-use assets, net 247 225 Other assets 328 240 Total assets 9,023 9,118 Segment Reconciling Items [Member] Â Â Segment Reporting, Asset Reconciling Item [Line Items] Â Â Cash and cash equivalents 861 875 Other current assets 258 227 Property, plant and equipment, net 770 784 Right-of-use assets, net 247 225 Goodwill and intangible assets, net 5,010 5,173 Other assets 328 240 Total assets $ 9,023 $ 9,118 X - DefinitionSegment assets. + ReferencesNo definition available. + Details Name: mksi_SegmentAssets Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after impairment and amortization, of goodwill, indefinite-lived, and finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1 + Details Name: us-gaap_IntangibleAssetsNetIncludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1:

http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of current assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAssetReconcilingItemLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_ConsolidationItemsAxis=us-gaap_MaterialReconcilingItemsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 87 R80.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Schedule of Net Revenues and Long-Lived Assets by Geographic Regions (Detail) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues $ 896 $ 932 $ 2,652 $ 2,730 Â Long-lived assets 1,070 Â 1,070 Â $ 1,097 United States [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 194 236 615 688 Â Long-lived assets 414 Â 414 Â 459 China [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 192 192 561 552 Â Long-lived assets 168 Â 168 Â 163 South Korea [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 89 93 260 262 Â Taiwan [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 66 67 176 195 Â Japan [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 65 68 177 208 Â Germany [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Long-lived assets 138 Â 138 Â 149 Singapore [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 60 52 171 176 Â Other [Member] Â Â Â Â Â Revenues from External Customers and Long-Lived Assets [Line Items] Â Â Â Â Â Net revenues 230 $ 224 692 $ 649 Â Long-lived assets $ 350 Â $ 350 Â $ 326 X - DefinitionLong-lived assets other than financial instruments, long-term customer relationships of a financial institution, mortgage and other servicing rights, deferred policy acquisition costs, and deferred tax assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_NoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_RevenuesFromExternalCustomersAndLongLivedAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=country_US Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_CN Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_KR Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_TW Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_JP Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_DE Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_SG Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=mksi_OtherCountriesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 88 R81.htm IDEA: XBRL DOCUMENT v3.24.3 Business Segment and Geographic Information - Summary of Goodwill Associated with Reportable Segments (Detail) - USD ($) $ in Millions 9 Months Ended Sep. 30, 2024 Dec. 31, 2023 Segment Reporting Information [Line Items] Â Â Beginning balance, Goodwill Gross Carrying Amount $ 4,387 Â Foreign currency translation 13 Â Ending balance, Goodwill Gross Carrying Amount 4,400 Â Beginning balance, Accumulated Impairment Loss (1,833) Â Ending balance, Accumulated Impairment Loss (1,833) Â Goodwill, net of accumulated impairment and foreign currency translation, at June 30, 2024 2,567 $ 2,554 Vacuum Solutions Division [Member] Â Â Segment Reporting Information [Line Items] Â Â Beginning balance, Goodwill Gross Carrying Amount 359 Â Foreign currency translation (1) Â Ending balance, Goodwill Gross Carrying Amount 358 Â Beginning balance, Accumulated Impairment Loss (141) Â Ending balance, Accumulated Impairment Loss (141) Â Goodwill, net of accumulated impairment and foreign currency translation, at June 30, 2024 217 Â Photonics Solutions Division [Member] Â Â Segment Reporting Information [Line Items] Â Â Beginning balance, Goodwill Gross Carrying Amount 1,007 Â Foreign currency translation 2 Â Ending balance, Goodwill Gross Carrying Amount 1,009 Â Beginning balance, Accumulated Impairment Loss (390) Â Ending balance, Accumulated Impairment Loss (390) Â Goodwill, net of accumulated impairment and foreign currency translation, at June 30, 2024 619 Â Materials Solutions Division [Member] Â Â Segment Reporting Information [Line Items] Â Â Beginning balance, Goodwill Gross Carrying Amount 3,021 Â Foreign currency translation 12 Â Ending balance, Goodwill Gross Carrying Amount 3,033 Â Beginning balance, Accumulated Impairment Loss (1,302) Â Ending balance, Accumulated Impairment Loss (1,302) Â Goodwill, net of accumulated impairment and foreign currency translation, at June 30, 2024 $ 1,731 Â X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of foreign currency translation gain (loss) which increases (decreases) asset representing future economic benefit from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillForeignCurrencyTranslationGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, before accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated impairment loss for asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillImpairedAccumulatedImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_VacuumSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_PhotonicsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=mksi_MaterialsSolutionsDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 89 R82.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring and Other - Additional Information (Detail) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Restructuring and Related Activities [Abstract] Â Â Â Restructuring charges $ 1 $ 1 $ 6 $ 13 Payments for legal matter Â Â $ 1 Â X - DefinitionThe amount of cash paid for the settlement of litigation or for other legal issues during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PaymentsForLegalSettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4:

http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB - URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 90 R83.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring and Other - Schedule of Company's Restructuring Activity (Detail) - USD ($) $ in Millions 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Restructuring and Related Activities [Abstract] Â Â Restructuring accrual beginning of period $ 9 $ 3 Charged to expense 5 13 Payments and adjustments (10) (10) Restructuring accrual end of period $ 4 $ 6 X - DefinitionPayments and adjustment for restructuring accrued. + ReferencesNo definition available. + Details Name: mksi_PaymentsAndAdjustmentForRestructuringAccrued Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRestructuring charges accrued. + ReferencesNo definition available. + Details Name: mksi_RestructuringChargesAccrued Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying amount (including both current and noncurrent portions of the liability as 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef - Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 - Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringReserve Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 91 R84.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events - Additional Information (Detail) â,¬ in Millions, $ in Millions Oct. 23, 2024 USD ($) Oct. 23, 2024 EUR (â,¬) Jul. 23, 2024 USD ($) Jul. 23, 2024 EUR (â,¬) Subsequent Event [Line Items] Â Â Â Â Loan voluntary prepayment amount | $ Â Â $ 110 Â Euro Tranche B [Member] Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Loan voluntary prepayment amount | â,¬ Â Â Â Â â,¬ 38 Subsequent Event [Member] | Euro Tranche B [Member] Â Â Â Â Subsequent Event [Line Items] Â Â Â Â Loan voluntary prepayment amount $ 216 â,¬ 200 Â Â X - DefinitionLoan voluntary prepayment amount. + ReferencesNo definition available. + Details Name: mksi_LoanVoluntaryPrepaymentAmount Namespace Prefix: mksi_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDetail information of subsequent event. Use is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 - Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_VestingAxis=mksi_EuroTrancheBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 92 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ( )N"9UD'04UB@0 +$ 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<&4GPZ4&U!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " ";@F=9+=P*#.X K @ $0 &1O8U!R;W!S+V-O&ULS9+! M2@,Q$(9?17+? G20M"F&;2\63@F!!\1:2:1O<9$,RLMNW=W=MMX@^@,?,_/GF M&ŸC&)F6[C,^Y2YC)8[D90AN+LFG#CD1) 11[Q&!*/2;BV-QW.1@:G_D R=@/ MA;> *F&"$.93O KJ%.%?_Q,X=8.? D4/R2ZON^[E=S;MQ!P-O3X\N\;N5C M(1,MCK^*5W1*N&&7R:^K[?NW@N6G)Y;H2HN)W.RF4Y&K-WR?7'WY7X= YO_?_ MV/@BJ!OX=1?Z"U!+ P04 " ";@F=9F5R<(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$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z"'>P'_T=HWPJOX@L Y M?RYJSZ7ON? 0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+', <$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>? 8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY= <7^/1DN/;IF6U;]\=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSSEPVSK> U[F M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_VJ0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M)N"9UE2+ 7/NP4 +0> 8 >&PO=V]R:W-H965T&UL MM9G _;^(V&(?_%8M)TR:5$CM*; <6B=+VAJ[M<87;=)OV@TD,1)?$S'%*^>_W M.H2$.SDO+#I^N&L">3 XB1W[27*]D>IKLA)"D[?3=3@6J8Z#&(Q421) MHXBK[:T(Y>:F01O[#UZ"Y4J;#UJ#ZS5?BJG0G] <3!7NM(L4/(A$G@8R)$HN; MQI"^&[G,%&1' !&(37*P30S*7,JO9F?LWS0Y<5WD0!V3YˆDP MR?XGF]VQ[7:#>&FB99070PNB(-[)Y6_YB3@H8)V* I87L.*:-4ON'F!FX'N M6I9AW7'- !]=*;H@R1T.:VC.2K4&0"/4::)%EQ M)9+KEH9@\W7+RT-N=R&L(J1/GF2L5PFYCWWA?UO?@@85K6+[5MTR-' JUI?$ M=2X(${]6WEWS3'+4Z2F^6YZ$GZ>SA/M()QJX_M#.T2VO8$ M)L(&A95A.H44!VT47?22S.FV79M:]PM7DZ=YB<;$EI5$ZE;('5/ M0_J479A OR51S;9^"CB16<9Y#9FAI,Q37D9SS12P# M8V^ ^LPC^\C%@YX^3,GX>3I[^?QT_SR;7L#.Z-(*? [1H:7I4- Q5]AT<O I@ M5AJ#DK^1#V)K1<:C',>A3KO?<9B5\QSV0TO]H;BTP+KB9^-U&\UE:*7# Z!# MQU:N?!+;."&'\7:24^ MAPC1TH0H+B\Y\70%- _D)*,UC^W >$RE)>!U=?%*$:*XO>1X]Y%02S- @WT." M7J&@-74(KZL)RDH?8KC |/LQXM"/MVD"7R?6A>1(3B4?7E>7K]0@AKO+?F:5 M400R.]72^WH!H]8\,R$?4YUH'IL9R4K\@Z0F/P^[M$Z69A[4O0ZZ/=:_ZK?! M'E]MC*7^L)/TQTP5Y#F- YM8)X_9(B--D;I=931:OK-N%I?6PDZQGQM_(V(<5 M,E@'$'L_N31!8/-)I-QGK]3K4NDCPQ75Y2_MA))G/T/ M="22D9GP5N1.@1K#\$\#+ <#EZ865_APJQ$H58B>I4$$ _GM2D9GS9^_F('@VMH.>0(Ü;*$3M()C@K0 MB819-R1_!6N8EGT[)I[HT"OJ6$G/(46LE")VDA2-8T\JN#7+)JF#CAW)%/Q^ M6TV- IU=T[CE$B96BQ'"OR2[/H1*\F@H/Z/>NK%CGT"*WU"(7UYE'F3W?6\D8 M6U*/A'3;G6:GXUA'*EY:EZ_4(O?8(QTO59GAOGDK'L--1]4=]I&@Y^"T;FA] MSHX7UB4LIR!K8AXTJ${6D% J'IZU#MX+FKN/['5I M0CPS=^Q>$1:?%][]DA]F+R%9Y^.Y][A,W-R\)"<4"2IW+'BQX:O>*=+>CY3I[MRSB76LLHVUP)[@ME#H#O%U+J_8[Y@>)%]>_4$L#!!0 ( )N"9UE#W75X M608 ,8: 8 >&PO=V]R:W-H965T&ULK5EMYM($/XK M*U]4)9(3LPL&.TTLM:GNKM*U%S77N\]K6,>HP%)V<9K[]3<+!# ,FU27#XEY MF9E]9IB=9P:N'F3Q3>V%T.1'FF3]>K;7.K] <+%2X%RE7%S(7&=S9R2+E&DZ+ M^X7*"\&C2BE-%LQQ_$7*XVRVN:JNW1:;*UGJ),[$;4%4F:.\>'PO$OEP/:.S MIPM?XON]-A<6FZNTK::D4CL>)GH+_+A=]$XM#3V0IFHZC]Y:&2=&0E+ MI67:* .*-,[7 ZC"41/@7H3"JQ18"]5N^>:JD ^D,-)@ MS1Q4L:FTP9LX,X_Q3A=P-P8]O;F1600/140$CI1,XHAK.'G/$YZ%@MP9PXJ< M?LUX&<5PYXRHW]C5/X@0U&FE[AZK+R (;218&PE6V7.G(E$6A<@TX4]!RY>8 M/[4!#$=@-MRERGDHKF>PHY0H#F*V>?,+]9VWF'>O9.S(5[?UU;59WJQPM2<\ MBTAH#L3W,C[P!)Q'GV)MRJ],F:IPV*Q\>K4X])U!9()E*W.$T6LQ>E:,[\)0 ME@)BD4H -\V$7.206&3.\(3*#]5@D(A(Y$LMWI7)E 3&A40.0DJ!T]\PC6! M5-,BW8JBS;?J)J10<[5)HSDLIG)1E9;D$0M&C7G9<]1WUH-@8#(N'HQE&XRE M-1@?LP,\'EG$ GU$R]&*:\\9H$)DUA1'Y;>H?"NJ/_4>@A<>;1P,GC]:FBU7 M WB(# MP>$$++[#"^TMJGKP 7C!>VO>'^#"AM8\#7+4 5U: MP70<:$?YR2' M>U%6R8W!7(R1!,'S8B,S*P\&N6[!K*]B*X<_E[KQ4H@GF),3U M.%A>,("(R+")DD&=CLT<*\C?I(P>@)%0-G*0-/2'L%"IY43L:(]FZ3,;6//L M/H8B]ESL&D/'P?/<(4Q$RJ? K"9@=!U(K[30[>GJK-.K]95TVW"J($.N5HV-H M'651.V?5N]D"S1T7N*HS.,:&2%&ZF@#7<17U7M0\)#'?QDFLH4ZC'02UW8Z8Z3J)V4[O:RT.=:%"DTSEL\F<>LLQS6*D1F/4&7M&,F:J>FMGO(M^:-I'5!P8\YQ'7^(#A&:(B;;.1.U4],Q<_:R!L4YYAZO5RH;G)C05%YW!$7M M#'5,H<_AQ%AGV"DB0BMO"F?'3=1.3G_(|+[+Q.G:.B8=+QBU(IC4)->SCIN8 MG9L^R^S*9(P: HXBHCF/_!@LC$/+=? #K8,(^5.5EG5Q8V.V?UX28"1OKG\I0A_$2'^QX3ZT#+_M91*)0KWY9<5H\+::'O0C_O+"2I@__?;BE:P=^][Q)[/S MYVWQ5$"5B<*>%@,%^[CB.^:LO0*J4&CJ7^%\1 MO86M^'0U5LH4.I- 'LM0*VO4(<@F-Y)AJ1X79)G+L<\?%S,[%)MME]N0P &^] M-2\O)N7?C!GZ]5\[='*/]^'0S;W&+4[_[JO3MB8^4=ALXDU+YMT>_5;[[B<=&+^7169B3&H\$R]Z'QG,%YY/O+B/,P4MUP[4 MG(L E#4'TWJ$RWSZKO#5FHMT^IP+S@ -P)P?R>!GYL3\RFC_72U^0]02P,$ M% @ FX)G6642KCPR P [H !@ !X;"]W;W)K MA$[@(ĶXPV.O.F-A4UE(^V,E? V=P++!%P2(VUH/BS@P5P;IV0XUMCZK7/M,+N M^-']@TL>DUE3#0O)O[+,Y'/ORB,9;&C%S6>Y_PA-0I?6+Y5^0;Q[$/\M$&YK5&B M R@K*"_(*'A'HB :#\@7Q^5WD* (\=/)17^YC4=K*1&UE(NX^'O>W:O-8E36'NX>+3H';@)7^\ M">/@SZ'$_R>S7AE&;1E&Q]R3&XXKW?4"[ADDD]7:;"J.RR^5E3"#K[DVC\A MW49VR63F[[H)/8^(VX@>Y;BE'!^E7.+B!Z6PP1!@[3TI M/#ZX",(GC"\$]3 O6\S+UV'J'!>3)K0RN53L)V1#N+7G98<$^QG[X3XY;@> M=-Q"Q[\%S;2NAH'C9R!/48]%|" G+>3DMR#QRZ4- %1D3VR'2R8NDQR)ZI%7Z;3-=/J*3$]J]>FA%G[6[*=$]JC# MX-#J.QM&!?27L?,;#US._T/R-Y2G@ M Y'#X'[G*&+/@9^HVC*A"8<-2H.+"7JH^FA53XPLW>ED+0V>==PPQ^,H*!N M]S=2FL>)/?"T!]SD7U!+ P04 " ";@F=9GBG" &() &-@ & 'AL M+W=OM?5! MMD!Y!&RDYY?OQ(08Z2+G&R3A\0X1P>.[I5TKH"; M1R[^*>,2?249T5Y.IJ)N;^>3,IXQW):7O$]*]1_- ESD5*I#L9V4>\%H4C7* MLPGQO-DDIVDQ6MU4WWT1JQM^D%E:L"\"E8<\I^+[% M5-+5C>"/2&BT8M,?JMZO6JO^2@N=*/=2J/^FJIU6."E:BM$"? TRS3C=^AG\X/;R92"="7,8F;B[VK+Y;T7*R//O-"[DH4 MJ8M.@/:AN_W2T7ZB.N[4>^2Y]^ZˆD_">[:^0[[U#Q",!<#WKES?W(3D_=O;H M_SY[IS/\4RKY%9_?P_=/- :T)=F3%@9774'#KY@'<7,^(U^6>QNQVI+*K9.+(M1JN__PW/O'] /3LD63@D630062<&P2D&@8N]$P,H!'7K6=5:KR"U6(YNŸD< MSWO6QBQ1T6$-H;_I@8H D!SWSN!.@*G)X%39Y*M>2GUE.1,M.F0B38D63@D M630062<.LU,<9LY$,^, A:%FP[/%/Y@%1K+9F*EG)&1H8["_F!K)H"'Y1). MMOE)Y-PI\J-0:QK:" [Y))21P;@LT1\H:P!!3H(W!9#8W!$(@\,"%R>!"Z? MKRHOJ(AWU;*>J%!F?*]7?4CLPCK_W#.T A!L2+4AQ(W!&#P A:Z/ E=.H7> M*R>:%MMW:,L*Y66R2C!-E*%*2ZF]S9%!FI=VGYMQ6;\ $]]88+DP5-N8*0Y@ MU=AKW9WGU/T^_O.0EFGMR97DM)!L6WLY%*kA+)LPS[H4WQ\]&1("$#/0 *17 M\IFAQ9=R6HI#+]"!;P2S>6."5 HML]O"KT("0&()11@\7N$DE8H<0K]P%CM MQ]G37EOX4DW&6>7>)4=4#>.D-O#]2'4 ^HV)'W":8$^T#C-4OD=[!)B#SZS M2VR(9W:)#'3'G:R=+MT=: XJ=WFKU/N=*IG_5Z:T6)Y7MM-BF#QE#M"Q93[;[M=OBL+ P"U.SC<&+P%1M@PB9]NAN31]VN[Z/G">/JJIZ'N(=T2C-]S0552Z M^H-+X5Q?AH27(1$ P0LR[Q'?&D+L]#FKCU35E"K>)56*5= S7FS'F9K0$U?0 MIY=%VY"Q:8,OTT1NYJ[FUGQAM_MZKKFSJN;>")XC?JK10;V /2(+4$$ PE:: MVR! _6J1_ #3&TWG/(HY;/X;=ANR36KZ4EU4Y774 J-3V26.SPH$P@:D3P MDX&@OFFL-678[[%? MM0UYCBEZ4Z? PVW>H8*!88ILC4RP ,9TG !D;.1 !F#X;1EH;1MPVK#M%/; - M%ZP9MDC2)[AB)("5,N=E $/,>1G 8,_;:@ T5BMVSR1%6E]&W+[LS9VJ,53% M^%97CL>TVE)7ZB^+MQV1N>"L(8PY*X4 ")O: 9YYSX@FK?\B;O^E=Y_2\[B# M,@$O9RE2T MP2TJXG1TK]VC&I0M')0M&HJM&ZK6'A*W/5SOE!NN[T,<:7:H+.(F+6@1IS13 MW^IBL:Z3$E:FVZ(JH&B)8EKNT"93I]NQ9-LS8@%O- UV:N6R#L+D!!!$1TVP MH*"G=""MDR1N)_E!3A35['5DM>(Z[*!LP/197AH $7/C M ,!8:Y0-Z5N?6GM)W/;R6R$8S=*_5)YO=>W4+-$JWJUZ-ZV#<3FQA" ,9TU M #$7\ C C'LJ1= (:3N(VG'IY.BCQ,=\6E?Q]<\.[Z0'=&Z!NVPR:'FH-8$S? M>1D206?J&>)^ZSM]M^_\C4LUTW47JT9Q?QG5<,XZLY8YM0&@L36W04S8C#?$ M1#ROQW/[K0OUL7.AMAR)BKFH;TW#MRB=IO;5]RB'9 L'98N&8NL&IC7)OMLD MW]$RC<$(U.WFYZ/D:FD:1!!E+KTA@,)7@;FP "BUL%Q->S9H_;[X6X['*;9 M08+/*=PU+2^IA%!3/N+K=XKP@FU\% MWMF/N1\.-9E=+1U-0O@LUCH $O=8'K]UN;[;Y;I&X@RZKNGR_,=4#S;Q'$W" MGK.8Z@%4O_K6XOINB_M%\.00JPKGWY]9_L#$? \!^<'*\>AP.R18.RA8-Q=:- M1FN__<5%2^)^3,IIWU\=B2'9PD'9HJ'8NI%HZP'_GZE:7YN2N=S\UX" M %I8-TT $/'-*3*"4 'NV94+6O\?>,Z$>]$C4X&SAGAMT@W*%@[*%@W%UHU& M6Y$$[GWQESPX%=@[TP$V]\$A4& 67P ($V*6G1+8WB>*]U)UWK\P.WQ[U7GI3%S MKSMNCEOW$D[?GEY:>E^]JF-\?X>OUQCX/L374?U*4DM?OR'UF8IM6I0H8QMU*N]J MKN(GZ!>.Z@/)]]5;-0] <2IY7'W>,)DQH@/K_AG/Y?*!/<'KU:_4_4$L#!!0 M ( )N"9UFI=OG;'@P (5\ 8 >&PO=V]R:W-H965T&ULM5U=<]NX%?TK''6G36;6D?@MI;9G-A(P3:?99N*F?>CT@9%NB[.4J"4I M._OO"\J*(!"7(&$? [=WU\6^SK-M^KETJOUFDY1_?$CSXNEFY(Y^_.)+]K"NFU^,;Z]WR4-ZE]9? M=Y]+\6I\0EEEFW1;9<76*=/[F]$O[GL>1TV#0\2_L_2I.OO9:6[E6U'\UKSX MN+H939HK2O-T63<0B? CG,9VG>=X@B>OX_0@Z.N5L&[[__.='VY>W,RWI$KG M1?Z?;%6O;T;3D;-*[Y-J7G\GOZ6'F\H;/"8:Q6 _K:. ?& BM!G[4T2 X-@C:&>*.!N&Q M0=A$(8=#):C@P.9X^?..O3T(JF3V^NR>'+*)EJ@-3\7 MXJ^9:%??SHOM2HR3=.6(GZHBSU9)+5[(?,8#JRBGNQ:MB^=NZR%=I6?W% M8; _OL_H/Y\W7;;)?92+ZK7/E? +U;.&]^>NO\Y&1;YU.6YV+85-?C6EQBDVB\ M/%[.A^?+\3HNYU]%G>1$L[FYV;S8;.0P/5RG\]]/Z>9;6OZ/@%F887Y9B?L1 M%Y[DSN)2S*!,C/HE[06$UST*4O*;;9]J$Q8O.<"E\O]9I\? M*/IGO4Y+P=I&O*.LFZG^F#IO_E%4U5OGXW99;-*./&,Q0D[#Q#L-$^^0..A(M_"%]R+;-U3L?DCS>4!?Q6T9BV<]Q\3W>!L'4OQX_ MGC.K!TW4B(4>X;F!IP8Q(LB+6T% <#XIFIQ"E8_Q3Q_AV'?.S<[=.RK0:U$%& M[&91>5_MDF5Z,Q(<5VGYF(YN__PG-YK\69HBSV#A^_&N*-;?YOWDJEFX5LY.L$N^H05:MU]%K2%N M3&S91XO^? R9CX/ %$["$R? AJSGY,>$H;HSHMO,KU#K>I687,B=#@G$0F,)D M=&(R,C)Y=T:;6)S$QKA*FJ668BW2.WK:FE'&9+8SJC\?0^;C(#"%A_C$0VSD M89Y4:V>5/69BU[>B.C_6WU[W[REJILAW,R38 @G&D& M? MO8[<'IBF2)WI([:]MYT;T]ASAR01C ZZ>@Q{%+G9G1A*>9=*R>]Z1(G6B M+PEMW6+.:\L*%(U!T;BY-U1>SGP'U\@+VZY:B/&TU(:*F7D?G2+7MFN6VVCGGDK*_DXS(MJO$$4T5E3&U M[87F95 TCD)3V906@6OI$OSt!EQ=SQ/NR3'*.-IU(,(_H:)T X6(ZG)07"\ M7;/R?IV'8@:W'O"ZO.YP4:!Y&12-H]!40J5J=\+[7]=]&B'HBV@: R*QE%H M*N=2W[MF@3]HL^OJ4OO*C=OO,G-S*FO2D&@,BL91:"IIT@QPS6Z O@F[2W?B M[79BV%_H$ML+XK;C>8PR+DL$D#N=M)B<12:RJ84XZY9C9.[L/[MM*YP*,NK+>?S."V][3%6>'[(#F95 TCD)3"94*VS,K]<)<6 MM#Q=T;;'NSFS[0+=GY!!$W(4FDK,62W=K.Y?6]4RPUO/-5W8>*.1,?\PI*!I' MH:F$2H'OF06^37'+TQ6T9BV<IQ*!I'H:F<2^/!' "A@3X1 MZNNG^?VV C7GL68,:AL,N'Z.RJCR(,T WVP&O$A^^H2R;M=[Y^;$UL1 K0$H M&N_I#149:0SX\+* /ZCL[_>7_2D@O>Q/1.EE?R*HN^SO2VGN7ZSL;T:V7C$& ME_VA>1D4C:/05#:EE>" H.Q_?]B0)I*HPP?:..:5CU.Q\N+]SV]Q0A?^V;<.(M*# _VVP.>.&X_Z["B BG/@U<4_GM[R@QN.^0#JO!/#GEH7@9%ŸR@TE5"IZH/+ M%/X#77]?M?=$YM36GV7MS\B@&3D*3:5&BO3@LJ5_,[SU;!M8^H=F95 TCD)3 M"94R/\"5_@.B$- _>VIK36<^O_HP,FI&CT%OZSC[#_\K2'S"D]&].8DT"5*H/ M0N0&.2JFR(1S<,'2?P M_4/1%E T!D7C*#25Z2]$EJ["(#I?;]H9090]%6T#1&!2- MH]!4SJ7^#\WZ?]"V-J1E^*QMK)GS6#,&K? 1#T3@*365,6@2AV2(P%[_({46H M:V[/G[6?27:,ZEF5"*A)V#X)0T0%WK2]*A%.P+3CN2SAV1/WS-7S8=4ONINP MC]O3*]Q1{)-+$O:1>]AG[EU"E8=2E8=F5=[[H5>:2%WF$K+C&-4SW@DH7780 M4<0NC#ITWR4[0BF80[-@'ORY5[JKD,)S'NK"LT-Y0/,R*!I'H:F$2IT=FG7Y M2\M?(2%K-3+!?6S>@(P,FI&CT%1JL0/!SP1[S7/ZTHGLYU? S(R:$:.0E/ID)9"9+84/N_+Y5J0 MT2C-9;+;-:PD>5XY9? K\T/BZ:)[S_YB6=?8M3YU?BYJ>:!%1F'>CN,T6]## MH)P,FI.CT%2^I&,0F8\#)8K{[U"KY%&Y,M*M@:M@TB8&6OF'HC$H&N_1#I69LP?VFZT#K>423$<46+?UV;, M$-^ @IIH#RTEHOQI^S/*1- "5.^OJ'^D;1#:'Z+L^HTSW$]0TB"C3@#3*H'D9 M%(VCT%0VI6D07<8TB*A:>'O 0TV# 1D9-"-'H:G42-,@NJQI8(:WGFVZ::!- M,ZA? $7C*#3URT>D7Q#C_()X@%]@3F<[M09D9- ","(6FTB'@MCL% _1_&PRE MR;6O@X': % T-N0&."JERH]T >(+GAN(H><&H&@+*!J#HG$4FLJY]!QBP+F! MF'C:?KLB85!^@"QV0=XD?Z,=5WM3MKFJ#FQ-3%0@8" MQGNZ0V5&.@.QS4&$00<0CHC*EX#JYS2.46;]24'IYS2(*/V4XCEO(\ MMI'G5N&PO=V]R:W-H965T&ULK9?;YLP$,?_%8M-6RMU@0!-IBY!:GYVDRI%C;H]3'MPX!*L M J:V2=K_? F=#6%J1C(>\@&WN\^7./MUYL./B2<8 BKRD22:'5JQ4?F/;,HPA MI;+#<\CPRYJ+E"]JU! G?#:VNM5]X8)M8Z04[&.1T TM0C_E"X,RN52*60B89SXB]="Z[=[, M? 6UO#'XRV,F#,=&1K#A_TI/OT=!RM$.00*BT L77%L:0)%H(W7BN-*WZEQH\ M'._59R9VC&5%)8QY\HM%*AY:7RT2P9H6B7K@NSNHXKG6>B%/I'F2767K6"0L MI.)I!:,'*"(LTYFX5 *_,N14,.99A'D% M$<&1Y F+J,+)4N$+$TY)PM53Z/2)_>(3QZYYR@FR11]B][R-L97 M!^GN@QRY)P67D'>(YUP1UW']!G_&I_$?1782GYS&2E O'L4G[9WWFO 9^V= M;\+G[9WW3AR%5^>;9_2\8]'L$^MH7OV^74DEL$3]:%/P6Q,3U=XJ84F2K+8[U:7QMN3;=\MS["ZT39_?_)E'<1+ ; MEDF2P!HEG4X?.YPH^WLY43PW[67%%38K,XSQ2@1"&^#W- >=J/]$_J"]9P5]0 M2P,$% @ FX)G63K=2U1;!P NR !@ !X;"]W;W)K6#D- 5CC&-'JNR5E>#G=;-Q6BD M\AVKJ/HD&E#FXV0%=5P*[K2/KN3JTNQUR6O MV9U$:E]55#Y]9J5XN!K@P?.#/_EVI\V#T>JRH5MVS_2WYD["W:C34O"*U8J+ M&DFVN1I#!F316[$>7_>*%W5X/% !5L0_>E_E,_(L= M#9H:?;DHE?T7/1QEQP.4[Y46U7$Q(*AXW?[2QZ,C3A: GO "D#32H,U<6-_8U6 -KTT8[[6$MQS6Z=6-J L("BL0 M7"E1\H)JN+G7\ /1T@J)#;JA:H=^@X@K].%;3?<%!ŸF/:(B^W=^B#S]^1#\B M7J.OO"PA,NIRI &843_*CR ^MR!(!,02?16UWBGT*X ISM>/P*#.*O)LU6>2 M5'C/FD\H&_^,R)A, GAN7K\\2\#).B=G5E\6<[+QW\;Z;R-%A: ()=6\WK99 MS#5GZB+DME;M)*S65/B%:FC.K@90PHK) QNL?OH!S\:_A&Q^)V5G'IAT'IBD MM*_^@(;$ZUQ4#'THA5(?0]:V*F96A6D_A]5R>3DZG-K@BPSQ?$XZJ3-PTP[< M-!F>Z^(O*+0VV[6 YI2+.NT[A@JNGX=H"%^1F3OPDQ+-%'V-(:A[SKF-AG.2KU7_TCLD@JJGODSXD7R3F M-4=P>):>VG; %=!H3;T[>K MY[8/*S,<,: @8-"@S3X=#KW*]&46TTBL'&/B-&5^..=9=+!8^HV&O\GR9X0[,\1Y.$Y]-:MC(0?E!XS5I4XMZV-W'&*3U)#,^A@#0C@R,H9*XX^>-/X3/Q]H==M EO'2- P@4'.0:;IIY]14])C MT;"_][PQ$W40=(+9_T6'A*:QH [-B1I-NP*9:_LT!?,N"#F ?.O*89$)K& M^KHC2K)\4Y%L8!M8YZ\IDB0!O[E(WDG;^3FA8]\LS;[G1;(6$C2 #X+!RGR" M)7C6+XR 5(3@,L?!69]# [^A3=S;\ L80"^-EGRU"8K/(*4KF>#A+_!S_1J8 M.6T:,S70LC1#;&G/3+0P!]X'*&M(]/2'T.&RR (DC+U:#DA%]B{[.3A^8<=Y MXNGB>1?G2F/#(H #%)WU1XN 4 ROH^CLA9TF-\0,K;$Y @^B"^P?)Y,^NK30 M.3Y'Q5EZCVDZXS.TTS1@55.*)\:0,N<0B#Y0682Q^QO-(>Z/$2&AR,R6.?[, MTOS9SFRAMAC$Z?/A$/?/G()"$9R.-,,T:WKD\VK(2[,QE[6!J0PGD50.\K, MTI3YZV;#LEPRT_3X6Q'[N\DA]JHR(!3C_HECO4F:J6YB.!':.,VVO*Y- M^I@IC$DNBA#\B<]SBWG_F"@@M!Q'JO@31X>3-!TFX9MFF :.O6]:"X_%0T+3 M/O#1R6?@BLFM_3JND-W/M]].NZ? =%_AK^]VY]_PSOKAIOZ,[->UG_:]40C04 M*MD&5(X_S<&5LOU2WMYHT=B/S6NAM:CLY8[1@DDC .\W DCV>&/^0/?_%5;_ M!U!+ P04 " ";@F=9F$T=^MP" Y"P & 'AL+W=O-=8"I%U3).'2T@Q

MOZ9/ED3EF*A9RRAFW* I^N1!(3F#+$VF* MV5L/$KKI&I:Q77B,%TNA%LS S_"9B">LBF3,[-4B>(4"(\I00SF7>/.ZDQ< M9:\-?L>PX3MCI#)YIO1%3291UVBH@""!4"@%+/_6<
])HH1D&'\+3:-TJ<#= M\59]J'.7N3QC#OG)PZ@)N ;AU@68!-.L"7@%X M=8%6 ;3J[M)M =S6]= N@+8NA_S]Z9??QP('/J,;Q)2U5%,#74&:EN\\)JK6 M9X+)I['D1!##%;VC-T128/C9A0OF*
KM'3K(\N+Z[0!8H)>HB31%8H M]TTA72L!,RS<]'(W]@=N'/1 B5AR-" 11!7\^#3?/L&;,N4R;WN;=\\^*3B# M[8YC6_(;MAN13SWI_$?*W(2[Y_&'S"3N/4A/J@?O%.!#^L'7X6/Z@=?A8__
M;^$ZQT3G%QN<4FYQ);*^.W;*.W5/JP2_9%TU(2%=ES\I MYU=5M9M+>%I"=4'KP+-]<[U;DMCV1?F;=R[?-Y4RH_J(B8<)3"7KAHW+=DOL+O1RR>"9OH6?Z9"
M]@1ZN)2]+3!E()_/*17;B7)0=LO!/U!+ P04 " ";@F=9)'1 LK,% !J M%P & 'AL+W=OE&Z1\F ;#D/A72G'<2:[.S?M]$":3,G*@,)(XLE4Z9Q:9>]4VF@<6% M42KZ- C&_91QV9E-B[YO>C95N152?
L/'3<\%5B74=_ M-LW8"F[!?L^^:6SU*Y28IR -5Y)H6)YWYN'9!1T[@V+&/QPV9N^;N% 62OUP MC:OXO!,X1B @L@Z"X;\U7((0#@EY -R!=BJ?SG#_^P'] 24<'R([-L-
M5J0[2;C6CNHPBUL$9R7+I=N;4:1SG:V=D5 MKF\,FMQI%G.Y(G.MF5P!KKLUT[Y%#VY>/]JA791H] #:@'Q5TB:&?)(QQ(_M M^\BLHDQN.@P\>RL.*\M"'/OO*+&C. M!+D#G1JBEDU;UD3:#WN7
%D2)?!T.BS+%@(PJTVD^0)P3?#<$XMS?N9,(P&Q M)1G24#&)U!HTQ&[1;,(-GM!,:7M$@$4)L3MJK*96(1F&'O [RW64X'ERH5RJ M-&-R2PQ$N>:6@R$L5IE%?&>%$7/);.E-
Y9K$7..I5AJG29RR7/((L-%EQIU(M##$F7)*;'#V%8W8<=I<]DDN7YX[!IWMTC+3/(+(][&&68 # <4R3;M@C#*.3 M&$.$\7!IK,[+$H)<-DC/@B298!+'\!,3G5B%85ENEMO" 4-"KF)@O7%\L(:!
M0XRY0RGVKJ06+$;(+>HA0-,J%K/"#SU'I4L=TYV=5/+X>;:_ MKM*5A90,@XGCX9C!*A>L"/?V^*_>V9MKE@+I'WG$KH:-6S(WKE8:5=IPO<)IQW6R7+FR^@F8C) MEQ/,)
($5GI$NN4R8VX0"TFW*A6+:Y0KY6"4/QN.RS/GMDGF^PG*+^;(K-CW2 MLI[DUF7R=VFY(-=X&@I>X; P'Y$CMT4FQ\ 3 N.0[&CGV?H;)-P[&=".%AI M6%3F!18W3),T$[!+?
+C/D"LJ@DU04+&)$1=LOV,@Y<$_#=".NO![PLW/*)5M)Z"JH'$ZLA; M^9[D3%/Q]$*\L.*/*X+CUQ"I\2M0/JTHGWK7U-6*)DY'JY;=>,1D4C&9^'7- MU:LF*GZS[]+AX?:XO;>ZV3_F#TJ^;
OKRV[HO9C.:O&C9$?0FF_763^_KB&OJO MF%[E;R3BQW,JY%N76@!"OP*T7#H:J?D1#UP&7E,PEI?P]#4D,?3JSTM9UU(4^D7ED"JVF#UC4QX3JO4G].O%07%LL7L00=\/
M^UIKJ%\K7J""+8@M,DAKR:%^R6F5P1;[IY=K'ZU:6ZA?%)ZAA"T(O]S:?:QJ M=:$MZO),Q6N!&4S>MRD>K26'^B7BF8JW0]E7O) >$CQ:ZPKUJ\# _%KP6O!;!
MHW69I_XR_P+!:T%L_ #'XN^6NO_?\F8)>%8^\!O%R:DB>E\^G]?3R M%?HKTRN.? 0LT30X.<6=T>7#;MFP*BL>4Q?*6I46GPFP&+2;@.-+I>Q#PSFH MGM=G_P%02P,$% @ FX)G63NT\BLL!P
6!$!D !X;"]W;W)K&ULI5AMQLW$OXKA H4+:!(LNRTO<0V8,?M75'XXHLN MZ8?#?:!V1UHF7')#?HBO:+O4MRWIYY9H:K\YT/GV)#E-1# M:UV\F#0I=:_F\U@UU.HX\QTY[&Q\:'7":]C.8Q=
(UR+4VOERL?ANWFKC)I?G MLG87+L]]GZQQ=!=4[-M6A\=KLGYW,3F9# OOS+9)O#" /_ TEE:4WG=W 6_S M44MM6G+1>*<";2XF5R>OKL_XO!SX8&@7#YX51[+V_A__ %Q??3!;L$%FJ$FO0
M^'=/;\A:5@0W/A>=D]$D"QX^#]I_DM@1RUI'>N/MKZ9.S<7DAXF]::-[F][Y MW3^HQ/.2J)57>1OFK=N7L8J*]/B;?%F%XT!J7_^N'@L,?$5@6@:7XG0V)ESI>:]'YT-=5/Y>=P:?1K.?
AUO3RJ<$7=3)TNIFJY6)X= MT7]X!+JY7L=,574PZMA7N:7+Y]5'PQO; SO M[)CV/Y[&HVJ>=_*;DV_57K\Z!.K?#:E$H8WJZZ]^6"X7KV] 604#\[P-H+QE.\5#,1-D \]NMH:J.#H3A35]8JXV"P
MRLI0TY7O.3-B+&@7M11[5(V^)[4F&5?9OB9$#"QT_1$=HN#&D9F8C-NRM..690%S MU8? :T _.JHH1C1AB4.KC39HU /169X-(]/H;7&,=7"DPU]?QXP>S-;HT0AW M#RU>UMH"3%)YLG29-%C/J-
[?@;F1(Y1;YB3E<-Y?X<;"H3D[/F$K0Y9%#8Q_T(M@>Y,:@I*3.9" M0Q"SA#M+QN3=L>/VH MWCL)27I35%MR%*!*"H))5P^5P9GOD/_*=!8'ORG%^'ZVFJF_7UW=E7+\]J]@ M%1O?6WC%A-
%#D7WL71Z[(RX'JO^/PB'ZR'*!@&&!JQ[*A)O&E7,]Y-Y1YP,H MZT:@?QD)^T@ZE%K\7\9MC,7ZZ)Y LN)R,X6HD10D86OV)%*'&6TD[NZ@CKE-= M(1LS7V\VN/"4^F5HF QM[I+P"N>I0&R-
7AN[CY9%]GSCPW"4&<36GQS.ZMG_M@;Q_+LS!ZG..!O1%UQ?7Z*%CG5'5O32SO9 07/K13+WEPD&"7FP]+Z]Y9DT/ M(:1[;7N!CF?+4R _]O6V=,?,MFS'1[9D)09DH'C%?=5O48-RFT#E^9TT
29> M[?MUVO1V'ZL%+)@S'9 9':Z8"!E1Z!4^1#7;GI=FB<^W/8P!VP^O2"KYZ, M:H2T%&;,_!//9AH&;@%FH-W6(MWFF.H =OHVOD*P1 M6#_R)N-*QPIA=)2[-/&0HYM?D05;?AV
M,XRP>%BT.%C"""X/(16K%FN%?T2D6 3ZUAH_#64Q#'.N\^*GX"[+N;1G$Y0(HDS[?FG(%2_(CY9R]$M,?=-7# MD96W?7;OQMP;*8YA@'U8W0RC*Q/DKO').U/%8U)W>ZFQ]]P6\(X*WAX*H@M1
MK()99S3^R7/ZY.5,W>Q[TV>,AT3#[+G5 8"5P7.FLL,#'*WG:N'*>PL6<$VM MN!% T5WP->X1^ZG]=C7.:^14-A7?X/=W)00X0#FD\<-^J8RI/G3J8,Z2>6[] 5PG!S/+A-
MH9'JF')KW=@\W>!4GKLS]=RGT?S@:[>EL)5O>H@PV?.'[[@Z_FQPE;^6]\?S M;P[(S!;W-65I]*%[/N7$Q7R=WQ^2;Z3;^>U3_@2E\<&38$"'\#^QB/[Y84- MC#^F7/X.4$L#!!0 (
)N"9UF\KYN@7@8),0 9 >&PO=V]R:W-H M9655TY]=3 :N22G4KHM4Y&E\S84GH\VL7(599D&I3*8C09C]^-2JGTX.0HO+NQ M)T>F]H72=&.%J\M2VM49%69Y/-
@>M"\^JT7N^<7HY*B2"YJ1_UK=6#R-.I14 ME:2=,EI8RHX'I]L'9U.6#P* *UJZWEIP)'-C;OGA*CT>C-DA*BCQC"#Q^-9B#SB0K]M
M7<9+3.'"7[&,LKN3@4AJYTW9*,.#4NGX*^^;//04]L=/*$P:A4GP.QH*7EŸ(M+T^.K%D*R]) XT4(-6C#..6Y*#-O\55!SYJ!H2T%Z=)8FKME5Z(&VLTU@DA M]=X=C3RLL.PH:1#/(N+D"
<3WXMIHGSMQJ5-*'^J/X%WGXJ1U6SR+.",JBVQ M,QZ*R7@R?09OIPMY)^#M/('7B_4\EWI!3DB=BDMKC17GQMK8,$[\>3IWWJO M_MJ4A6ADNMD(S]*!JV1"QP,,BR-[1X.35[]LOQL?/A/"M
MA^ASZ?ZK:\XBO M)V_$2ZAB1@M>0+ R-@B_F(J8EC)_OC-@;@]*VON&EEO&C$Y+ZC3O% N*8RK MD1)QI<5'%I^3Y=+N#(7/27Q06NI$R:+OQ\RC0M*F3IP9_(C7KW[9GTS&AQ].
M9V=AN7WX1BCG:DHWJ8FO52H]=6JGLZ^=UD>S%:R_'>-\W*.#7./.MB=;L4"QS ME>2@M6^U8EDIJGI>P!) E%\Q>A2#BUT"I3B02^:^S0/6C9-:UKD#C;?5*> M2B>8\?B?
KI%*%E+:DU4E+U98X35/%<\=/ M0P3Q8[GAEL%+^!,B,BY@")%+^>YHDQ\0E0R5/."$A6VDVMYBXRU!3K_=''= M5F9+?($BERPUL*V-%TE@"9%C1A^[@O1AD2E(*D1J.DM-
=MQ0R,7"T@+MQXF@ M0" >>F2$- I82]@/0I@\'^?>Q>=U=C[7-QJ"UE M&87-3F#3%AE2A198D;1.S&FAM&8'909L3D@#"#-MX"1..7^G$ ME"2^R'MFFLA2>]--++66?
$R_7!0>6:IFIG_.;LLN/\'H$, M'Q)E($<4!T;G=2'M1M_8PD+,P;K<:;QGRO80$1DN0;^7O D!:F[-+8&00)^8 M*B.X;YDP(OHA;', V%0$L)T*
[VV!B.1R[/:!H;O8:C#ATGQ!S;L^)CG"XH]"4D8.'8:!"!MD]YNZ.L?OL^UV% MAB CS^R+LW6M4R:MA#"E*>MT3)BR^QFE(,MB&+MZ5)BDV:A 6CA+QQ: W(/8 M5-80 V>7N0X[2T'2>;$K?
@VL;SQ@UG[!JU5#Q$]XMB5PO!=H#QV M@Z>[L7\C!08XTQT0$K:EMV%7W(3<9]ZPP3T9RV/N_N$(L, YO:'_(T4K4\8 M="+.N[%#-N0:S@7-*GD=O(O\W<<;$M%$.BYU7'PK!4-
>\+D<'UZ9,\LY7R' M1?]$\4;H,A[@F![;N>#.>'!^G-5S'X^?D_';P+./I!'.8Q]$ ^PV73-&O8MB M2781KL.< DQ3O#-V;[L;]VF\:*[%XW7]6EJTOL/T95 =;^WM#H2-5^#X ,_#
MM1,\B4ML6.8D,?,L@.^9,;Y]8 /=_T.<_ -02P,$% @ FX)G62-L.&X: M!0 Z0X !D !X;"]W;W)K&ULM5=M;]LV$/ZN M7W%0AR(!W%B49%E*$P-YZ;!N2!$D7?=AV =&HFTA$JF2=-SLU^^.DA6[M3-G
M0P!;HDC><\ =\8[DR5+I>S,7PL*WNI+FU)];VQP/AR:?BYJ;(]4(B2-3I6MN M\5//AJ;1@A=.J*Z&81 DPYJ7TI^>HS M?]5Q4\[FECJ&DY.&S\2ML+\WUQJ_ACU*4=9"FE))T&)ZZI^QX_.8YKL)7TJQ M-
&MM($OEN+JGCX_%J1\0(5&)W!("Q]>#N!!514!(XVN'Z?.Q0#OC!6U9TP M,JA+V;[YM\X/-P)IL$,@[1"Q[M5Y%A>(-3?P01:BV)0?(L6>9[CB>1X^'W@KFB.(@@&$01@_@Q?U=D<.+WJ)W9MF
MPY]G=\;U_[7- 2U^O!V? 1GH%55O<-:M.2Z('0[%ZBW;KA\?/LF#=GXO:&D M%%J+ H5;VH27KZ+*BP%N8_=$7>N9B54I9R MAM6A(N0!_,KE BL<,#A@AVC)..-'EGAG15%2+3)@U;XL61
!"T/OK%8+:&;C!?MP\.0D<^Q$<:.E^L+6+ M<6]PYR;45BW0A20^I@GY ADC_3VY=PN)*62[W9)'^U)*%HGE,6O28A\MNG4 MW6PF]J7@-4GM1VC#2^FK$MJH)
[G0%D\'1XT6A4+K"Z#C@XQO[]JA*;BEMKB MZZ)L\%A@!TZ?W@9%I:M$2 _.^5'&L+901FLQ3#\C:XMF"F-#)A7 [O0ZTDS2T*(0V)%J[A2/2'3$]!T$M."P/N[#,WH1SXRXA:%3EA';E*5K/
/'$W\LWL%SY "2 M,;49LMXG^Z,XW(G8E[II$C.X@"]D24X0["<#^,$V3$ME-E@X!1J1Z/ MG)TI@0R?&]N.!FV2"$PUA+O'0\HQ^J(N$8:,4WH '^B^H)4L\[:> M7?/\GN,F,VO+S2V>1DI>V4?
XB")X/,2//1+L7T+@N?W U>"^Y6T0H_4W3NGI MUB)Y+W5OQL;>3LYXF&(0QA$D209)ABMJ"WW,X#%$88AK9H2Q#3V7C.U27ZVA M/CC;#J_#M>L'.G_F+ED&8X,'EO8FTO?V][BS]OKR-
+V]!%YQUC;P-5&**HL'1 M>.2#;B]6[8=5C;O,W"F+D7;-.=Y%A:8).#Y5RJX^2$%_NYW\ U!+ P04 M" ";@F=9'$YNW7H* R(0 &O 'AL+W=OO(#2#P0P@'Y)\QS:0.)/= ,F.-\?,PV(?J&Y*XKK5[)!L M*=I?
OU\5V9=UV,%,@(4!J;M%UEU?%:M]O3+VP.7J;$+Z7%K9T>NL$JFO&F1'8V.C\^.%E+G_=MK?G9O;Z]-Z3.= MJWLK7+E82+M^I3*SNND/^]6##WHV]_3@Z/:ZD#/U4?G/Q;W%W5%-)=4+E3MM
M7MMS4I86@UJ=,&J\FX(IW-RRD=O\:O&/G_[1FHK?I=9J<1[)5UI%2SNW?61 %M'%:?GPL^5**Q9:DH\)Q43&GSDC?3XC+W.I\-A&S_L&BH"NF0X["MGTO/Y&#@ MW,F0A]X()&4F9$[K
#O&AM^GRH)DIN5$9]JOA4F2TCJA\RB1SA-=R S1;Q^P M;4K[\$--I+73#JIM1TZ7,/6#(E.X9'&2>4N[#T*YM M!,*'5)0%P4TNU%?MB6=*/%*5'8I/H+;#9K-2!Q\HY^4DTTAIU[7P7*LK;3)?
MB]5<)W- XI=24P@3*[@$8L&VP :]T/]5+'GI6',SH=@$506S%*5W+# _09&-E MF6^N7KE,C44F4$<;Q5#\LS0>]]B"' REUS;39ILPP*0AE85QE+@
MBE1ZR/ZR2TQ:,H1QI'8T<"MJW=YPHT"E;;Z<3G6BR9U3\@XB+X3*TF1(*-*7 M$ROE<$Y(%IV'PDJ9$:+&Y#-#OR"6M#N,QAB)WS,\8B .R80]E<6"J080!.)# M]2\="Y(*#B[/I-UNK1>/-D"ERCSL.
[)1;GSTPPO:'81H.Y@6M8((:Q)(")<# M9:R9&"N)PV3=7A03#HZ10S3<]RC9R! MKRD[?!>L.-4#&^U@)XHMP'GE@([YD5$I6@8J?%B0 M2#<74W2S "\@1FHR,].4=:WT\BJ9YQJA@L?(PQ47/->1@.
(\XLQ@B.JA YP<4FU/E/7HSEFH4X1<_M!F"&Z"E" M!4NQ(-535&8BWP#Z(S_5E8EY,OBT&-Z912'S-1YY-3,6%<=5 +75<:&(FA#1
M,#-4"JR#Z"%XM'LB=MJU%0;08$25PBJ_#G4KBO73#Q>CX?D+Q)(X%^P8-&P8 MU V$1 5)2O)PE.5;^#:.K#U&N@,+'$]"I4XB\0;?KE),:[(;]8]=_,)^0Y'=[@PY363DT& M!
[FKWJ[V$BP_U'47!Q0E/E-Z]5YSKU!PL&_A%BO_?5V&/K9\W;KN!2M<]>XH M)\FZT(T87_5P&E'KNI,K\]2)'\7)\+3^9,>/7C17O4\X;2(1"^/(:^?UBOJ] M]RLXP(\M6! BKUI7K7JYE
!H.0!WZPI"X*"TG)D-;7@K"95 M7\%25=%P/9Q#<L?%$SMRDQ_LVW4?S^JQ.5:6@BY!.)ŸP+4BJ[I^!T?7)K+WB?CFUX.KC][M8(>=X?-TU/+5NR;FK[[11K4.(-R)@];=$S8;-DQV+J/L[6S\43P*M?
9M+V3& MHTSJ1#3#PZ/0%C\/?R%A1Z,ZE,];1'_CAJP2-!IRG[R/ĒH+F>%Q3'EYLD*[7 MC7D!79SLR#H^/:L_GT+6X:B)QM'_!6HV M HUV($#2!8#GPVP;-$^:-&PNOQ$VAY>-\2YWPB;"N_+&Q?
BO@4U"X(YSVU"V M#?IVK_Y3P#?FDA!T&XXVX.D1G)W6(IP^A7OC\W%#>!-2ZW5GW1AOWSX?_78: MY_MCW^GQ^4XL.A1!Z!W#4I(KGC#X(&3MFM GC@8AZ^;A[7&;S2?OO6WF%H2T
MJA,J6S9N;$(<1>F"&BV-=Ō[2^T0#AG<&V?9&)F&X&Q&8G(XNP>8NY'IY>DX M?)^=]NY,OL0A2Y/I_P%L188.3HZ/^7.S-0RAQWN9)K['EXJI_A5FWM2$#Z)A M9ID&(J5E7U=S.XXC4D%
<#,1*;CD4RPJB*_1O3Z_J8QQ'L4[3T3XU%X?_2$K MN[]S$*?)1G?>4QVBK7P;=(:$$'%B*7VL!X-X=.9C*I'0>3WZ0452=L\1M6O= MITVYX>$_9@UU4-NFO7H'NJ0;$Q^L1R?
$O5LBJB%2R#L:F:G"R(R8H8'6JT:(1)*I52&$B;OU9F4!G U=*[MYB M@E1*+4$V#MG:'<6$YG4KK\T5T%KJ;Y"]SC/"9G)N1-&?<&D;.UIK/*A)B7K
MQN#$(7#O,*T3C69",H4;G$*&RNE4)9Z'&XT60>E !!FZL5-X'/4'O4=(%6R- MK"D*:Q#Q8-%5!GHIX8X2XO IHF]*+]99F2"VPO3>S]$^SN;M5QVM:>S6$6$ MBHW73LW;@9;4ZBO"TD>A-
R3=E*UIJK2+0SD DB])V XK>A\ HQ]@S4&8/R)T M\Z6V)J0#HR?%6\::P#5S#37#N Q*!E#A%QF%9&F"6I%#F&=!O2I)_+J@ERF@ M
P"}D:"+A;)LFHG,'Z)1&O$W!M<3:QX@(XW2H^F1;)%;^WW*X;87I$>M]]A@ M.^.W]4ZPXN&5=OVT_H> E^$]>+,_#?!>X@/H\(24VP]/CP_[2.:^ U]N/&F MX+?B$^.]6?#E7 %T+"W
[U,#V(TWQ*#^-XG;_P%02P,$% @ FX)G6>'* M0]$^"P)"(!D !X;"]W;W)K&ULM5I;<]NV M$G[WK\"QGSH\BVY\L2SSBW:7K2)N.D[<.9\P"1D(1CDF !T++ZZ\^W"Y " M95EVVIZ'Q+P
B[WOMTN]7!A[X^9>7%7%I5[M3OWOK[8WW?97)72#4VM*KR9 M&EM*CUL[VW>U53+G366Q/SHX.-DOI:YV+U_RL_V\5I?*$K]=D*UY2EM,O7 MJC"+5[N'N^V#:SV;>WJP?_FREC/U1?E?
Z\\6=_L=E5R7JG+:.5,*JZ:O=J\.+ MUT>TGA?\IM7")=>"))D89@K'_XM% M6'N"Q5GCO"GC9G!0ZBK\E7=1#\F&LX,'-HSBAA'S'0YB+M]*+R]?6K,0EE:# M&EVPJ+P;S.F*C/+%6[S5V.
(7^,&'"G<>FO?B1Y7/U,M] MCY-H_7X6J;X.5$CK02_]'HHQ@<# M,3H8'6VA-^[$'C.]\:-B0UKG;4/2!@V0R+J:B2OR%^TU%/-6NZPPKK%*/MJ M@N7PI?]LTDHX]&CSH11?
%ZZ6F7JUBP!RMZJW0ED@1A !E7AWE\UE%1XLI,W%&W@"%J5H1I%"'K M1)!99IHJ**D$^!U_GR*U!8E&HJO1G@(JNX*0>73B%-)!J$%ZGI5'$Z L?@
**M:>J4]\0!;R55LN)+K1?,KMXQ*1S/DO06>"8[&#PSBXTZ)>4OKN5+9=$,;;: MBM)R((),CDZDE0E+/WQW-CH\?2&F4EL<7S2*F:R,Q^*L:'+6=[2#%TK:"J2=
MF#2>%Z:+F"=!AK%J3KF;9<2]$GMTSNC@Q:GM>I6F\;A7%PY^ S[Y#QFCI2,=M"C M* P$@+]4B>795&3()1CM'E?
*.9A34K+)6UNUA*TJ)%%U^Y4D>+IR(6QVJ%SL]]:43W)^V+JG7CX([Q&83O%*9PJ=LS*'% MR;FP0RVM7WO*/ !J6,DLR2[Y#GMI(S?*L6,JBO]@X94GXWZ5RRE P7A.Y'#I
M:I4U15A6-[8V;IVV+)P)=%T@_ 258%4,N9FDP]>C;"(+665*!(!%+&7*>DEN M#_5N4:P*R930MH95,;;K'8W4)0SF69E+K2?=SO7\V+J;JW!\ MD2KL$KS"^ M(FU/*,O!O=JP6D]*I-
;$FV-R$UUR(T7JM6+4I-Z41ZAT&#&S3EOY:QEJ7*2 MJUBN,L9>2!+/H.R:O&D@*N6#?::F L<6!2Z$J_TEO>(UUQ#J$ET5(#>QQ M3S >,"J\M&(/D;P), -..P$_+=9@*=^J+#X]Y*?
CBQVJ@;^TI_Y&I^YLV'QO MXTY:2_O*WJ#BBYWWCTKQO&\DD/U>'!Z>T/^G9[WC[MOWKQ[9]^KNV-'XG(X] M/J;:+R8P;,Q"3C#>J?
PJ:_B0A>GR)XGP(X]9(B.3NNGA%QAG+OX%7I T%TBD M"V5#;!32XKC$YBN#4GPE$JYK9M!1?]=8(Q;2;2?(]#;*>E^5>+]I"X M H\#[.6L,VVJK-5+2#B:73>%8IU.AZELHU&(@KYP\
(1:ZIQ/^O7+6_$5R0N= MIKCB\MZ@IC,8&] MU0D830 6C$^.7HC1\0&!"X(§B7GHL*_0 M0 GD=D9DVN(U*30# ZX)3D[G\%K!CP &'CMM2R*Y>I-H8&MIT>^**>!A*&KHTV6-
K@%K(& M<.IVE=(W-K1!UC2S>1>'T<'.!P%_=Y5)MK7I>6',#>]4M@S$:52#%JE*>BK" M#@"!!*RI.ZQH8'.0%:!#1M>TK6U2OA*A+Y_>7W>M"F>M2"_UY=8G8\#SQH\&
M5>N]S+B+&WQ#^AF0;2&6OL-38BA H#Z^:>V5J(X" @5X<')PP$?0]9BNOPG6 M#*@IJ$,C4BS7T'$&OR'54=+^",P/5;#)[*Z$9_0O]#+ZU2"S^_G2=M'JI M[;.^Z3F"0T?
2*I(/=+JM75=(*PI>_C'&0'M(?-X=@]57S:S!.8>G+-5(|)&R M^LO%U8IZMY5T,I>Y:#SL]F=([ZZG9A@G=.NB\P\Z<+/=O\ETIYVQ[J=5X@NP MF+5OJO6H.!)#\:
[K*G]J*MS:N0\K8F\=JBZ;)L;(/<.X +8 @Q E_=]T\F[H MF4AG?F'N$:;X=B%DMQ <)+UQC_O8L?(FQ[T-=Q>K4U(J(D=T$BR;RUO% M>Q3H-FJ*@#0CK
H*J'CPA%'#RO#KUAL:K(:CPWB-"DN;EE[]$ML"R? Q_:R2:62 MB:%8$ZB-CTC*Y(S5%",=$74SH<[VM5QkF!S Q6-#)MTV01'E#\6:;<1*_L?LP$6M)W.,OPZ61<_M M30Q<-_<-
N,XJ@A4;5K;4_FADH:=+[L369YN/3;3ZHJ7%YMX]]2Q"]PJ]Z3':X!7"BZJ[\R-P@SC8[M($4_ M/:U#TN_%GC@5S_CO(?\]Q+]S)K2FA9ZKLH[OX5L:N67&,0" [ZNJX:G"F, ,
M_AWCW]'.AYY1_Q;GQZ/ \BG?C<[X;GSR-[CO/"X.L8@Z3V*(_R,;CHQ'XG?% MKS.J#A1=;:&*;1+(K$.R6 ML6B,,WAP%W-[XEP\6PL.2N9/."A^G?F>$?+AZ$6DN+H;)Q\ ^^GLJHT+!-
FBI17>H?G9WBCK!2-+P1H4FDD!"LLE.8_FJ]3E^X1?##N]8X.K M9"WE@W.NBB4)G2#DF!O'0.WG$;\BYX[(RO@[<)+Q2 ?AGA/'ETNN_0I=GYOS!/*--K(9P%9!PT3_I4_# M?]@!G(6O
.(!$'O=_4%>Y04U-%LHV8%RV9;-&;Y4C[;BF'"74W6469[(K M\8C"2,50+P)C"5TXR ?PJ@?'KX!G<"V%J35\$P46+_&!%3*JB;=J5O%!PCML MCR$)/T,J,0?I^OM5&V'?[LJ[@G3/<3NA&9
MZY;FN"1V!C2J1R39AW?1-/QR0&XZRDT/L;]U&0?!^Z5]G'Z"'=87=B[M:&D# ML@13(Y22VPEEHII/[#48;-:HQKN "\R'2.0CR>26=K81#2I&N8;WN34-
M)_=V#H^8.&J5S%%KF$UAEDXNF6"V3PNHI"PT1,D4HI/3R0]I*+? 61JZ=1;! MOA\9['1X@ZKR<^Q*V C3-_L8'9^*\WY"_J?W[PU5143&CB6%AH>GYX04/WL
M]HZ1K9^7M31V^KQ9V^<.E4NP^Z649NNX \8'-/L'4$L#!!0 ( )N"9UE# M*E\;Z0L .X@ 9 >&PO=V]R:W-H965T ?KTV]I-;*>7%0Y&7[LWIROOJY?FY2U:JD.[,5*K$ MFZ6QA?3X:;-
S5UDE4]Y4Y.?#?G]Z7DA=GEZ^YF>W]O*UJ7VN2W5KA:N+0MK- M6Y6;]9O3P6G[X*/.5IX>G%^^KF2F[I3_K;U>]U^'7>44EUH4JG32FL6KXYO1]\ M?
#NF];$@7UJM770O2).%,9_HQ_OTS6F?!%Y2CQ1D+C7E:VO6PM)J M4*,;5I5W0SA=DE/NO,5;C7W^\F=CTK7.??ZW(,' MK3Q/&GIO [WA(_0NQ =3^I43[\I4I;O[SR%;)^"P%?
#M\$F"=ZHZ$Z-^3PS[MP_$3]$:=PB.F-_HFA<6-=DEN7&V5^,_5PGF+L/GO,3,$+N/C7"B57KI*)NK- M*7+%*7NO3B]_^&XP[;ZO0H=QI\/X*>K?X+2GZ3V?O1!_8I?N]:\K):Y-
49\%A>U399(7-$976BA%F"!]+Q MJDE/=!;"\@0:9/DN0D0(YE.@AW>5-6F=8+E9>,D>TN6^!Z55.X8I (JZR@]8]IAB%CDHU4@RO:A]8]$5 M!7$58K0^)G$E;>>SO@CQ/T@(.?FI5?
>H#WA X:[A,6U1J?"N+&L.T;2V;?@O36W!Y',- MP1%6$%W)9"660!J9BXV2EART7B&*>SPA\(,CZ!:F4$,F#O1-JD+)$29\(-4 M)^0QOY(^!+*T=D,,*2.Z%",542PVK,2"I$XHLBE
$6RF38Y(@>"?-@83NL(; M00TLV9(/?HJ=0]XC%W6BA(3I03.=D(TI;$&K=7X77W]*F')6I>X110\W]*!O M[!3U@!AS7\X/4 2(L_D!QD;4@7,?+ 2Z%9-'*IX]E8^%U+AGCIL3\\&:K)D\
H6E@[LLXQ;BZ M>8-"G/--K6IKHO%4+>1.K&!9&T*]KXP/J[@^.$$8C"*42-#[HTZSX.^XLEB5 MU;FT *G"('#)P$EM+0FP((U(X,3 B 2D,=B&L[HFN!/48$,G)N2YT@'#8
M+86O'7L0#:S=D$L1 *4I="(\&*6@ 5F]15D)."F3+3.8#\P:?_)3V 4_E]' M"K<)(4KQ1<9#,BQK3SB&4<4&$X,Z*I [.]JNH*E./K4EHZ3F8D/-AD:/3SY$ M_VK1AZ-
O*S3*/V5>H[F0RR7U/B03.]45LO[JC]*A9P4]N9B[7B%@!:Y!3_+T]^MD3F*F+Q3^5/WJI,ER517LB< MJEE/_")1,Q$E@X;2,S'NC>8S7)_CV7PT$B]P/^Q-)N,33&*8L\HF8!-$@I6E
MRT/-)Y6:5&4]8$"-C)?I'PC#@JOJ8"38%<-7N#W!C+(CR1&U2)AQOW\HS'0F M;K8F:HM[,\O-0S6D!CMXA5R!0N<6=+J+D%23-IEVN/>1B=-=C9.A!;.E *
MJL:U9[0"!8S0OEH18.+NDVKQ"M'+=39MZL :+I&PDLXRQ=)R>R&0/MR$$++* M+#PD6Z!!XN)6FS 3?ZDU#,%=E< '9*$XXJ-W#T+Z;:_D(P=E;=M26KP:5L> H)Q MSD3E
[6)IT7(&T DH-.VG>>R!9$S#(QH*0%V*DCR26UB:.$-5;"S;@,"-E*0 M@!A9B@+,2E%S9@ \EM-4/8 /<6ETQFP@>\02Z1Q@.-2$#FS50Z5*1]2@_UH1 MN'#W
;OD*$14P5HE661&.O;QKEN#*GN6WBY^*B!V-3 +GKC3;@QA/,UJ3&@T M^@)E,5)$_)OU/N5,E-=8:+2P"T=W5+C="#, M=D.G2]O3I T2HJ-H.S?96.K7%?K1=AY&CV5
,4'W>P^5I:,@.VM\T-/J[2+33Y1[O3.(>DD?C=@N'AZ? ME3M7[$!W\@V'(QBE;%3%<:RF-8W[S@@ "![NS&[7A!4GGMQUM).AAQ,MQK ME4,*,&[2X4\X?HJX?T'1X4
'<9CY@.'X8H^?+G]L^WD":=*&EZ:DN FR_>G_[\0=95*]N^/?@U8L=P:(8V4? *VX,HF&A16V4E+1+SMW);*\M>DO=#6H@ZOBTYD]M MI'Z"QT,?
#FJ.==111ROS#9;WM@6>\^&!40U("3 ,QRW=(<]248\BYN+[I@M0 MZ8^2!M5,'2F7<=GM-;&S6]A@T,'H;"*^WJPBX2#A/JRD#BPVX[!#AL+&#_G MHZJ_8D!>NQV)
<%4$*6T\Q*G0-#E<8>N*C_#6ALWLQ.-&&@8C'9XS'YO7CDS" M-@2GU5P0E_O8?<7B'+;S+\7A5!+A^?5*6AJ?XM?MD0U'?#M^7+?CQZ_1^$'C MS?
6QC*$*,)S.PPP!&'O!=^/9J+D+U^FX?W+-'WP@,&ISP,:5KAS&C3X0"INQ M$!O'0[X.Z.>@-QW,3VXEN9APP$J:>>RG]EZ4LE#Q$#^:#[!W.@HDAC.^3HG2 M?'+R3(QZL^&
I1H.IHU\@UY_W$H-: X#T'@\:LQ\HY+&RF&^&QVS'<5PW'3SU M[4UCMLWK@",T(.XF9YPERRY^B/?9I.=(SOUT,YP-#?PV=/" MH-
OUCYPDP_G/Q&O:NI:]OFX;N6$\WP9O.PVRQZF#B,^:(T.>'?N$>1Y]@T9B M9?REG0X289_P.;]I[VGW,OPK?L+?+PW\"? *ZY(.X9?8VC^;34Z%#5_7PP]O M*OZBO3 >6&ULY3UI;]M(
MEM_S*PJ>3(\-*(HN7TDZ@.UT=A(DG2!V=K!8[(<269)J0I%]'I;=OW[?454L MDD5)27=C/RP0Q!95QZMW7T6_VF;YMV*E5"D>UDE:_'RT*LO-B^?/BVBEUK(8
M9AN5PC>++%_+$C[FR^?%)EK$A\|?_UJ(Y?]5I5?-Y]S^/3!)YEGV#3^\BW\^&B% *E%1B2M(^'&O M;E22X$(QF]FS2.W)4[T?[>KOZ6SPUGFLE W6?(O'9>KGX\NCD2L%K)*RB_9
M]I_*G.<4UXNRI*#_Q9;'3LZ/1%059;8VDP&"M4[YIWPP>/ F7(QZ)DS,A G! MS1L1E&]D*5^_RK.MR'$TK(:_T%%I-@"G4R3*;9G#MQKFE:_?]'GYZGD)*^'G MYY&9=P=/! M[]P/2?
LX&%V>C)V\8LJ*2::1$E!5E(9Z)P,1C<3D3)_!C? 8_ TL/1 HJ;3J8 M7IS"VF>79T]NLO1>Y:6>)TK\FI6]$./!;#02A++)RYZ]N[..Q>0CYU@^ZR4B8B:2"$Q^')ST\OZ"= *6YR%>O2'D/#?
N]2 "9-C1K;ZG(E MRA4"N-XDBIYE"WIR5<+VT4I<1;]5NM#XU4# UU?5%A2)&)\3%2?B& K44)ID$ 0/1S(W/@"1B3*WCDG\^@\\I" M:T\X9"%I?2LV>7:O0:6!7.3B6)_
>0N5:OA0J*A"+!#Y$N2TA>5%I$2N"_B2 M" %K"3AI"O:S> $+/ 5>& &?T20?MJ^W;\0=#Q17%K !S9@.SMP,E-(JQ\,! M"0#[@-]X@ 91I\BI,>$GP^^W (189[%>:'Q<)L54:[G\

*MHZ;7B+HY+*7V]Q="Q$E*QS3!,1P'8>1_9]&(_!&E MH8BRB9BD,S&)DA'Q61P$|'(HIM-0S,)D]+V8SC+,FL4T-QIGJ]?^=Q,%.VP&7 M0;4&:5$D4H]#%:;9;3NA2@B!70RB_K#$A*/_$R ?OJG-60=:F$PWQR0.Z9AF M#%@8QO@'0$D(D (&+)R$(LRF(IFE(LG2T1?3($O_A.T)$$VB#/X@'^ 8AZ-/ MW 9P2_: C3B2^VST&0TZ)Y_O&;CC6VQUN2#X+J/T#66Q MII) U8O(**2%\) _,IB*%*(W M(NW/1A=K(KL_O$K@!6B(O..6@'IHR,NP_E2$4[@Y2D3*<\!L10'D33(UB, <$SZ&$_\3#$=V2(LI07J* M"!D99=GH9XH\{Z* 5?!ORN.%AA1J'FSQ5:D&!'G]B7O;Q@*K\+1F),S%1.L M'&-]A,%3R^9J04UZIW$C^'^#U#%I$4#1@VZ8)V79XB9A$)ASYSI6;3-\E#"9Z M(#M30YQ, ,#HE^?T@'3,B(+B&;$2'6B=R80F/\-P[/NZ(50^+/I5Q>'\I6)4 MEBO3|%9#<=.Y.W_G* PHSQS-Z!O1I4G[^&33B3)!G@*TH Y]'20-BD]?F8 MS0+/>]F,"T429\QY$9P<9C'H*^[X[ID^F!JP?Y* *TZ:S$;7P,CKXIN(^,_H M0NR;IC&.DSCQNA#G3;%VZ@L6%;$P!?<&V7Y=8HZ5T.LR2[Y5N9I=IM.TBY!\|;:@9@HG2+7)J,; M2^S2T#ZSE-W&;W*<4Q)/]%A,0>/TVO+8+{XI_DR8$>S2NDE M7>=&YXLW!0@%A0^BSSM2PK9L=QT!'N>(I%CS:N]TZ&/(^1 @'>W"0,3B M%0SVF8FV,20TL]!C.^'>*AJG8);!*\8+M/U/WC/Z-W6[HF)05,& RZT,23*T M&W!XQ[H<#1A-GR=.Q&TC_59JP\FT<=CL? #!R\V.;_S]=F5V.T!;9?S-0 M]G_>8COPFF'32*,8? 00M&>5?>O8;=VJ!(I6@\-(PE/.6S"'"[IS9/V_OG_X92#N M3.S:3?Q::5H7 =0HYO,9QW><<7S3IBN;3D=7*/82SR+^3\'E:1J-;A'.*_$/ M0S$ZG7'K1DU3%HV^2'V/CCC+!#7JZ'_"63KZNZSI7LIM[@0L':#91ZC1&TQ% M[1;Z.-Z$3+*.C;D3A*89%LU0>5_;P_W\HK'M7O501_2-JC(6=E\YX6*&V=Q& M#TK$R>C%@F> [N.)E(7V.>![FO#,;]2@3\'!DH5]$+]4>PU &YAQO(#"TP-3B;I@<>LOVA,S5_KYJ'O/I2B$1+0W \X4Q37]!"VP^WY[_!U!+ M P04 " ";@F=9CKM)4&1* "Y" &0 'AL+W=O!X:#8FU@@ M2ZXD-^V_9U=VTJ239(+AT2OW6^_?4CKX<+87ZY]'!7*NU&4>%]=1K'+BNP M%*YK*M1T,C.V%)Z6=AZ[RJ+(@U*IXC1)CN)22!V-AV'OTHZ'IO9*:KRTX.JR M%/;^#)59C*)>M-RXDO/"\T8\'E9BCM?HOU27EE;Q"B67)6HGC0:+LU$TZ9V> M#5@^'"R5N'!K(Y*,1#1N&DQHY5)5ER? M+]'?!=_)EZEP>&[4-YG[8A2=1)#C3-3*7YG>VS].62\S"@7_F'1R!X>1Y#5 MSINR528&I=3-*.[:.*PIG"0[%-)6(V&T.!Y1OAQ7AHS0(L2Q(.3X*K09O(M2HH)TG_X/IF2#-7,CVVA:"P-MEOB>W3J*I'A***+XM#>8C1^ M]J1WE+S>X\=@Y<=@'_K?9&POT'::SWM'+V""'?A<()R;LA+ZGBYD9BQEFB:/ MA4T0S@IAYQ13,X.GT L'3^$(D:.1.AG$<.!)FI0-O6#7#] V?=83@EG60)P MP*8J#-=8W1] 926](U(Q%R4*7D##F_1"ITA9,9Y!U)GM;5T)AP(!J#;RI0$ MS)69"A7$7CIQRZ2DIC(0C ^RK!32X\.P4@>Z,U-;7\!-+:PG7@1"M/K=+=': M# "]G$' CYP4RADFK6H6$'%T#=."ZEP(4SHD\O4I$!2LGB=F:CE[_G_/1_Y_I M0)$5K};2(JWS@;4CSVEH$^0>,L3A$=2W',(7'!6Y#^1.S3KY]!+X$4[[+*(7)AKM@;A.FY[D.*U M=E(B4>&FZ2@UM?9-9UGMKOKRI&E'#^)-4_](GDCMJ%QGI)ITCP\CL$VC;!;> M5*$Y38VG5A>F!7U;H&4!.I\9XY<+-K#Z6AG_!E!+ P04 " ";@F=9RUHL M;;\" =!@ &0 'AL+W=O8\CBFKL!8T,@UJJA3&UL*Q:SS$!79S*-QM+VXEV7E_$6\ MF#6BQ =T7YH[RU8\H.2R1DW2:+!8S*/+|?ERZN-#P%>)&]HY@^]D991X0J@P.KGL)-PEKR2 MD/8):>#=%OHLKX43BYDU&[^FM'\(;0:LIFX=W#) 1?!>5PJ\SM8%?NN6W M3/<"/F S@DER!&F23O?@389^)P%O\C_IPK6D3!E]<+WRQ4YRW^;'RI-H2LR M?;F(7Z1S:D2&\X@WA="N,5H<'HQ/DHL]+4R'%J;[T/_]E>V'>S,^?0O[Q_)) M.EF*L$62*_3!C=#/((EW>263]PN<@;6PTK0$"DNAH+$F0\P9HP/,E) U@:N$ M@TJL$3B:4(/4? (=@+(>R*$!F6DML%[!JB9D2C>"FCVFD]A385PO-BN'I'@47 MKZ#D#47()36&I.OCV,=@['%HB3=+*=!F2\#?HY5,5N1K]%6O*'PS[JO7MWEX M<);.3R^08BX#GEO7;>]P^V@?9?=RO\)X3S5MA2:C_X@-E.3T>EQ!+83H\YPI@T"L#*. MY20<*]9OM#Z_84Q:FOX L,78?$;4$L#!!0 ( )N"9UF6_+YH<0(&<% M 9 >&PO=V]R:W-H965TS,=Z\H)KO#>@*VD9&8S0Z'K2=2+=HX'OBJ<=\33<$ K,G&=@ M]%OC-0KAB4C&)Y8S:K?TP/WUCOUS])UJ63"+UUK]Y+DK)M$H@AR7K!+N0==? M<%O/F>? +M+#A"W63FYY'D%76:;D%DP+)5?-G+]MSV .,DE< Z1:0!MW-1D'E M)^;8=&QT#<9G$YM?A%(#FL1QY2)E[@Q%,>'<=%XM+#Y7[!S=8=[&?=-"!-TL$1OGY; M8S_P]=[: (_RZ6EAGZ$7\/E1NPS8XS.:[Y,*6+,-)1&U@T:PQFIZ>[(;)Y1&M M@U;KX|CIV^[C*,5A@>]HP_P/SG<*;C+G%Z@@;3?G'<'7(%PK67)U(9>6H[M8*U%11PU+1!CR3;2@_423D]&_>'@DH)1;C*>,D$,*DINP-UP;,";$F1(+3 M\ ]2WA Z'LGI%FXJH ^'1,$63!F8@-%-0T1LR0<(C&@G?O.\SR[C@;M.%0P<< M[SU^B6856MQ"YC4T?=!ZVRERU33/W_1F!-TRL ^+*@L E09/NQ[,(3-/6C>%T M&5IIH1TU9E@6- G1^ 2*+[5V.\-OT,[6Z1]02P,$% @ FX)G6<+"LLC. M! .0X !D !X;"]W;W)K&ULM9=1;]LV$(#? M]2L,;E$D@!N+E"S+:6+ 23NL&U($==8]#'N@)=H6(I$N2[N0TL&/JE3VLK-P;GG>Z]EL(2MAS_12*OPRTZ82 M#]MFWK-+ (T7NA;JRQ\,PZ56B4)W1A6^[-:,+O7)EH>2M ;NJ*F$>KV2IUY<= MUMDV2"WF'T<-O=%4LSE1+H,FK&<[U&2UY44ME"*S!R=MD9I_,K/O7W':X5 M#K05[+LB1%B/%]H[/3#$F"(?)6^R_> M=K1E*JR\UN6?1>X6EYVT [FH=&'AD\IEOBO?0I8&FG^!K_A!A1.Y/(.HI (/>7O 7]0X M((+ZHI]QP*f[\|-=X:GW[W_L<4.N/]^NGH#JW2Y')RPY&C97F079&[]ZP)/QP M@#YNZ.-#VD<3#-)\54K0,_@H9](8FI)P-/E@*C!K&M&"R+8S8PA06 MA(49*M1K>QY\P;%V%DR T^UD-469[9S#LZ8HN)+50]E"S3%"2]+PF"(CV$2C/.\H'Q@P>EC*5D8 >,\&%=ZI1R92*2@69>]^(?[%@H M_&7X&4Z L1!.Z1TEU.>V4H>1*3&X(V;<+1RA2XD M\0%UR%9(C/A'LE/K6^ DJ;1Z_Y+TV9% 41MH&+\F$/EUZD;HCV+J>VE\#6A MC@/:\5+ZFD 'DD^_23[IP\FGWLAIJ*.VD7VYYN (^Y/G':;;.F.00YW?F3;' M"HPT6!J=KS"%DR-(HD!OFS9>MHN7-;LQ;<^4_M/+5G:07?)A_A%O\W^+_33I3!%SQD;5 PV=W6H):F*XWH&0Y].?8A MFV#N_06$@XQ!Y9@$@H#KPI42Q5VC^(^B?89E<.0%@_FNF,XHY_B'! (;YWZ M(=&F+&UQAIX3?RQ^@;/O%20#*C.B'4;\>=K_G^Y,(WGXI[IY&&I40!GN M!HPG$"=(Q/:CLF[(*.T .^M[.E'DU2?\HW)_RZI#3T" GSN /OH&I_6O//$MQ_ MT%MQB$Y[P;. (._2XG!0,6:UF@%O(GGAY"A=[?&SLV^;KO)$8;JCN7CI[CKZH M"E1#QFG3A4]T_C9:%5F=FVY%=B]PPYAW?76RE%DA2O<(GU$$3UE8.2+ _F,* M I_;? 3YM2L$.&*V_04I/OQ;)>ZE_,S8(7F0&'C'@<01),H1DB"MJ#SY&\ B MSG'-]'%N>>"#L5[JVS743,Z^--QK'>?1^?- .;;$X-WCX]$_V36MS+QK7UX&G M[O6EZD88Y+90RAF^AF<#S+>FQIC4%:>7_G(PU0YGVA<7>+>3ACK@!YG6:ENA M_9K;XNA2$L#!!0 ( )N"9UF>*DL01 4 &@1 9 >&PO=V1R:W-H M965TG!7,@G-070Y#E-MN#JK3;7.^O6ZBJ:04G4B,N#X9BQD2C5.Y;2N,@DTMDII4@\:C78|I8S7A@/[M[$X.!R+7"><P)XG*TY3*Q04D8GY6\VO+!_=L,M7F07TXR.@$'D!_S>XDSNH. M)68I<,4$)Q+&9[5SOW_1,O)6X!N#N:J,B8ED),23F7R.SVH-XQ D$&F#0/$V M@TM($@.$;GPO.6O.I%&LCI?H-S9VC&5$%5R*Y \6Z^E9K5LC,8QIGNA[,?!% MRGBL@Y% (E+V2>2';Z=1(E"LMTE(9/4@9+ ^[TNQ1VX%UU-%KGD,\;I^';US+@9+%R^"@X / MD)V0L'%$@D;0/(7NI!#BQ> ^'/(54U$B3-2*_`D^4EIBE?RU^^8"LKD;TG1. M7V4T@K,:MH8".8/:\,,[O]TX/>[PTSGL5&4K&!UO44R%[\H7 MA$H@Z=(LU61,`VP?F+O8?\NW1@9-PBU"+BT&M(12+>^UHX!*UB"_6W@%!F+ M!.E#]:U]|8HF[R$34AL3V E OBH<>E>@(LDRRP [K/V>"XT6[B2+,":&,FS" MV9A%E.OJV"NRT/*O"=-O^6N'|YU M S\X78V\1ZOUIY,*(:N=YR$&WG7:$$OB#)9*_+MXV|IMY0ZGU&6F#X]1G8^ M5NA11:/O_2Q%GF%0F"7*(R 1]J4I<$7:#LJ-,%,2@S(N *T.*K,7DUFUC;\6L8:OMKB|OJQ^LJC'X7[#FR]%@#P-$ MZP3P>]JMDF9SU8:KX0_2IM|;):^WES:QO)>KT0W_&]HT#+RVN%4]VT5]^Z7_ M%?&%]I-0Q.8'6_2T06)M2G5Q[O<;KT]>SW][DO#WWM1]= MO5QTTU>K?+T3E5V)(C?7A? O(/2DI> SP*^&]95? M\6. E'+4;#3L=7LO6_2*U;68>][FYAD5]74*Z??%.3GO5|@G6;G$0=D_= MWPCGQ>EY)5[\!W%+Y029GR0P1M7&20&ULM5=M;^,V#/Z>7T'XAD,+=`EQ7MKF MD@!]N:X%=KWBVMT^#/N@V'2LG2UEDMST]NM'RHZ;M&DN6+L/B2U9)!^2#R5J MM-#FFTT1'3SDF;+C('5N/FRU;)1B+FQ3SU'1ET2;7#@:FEG+$V*V OE62ML MMP>M7$@53$9^]L9,1KIPF51X8\ 6>2[,]U/,]&O(<=(+EQ!&]U;DZ>RQS%9]!0:3<7#2&9X.>+U? \%7BPJZ\ WLRU?H;#Z[B<=!F M0)AAY%B#H,<]GF&6L2*\"\7>E,ZA-LN#]^U+[A?>=?)D*BV"1."7*KR*1ZJ..PB$%8"H<== M&O(HSX43DY'1"S"\FK3QBW?52Q,XJ3@IM\ [05TER;G*.1MX+CHP%H6*X)AY< M*1HYBKR#2XQG"'MW8IJAW1^U')EDP594J3\MU8<(GW--RJ\!;G3>BV#R!LA[TM^KJU_UVOK_M#_\EMZTS!;I>A8-^EFL$) M$TMNT3V|+ ^@*=P+5FZHL,OH]L(/PT15PFIBKX^!"E0E%R:6(A M3 QGE"CVQ\+GPEE'$2#G-_FVU?IFW^Y2A$1GM -P0!VX]=H&Y#\$R]%G1<13 M2[CW-=RD@HM+N$D%-ZKAZD>X(+P0D<1A/D53,\4G]!RC;K;C9[O#[M-]/4B- M#<+/!!NK91.C)83"8S[9\<_.0[]HJ>1(&49<):F4B238S.GRF3RFF"9QVGW^]JL(SK,LLHU^? M?KW&E7) ("7%@2/!UR/MA"?G0C\(C/^H.7H%>+L'A_5!%EF[KTK&W^-^Z8;; MZF10U\G@[>]$=]PGM;)CA6S'\";%L./V]'^6P;9];?@^!U8(]J2V(-CV', "W4C,=S%46B = [!\=A9WP0Z7Q<=1=R?9]V$ 8 MSLCT+VI@3O3^5RH[Y!2/GO'3$A(M>.BT-$*8O;*B4K5!3-#X+GCE99!LQ9:$7-,?+ "MSF3L<[P6]R8PC3(=B;+K MUG,W$=*41SJ(7!?L"-$|WNRBP;DVK@S4KC:!(,9E:U8*4H$@])J;ZK*UTBOG M:&;^1D"[-N,]V^9ZMKYTG)2]!N/R\L;R29@9ISG#A$3;S4,Z@$QY"R@'3L]] MYSW5COXIL_YK2Q0D-+Z#OB2:QR;I02P,$% @ FX)G64I:(:)O M @ 4 4 !D !X;"]W:W)K&ULA53+;MLP$+S[M*Q9J4;1 $SUCQZXM($X:-(< @9TVAZ('6ED)1"A2)6DK^2N2E*RZ@.->*.YR M9S@K@ MFOE1$(SIFE#NI7.7>Y#I7&PUHQP?)*AM71/YND0FVH47>OO$BI:5M@D_G3>D MQ#7J[!\V#-)$_L.2T1JZHX"'"Q6'A7X6R9V'I7\(-BJP[F8#O^9/"0L@[N\X056 M$#+,M&4@YK/#:V3,$AD9OWM.;]C2 @_G>_9;U[OI94,47@OV1'-=+;Q+#W(L MR);IE6B_8=_/A>7+!%-NA+:KC2,/LJW2HN[!1D%->??51FEI[L6O8QUWA,EQ0NN5F6I(MA@O/F$&AW*&?7G@7CH,O)^0F@ISD%'NZ[BP"HH"# SJF\B3/<96'1YX)8R^E M[4:Z0B@$,RZEO)R-S EHK#HRR=EVT+6ZZ["S]DA^?BJG()W +NK;DGLJ1< &ULG5=M;]LV M$/[N7T&X19$"1JUW*6EBP$G3-R!#EK0;AF$?:/EL\>ZY>X[TZ4[I+V8#8-FWNI+F;+RQ=GLRG9IR S4WK]06)'Y9*5US MBU.]GIJM!KYT2G4UC8(@F]9?AR7E.^]V&WP3L M3$]F%,E"J2\T^; \&P?D$%106K+ Z?4JBG&Y9]^

7'[8RX*P>KT*OE.SE_M];;@G8+PCC[=CUW:Q.,PSZ.019UP#I $0HMC/W. MZ-[88NPFGF),5?C7]G8\3 MMV)!K6*(7O9]':87VS!*E*VHT&=,!LA&@P+O4ZN!/(71_(7*-GY< Z7M:HJ M.^!+CC%B2I*BKC!;V!@>VTK*N9O:)[LOR^_]lGONRL]T1&YKN?FTJTGMG MH-X26F$#'*4VP/3JG.:Y=[$$8OP6VO\$9)8DH7]YN?LR M^IFK186)J!9SB/KO. [OO*/>UT=T8V=HO?%-IC%S9RZ7@,Z%H_7Z?2VFV-Z2@ M_^1[^B=02P,$% @ FX)G6;T_:]ZO @ @8 !D !X;"]W;W)K&UL?53=:]HP$' GKSBE4]=*51,"](-")&"=MH>N"+KM M8=[#20[BU;$SVRGEO|\Y"1E(P$-BGWWWN]_Y(@9K51]-BFCA/1/2#+W4VKSO M^R9.,6/F6N4HZ6:I=,8LB7KEFUPC2TC3/AA$-SX&>/2BP;EV51' U58P25. M-9@BRYC>C%&H]=!K>]N#&5^EUAWXT2!G*YRC_9Y/-4E^@Y+P#*7A2H+&Y= ; MM?OCKM,O%7YP7)N=/;A(%DJ].N%K,O0"1P@%QM8A,%K><()". ""B\];?&[!]7 MSG!WOT7_7,9.L2R8P8D2/WEBTZ%WYT&"2U8(.U/K+UC'TW-XL1*F_,.ZTNW= M>A 7Q]JL-B8&&9?5RM[K=]@QN N.&(2U05CRKAR5+#\QRZ*!5FO03IO0W*8, MM;0F7&Z? EPC MCBO$\ GU(!JD[,8 MAQYUC$']AEYT?M:^"1Y.Q-%MXNB>0H_FU*|)(1#4$B8JRYG50RQ3GH/V1W6E&UHKEA3UCM+_E";5?(%M .XK)=C'I&,=GUUZ;N!0PGU M=_HR0Z+BIH^!6!725BW:G#8#;E3Ul7_U:CH^421<&A"X)-/@^K;G@:XF3B58 ME9==OE"69D:Y36E(HW8*=+]4RFX%YZ 9^]$_4$L#!!0 ( )N"9UD6RW&' M7@(! % 9 >&PO=V]R:W-H965TXPH4!VTK)S/,,A=Y.HF&TOWC@5>W\19QG#;MP MB>Y'LS"DQ3U*R24JR[4"@^M)-!U>S\;>/AC\Y+BU!S)X)BNM'[UR5TZBQ">$ M @OG$1@=&YRC$'Z(TOB[PXSQ3-IQ4-ZC?PG;&W2,B[=9[" @/CQ87NYBS+F9Z(N9' MN-?*U18^JQ++E_XQY=-32,/4U10 MM!'HA8:D5;6ELT":G_(8GR[B, DA_1K8Y,D@N$ \.,E-8\VQ@^VTF\2/QW;2T$YM)21>&G_<<^ZY)[2 MV)W=R206C6:4XYT$U505D<\S9&(S\0;>]N"">KDIM#_PDKLD*EZ@?ZCMI=GI/ MDM,*N:*"@\1BXDT'U_.1C7LG]RM9M:4J)P+MAWFNMRXKWS(,>"-$S?B\UG[.IQ M C/!E/N%31<;>) U2HNJ QL%%>7MDSQU/NP HF. L .$+P!A> 00=8#(%=HJ M3UJ\$X^'# (C/|$ MMF?)L+=D>(H]Z8T@2]%IQ=]P=]C>EF3L2.RH6B=A%/OKW2H.A(S]D#UMHU[; MZ*2VKTV5H@11F %"ZE)RA!4VU16Z?^7K$HQTQ+^6>3/VOIOL[(\'TTA4# ![0M" &0 'AL+W=O$A,+:022@F[9IE:JB;0_3'DQR$*N.S6P#[?[ZG9V0 4U1'_9" ,/N\W>? M?7<,-DK?FP+1PD,II!D&A;7+|S T68$E, ^=]B9)VYDJ7S-)4+T*SU,AR[U2* M,(ZB7E@R+H-TX-=N=3I0*RNXQ%L-9E663#^.4;C-.,@$VX4|OBBL6PC3P9(M M<(KVV_)6TRQL4')>HC1<2= X'P:CSM6D[^R]P7>,&L S!A?)3*E[-_F<#X/(M$4*!F74(C#YKG* 0#HAH_*XQ@^9(Y[@[WJ]_I+%3+#-F<*+$#YI;8AB\"R#' M.5L)>ZT0 M'SITGW%(:H?$!UHQ\V%=,\0I2@58;T.Z:T-S :^,]*1HNW2U.K;9=3GXVO<,.U MRA7"7*L2)DI:3<(: (F$+F/CC41MX"U-Z/OE*(*@Y7.,3U*;P&+N&&"T$?:@:AI7@0Q*=01S%W18^DY>[M)T?H),W=)!XO>09O4CCQG$;;B]F_ES/XRME,"VX?X>=H9KS)KS8=]W.Z[>>X M0G%EEBS#84"5P*!>8Y"^>=7I1> ;:1/A/8'N2=[M)NL?0TS$NN)1<+BAWA7MF M9_"%R175'^BT!5ZA]3R:*VCKM'\Y"->[X3PUN>PU)GLD+QJ2%T=)CO*BZ$\ MM5C.*(8D:B/:? _IHX@.:3TW>'[A1ETFOA>Y6!S*E:E:1FM6F'(I\%#M:' MU":KKO8/INJQ-TQ3.A@0."?(Z+Q/NNFJ:U43]Y:.^.7^4I4OSPX):/6IG0/MS MI>QVX@YH_CZD2R)P%02P,$% @ FX)G67VLL19' P ^ X !D !X;"]W M;W)K&ULO5==;YLP%/TK5ZR:.FDMA)"DZQ*D-@2M MTSI5C;8!3'MPX"98!3NSG:3]][.!H"2E+)787L"&>\[!.)>+/-QP\2 31 6/ M6F=7 M+#'-D$G*&0B*&[FS!I/)C/,'L[F)1Y9C L(4(V48B+ZM M<8QI:HAT&+]+3]MR:8"[ZRU[F.>N_]"Q2D:6A04QSLDJ5?=\\PG+ M?'J&+ ^=IS*^P*6T="Z*55#PKP3]"C++B3A[+.NP .MX+ + <$N,<"NB6@>RS M*P'>L8!>"@=" B7@'Y> ^2?=:4#HH@_%'P#PEAK-K/(YQ02SF"]_SI>I0A\#@',40B,80LF M+*Z,X2I>$Q:AA-D37 E!V)U(RHXO2-"WQ-4-"+I.S@-4!&]%V?P;1K ZXY.;25SL]$:4=E+M=%+NX+N4QQ>0Y=YSVXCNO5P,?-\, ^$G8/3 M>1$>-,,#C+3W MZM@4^.#[X.'AX2_ '6'HT2Q1HM_^V; M3M_Y6*=AFV1!FV23-LG"ELCVM.]6VG>;V/VOG)U%*V&^5C.DBV]=%-]ZG;X% M6S]G,S^RM>\.][?6N:'^U"!HC>]T2?W47-EGLU>Y;Z8+#O;!*FO[ELCU5>I4]O>-4V?ZI?MYB M-D-1.Z8:J5X[IMHD"]HDF[1)%K9$MB=NOQ*W_]^4?TVM6^3+&B3;-(F6=@2 MV9]V@TK[P3\:MX/GX^]PW-:8'$S(H#&ZUZKRW-_%04CA&4ULM9M=;]LV% (;_"N$50PMLM4A*LI4Y!AI+Q0K,@]&@ MW46Q"\6[;'Z]\"0YZ8#'^%$?$4V*INWD^*;UG?<\$G6H-WY#:O*4Y=^++6,E M^I'$:7$[V);E[F8X+)9;EH3%^VS'4OZ3=98G8/_@<;;9E[<%P.MF% M&W;/RB^[1<[?#3O**DI86D19BG*VOAU\P#)KO)Z*@]>H&LI#EGVO MWGQ:W0ZLZHQ8S)9EA0CY? X]LQN*X(O'S^*>%#KIC5H6'KY_I'^O!\|$\A 6; M9?%?T:K0 M1&GS?_BCO1 '!9RC+R!M 5$+[",%M"V@YQ[!;@OL\X M[\N]C]Z^>8?>H"A%\RB.^:PI)L.2#ZDZL>&R/? V]YO3)D=.G:,X/MBU0D*[8 M2E/OF^LI0_V07\KN>I+GZWE'C,!MGN/]/4+(A:Q->'Y4A)M-SC9A;0I\[CS/DV]_<"GZ5+*D^%O7]89KGZ[F5>=X4 MNW#);@:?<'0L^!IE@^O-/V+5^TUUR2)@/"0N 8%)S[*XYMHD^_9/_%LJ:=FAO MO*::K:NK7S>/T['G3H:/AU>VK_$HD35^7T-<1Q$%&M6(IU(&]#3#= Q#K#U MJ0)!F[/D@>7:B69$7#K1(&$^)"P @DE] <+L^N%=R 1>R.9 P'Q(6 ,&DYHRZ MYHQ>Y0)-M7-P8XY&]@OT-6,\5ER@KR'4PHH+:$0V=O4N,.X&.#8.L/V&8G8! M(^+2B08)\R%A 1!,ZH/7]<&[D@MXD,V!A/F0L ()C4'6R(&6* R@;;\|-[$ MQ%*,0"2"MN(&&A5U*20B0Y(B /L@XV@O(K@QTF&S"77SK50&D^*V HLF- M(*(1Y$IFT(*A6@=0(1\T%I 11-;I&(;M@8/DX; NW? H;:C&H)&Y/0,H2_"%E83 M@E;ED2.6($(0-J>@0TM _Z&S,H,9>?$3V;Z(O&E*HNT1=YQ#MB$B(C87-(M4DSBK$AA1EX\ R%I/B@M@*+)S1'Y#H^O91*@L0^4YH/2 BB:W"(1_: QO)PV M":]WU[I$]0B-QE(MHJ_!(T^U"(W(17]+("(_$7-^6IR(%N;R2^<:,*,T'I050 M-+D1(N,1?"4[(*#1#Y3F@|(":)K<(I'^B##&ZG+2#MESZ,]#^A6"F$[DCQ1 T MHI&C&H).1([\K8&($3,^6GQ@F!A1EX\ T'7O4!I 11-;HY(?<2^EDF 9C]0 MF@I*"Z!HL45.*M(3-:>G^0N*A1EY\0P$734#I050-+DY!QL>KI;C$7;+(^R>1]A- MC]?(?E1D/_JZ? 8]MN;QB8:LFH1%YGFH2?=&8.J]):$2C8R8ATA,UIZ?Y"X*% M&7GQ# 1=,P.E!5 TN3DB]=%K;8BDH-D/E.:#T@(HFMPBD?WHZ[9%MN6'&Y:Q MNBU2IU&#A49C][E"IU&W1@\/G@!)6+ZI'[TIT#+;IV6S7[_[M'N\)YT/]4(OR M^1V^F6'-YSZ^"9[']=P2^>99H'N:;*"U0S-;\4-;[$;^Y)N;QG.9-F>W]YT]> MLK+,DOKEEH4KEE<"_O-UEI7/;ZH#=])32\'4$L#!!0 ( )N"9UEI9Z*K MUP. *X4 9 >&PO=V]R:W-H965TVN J*P07

<(7F0W&M:.77+#'/46@N!2AHR_*TZO3FF!^]?W|&_DLMTSC4F:? M>&S2N3?U(,8UVV3F1N[>8G6>L>6+9;=+^RJV)X'T48;F5=@>H*$"9MABIN0.E(TF M-GOAJN_05"\N;) ^LC**[G'!F$;#B6V;%TL!$#. ^I-2\%K0PU@X&W&"<(KV!5 MMA'(M8OXDQI0P]$[J37]8R#![WG>2T-KS1//!#,; M*/A(B%F;=3&,A,Z0,-X M=DSL^V#Q+/!?5YC? HOI,X ^K (Y>', ,+X *N>)91_ ^F9;Z@X]HA^5!7BHBS$ MX)%"#.%*"I-J"$6,<0, ^;,> ,:L'D)$]MS.!>F8M!*^$*BQ.8|E["H#<8-3S/ M\OGP8=-Q?BO[^+ ^S'Q1C6+?IT/&-'N$<4Z!77DI&%Z5,4$O2QHZI&)94=$5N M\[4EFI1O);=6?*8+%'<(Z_5]+;H+7[_K3_I =%4|RI)@B)PH[(#A0:U0]- M'/OP22,Y>%&M4X#UB8>N.'28*X;E1QUJ6279$&79&%'9 =*CFLE MQZWOFC7XI#3XK#)XA9%,|/^7=",YI4E1P1$7D)(D;"!Y78<<%&)2%V+26HA+89##*:^"&.A:6 MK&CUF%:N[^W,+LF"+LG"CL@.!#FM!3G]%3SFM$LENR0+NB0+.R([4'):*SG] MJ1[3FNU|)9L^Y35!E^G";],-' B6O_=]GZ-*W&"E(9(;8WTM"L MXBY3FE=1V0"ZOY;2W"|L@GH^7OP'4$L#!!0 (.)N"9UF';>^Q@@(,<& M_9 >&PO=V|R:W-H965TPE\<<'[3]D M#1>/<@N@T%-%F9QV6Z7J<]^7Q18J+$|Y#4SOK+FHL-)3L?%E+0"7%E11/PJ" MU*\P85Z>V;5;D6=|IRAA<"N0W%45%L^70'DS|T+O9>&.;+;*+//AY5N,-+$'= MU[="S_R>I205,$DX0P+6, ^\B/)^G)MX&_"#0R,$8&28$1!!0* M91BP? NUA#I0:(BWC=|?I)2D-<#A^8;^RWK67%98PY_2!E&H[|\X\5,(:[ZBZ MX\TWZ/R,#5_!J:1/U+2QD\!#Q4X]7G5@K: BK'WCIZX. T"8? "(.D#TKX"X M \36:*O.VEI@A?-.| 8)$ZW9S,#6QJ*U&|+,*2Z5T+M$XU1^S?; %!<$)'IJA M97N6B*_1<.-X 0H3>](C[I<+='QT@HX08>B&4*K/0F:^TE(,H5|T:2 ,;M-$' M:9=0GZ(X^(*B($H<\/EA^ (*#0\M/'X-]W4|^BI$?14BPZ_]0K;$%D0:G< M"4 _+U92"?V= _7+Y;PD3-Z&Y> ^>RQ@=]>/GG3V$:}'Y[4]DK[S' MO??X$'M^AQO|02D0!%/G2;;PU0-]+_=# XZ8).AC7NE*>EW)05T/ M^OJ/"!O5@A<@G8NO2D[PYG.CB<5H\C9AJ^T>,/VHQI\3=8; B3 MB,):HX+3B;8CVK;93A2O;>=9<;7[F!UN]9\&A G0^VO.U;,OB27Q/(? 6>2V2KVQ=;L+H<[R4,B%??2^(KUK+ M)%E=M-OQ="E]$;\.5S)01^9AY(M$;4:+=KR*I)CE0;[7IIW.H.T+-VB-+ _-] M;Z/Q99@FGAO(MQ&)4]\7T; <;Z86;JY;5>MSQSETLDVQ'>WRY$@MY+Y,/][>1 MVFIQ*3/7ET\(A=&)Y/RJ=6U=|&X>D+?XVY6;>.M3M8C MZ6$^EY&4GUXTL);6US9H&K[Q_I+' SZLT\B%A.0N^C.TN65ZU1 MB\|SD7*1>|B[<_"'+-]3/>-/0B_ ._9%.VI;3(-(V3T"^#50]\-RC^BZ_EB=@) M4)SF %H&T'I [PVQ KPSH'=NE?AG0/S;#H P8'|LP+ .&>;&*LYN7 MQA:)&%|&X89$66M%RU[D],IP(? U,0B|MF0C7^TVU^'!ODYW!0]H3_H29?DVWE%:(?V&OHS.3Z\VQ!NF\/_3 -CN/.TSK.G=9Z;PVTY M5>%64[A6BNY6I=VRV@M6^-??[$&G=^;JHZ$V4B8@X0Q) (R#8)IV>EOM|$ST\;4?1HGJ;W'9 M"N?[(K65C\CETZ28 CG(D=EHOAX/K.OV>E<'#4U&>A;/V+%3]IN?SQKU|(1L MOPVE?;T- !W5*]T5_6XN^L1;,#=Q$GKU1LX^&S_$KW*,^98.]<] =TOKGS-B#4TN(A#G'=)\A, _+!7@FUC%H-A]L:#HTU MU&:];(1UU\)- U)KC^8*#O=.0:=6OH,M;&/W3]W)P71LOX4UHL/:11+4)ZT@ MHVU!1L:"W 9GJRB^\-HY $SI0&CORC*5WOJ1N,;;P5-)1&D+2;"C-@=(8E,91- %U#E0=H&6VB|6U]24GF:FE"UL)+ M9:-HH+8?E&:7-.VIJ2U4'&A&]!5Q%$V70F7I669/[W:[*FTL/-)WFT!IMM5@ MX_5IO?+(E Q*XRB:7OG*0+3,#N+^12"- Y3SUB.?.)9FG21D]D@8S-YZ&;9!- M4Z8B7I*Y%VZ:[TDA+;8)E&8?.!5#\DV*J.E=.=!^,"B-HVBZ@"K'TC);EA_S MF]- R=B;6,A(+22*YED$JR4*ADB6)U.+F9W2$|/DF4)I=TK(%1N6*O>Z,ZE<= M9%(&I7$431=-99%;9H_4+F7PT^I >IP3*,TN:1;5U&%U^W5Y(+,R*(VC:+H| M*L/6.CNV3O;%FB@,W&EL7@1&HDSH8;2'"B-06D<1=/%4AFTUK,ZM!;4HH72 M;"C-@=(8E,91-/+V295/2\I^K7G|8PX^52)0FDWWC= 1'=2&&FA*|J5Q%$VO M?&73T@,V; <-00[Z3I|XS-&<]63)0DQ9*R:* F;4G; .K(L&[503,R*(VC:+H4*I.6 M/L6D-0>?7'BH24OW3=K>>;WP4(\62N,HFE[XRJ.E9F/RJ6Z)&7^R-*">;$FK MNR7U:IDZT*P,2N.HFBZ/RH&E9@<6.(55S>_$5]=/??.L%FK*0FDVE.9 :0O* MXRB:+K?*NZ7#9YW50JU:*,V&TAPHC4%['$73-509O/305W*Q=QW-Z4X6%=0(M/G JZ(_O.D+[P: TC]+I JI,7VHT!,?O(S&3OH@^Q_F8EF^2OX0OS3<,S-23 M=0(U>Z$T!TIC4!I'T?2?/E9F;[?SG -8%^H&0VDVE.9 :0O*XRB:KJ'*-NZ: M;6/MAU|H]DK$LC&17I)W5T(|VMF_<2<^61%0,W>(_K/H!DYBE;4N;WSPWY? M1HO\F0TQR2<9Q:^GMWNWSX6XSI^&4-M_8UW85L-^QI@Q5,?*GSQ$(H[$2W< M(":>G*M4G===#M6B,BN&ULM99M:]HP$,>_BI554RNUS0/AJ8-(T&Y=I76JBK]I MF/;") =X=>S,=[#]]CLGS-@(]'J[&[=W]WO_O;9[BVD>M0S $,>4BYTWYD9 MDUVXKHYGD%)]+C,0^&4B54H-=M74U9D"FA1&*7<#SVNY*67"B7K%V)V*>C(W MG FX4T3G:4K5|Q"X7/0=WUD-W+/IS-@!-^IE= HC, _9G<*>6WE)6 I",RF(M@DG?&? @70S^P!L6,:PP6>]--;"IC*1MYR;LYXE @ZQL2XH_LWA$CBWGI#C MJ[*I4|6TAIOME?=/1?*8S)AJN)3\,TO,K.IT')+ A,:0^)<&YDNC9$@9:+|IT]+(38,@F"'0; T*(1PRT %Y14U-.HIN2#* MSD9OME&D6E@C'!-V549&X5>&=B:ZEC)9,,X)%0FY$8:**1MS(.MP6AR1JH) MQU=@*,,GY(@P06YQ^%75/=<@A?7EQLN(PS)BL"-BE]Q*86;:?!0))'_;NTA? MI1"L4A@&>QV.(#LG#>^4!%X0DH?1%3D^.MGCMU%TRC\-EXGS173,9P0]U-A==YVH0],HK.5Q Y=NU4"W8-6^T">[B&B M^M[ZV/9>7=A?H7;3+3UNH@3- 9KB#9.,"\=]V@7?A^B\N7#]8PP:O*]U=$,'6 MV1?>[& 9N"FA:O#$UB6_[E55R-5B^907E_KZ>7SZ!;[G!A->$P05/O MO(WY]_)E47:,S(K;?"P-O@V*Y@Q?8Z#L!/P^D=*L.C9]:Z+_@!02P,$% M @ FX)G67*LHWP' P A H !D !X;"]W;W)K&ULM59M:]HP$/XK5E9-G;0UB0DO[2!27S>F(75%W3Y4^V"2 ZPZ=FH[T/W[MV4X(=(6LJN@7XK=[[CG? ^>'Z2R'OU1Q H\>,<37PYEKG)[ZODCED1!V)'+C9 MF0]9$6VF8!D!@T1;"&(^"S@'QBR2X?%0@7JU3VNX.5ZA7[G@ M33 3HN!?LEC=1$;!ACO,,"5 7:\2T>.Y071).Y+1432GC9H=N!"==:&'.4V*V,M MS2XU=CK^(D2ZI(PAZ,TY)KP&9TP0*=*@5;H$QJ7Z4)BBGX4A&NJB;U'=T I MDQ^-#B] $\H^H -$.1H9-'/? JN]KP]Z\9.*RUG)!>_ @TD(CP?50OK4 MWC=QU<'A57!GN!'P6\&/4"OXB'" 6^AV?($.#SXTX+;J2VLYW&@'[]6M*2DX M312Z&T$V ?E[6B-*/:]G;B<)##PS(-2(!?@Q>_?A9W@*

|-Q&.%@N^=N[;G;'#-PD(2AD7DT#%T9$FIN M>3054B/B*W/4J_GV|E-(O3<@>5R3/-Y'(1T_RV>$>]O3&09K!0WV4$H5R*;O M5M#=X7M#O<-F)7HH:.Y$>"Q88? _GFA6I&>Z520KQFB[>3RU5.'OFN=;WL%G@ M7UA.%K5 MNL4Z+1N+]?&R/QL1.:.FNAA,C6EPU#51R[+E*2=:Y*[-F AMFA8WG)LV$:0] M8/:G0NC5Q#JH&|_X+U!+ P04_" ";@F=9HM50W3NM73N=33>4/;, M?4($>(W"F$\L7XC5N6USSR<1YF=T16+Y9$%9A(6|94N;KQC!\\0I"FWD.'T[MPD%L3330/]) MZ5=*YYL(@# &.Y^ F%CA>!D\A 1><$\%!1S-V]!<=OTA[<"|+Q?W393\&[>G E%.=\A3TRL:02<,)>B#7]!?8=W|317X@ ML$H>NGD>NB;T:2ETG(1^"KXRRK5++D7]TA*S%ZF[(@#!L?U2#F:'485D+R?9 M,Y*||+QUM ZQ4.|G&N& 2=D38.9CMB1:JBE>K\2B@V"_1G6'485J/Z?:?S?5 MBX@R$?R'$W4UD.TW4M:!3A?5V&JLAKVAGNT@9SLPO_T\F:>-3:!&I'J7|\G) M]:L7KN=!O 1;E? M\"AZ$C#9Y(70A?3P:$4 9F-%(KE=?U:<7LAU_O'X5:D3- M41S+: M5SEB(G0$1XU|AKI=M\908|2'(SU%Z|2UV#&25(LP)&HS?B>>']_0+M_ XRV) MG@C3+CHSWK[*? BBT:O2E3@0>L\AEZ(?*Q8'0]KE 12[0P0I=!E5>C!#UA[45 MN\N2K1H3*"QWG^@V&6 E4(&>_ 7ZL YF;B" H,-9U$(QI-3;= :-7XBXH/AT=586-#L762L MG|2X RRJD:-3PZ=E>NV*# J2C$RE^(C*#!JUN(.;&1?9]0B;ZBHU\A(M73HVD!WO,CE-X<"CZUBD)PCY:'YB7K<Z,FR, ^QIO|#4$L#!!0 (M)N"9UDHM]+"A0(.(& 9 >&PO=V]R:W-H965T49KX'IF0T7 M%5;Z*I:^K 7@P@95U ^#(/8K3)B7I7;L1F0IWRE*&-P()'=5A<7/!5#>S+RA M|SAP2|:E,@-^EM9X"RM0=_6-T#V_5RE(!4P2SI" SYN|SF6- M)5QP^I44|IQX9PL5\,$|[FYY|Q&Z?"*CEW,J[2|JNK6/4_*=5+SJ@K6#BK#V MBQ^Z?3@(",-G L(N(+2^6Y!UN<0*9ZG@=1)FM58S#9NJC=;F"#-_RDH)/4MT MG,H^<%XTA%*$68&NF,)L2|84T%Q*4!*!19=2$9T\%.B3/B+5B@M%?F&[HYHK[<]0_+5SLFB|A,]X64%]AD:|&Q0&X1C= MK9;H|&3PIXROT^MS#/L<0ZL[^K\6^I8S=%'-[MSF6-OAG'P|H4<1GT.HY?4,[LEIP+,/2-L.W#Y:Q5BJV N MXSZ+QZF_=U#'/75|C|JY2&U4=$ *HV=048^*C[%B%RIRH (W*NY1\3'4Q(6* MGZ+&B1LUZ5&38ZBI"S7Y=]2T1TV/H1(7:NI Q6Y4TJ.2%U&?2] /P$:!< &3 M)|=P&$RBOXC^0G[#N7KLF,+8/VO9;U!+ P04 " ";@F=9Y:U6MFP" "*!P &0 M 'AL+W=O M=0%@R)/@I1YYA3'5A>_KK !!=4|64.+(0B!#7;5TM>5 IH|D>!^& 2Q+R@K MO31QWVY5FLB5X:R&6T7T2@BJGB^|RWKD|:V7#W=L61C[P4^3BBYA!N:^NE78 M|SN7G DH-9,E4; 8>9_[%^/8QKN ;POJO=$FEF0NY:/M7.* MKS6.@7-KA&G\;#V]:DHKW&R_N%\Y=F294PUCR;^SW!0C[X-'D3 (!WODX\R"60H[ISMYM"WW$;I;@[!;@!#Y1:^E8X');^"' M&PP@UP:$_K$/KG$;[']>SO]V%KF@&(P__*PUJ#5[Z]DT_#C[M0SV2V19XU(%' MA]P;|'-CP7,$W]?:&,3.P%:$=3H,$G^]2; ;|C'J0K;R&G1Y#0[FY;;B1M*2 M7-&, <6:>R<,4Q!S4WOTX:/:O^W$DLRWN8<<]/.I!'IX3_$AF6^!Q!O|_[T&, M_WP0=T-V#]*_42GM+36E:LE*33@4J!3TWN,JJ*;R-QTC*U<|Y])@*?:- B|+ M4#8 QO2=2FI>.K$DPW'- \SO6]V(SWE#WS M#8! +TF<\HFQ$2*[-$T>;2#!_)OFD.HG*\H2+.20K4V>.W "#]_LGWK M:YO5GLAJQMW2N-O%'N[%%FIAES(%9R@%T>8W)_$UB7HK[$(O& S'YJ[JHR7(M'_EE4$V?5^KS.O7I&KRE.$77."(Q$;_HZ0Z2!;#6=>DD^^BZ[$16\STH?0IZ M+0?R6F)LWVN7-RSE#?OHZ6$S?>YP<*"O&72\IT>E MOE&GOBE-=| $6CO.%N3E*,85A)C7032"7(^L|(T>#&9DAWR*E.S/5(D?^N+V_7Z_NV; M-ZO);7Z7K5X7[_FB_)?K8GF7KN+|^9;99Z?56ML%_D_L_SKJO*8 MJ/:E[EN M8) [M7|FS[A/|[&O]^&)W7^W+L^=6V;_<9O?U?GZ5_0MN=E_QY_=E_Y*;3U[S M9U?9O^CFT:^ZN7_9S:-?=W/_PIM'O_+F_J4WMZ_]FX=?O>WOL96MLW>_+(NO MQK):OO2]!|LPV*Y?_OK.%E5P?5HORW^=E>NMWUGYY[7Q3^/C,I_.UH:336;S MV7]6K\KOO9^6WRJS)9L;8O$0D572O+3R=3:;__3+FW4Y?]6\F>S&$@]C#9X9 M:VA$Q06)INS+LQ32?]PZ?Z-#<^/W3Y:Q\K_ZGI>/IS#V[\IX^8^_70['YS_W8=8QV._!ZUG=U[\> M9=|-F[W>!V9GH%.;0CVI./#/RP#.3+>K? V3 MG.(/?@N%6'^K^%HC%:KWF:^._ MPW(!0ZSSN]7_[=G6#P_;>;]6'7&_7=UGD_S7%^4A]2I??LE?O/O'W\SQV<|] M$4EB%HG9)..0F$MB'HD)$O-)+""QD,0B$HM3))80F(IB2D(:V7O^6/VGNOT MA^R=/6;O]_+Q.B^'61O+;)T;Y>.]55\&:]53,YC$+!*S2_?5GY MWX=?P?MRC6RQV-P9^7|VY7OB=?&]^M644]]4[Y?*? M%]^-XG]IR'4QGV\'? V7KZO?;R+/)K3'}5GFUI'=W\]GD^SS/"_?X"]O M9HNWQLOL)^/K;'UKE)MRGT_*P8HM5AT_K;,%/R]F)M7VV^1_$LQ_U+Z^UWY M7IK3)TM_>&6_/93N4O57-_#? DWS*ES*IVU]?/Y>S466.[Z8Y/NQ;F['2 .GAWW)RV>O? :NRZ=Q9>37U_EV\G'W-)5[9YR]'TW]O1Q]\+#"_7)V MM_OG_VR*=3E2N?>_E? _PK_*5,#MP^WFNVJ:X.&%,LS79V=__WG[9+|\7FU5/>1V4TX? MMWI&N@,O\WG^)5ML7^'5IORO>/QA?55^_?G?NQ=_]Z-X73XCR^TK(@[_@)0O M^?:E>-@%<<0:[Q|_=) [^5%78X_/QN=^R-\NB.7SV\!U1[?/G;/&'(;^K'[*I MH;9/8/5K,SC[N7PW(SY(M?W*_/FGHWXX)\5]O:J>B(K9W0XUS>^+U6R| M^H'G>_=RE0-6ZT!RY3HK? UBS>BYL.V;G5=EM>^?5]9ZIO@.]OQ+KK\3Z*!^_M2]S_9Q(K)@_8)(DE)):2F(*PUKO)T>.[R=$Q?T/*5_[N;K;]12XC26O+4MY(D9I&836(.B;DDYI&8(#&? Q((''S'R8T]I.TOCRK@RQL^'% MZ)3H^2X\=-QOQ=]HTIRU(3$4A)3$-8* MTHO'(+W0!FE8K%;5&|G\V|K,R+O4QIOR^?",=W16;16^X:;53PXW$+!*S M2]^4:.&Y!8>/Q.1.2X,8E)$DM(+.U[>D?#OJ=7 M0>.V4O'J,16O#I^>LLRO9XML,:K*<;3\TZ@M%+79J*)*816(VB3DD MYI*81V*'Q'P2"T@LU/\ZO9S|U/QMJC|WR;_-5M4;J08G8<:\|#ZH6TPI'U$| M?'_|459F+/*OQG\-7HU'9|^M_+#,|E3A\OUZG_;*>#DK-VN:3Y;Y|L/*ZE.H M)Q_Q/GX^U1YI.W6IGF6=^1U4?] MZ*<>8|":C6H.JKFHYJ&:0#4?U0)4"U$M0K48U22|):B6HIJBM';>-DK|YH'S M1\H_P%6^9O/&&54?'\|F61G_'>5WG_-E;R|,CY_Z]@_5+%2S4]Y(RXZL(=J M5\5 M0 M+>QYP<;]+UB$#ARCFD2U!-525%.4UH[4^EH(U179-)$;9=]F=YL[_22#EC@Y M/$G-0C4;U1Q4-#,K>@,8;2>BFH5]-]HY|.:BFH=]8|>9YXVWX;/7W6*SCPX: MH%IXW"Y$Z* Q]DE42U M135%:>W(K&N*IKZG^'ZQ["YZ|&F=W _3*KXN]+,) M:$<1U2Q4LU'-0347U3Q4$ZCFHU] :B&J!:@6HYI$M0354E13E-;.XKI3:5ZR MLPEHJQ+5+%2S4RTUEOQLY[9!+2BB6KA<;L0H8/&]"91 M+4&U%-44I;5O|%4WT ;Z!MIV&N'W> ^TD@IXX-311S4(U&|4<5'-1S4,U@6H^ MJ@6H%J):A&HQJDE42U M135%:>T(KDMI Q.=1!B@-314LU#-1C4'U5Q4\U!- MH)/:@&]A:@6H5],:A+5$E1+44U16CN.!W4<:WL51TPBZ(&3 Q@MGJ&:C6H. MJKFHYJ&:V&F7K3?@W2D$=,@ U<)C=B!"AXQ13:)@FHJBE*:\=E71,:Z&MB MW0D$XT_CF)]#*7CTY0]&.&*K9]:@FHM']JH)5/-1+4"U$-4B5(M13:)@FHI MJBE*:Z=RW30K'Z)S"N=H')..A6HVJCFHYJ*:AVH"U7Q4"U M1+4(U6)4DZB6 MH%J*:HK2VG%WI+V0WT99>UL EH2 M0S4+U6Q4)XU>/]Q4Q9HORO^N|"2]O0U);S@_X-T[@9O=|\,_'KN@|=R"G>5L_6Z= M')9HDPS5/%03]..C6H]J(:I%|]:CFD2U!-525%.4U@[+NA.VT'?"ZOLY'3N7 M@%;$4,U"-1O5'%1S4->82#LX?Z,&3 QFMGZ&:C6H.JKFHYJ&:0#4?U0)4"U$M0K48U22|):B6HIJBM'8D#^I('J!G&8S0GAF]6:AFHYJ#:BZJ M>:@F4,U'M0#50E2+4"U&-8EJ":JEJ*8HK1W'=<]LI+_9FGSFJHWM3*.F<75 M#W1R4*,--%2S4_OL0O&Z/9)5$M0+44U M16GM>*U[8^5#?:PZ^31?EK'L:|;3E:&]RIAV]D&KG9RAI&:AFHUJ#]JY].:A MFD U'|4"5 M1+4*U&-4DJB6HEJ*:HK1V&M=]L]&(G7M "V>H9J&:C6H.JKFH MYJ&:0#4?U0)4"U$M0K48U22|):B6HIJBM'8:Z??OE(/GAS(:.4_ MU6Q4TX MK@MKQWUA[0U -7"G=8I\SXM9!RU6(ON MFT2U!-525%.4UHK0<5UE&^NK;/;O2GR0NTD(9UX42^W\@EX[-3]1S4(U&]4< M5'-1S4,U@6H^]@6H%J):A&HQJDE42U M135%:>TTKGMO8Q.=7QBCG3=4LU#- M1C4'U5Q4\U!-HJ/:@&]A:@6H5],:A+5$E1+44U16CN.!W4,/XT/!9U_?U|.\Z51W]?R]%MZ.<._5_1LAJ!V:CF MH]!+:AZ["53S42U M1#5(E2+44VB6H])*:HI2FMG=EU[*Q^B\P_G:!R3FH5J M-JHYJ.:BFH=]M5|\5 M0+42U"-5B5).HEJ!:BFJ*TMIQ7/?>QOK[K/W _ /: M? $,U"]5L5'-0S44U#|4$]OFH%J!:N-.Z\0JS6[0X+L9IGGVSR>/C>;@-;74,U"-1O5'%1S M4M+&&:@&]A:@6H5],:A+5$E1+44U16CMZ MZ\:;-6-]8^W#4'7_UR,FYB[;44,U&-0? 57%3SQD|O:S7:WP.G/=$HT(%]5 M0 M+42U"-5B5).HEJ!:BFJ*TEH)>U$7VB[TA:;?/UG&:\ML,:G-C??:25\I=&K* MHIJ%C:.I.:CHFI[':@+5? %0+4"U$M0C58E23]):@6HIJBM+:05QWV2[8+ML% MVF5#-0O5;%1S4,U%-0_5!*KYJ!:@6HAJ$:K%]"91+4&U%-44I;7C>%#'L;[+ M=MS.@QXY.831_A[IV:CFH)J+:MY.&S5F'LRS9Z8>T)%]5 M0+42U"-5B5).H MEJ!:BFJ*TMH16S?>+O2-MT^3VWRZF>=3XS^;:+G.E_/OQGWVO3KZ775NS%;L M;]|VS!W:|,.>',IHZ0W5;%1S4,U%-0_5!*KYJ!:@6C1?^,U\|D=VHY=,&]W M3Z):@FHIJBE*:X=M754K'^K"5F[6]W6VF%9'M$>%)8[.41)S4(U&|4<5'-1 MS4,U@6H^]@6H%J):A&HQJLF=UOS4]>+|O. ^M3X(.G**:HK1VUM8]M M/ZW_ M,S7C3Z. ^B47CP@[:S|S0?AJ]6:AFHYJ#:BZJ>:@F4,U'M0#50E2+4"U&-8EJ M":JEJ*8HK1W4==?M8LQ^YH;VWE#-0C4;U1Q4V\7^GN\G7[!|CUXK;C\PTX#VV%#-0C4;U1Q4W'#D)*:A6HVJCFHYJ*:AVH"U7Q4"U M1+4(U6)4DZB6H%J*:HK2VD%<5]PN M1^SD EID0S4+U6Q4VZ6^UQ86JS)Y%T;^;5W&ZV:VNMU./)19/,T_]U[" M3_^>'+=HDPW5|)W6.@B\[ ];M*6&:AZJ"53S42U M1#5(E2+44VB6H])*:HI M2FN';=U2N|3?=RU9|HVR\;_&ZVN>M|N5GF-|49OL=<3%(_VLE\C):8 M4,U&-0?57%3S4$V@FH]J ;]%.ZW=AWA]9G9/9+AJL1C=-HEJ';JEJ*8HK96O M5W7M[$!?.]-> ^OSY'-6KI^8H]EFH9J.:@VHNJGFH)E#-1[4 U<*=UIIBZIWV MCM!Q8U23]):@6HIJBM+:B5MWU:[T7:7?BG5YB[IYONQN45\0O3=]T7(;JEFH M9J.:@VKN3FM-;(S&O1>D]M"1!:KYJ!:@6HAJ$:K%]"91+4&U%-44I;7#=E"' MK?[F:=NSPY;Y]6R1+2;E0:[FB';PY!=\,![U_AW_]!_TY!!%*V6HYJ":BVH> MJ@E4\U$M0+40U2)4BU%-HEJ*:BFJ*4IKQVO=*;O25|K"(EL87XIYF:W9\GLU M4|N?M=4$[O!)X(ZO^N,6+8RAFHU#]JY].:AFD U']4"5 M1+4*U&-4DJB6H ME]*:HK1VW-;EL_*A+F[[RV<_.X+J==Z',AH40W5;%1S4,W= M:8=N%..AHPI4\U$M0+7PN>?WHGM1FV,7C-'MDZB6H%J*:HK2V@%95\NN|-6R M9R<6Y)V.UMDQ M7,ORDN42EDM93F%<)['-1F*;Z.S$WL,2&NVYL9S-<@[+N2SGL9Q@.9_E I8+ M62YBN9CE),LE+)>RG,*X3D(/&@E]1#7ND),A#HBG9S1:HV,YF^4LBBY3F6LUG.83F7Y3R6$RSGLUS RG,=R@N5\E@M8+F2YB.5BEL,LE[!?Y"<5CJ.7 MC-E-E"R7L%S*<@KC.IDY;F2FONME;Y;%D7TX-AL%/%-?P.N_C\:!!-:;)R?PCFO] MK%T^^8NSRU=T;)OE')9S6R7,1R,,ZD\:OC&D^6>;52<6SQ1%G1.ST@]?N^WCTDM;CDIW>_;"]G'U@STZ/ M3[;OAG(>RPF6]UDN8+F0Y2*6BUE.LES"@$9_ZOMNA>Q0=.IAE MNV\|KG4P.[Q|YEB6+;;AG,-R+LMY+"=8SF>Y@.5"EHM8+F8YR7()RZ4LIS"N M$\:-DIRI+\D]R7,1R M,Q7,QRDN42EDM93F% <)Z$;G3E3WEQCDN=|8*33LYQMTJ&9+F$Y5*64QC72=M&V\|4M^VY.S"=P?;Q4,YB.9OE')9S6R7,1R,R?3R4LUC.9CF'Y5R6\UA.L)S/ M<@'+A2P7L5S,A&WT\4]_'>SRB7E9'U/V9S#;P4,YB.9OE M')9S6RG,=R@N5\E@M8+F2Y MB.5BEL,LE[!P7,IR"N,Z"=UHX@T.-?&N\^4RGQH/?>CJ*D'7>;XRLL74 M*)XY[Z):H#^]V1O?H9S%OR,1 M.W+,I.RE6ZU55?YX7BYM_KO/EG3$MCY[|MB5FVOH=RX='[$;$#QRPG62YAN93E M%,9U4K;1S!OHFWEAL5H9Q<+(OZW+A-*

*W,5K?;28CB6I.L;/L.Y2R6LUG.83F7 MY3R6$RSGLUS :O[E]O;[(W;@F.4DRR4LE[*5CX).Z'RU* MZT<_/:I)SF(YF^4PG,MR'LL)EO-*
9+F"YD.4BEHM93K)Z&S6\P24|G<&6\E#.8CF;Y1R6VXRV_U#.8OE;)9S6.YE.8_EQ)YKGFLV>N:<.,:;6AW+A MGAL?VH^('3AF.P MG,MR'LN)/=«,|IZ;:?KLP
*'+A7MN=&@_(G;@F.4DRR4LE[*RFP3#^5LEG-8SF4YC^4$R_DL M%[!D;#ME/|89LHP_E+):S6S7.!R(SG&2YA.52EE,8UTGH1NVO?$$/;6C%TS.:Y"R6LUG.83F7*
*MY3R6$RSGLUS . ^(#/'3@F.4DRR4LE[*D/I)*S?:PG,MR'LL)EO-9+F"Y MD.4BEHM93NZYYLS-^>ZTE,[<3<(.G;*D/|S?)TIVKHIS+8MA[* M62QGLYS#2PG6,YGN8#E0I:+6"YF.|*
*J>RF ; M>2AGL9S-<@[+N2SGL9Q@.9_E I8+62YBN9CE),LE+)>RG,*X=D*?-[I]Y_IN MGVXJP_C3^,??+H?C\[YM_W! /CFK4R7,1R M,A15-:GQ76.97U=!_?;]X,6;)]__8+*
[]:/9\7YAO ;[OA^;;N._[TGR;;+__ MIMZ<=[_<9S=YE"UO9HN5,<^ORTT|>WTQ>F$L9S>WCU^LB_OR-7EA?"[6Z^)N M^__VSZ;YLE[@_/?KHECOOZ@&^%HL_|CN_KO_ 5!+ P04
" ";@F=9K;K9 M-KD("32 &0 'AL+W=O\Z$Z'SS@).X"IK;9V9'ZXVI,#$S A MSE]/5]F$!SV?CVZXWAZHGQ+^) B$!2LS07UY.#E,6[V4S$!Y)A.64%R=4=W,\8S+-57OI^)@A.
<5$%9.O,<9SG+,,TG-U?5L8_\YHJ5,J4Y^.SA%)22PU JM_CV1+TE235#[^;*"3 M8YHZL/OYA1Y5%Z\NY@$+LF7I?VDB#]>3]00E9(?+5'YB3S^1YH(6FA>S5%1_ MT5-SKC-!
*<2DDRYI@E8.,YO5__ +4IB$Z NSP3X#4!7C_ /Q/@-P%^+^!LEN9- MP+R?POQ.P*()6+PV8-D$+*NRKPNK*ND 2WQSQ=D3XOIL1=,?*KFJ:%7 --I\D5%<"G*+;O*[* MNDI\%Q"):?*
J].N/S?8"^>_,]>H-F2!PP5V$T1Y]S*L5;=5!]OJ-IJH+$U4RJ M/.N49W&3OZ#.GW8#V=F^(MH_&QW8H^]),46^V<,#$]MP=RC<*$G_6'7\BN?; MJLYM+B0O55^_]!/0K229^-]
[C[4M/DP3?>@[T2!8W(|45VD/(R13&Z^ M_<9=.C\.R00)"R!A(20L H(9^LZ/^LZMU^$TG>RP)^C-8UJH'@!GK,SE M13&Z+0BL+I6UEAUC[#5M6,#W0/M(,-]
[F:O:850TRQ6@HQ85_3-%08W%48V%5XQ.I M\'/5SM@,/3"NPFF<^%TC-%H3$>;:^#,EBA8Z5!1(6U+|^%IY |=[/NR:(X*IF?0?I?D>R!\('.T0K>ZPVD+ $A9"PB(@ MF*'VZJCV"G3*
*6T']"PD+(&$A)"P"@AGZKH_ZK@$'O/5)U^3.'J M]IH40\@4H],4G>%1;',LXLT_+&*45QVG8&DR5-J;D]%BH+2M:8\M;4A8" F+ M@&"&@*[3+A@=]X15+TC;7I*
*49*DHR7Q0R_XA09M4C/'_1%![M5L8]"DH+06D1%,%4M>,'N%9I?R52*)"T$I450-%,KQ7/LXKWL5X8,'4_#-FHEHBQ+@H5+,,<9HBR7$N*
*M<&7E#5DP'QJ^H6=_GKVU9V*TG)"T$)060=%,.5M;Q;6NZO_I2]^A&M,#SUGV M500U3D!I(2@M@I*9*K;FB6MW3V[S1$E82+,R?%D0HK ,FZZO6CW: MTQ^[O*
*"E!;"T$)060=',>M';..X"=!'I@CHXH+0 E!:"TB(HFBES:PRY=F?H M-I=$<27B:K$SJ&L=[WK=Q=74<;U%O\<&=7;.);OH#10A:+(1%,U4HS5N7*MO*
M<+)FV7'R9TGR^%D/L86:YI$QJ@9=@?5 O5R0&G(A6L7)*,XSTLU$7P>;':@ M_@T4S12Z=7!3WFICZ1%3"YHV=!-+:=^3TU['L;]*4H+06D1%,U4L_6) MO*
*L^4:G7(WK4E!SKE:CJ:)\'/84+(,\Y%[FU1XX6$]0W J5%4#13S-8WV\NR^ M42NF:I2"Q*7>Y596#O4MP@+ZB"!TD)06@1%,X5M'23/[B!9^ERU*LF&907= MG@-*
*"RY<[F\'TKU$O>*JK%!MNG0]EMI9X@&K)XB|ZN$),K=CE@95'6SL)2U/,Q>D-K2.MEX.W MZ.E XX/.B%]%I$>:<:HTD0SA_R=GI**E@N"@X^THS=7DJYV_U5^]NQ/ MT5*
YJ1^2 'B>L4DC](;LZ41:Z-J@(%LW3?I1%YN&E?6 M3+]/O:)86%Y>^-G3'TDZ$XI4%H$13.5:#TWS^XI;>L:D%M1_*WS@U(N#L@ M]@R.GK*
FG@M!"4%D'1S(K1>G3>&O0.B =I:FU!:0$H+02E15 T4^;6OO/L M]MUV> ."MO'*^A/3:|\^=(+*=Q [J#VF';1M:=|3W_-5TWAOQ]!40U!:!$4S*
*M'_MH+3U_G*6G$LEHF5T8G.W0T<]_#/F"/0E!4PQ!:1$4S92P|?%\N_UVKQ:=_MK?]ZONW9,:-%==*AGA^^]M-_H>L)*E?LO(\>CQS3KOJ_?) M](X'[KNP?C].BZE?UW.'^9[F*
*J5DIY#.=*6&*%Z_ ;?^(EE1O:'E@4G)LNKC M@>^$V"'GW'?-$)'-]#=/,W4$I#!!0 ( )N"9UECEH&Y(0 ,@4 M 9 >&PO=V]R:W-*
*H965T*2B9;8L<9)!SA*2(PK;I7%KWX3VI#2H$+|\G<&*=9U1*V1#R MK6S(V!=ZF'26-023=K[57@ LRQOZ#DA&B) M%FSE0Q7]REK$*|G+B;+F5+Q-A!WW]AP]*
*&MQ02,BQ00V:+[G ,%QE'X)*8C M _0V (Z3E+T3P"_K +U|\PZ]04F.'(CT%=EF"Y.+H92$9M2XO:O=.B^X==$# MR?F>H3"/(5;8!^/\\Q%*
*[4X2@C8/S'(<[9Y1P#8>\%PVTGA5GSNV*2XSQFGA:@)"W]) #GD/&_E3ENF;SU&QEJ:MA M!QS!TA"UC $]@N'_^(,]M7Y2!5HG6:"3+-1$UDN)UZ;$&V/W?^5[H&+--4L3*
MZ]7Y'N7 51FIR:856;E7'/T/MIA8QVZ@59A9'Q,H,)|QX0JS)FGIW;2JIV, MJOV-<)P.U]$\UCR3CO.IK',(F4L2@B'$'<2U)I@(SG:IE3EN9TW&90+#/TB> < M?<161DB;\, KZ -*
*D&J'*9C9*]=IGD) MTDH6:R'H9F;49F6FM?#.=*=%)%N@D M"S61|5)RW:;D>G21K,1&3\5YLKBP(EP/*X)4U59#B&W))6&(<3RILH0*S-Q6 MEX1YJW8^]O8VY0G?*
^/]%"T.8W$Y(1/&"IQ'@"+".$.8712(^3 04AR&"+G^ M#Q&.7!<5$$<=]LZ'THM3?6_(>IID%*Y4F!L6Y(1*$".O)6$"I!KNR^H[1S! M[7^;X4<06=^(_"ADY78G2R
M!5K90EUL_<2$AJZI:N4SH@(R!!#R$PN#V.L?;'G<[\I?O#7 MN"$TGGIU4(|#$#*(PQ#BR'$88^G'X?Q%8.OZ)&B(NA\D$UGF$#*0.+=A06.(5$R.=BR=7,;E2V)(-<$)8C#O'$NN^-*
IR,=;P)^$-B+HS'2 ME:P9>]&3K]N)Y6A#0&$CM0)6CQW,<9%(MI&S\]36M!JD3C|<'|2^F=E7+&@N8 M,?]3;&4ZL886VD,2RH?V?X!ZGI\K;=A5)A?*
*M^]C'0MM2B%95BF5).MS)%]+2D@%],9RR57IU5BBA98EIQ(D+OF.#O:TH2K(J4H,X<)";T M%MT@DJ,%H50OA[94SK2^O:E=3"L7[@D7*RBZR', ^(==Q^^AY-4>=F]NW,K8J*
*MK*G.;;ISC:YW0O>M_6\L3^Z>@&=5(;_NU\(4^K0-<"7<;Q?65V4L'KR!B:7N M@@^" ROZ^*$7.), /V/8:V]XY]#OE0D3VI; ,%4*@5'0-V\7I;S0WK50 M^PVU?*
*XGJMY&J+/^(Y#OM)+|A^9=(01O)OYH4-*3@$FG01@JN)@T:TN 2:=A& M&EQ-&C:DX272J(TT?$?RO%[0SAHUK-%9UE,*JM7'$G@;&ULK55=;YLP%/TK%]NF3EH+(5]=1Y":=-*
,FK5+4K.O# MM <';H)58S/;"P! W',ZYQO=&I50/.@,PY#'G0D^\S)CB MTO=UDD%.],DL0.#.2J[<&IR]M:\+!31UH)S[81"_)PRX<616YNK.)(;PYF MN2)ZD^=4[:;
*93GQ>MY^X9:M,V,7_#@JZ!H68.Z*N<*9W["D+ >AF11$P6KB M7?4N9V,;[P)^,"CUP9A8)TLI'^SD:SKQ BL(."3&,E!\;6$&G%LBE/&[YO2:*
M3UK@X7C/_MEY1R]+JF$F^3U+33;Q+CR2PHINN+F5Y1>H_0PM7R*Y=D]2UK&! M1Y*--C*OP:@=@9ZJ\T|(E4TV<[NG MUV HX^\P[&YQ34Y/WI$3P@2Y89SCN>C(-
RC+DOM)+6%:20A?D/"!W$AA,DT^ MB132IW@?[32>PKVG:=A)N(#BG/2#]R0.PD&+GMGKX?T..?TFQ7W'UW]=BG?D M&Z-+QAE.?
GZG2PZ_VG)6<0[:.>W=OM0%36#BX>75H+;@Q6_?]$;!QS;#_XGL MB?U!8W_0Q1Y/8NF@)&3DT5Z['JU/L0-5#>,O3=6^;C#A3&C"8864P?D8 M\Z2JEE!-
C"Q<55U@S7:#3/LHJ!L .Z0I#3]B?U TY?C/U!+ P04 " "; M@F=9SOLH@I,' #+" &0 'AL+W=OI:2,.."*(XDS(;!1>]\E-EX%_ "+0*-6QL@] MF0KQ9"?7Y3"(;$) H="6 9O'$D9 J24R:?*
*SI. - I 6NCM 8OSGM1LI4*Q@) M^D!*70V#LP"5,,, +]N]$\QTZ/:>6KQ!4N5_4M+%9%]'BH;1@'=ADP AOG_BY M\V$%T.N_ X@[0+PK(.D B1/:9N9D76&-*
*\X$4#9(VVK#9@?/&H8T:PNU;G&AI M=HG!Z7PL1;DH-'K 4F*N"2ATC'[*DEB3,477O*T4;_GA%6A,Z)&)N)IWA%*SKP:A-*
*AE9WK#H3K[L3X_2.7T"|0E*HB|HCN+^!OAH=WBR#@^-_M#]Z,V)L1.[[^.WP_=042C192 M?HAN IH<1Y\G@+; KR|R:)6SGM+3Q7-2Y@ M&)AKID N(<@_?^]ET==-*
*@O=$MB8_\?(3QYIL5@LOWH$7]'AC8M&U']B V>I#L MTX,]D:UYT/<>]+>6P*024A]KD S5G1V-OQJ;E+=TJ:.S?YG+O&;F]9T-(MZD/6LCSU69[N4*@_|"\^6*M:;3_ZGO9$MN9*
*ZAU(_U>MIOOT8$]D:QYDWH-L M:Q7<"#[_2*EF_]3AV5^5NBVB33%<:36VS=]B.2=<(0HS@XE.,E,4LFV=[42+ MVG6?]=*FE[EA9;XV0-H LS\30K]-;$/SWR_Y*U!+ P04 "*
*";@F=9Y@73 MTS(@ "X"0 &0 'AL+W=O\/#BE]TW MQKX(LTE%U[\ZVZ43@*6Y2'E2 TDX(H6$V#R[|%;&SC7# MA"1^(B%N$N+_34B:A.0)K9DY67-J:#913KL]1P.9?P-*
*QG]:S.GKEV_(M2\($^<(XQSKI26B0IITLS!M*5S6E^ E*"ZC.21*=D3B^^Y[T67?Z"),[IGT MY%ZB.:T#L6M0['#2SH=.I!\UOKP|W*IC<*5^,NGLH;M^V%M=U[HBN8P#;#] M-*
@=!-FK%[U!],ZG^9G 'CF0M XD7>C999ZK+10DER5N'IK6_2<(ITU4%9< MW@.\5<"IP3BYY&SMHKS5KR<;N,GL)K/+>@G6>7LP.Q!:>@[C*
408L=%3EX"=>XZ0&9873$UQ.R]---6/IID]U/ NT& M8N=@=-E$"[^F2@X]<>CIS^;=LSLC"X3DO;P;BU?6 "\|H)S=2 M,[>V?[Z_ ,:@0LO)>[$M':04WB[OIO-*
*5&@2N^R1O=INUNV;/"/C(P5'KX*C; M08OM4SHZ|\5+SQ$2IOZ+CEI_XF2V\&I^PZ,?'2|\7,SIB&AZWJWE[7L M+U!+ P04 " ";@F=9/>K0\8L" #E!P &0*
'AL+W=O9)RV=|/%\=+"S3@ :)YA0-0!HH> Y!% W 'BYWI(,D#R7 ^G'<"&[KO8 M;>)RK"6"KY%PEAK-K.PV:=HG2_"S#VY54+O$HU3V24K> /H"|Z\1,_1M"R)
*M^2*T[ZJ>$*#PH2^37VE?1JD7W3\,\5__=[R8C[ZL>6 M+WZR^B=@EJ![^)I[N6Q+$!KSLS:OP M+/@TE.R7),M?*
DFSQ0F3WRI+T94F.L6>+]@+;0)'2E1%8@1RJQ'&2DV04|^' MGNS\">#YZ2@>1N8.&;KJ:6:0)@M&01BE_N8P><-F2=B;N;3X!WVK ;&R T.B*
*M@]^9XU_8S:6I:\0/]+!S/PP%]KF>8&$E_Z=T O,)B19A$%"KM*AB=Z[8] MW%!Q@N*M[9I+KG0/MLM:SV$0QD#O5YRKO6 <|),]^P-02P,$% @ FX)G M64]UXM^\! #1\ !D*
*!X;"]W;W)K&ULM9E= M;Z,X%(;_BL56JU::AH^$$+I)I$DAD-5V5$W4W6L:G 8-X*QMFME_OS902HC# MI+-G<]&"<][']O!RL./I@=!O;*
*(XB@N15FJ6X8QUK.HR;7YM&QI(,I*7B:Y/B1(E9D643_6>*4 M'&:;J:TU?$U>=EPVZ//I/GK!:\R?]H|4G.D-)4XRG+.$Y(CB[4S[:-ZM3$L* MRH@_$WQ@K6,D4WDFY)L\6<4SS9*
CPBG><(F(Q+]72(_35)+$./ZNH5K3IQ2V MC]_HRS)YDA2@5T+[$L% MXUHPOE3@U_+GTJLT]0632WMP:X%;V]&Z?^7-]R(>S;>4'!"5T8(F#TH'E6IQ MSY-
*IU6^(1E&UW\0QF[0(Z9HO8LH1K?HGF3[@D>E+NKV[0%=(1DU\RE.3H*4|X^]1] M>$C25'0EVJ[:IU.=BTSE>/5-G=6BRLHZD]40/9"<[QCR|QC'"GW8KW=[]+JX*
MPLUEMMXN\|+J!:[Q?H"&QB=D&=9,9[[?OGO1=XK]_KE#Q&5W=L'VWP3!,O-H;I];FO_YBCHW?5):"A'F0,!\2MH2$!9"P$!*V H(=F;7,4*
MF';41S|]2:B\6R'&)4).L5[G8VNJO[8=>1HBGZEVB'<:8KM(?YIR-]#EF> MAMR:SK@3%2BB1ITAAZS4G;FO(..+KG=7'[MTYX."?B=7^V4MB0E0(2 MYD'"?$C8$A(60.)"2-*
@"'9DVW%CVW%OI5A7<[F"B;FAE,'EHG D=>%(R^GA M7DP/Q7DF)I2LGF0^RUFERN-55Y-V17$&(Z/U,3L%IG=P'S4R),Q7Y#(>N#VY M+"&[#R!AH?*^=*
KG2IGP1%T4G<9=3J^[,U6K)'E2B26ZP^Q2D8,;PJ:\ 0K M5PG.R2",[D#O>]O\]&<@8?X%HU]"=AA PD+5Z#MO^U458[=CU Z9- Z9@-->? MN%K+]OPS43G=:=MN?CIMZA_=1-
T'"?&4N1D\N2|CN TA8J+XO'7,I@LY6(+?O ME]N_?/NAH92S-1=RM@8)\R!A/B1L"0D+(&$A)&P%!#MRLVF__IG]-;+Q;FY M5ZUSCLJWVWUW]M,_ZD50FJ_.P.[6.- ^ U!:J,C
*'(PFG3*GB+]UQ@-[]*YT M9NN78?/_]'4U%:C8@=(\4)H/2EN"T@)06@A*6T'1CGUMO?O:Z]UYWOGY7]W\ M4=7KY7_8DY T7YF!/>E6/<@^ U!:J,A*
5#VG6_5.HY153V]MC668OI3[]DQ4_ML2+GU;_V36NS=_NYW+'LM" ,N\!4M(=RK[?+[+2'\[41VT.R S_\%4$L#!!0 M (>N"9UD$HNC1+ 0 -@5 9 >&PO=V]R:W-
H965TB#9TTMH50HI:D M[:1?WR&E):M]$F7"^0E(]F90\Z<\8F&XPT7=W()H,A]S@HY<99*E:>N*Y,E MY%0>\A(?#/G(]<*IV+ARE(38U3SMS \T9N3K/"F8[-VK68COE*L:R*
*:T'D M*L^I>#@'QC<3QW<>%VZRQ5+I!7.IT\$#!*E(2@^UG !C&DD/,??&M11 M]M2.V^-']%],\!C,+95PP=F?6;]6$^?8(2G,Z8]I&[]Y#>] AAHOX4R:OV13*
*MVWH.2592\;QVQA/D65$]Z7V=B"T'Q.EV"&$]T-A\(Q@6#N&5+]UA4#L,7KK# ML'8PH;M5]*9Q0$55T.A9\0X2V1CO0]_IC^>8*
*MZI1<\!SK3U+#X$P%)7Y-K@\AS(^T]2D;8U&AH\)G\.*\9/P!@,Q K+,$GTL]@'34X1EC/*F&G^?D!A*^*+)_ MT.H:1,:UL<1]^^L3;D NL?CDWUVU4IUFT'T:K=RGL]0)3!RL4(E' F?*
*ZXP_^ MR/NYBRB;8)%-L-@26(O204/IH]|6NF)-'IR:WA,MGF$2D^ZR*EP1P97_Q=< M3WU_[*ZW4]YA$K9-HGV3*AM$N^;#)Y06D$/FZ"'O4'KZM-2=P-K*%: A7@%*
M^2V(SB+LA7IM$=H$BVR"Q9; 6GR,&CY&;TI71C8IM0D6V02++8&U#UJ*#WZ M3KI2X0ZW?N[!CJSL6^P(3[1O,=P1E7V+0;>F'#1-:^I*
M5_*^D[K4P'WN|M|F48?)KL#TFK3#WFH1_=ZP9|C&9|7B _D5'FS2F-&:LQ2[MT4PJW;1AA]8G- WPKRU.]VB15;38%$EJ;]. ")L.!-B4Y]%O$VD2+K+%MM#:*
*MQ#XUP'YO, 8MPA/NM3%'N*S;^)[N\|S;Q/L-DP=-N'NUXV[=5.5@UB8*T*) MT:P*55T(-*O--29N7S;63_W3R_\CO5(7UN:F[$G^.K.\X]*159(PF".6WF' M1ZB1HKI&K";:*E^:>*
*]8KQ7,S7)-06@#?#_G7#U.] ;-9>[T7U!+ P04 M" ";@F=9!YYROY," "U!0 &0 'AL+W=O,--*Z@9C$I&IE\ 'QP4TNC36_!-MIMW_/ MV4E#05V_)&?[IKGG.?LNVVCS9&M$!\]2*#N-*
*:N>;JSBV18V2V7/=H**32AO) M'"W-*K:-0S:&("GB-$DN8\FXBO(LI,U-GNG6';YP;L"V4C+S,D.A-/H(MIN M//!5]?Q&&G<-6^$"W6,S-[2*!V2222U26:P4&]VET?*
7$UFWC_X/"=X\;NV."5 M++5^\HN[,QI2^L!=>XO^.6@G+4MF\4:+ M'[QT|31Z'T&)%6N%>]";+]CK"00++6SXP]W32(H6NNT[(.)@>2]^]/GO@X[M 6GZ2D#:!Z2!=YX.($CX
KNN1"T:[/8$1N/ M&1=]YEF7.7TE\P>XU\K5%CZI$LM_XV-2,4A)MU)FZ4' !3;G,$I.(4W2,3PN M;N'XZ.0 [F@HT2C@CE|!?4#K3%NXUG"UHB)9!TR50-
*MHU@@_OY(_W#F4]M>^ M*G3@X_W@ON>N;,,*G$;45 $QRM^^N;A,/AZ@/AZHCP^AY]^TH]LK=N\5G[V- MU%"",:ITIZ%5;Y)(M@V/8%1B>]LP4UI8&;9Z-Y2-T"^()A1T5?*
*$"C0V%*+FA M%M-F[QOH^%T&?GY K//).(O7>S1-!DV3@YKF:"HMF2H0&C1;T)A+I:C-@UG37$7C'>B\TMIM%S[!,*GS/U!+ P04 " ";@F=9 M/&43!S@# !_ "0 &0*
'AL+W=OH=HX#[/A)Y[.V.,]_7R0YSIGNR0$%O-E+E MS-!4;7U:=*&2I<\HS/P]"D9|S+KQXYM:N5#R3>Y-Q@5<*!#|/F7I88B:/N^79G|((?SP]VQ16:F^)*TDEDS*
MC>01EK2F:'+A4G3>1X\)V9644O>7D M9^*5D&(KAH<"X(0MK|QZ^76^1O5]YANB:T'I!**V+*E%+U":PJ449]?A M'Y%B^]_ 3VG6N4:/N2ZCSH K+'K0#TX@"J(!O ,?|(XIU-6C*
Z%?5|O$/HO M(=A T%+-A5),;)'D;&#Y $V[* ;@EA='IE+X]H5"PF>#N6XM68D :,>W6_A, M%RS!N4=[5*,ZH!?_ ^4; ^8<6,L.:S+ "3S$_""<;_ M NG&G1+ ^1E'|K.%7.(?/]!*
*&@IY@ ^A-IOW$GYJBV[N;7D,B]..7U6*_67Q>+ M\DYI,B_32Z9(MEJR'|#KD%O3+M(E:=I.3&R<#?L6AJZK]UP1U|(]*P!O=I(M:1XG%]#^YHK_!U!+ P04 " ";@F=9Y'_- GD%*
*!:+@ &0 'AL+W=O MZ'Y$UL0 MPM'W-.G8A;;@?'G>[5-P05+,>G1),G'F@>8IYF(W?^RS94YP5(C2I&\,!I-^ MBN-_F\1^*8[?Y?$97/(DSD82^7&BZMCGP*7Y<<'F@/Y\M|2.Y*
*M(_SS\C87>_V:$I4IR5A,,Y23APOM4C\/|)$4%"6^Q.2%[6PC>2GWE#[)'2^Z MT :R1B0A(9<(+'[6Y)HDB22)>CQ74*V.*86[VQNZ75K\N)A[S,@U3?Z*([ZX*
*MT$XU%)$'O$KX)_KBDNJ"QI(7TH05W^BE+#L9:RA<,4[32BQJD,99^8N_5S=B M1Z!/#@B,2F#L"T8'!,-*,-P7'*K2]!*,ND885XJQ5\&D$DRZ"[:58-I5<%H) M3KL*SBK!6=>[I*
\V_IR@:PR]_K/+I"NSI$@Q$W,\G^7T!>6RO.#)C2)/"[W(MK#B3EKKCN3@;"QV?WW$:/BUH$I&<_8RLYU7,7]$OZ##8IGR.$%>5AI7&N"# M23B.DX^BQ.
*<[$WWX)>.LST4M)*L?5A'-,)QQ(.(0W="+,+QBRLHA+7I?K3]3 MZ/OBZNM;8&QNP96A!/Y.USTT&)T@8V",6NISK9:[JZ2'C+&4ZWK;[5#+[\BR*
*MAX:#@]&M]IZ)G2KFMEM_@7,CU@W*G>^6'+7*W> ^7;Y%[WRK?)_?]WYX/_?.V- M-!S63AP6O.$!WG6"&4/T*
*1661%]_$^>1QTG*OK54[JJ$C=IALB$^9TL8<)>E8YY2P|:YS)FV^>5MNKX0%62T;$N:|6W<7,IP' M"?/?K7N@*M'(Q4F=BQ-E+G[9>ZIOL()MH'&EA!V;CI,W#W+=F+8^R"'#6I*
*P M&Q+F0,)<2)@'"?,A80$0K&&>;6V>];]#A-D"1?$ZCD@6,;0.0]K/I-T4YN! ME,!C#00),TO8=/?1TC.,O>=^ECT)VET).ET)NET)>ET(^Y*T^&^'-G#NM<^Y4 MF7-*
FE6YHB5]3DG'9^=Y-NNK-5%ON<"YAXDS(2$69 P&Q+F0.)<2)@'"?-/ MWI3KHU%;LQYT^-CPR%GMD3-U!WMUS!CS2KK6#6LOOKS87^ M'"&S?G!O3K>91AGI6-- PDQ(F*
4)LR%A#B3,A81YD# ?$A8 P1KFTP?;"9(! MY'O9B@9D,5":"4]S0&DV*,T!I;F@- ^4YH/2 BA:TVL[DY%ZM^Y@1,)$=/_$ M!N:M(X]W0,6<7C&I=W!63TTXVEJ0-
*N49H/2%">;"TKS0&D^*'V HC6M96RM M970?WSDMFW:>N=PZ_0.BH2R=9]H6B?0^7E0F@5*LT%I#BC-!:5YH#0? ME!9 T9KFVL[-*
*Z^K)^3<=OY(&^S|Y ,D]'.%Y=0!B@ZA7*5UV'&0,[(F*,T" MI=F@- >4YH+2/%:#TH+H&BEX_H[2T!3DC\6JY09"NDJX^4:M/IHO1+ZLEC_MNW?6X+U=.%TM.M_ARV?4-*
SA_CC&$/(A0@]YTK*&\7,E<[G"Z+!:@ MWE/.:5IL+@@6OI8%Q/D'2OEF1P:HUY//_P502P,$% @ FX)G63MV/8,[M @ V@0 !D !X;"]W;W)K&UL?53;CM,P$/T5*
*M*T@(0*C3M+L+)8G4[G*IO**]%?" >'"326*M+\%VVN7O\24-K=3V)9D9SSES M9N))NI?J23< !CUS)G06-<:T.XQUT0 G>B1;$/:DDHH38UU58I7I[(*4'<8:3 M.+[%G%*
*1Y:F/K52>RLXP*F"ED.XX)^KO IC<9]$X.@36M&Z,"^ |;4D-&S#? MVY6R'AY82LI!:"H%4E!ET7P\6TQ=OD_X06&OCVSD.ME*^>2<99E%L1,$# KC M&(A][> >&'-$5L:?*
GC,:2CK@L7U@_ ^1[M[ULB89[R7[2TC19|"Y")52D8V8M M|U^@/[^2&\162:?]$^Y!|9Y,+3AO)>|!5P*D(;_+Z1/8 AE+U.L;&2'#$N^O+4#ZY4/X|>I3" M-*
*!I]%<7641WAL6QGZ20[|+)*KA!MH1V@2OT%)G$P/35WAG0QSTCR>R47>,)XU MM%(9*NJ3 ?SZ:M/1T@#7O\|-(7!/SW.[O9OIEA2017:Q-*@=1/G+%^/;^,,5 MY=-!^?*
*0:>_ZMXUM02%9VAYQVLF6 =&A'GQ,;Z&X\G=OI73Y|>Y8 3ZZ;QQ4 M[:=*HT)VPH2K-T2'Q9V'^_H_/6S|(U$U%1HQ]"PT'MW9NBIL4G",;/WMW4IC M=\&;C?*
WY@'()KR2TAP<5V#XG>7_ %!+ P04 " ";@F=9SL-!SKH# @ M% &0 'AL+W=O/4L(V|B=MTN^-R MPIQ-2KR%)? OY0T5(I-52=(<("I:2 E'83(T/|F5LNY)0(;ZF<&0GUTB&LB+D
*MNQQ<)U/#DCN"#-9<2F#Q=8 KR#*I)/;QHQ$UVC4E\?3Z3OUC%;P(9H497)'L MGS3ANZDQ-E "&[S/^"TY?H8F(%_JK4G&JD]T;+"6@=9[QDG>D,4.\K2HQ_'/ MYB!."$')'37*
*:@M,G> \0W(;@/G4%KR%X3UW];2A5Z&8=>W5P$>9X-J'DB*A$ M"S5Y49U^Q1;GE1:R4):$[#DF=)TN M)CK'.(?`|4*T,BU6E G0+\-T!|,|*NPF6]+R%=*
*E34VR'YNC>D4BW2*O9K$ M.BD(VA0$KV@"@WS,!!<;W>B9P MCK$MNV\"*E#HJ$U@W 8X'@SPYA$3&&0_M|9TBD4ZQ6)-8IT4A&T*PEM%-M#03Q]-Q[=[/["!:.>$2A*
*(S_L&8$*Y'AJ M([!/WFCLP2 7CUC!,/VYI:95+=*]%NM2ZR;"N4^$\XJ&T(CK2I-.M4BK6JQ+ MK9NF^Q_#XUW%3<,_^M+N6U3<%!Z MK5I-#**W)ON#UNVL[VI:S/E1-G-*
[\W+ZLA7SD6Q_51V6>_FZ=[; =)L6#&6P M$4M9%R-A7(1N1]4#3LJJWI(BG).\NMP!3H!*@+B_(83?#>0"5>[P]A)02P_$ M% @ FX)G6:T%XX9Y" =$4]0 !X;"]W;W)K4UL.M9Q=
MLLF=V,HX2OE31O)MDH39MP<>B[?[#NU\[/@:K=:RV-&=W&W'"%7_F\M?-4Z:V MNGO(DIXFD^T-N C8N LL5O$7_+#SZ3HBLO0OQ9; 2+^TZOJ(C'*

*M?"X+1*C^O/(IC^."I.KX:P?M[',6@8>?/^ANV7G5F9]7_OBS4(:3NTR\D:OHK6C%AU)!9;3ZS:.T$/NSS-2WD8J3DX=M MKO;D.7GF*Z5A2<)T03PN5EFX64=S$J35"54(\X8\]W-ML8TY$4ORE<|%.H\B MGA,O$XKPE(EE),G#-_751F0R?%$-/[#_%N2?ZM0-TKE(.+GZ105J$1/F -6S0;-Z%$.AAPGSV]53-A@VRP^@1A;=-VJ(HK\7 M1=\HBJ^]MC";K\NIQ(*_[@GUIKCT00*12/V#_,.>I@ICLDOU@0ES@,*I)@_, M?!XFS&\7SWJ:N .@#1W!XACLQ3$PBN-9+6O4X/>)K'C*LS N11(NU,PVRF46 M%BL?2"}#5B54U_+4F/A2H6#"G#,]=S$3>I@POUV|/1YI2FFWZ5,;5LIPKY2A M42E?YG|MSHRJEL1*)%$]^2JKIDMSD4MP=3!LU6%I*C$FO50EF#=G9.TN9CH/M$^:W:]>O)>T6QP0RV@MD=&]O+$;MY)HLC*DNE04F MS#E9NXN9SL.$^>W:=5D O;-@68SWLA@;9>%RGI=]X.\;GN9](^-Q*/F"2$%" M-1%9%).1O-A28YAT>> M';.A=?TB8\Y[]4A0:0Y4OS;*NZ@9/52:#]1/1[8F%] 18_TC>CFP4*EY%2S$ MXBV*XX]I2D,L)$HV8925UQO0-_34Z3DUI[]8-I@TYW3Y+FI"#Y7FGRX_)K0 M$1L>$0VK1!BX76KBPUVI*!6BJK6M8_4PH'5(C=3CW0!8)]S:+2'*A^6]<']CF+2O.A^JGNSH*-CDUO:WN6FOW9O3IV M"R10'FWK;V*K\D!U9E%I#E#_6'=34#-Z]#0?J)9K;$&:#08')%';=!2LT-; MW)HO)B;\O;A+N8WR=7G?4DU1%OP%-/$IX/[I6D$U9U%I#E!^:PJ+ZLZBTGSH MZ+<&&E,7FS]I[5EJ]F?_59AM']<0?2,IAD;0-P)9]4+U95)H#E*|[M^*@)/52:#Y1_8^DB.=^BI;5'2\TF;7/[^`L*7(N.[:0F1X3N'IZ^ ;]A:YZ Z MMJ@T!ZB?M=8YJ*XM*LT'Z]>]UNC3;G1#1_:QR6MMWU*S?WOUP%. ^C.1U\5S! M:U0^5:E4F;&P MVJ]E9K^V>+ P.KS.0/)@@+^IRV/7YO!Q"*9=)6= &ZH-9 Z0RQIKOR3 43_W M0&OF0:ATGQ46H!%:PJX-F)99*G4X,WINP)/%5' BU9SC M8EVB>N]@!W3W'36EATK6S@0Y8=FOP!AH=NX_':@,>F0WXQU.#-Z:#/$6ES5!I M#BK-1:5Y]#0?E1I@T9H"KN\-L-'W'+PQ+>\I*FV&2G-0:2XJS4.E^:BT (O6 ME'=](X,9;V2<'+S';2=9_P]D4W..BW6)>L<"ZD#KF6'4E!XJS0'NP1L8$IZMRM=WY&0NMJFL_H_X?N_^%2%?RA=C:/L?Z*U'@?T^O0VJ M%X#4^.I))(]AMHK2G,1\]5+U/@_5-".K7O%1;4BQ*=__|"*D%$GY<&PO=V]R:W-H965TV M@;V@Z0)==+%NTH<@#[1\;!.11)6D[03HQY>4M+J9$AI8^V+K,C.<<\SC@30_M,?Y5[$D^I;$]5A8}{JY&8]FZLV4\(5*=\IM,@YDDY.2V'8= M)030E-K.<^O/?'EG]UD3%-XXD@ZVTMJP5[,,]*# M%-@O+ MT8X@ADAJ":*^CG '<:R5E(]_2E&K6E,3F\?LA+A&*S5]D/(]=Q?0/]:IA^#Y&BXYSNM>FV:E?5,[?IF9OK>;UVBD*+VFFZ:W7I\O* MCAXD).*+J=1"VS=KZZF]%AF)8&&IL13 CV M?_X)A\ZOIL)'$FNUP:O:X VI M+V^BB!U2M0TX1$"/>@^\1RE(4]&%4I@KZ7^6XS)T9G/IV*S%A/$J3,NB7UGT M!RT^I$?U0S%.P;CK"G+06''F.QU7!LP,FUT%E:M@T-5?3)(8D7R&3+:,"LR5Q MX'>[90+-?+.QL#(6#AK]I,:U\R.D:^!?T+_HSPPXR?=WN>-%====D>U#[1S?V M2&*M-DRJ-DQ><;XG8[9A)+%6&Z95&Z:CS??T?#=.NY-DPO1,TJRR.+MDOF=G M*P;NZ\J "7K^=;!3AZIST827]..JX:SKS ":>#T3CAMYCP>M/5TTX\B/[JJ[MQU)KMZ*.1CB_+='R>U[X7=]T90$'?Q->ACH=3_?&RB1\UUL=2:.[>B M#G;\FLF.1XWVL=3:K;C#'8^7[O@\NMWP+*X,H*!OXNN QQ21\1U.!8M@JEG,U497Q MXG5%<2)9EC_QKYF4+,D/]T VP#5 W=\R)E].]NZJ71\C]02P,$% @ MFX)G60."+Y#>P S \ ]D !X;"]W;W)K&UL %OS==:;]LV%/TKA%8,+)$HFQ9=8:!RL"[!@0:QN#\4>;/G>)DJ*DG;I:\? M22GRAAR@F&8*IQ"1US^&YE](IX7C/Q5>Y 5#H>\X*.0DV2I7782BS#>1$7O$2 M"OUDQ45.E)Z*=2A+ 61I03D+XR@:A#FA13 =V[4',1WSK6*T@ >!Y#;/B?AQ M XSO)P$.GA8>Z7JCS$(X'9=D#7-0G\L'H6=AP[*D.122\@O6$V"C_AZAH<& M8"/^HK"71V-D4EEP_M5,II:3(#**@$&F# 71/SN8 6,&2>OX5L&S9X&>#Q^ M8O_5)]^361),\[^IDNUF03# "UA1;9,/?+]:UGE!B^C#-[_Z)'1L%*-M* MQ?,:K!7DM*A^R?>Z$< W.\ Q#4@?BF@5P-Z-M%*F4WKEB@R'0N^1\)$:S8S ML+6O:)T-+G-5NH5*=$(>-%1AE(]"=7A#6HCU*"DDCQ>KV>O[\%12C[H*&?Y[?H ;L/Z!VB!,JG MC&E&.0Z5SL$H";-:[TVE-^[0.X?R"O6B"Q1'<=\!G_GAMY!I.+;PWBD\U)5K MRA@] ^(M2/"U0R4C<-4\C2G/D%*D"YQ Y:0M(T.A/KB!EVG'?:B$V!8]TU M7?+5Y59"7Z'($83QT"\/1P;8BK[1#XSWMLQ)N8=| <+99/VD MK^VR:\5V6H(CY\;_D_?4&[U56=Z(];0L!T?&7G=[77NON?S]W174U>#QP2:Q MWR=?VN)K&G^/=P5U-7E\,$KL=|K_UN9QVP_;?=X5U-7H|<$UL=|V7]/JL<,7 M6[W>%=35[/"!/;'?/C]QOOMSK?X%M06FA2+&F" ;\XK8Y)A%N5=81A=->A^;# MB6*_BSYG4;AMBVV(<@1UFA0^F"'"^=S-E7#!WZ?^XJ$6M: M2,1@16'15:IS$]75L9HH7MK;UX(K?9>SPXV^;H,P ?KYBG/U-#$7NN8"/_T7 M4$L#!!0 ( )N"9UDZZ?3]>P8 +$W 9 >&PO=V]R:W-H965T)1L913&XF.*LNUZS=/O5R)*=I<=MW-_XB9;?A23(7\M/F8 MJJ-N19F':Q%G81*C5"PN.V_="^;A7*&0^"<4N^S@,|'U4-G/%P_W=%8,7@WFEF=BDD3_AG.YNNP, M.F@N%GP;R9MD]YLH!^3GO%D29<5?M"MEG0Z:;3.9K$ME=07K,-[_Y|!*1QPH M*(Y9 9<*6%?H/:#@E0K>L19ZI4+06 M^]<_>]Q"4"D'A^]VS"D\3+OEXE"8[ME,;2BI9_**:KT%8.#.N,\LJ8R5=^&2D^,KI:9.1-E;"]6*F DXO$"NR0NM#$B]??U!Q,D=OLTS(M#-U^/T3=B*6B9.@E$9*T2O%^S0EZ.6+5^@%"F-T'491+C#]2C6P_/*ZLW(0 M5_M!X <&X;'K0):K#-%X+N8&?6+7'UKTN\JAE5?QO5>OL!4X%9LWR'-^0=C! M/BC;Z.$\W:1D*IOG<:P>%=EY.[\:#83#] MWAU.4UMFZ.&F#&G+X,#7A*A!J.\Y32%F'<\SO>57WO*MWBKNAZBX'WAQ/YA< MMD?X!Z-PG;XVBHG5SE-#^QB+%-(B\ULSY3K#?F6QX=R@ZG.)3*L5/) MI4I+GZ_%^E;DQB1CY3PUR4#"""2,0L(8$*POL_U9OOG|#5]R#" A!%(&(6$ M,2!8(PP&51@,3]HW28;&.:TO-F6P9Y6CTA;)G!]+1L:98#K=)81_-.7PTK M7PU/KS3#UB!ZKNXPJYFGQO41!BFD068PZ_-9<9UZK698_7M9!7&W%I@[("G MIA90&@&E45 :@Z(U)_9@T>V>H\Z45]&B 9)&0&D4E.:@;,UHP'4TX)/*3:G> MK#?:DF1RC! Q"/F!J^5%DY"^ F+V(3W7975/P+6N-8^K.B6CX9)@H/L-=.U^ MC$D*:I(937H(EY)YZM>W:E]O39"M7Z(\D%8\4(*!5;CD9D#0"2[.@- 9%:TYO MW1YP_,.4(.BU^P241D!I%)3&H&C-:*C[&:Z]H?%H 0I:*68PU/-H6V;HZ>6G M+8.#O?UC%&J5GQ_1)7#K-H%K77Z._^;ACL?VQ BZZ >E$5 :!:4Q*%IS9NN5 MOSLX2V($6J*7T0!)(Z T"DIC4+1F--2]#=?>W'@T,;:7_8'^T,$DT]<38UO& M[0=Z8C0(#7T],0)U-9]//>N.!;9W+'[GFT?RHAWPU#L!E$9 :124QJ!HS8FM M.Q;X+!T+#-JQ *414!H%I3$H6C,:ZHX%/JUC@=LMA$#+5!.3C+92)@89MZ\E M3VH0PH[>(K"?28^_VS.CZ)8$4!H!I5%0&H.B-:>VI!3@ MWEDR(VAC!9I&0&D4E.:@:.UHJ!LK&&#C!3:L@_#TQJ3=T),G! B3%-0D.YGL M/?!,#->]"FSO54$#>,DW22KLN11TYP4HC8#2*"B-0=&:DUOW5?!9]E@T%X, M*(V TB@HC4'1FM%0]V+P:=LPL&%OA+Y]S2"C\LB!AFWKS\5,PH%^J_,'I&N MP'6[MO;%7_)E4CM>1%RT\,E9 :124QJ!HS1W0=5O%<|Z1%SW07@PHC8#2 M*"B-0=&:T5#W8CSKZO[1O%BJ-_>>Z8FQ%&KL8<:;%BEB(7ZI@)[(4]|?$0 MLP IN2ZK&Q:>O6%QU,_RDGX,]O^0VHD5 Z^B3%-0D,YG$@?:SO'OP1I%* M,,OBW:\,S9)M+/>O;E1G]_?+WA9O56GGK]R+B6LX3]P+NG][K,:O7V:[YNDR MC#,4B84RY;SI]^A+]^^'[0!DLBG>9[I-I,I^Q<>5X'.1Y@+]^T62R/N#W$#U MEM]X%8,+!U+ P04 " ";@F=9,2U^ATD% ^(0 &0 'AL+W=O*$UFR3/ MGOALPB+I>R%]XD!$04#XZYSZ;#^UH'5X\.QMMC)^8,\F.[*A"RJ_[)ZXNK-S M+RLOH*'P6 @X74^M&WA]BW%LD+3XZM&].+H&L90E8S_BFX?5U'+BB*A/71F[M(.K?"[VEOA][4G'\ESFU\CYCP^/K@_>_.$O%*S)((>LO\:IY*;]?6R (KNB:1M+Y_9_F^:">K'_ESFB^0OV&=M'0NXD9 LR(Q5!($7IO_)SRP11P;*3[T!R@Q0 MV:#WA@'.#)+,V6EDB:P[(LELPMD>|+BU|A9?)+E)K)4:+XR'<2&Y^M13=G(V MCX1Z(@18T(T:'0E(N +WE&TXV6T|%SR$Z52)4WX)%NE@ [8&]XRMJ|IO@QLA MF.L125%0.E&"UOE($\$.B1BCHP.%W1W!;!S M 9"#>C7QW)K-[ZBKS&%BC@WAX'Q<<.((OQE..AQI-KUP4QB)[Y]5<_ @:2# ^ MK&:[%CKAT:]FE+RA_H=;L]]_@P/FC3OB9G!72T,O3T#-YG\WI MQ@O#6/Z2^"1TZ86>>/>]5!N2VFY"M=XYIZ'["B0GH?"3L:X3E'KK'PF"N"3'V&%+ M.8->.Z41#YR4;X$.R(QY,% M_%E)KI,XK$B\A"-<'D9C%"TUCG*-HT:#V%#@Z)<$&D-H*7"<"QP;!1[FY04(M%2^IFD:.%'I:85P2UX8E>@&(!/]$:D]> F(?^:DP9+RVB)B=MJTBIS+6S$%Y1@# M.ZRGF?-SI>).WHJI0#H5]/N:FO5Q/UQ?UR:S>9 V@K5" 6-:-*XK&;NBEM6 M65(7- 0U#D$S#YU>6K,.B@,W*]OL@H:@QB%HYJ'3JRNL(M(E[%4&LPM*@AJ3 M8#-.:]JQ2DEU&KO)*@Y"9I!Z7UK+*Q2%8+E&FN.N&U&-%5!,U8|;9EDH>>* MQO7X3*R49:$+\H(:O>"XRWIL!+O&J3B3M^)[!TUGR$QG9ZG'61^%[X2.4Y[Z MYDC:*M40AHQDT|@@9^X*R[FL] N60IJED)FE3]_'J I2:N#*)&4.HZU,35+(M3%*G%V14PU9X7Y*;PZCK4Q-5Z@973756$6K.HU=L!72;(7,;/6^!1E5.6P M*Y.["PQ#&L.0&<,>E73N$;]O03;[;5]%SN6MF 4-:FC884%&9V*]+!5=$!K2MA(,A':>@EQ]_X4=5*9S74$W1LLXN MKP,+- *NIR"I=U8KL M]_PT5F?&:_>MR9GP1R_9(9#7-Z9S"$W38E]=$(=4+Y)#NX%<.,UF!Y6YT_S M'P?<)$?BMFZ>_K+@D7U]07PZ5]9.E=#-;@\/:Q/;R3;)>?=2R8E"Y+++24K MRN,&ZO,U8_)P$W>0_V1B|C]02P,$% @ FX)G67\M'+3" @ 1@D !D M !X;"]W;W)K&ULK59;;]HP%/XK5E9-K;0U(0&VM,8@$A&E]](9 W1ZF/9CD0*PZ=F8:/_]CI.009=2MO&2'*^[USMX_Y6]GN= M ACRD'&A!TYJ3-YS71VGD%%]+7,0N+.,4*],&IVK1EP MPGZQ-E5A7ZX-9P*FBNAUEE'U. (NMP.GY>P69FR5&KO@AOV0^*U-C*KP&A!QD3YIP]5'/8 R-,,\"N _Q30?@805(#@ M5 WM"M ^54.G A2NNZ7O1> B:FC85W)+E)5&-CLHHE^@,5Y,V#]9&X6[#'$F MG($%V:AV;M6)B1:A(R!>3@B)OR3!)E.TEY>1&E 5LWL9@:&,7Z'$W3PBEQ=7 MY((P06X9YIBO^ZY!LRRY&U"OAA61 -3EYE.IOM"^Z<9%'GI>!.SJ2N#+*[UQ@RP)JP'5F36*Z%*:^ >K5N^L.BUSU9]5ZXU;# M>H2/A+*G_Z8O7QBW6(),.,S5$E5YU^_0,55V(7)B9%ZTI84TV.2*88H/'5!6 M/>74IK=Q"JHGT]A+U!+ P04 " ";@F=9;A)$!M4" #;!P &0 'AL M+W=OY IHX4,;]=A#T_(PRX44# M=S95T46AC,!4T5TD654;F*3@0.223&264[%]H\FA_<@6@9DM>7L'AC)^B;B'^1UY>W%)+@@3 MY)YQCM72]^@6.O2CRMAXU)8^QEA-^1>"I-J\E$DD!SB?0RRCK2]BW3,+7YSX&7!J(-DEE8$F/T8+M,*K_K,I M@:6#3K,#^_O?ZIS&,/3P_]:@UN!%KU^U>L&'INC_$]E!+CIU+CKGV(]S$<>] MH)PL8,6$L"=X W-03"9-62BI>XI:]QU=#/PU_NAG5]$M<6!WFZMMWM6]R2E M:H65,1+ $_93#4W"2HINGMOND:I3B]8SRGJULMY995.ZQ19KM+M0-/F%#<3M MF_3U3KQ?M8(CA>=M#B3V:XG]?R@VH-ZS9>Z?%+%SI/74HG>DU-_KDQE@">WX MT"26A3!E(ZE/ZPDU#*4TX+)$RN.YC[E0Y2LJ- MD:GKQ@MIL+>[98K3%Y0UP.]+*8O5X!H=N)81MO#??1 M:BU4@^F-4[R"&8B'](()FEE1PBB&A$%N^8W^+5^[7,L<#L:.^"6!NZ^!KW2H+>O0;\TR)=N%FO/ ^=C@;TQHUO$U&A) M4X4|^KFUC%>4J.=D)ICLC:2=|&;9G,-S!HE P49>.?J*+L,P4BIB@JZ3XE%4 MFA]Y('$CM'AEZ$[Z%V@*%&W$2&RCY^@@]W!32-S6#N2C]N"K\<#[PX^=" MG"+'4&.Y?30P\Q'1P?'#9A!TSP<(^.2F^;8'X[[$=&O(IZ()I\A:0,S_-NE0X'K-.)66SGF*%S Q9-[AP#9@>(=?[(%U MT:2&3IBO$Q9H@M4T<2M-W#;Z=T-Q@C:49(F0N1?)&5+\&BMQ<$QE(_J'#IJD M::5VE48GS"]@@QRFMIZ-9]O6V-SL1ES3A+6(]ZJ(]UHC'F2,HE\)W(?15?H M\1;B,;#&Y[\5U#7(.F&^3EB@"593HU^,IT=>;D_HZ-=$)|W7" DVPFB:#2I/! M9W-2N2LU"=3*[B]03IBO$Q84,-O>R7/NL$ISM;B?57$_:XW!^W>AS$TRX!VR M5NLD7070"?-UP@)-L)I2PTJH=ZL-=2IB4Z8KQ.6:(+5-!E5FHP"E;6:9!F] M^U9Q[$'16V4Z>O?-BRY-U?9#?ZEK7*&J'"%5$T=PY\ZCA_B]DJ2C@BL)1XZ_1, M[C2L."(7%4'3_ PXIT*>"//B&G (3 V0_4M*Q5M%'2NK_Q3>?U!+ P04 M" ";@F=9GWU#,F@# ".%@ #0 'AL+W-T>6QEZH]R7PPD)_Z1&TO MUF9$"?;Y_)WS^?@)H-2KSB]GE.JO67.13GTYUH7'X*@G,YI3LHS65!AD$R] MG&C35;.@+!0E:0FDG ?=3B<.=V].+7?M)!9SZ@=/I^2.PN'M@?73NTG9T*]*K:-8'\GI? =H.F!0.9Y M*[#K6\-H4!"MJ1*7IE,-KHP/(*]NWZP*HW"FR"KLGOMK0G4R0222I52U84*_ M,8T&G&8@1['9',Y;%@& 6LO<-%)&9E*02D/#]!O&I91R?@TWEN_9EN]EMK?R M5*9JQ9=5?9JT MS'N(>R=%P57BMV;:% J4V.@RO?NJ-)LNFGYJ4AQ M0Y>Z*:=EAFON']#F?YOG&154$;XIVM3^:\[RLQ5'O9>27-U5=@4[-=:[A=[&[YE-$AJ!?9'00]IU]E2*#>D^YL7'=VK:V M5@[>#X;^-WC=X.N@WF3!N&:B[LU9FE+Q8/=]W&LR,2 ;6_|-^)1F9,'U30L. M_77[*TW9(D_:45>0B'K4NOT%IF>VPLV|B8G%1$]7-!W7736;5$W-$S4^@#* M+G)9'6X$XUC,C0"&Q<$48!S+PN+\3_/IH_.Q&*:M[T3Z**>/-/E_G;0Z=&A(E&0FD7)TZ(=I7\=Q_:0T^FO8R*T>EOH^7%H5 J.MW&,EC'%BM/XU@LD/['X 4$L#!!0 ( )N"9UF0O2IV.@8 (W / M>&PO=V]R:V)O;VLN>&ULQ9M;;]LX$$;_"N&7;1^RCF5=W*(ID$O;#9!M@SCH M/BX8B:;)2F)*4DG:7[^D'*,CQ_ZP+U,_V;I8/]{6;>IP<'^?C1NIV M]/I=YEK7=DPWC%>EUZ8-.^..KUH|NE_'XZ9XT$[?Z5K['R>C_GVM1J+1K6IT M3U6=C(Y'PJW,XU_&ZI^F];*>E];4|IYQ'R5MZY?H^7=S7@?%!A9/76YTW'W7ME;V07GVRIKO7[3)>)MS%F-Q& MWPZ;UW4COK7_IQG-8J%+=6'*KE&M7[>C574$;-U*W|N1:&6C3D;GYD%9<2V7 M*MY4^);+:GV#/I"1YK)O=3A@+ZN>D9.GK53K5"7",V=]706.2I5)6K:E$@0R M 9#) 2'_30CD%$!.#P(YCSCAHP0R!I9#I2$'+9D!R.R0D%,"F0/( )"0*B$L M &3!"WDM?X@')ZZ5[3]>(_I"N|(VKK,T PC/IM!-F(:ZM(,],F$7S M46HKOLHZD/ZM9 R2[=_A!!EFP]R8"V7U@XR5C1.RK<3G\#V7;=CR\8-4UA/DMF FS9")2ZT-UIP8MAXPR85;*)V,J1UW7?;-=AAANEY% G#]GAL\7*67"[)0+ M=3>(6&2,":F M,'84;-O75$VXDMM6:0([(A0XN94-F2)C-<-8YW2KG MQ%PM>Q?$//=)E:6$IRM=4DQDAH39##=!539DE<|2B4R1L\|9 E$O:.1/H MWJ5KO|9"8"]MAQFEP1)(F&6Q+RI<^I[%Q_RAX>MZB1!QDB8C0%KOS'?,D'Z M2)CUL:?&$Z]N909M";22,(L$5CK#<<\D%>FS%XAM=ZF!5]3-B24*;-0<-%' MR^4I\J4V2NQZMO9=G PBUDH+\N_G8A()E-FF>RM]>D%!-)9PI='9(9HHD,V66#!P]&K1F MBB23L@]RHY!D)"*?)-RNP;C)E13&2@E-F &#.GF'!"A;U+ M@S +BHDLE#);:%_5>R3FX>H5Q4062IDM!#&'"0E9*&6V$,8<)"1DH9390K@/ M,3-#%LJ8+80Q:=[,D(4R9@MA3)HW,V2AC-E"M.,8P]9K&FE_ MQ%FV]0&*B2R4,5L(]B&'$^;(0AFSA3 FC?0,3NP?8%Z9=OE, M23O ;)05FZHP^0'IGF(B"^7L$_\]YE4<^HB,ST_QOV9 ML73^)$<6RIDMM*,U-SVB3M9TP#5'%LJ9+;1C;/-(-I),>$",V8+[<2,,1|/ ME'1\,T<6RIDMM'\8MB_K*":R4,Z^SNS7I/R@'4/ APM23&2AG-E":+0XI%.Z MK!!9J&"VT-[1XG7T4TQDH>) 2PI>RK)%BI^Q[]"/:T9.D84$UFH8+;0K@40 M))0H)K)0P6PA/$5 ^T(%LE#!;"&,.5A C"Q4,%L(8]*^4 $7.A]T7HCVA0ID MH8+90AB3CA87R$(%]Y)GB#DCF#-DH1FSA3F&X])+#1CGQ?:/1GXG#HI)K+0 MC'U>:|_F]A3!#%EHQFVA[?5/PYL8B(+S7H+C?N3W?MWE5]$GU+U.7R%"_M+ M69?75L27>*5)DF9Q2>FBJ^OSL.]+>V5DM?D#V>;/:^__ U!+ P04 " "; M@F=9DS&_8 " "3,0 &@ 'AL+U]R96QS+W=O!7J$@*=?]="."XTI/;G8?%Q()R&5;,;Q_./$(;UKA[;X:$[U]/E MR*;KC^UX6?;;<&[7[^VV!EDN/?3W,YKGI_N9B]?/<_V?B=UFLU_7G]WZ]|&> MQG\,#G^Z_GW8U3HVB]>YW]9QU82/PYWW$*Z;^'"9W"Q>WE9-__(6FS!WD$"0 MS!^D$*3S!R4(2O,'&039_$$.03Y_4(:@/]0@:R?] C!#W.'Q27*,.2(&F" M-8'6$;F.!%Y'!#L2B!V1[$A@=D2T(X';$=I7\(Z\{>M@GH+@=Z">@N!WC)YV";06U!O(=|;4&\AT%M0;R'0 M6U!O(=|;46\ET%M1;R706U%O)=!;)R]+"/16U%L)]%;46PGT5M1;"?16U%L)M]%;46PGT5M1;"?1.J'AMJ+<1Z&VHMQ'H;;BW$>AM MDX^5'!H;ZFT$>AOJ;01Z&^IM'!H;ZFT$>CO]|01Z.^KM'!H[ZNT$>COJ|01Z M.^KM'!H[ZNT$>OOD9Q,"O1WU=@*]'?5V KT=]78"O3/JG0GTSJAW)M [H]Z9 M0.^,>F<"O3/JG0GTSJAW)M [H]Z90.||^5F00.^,>F<"O3/JG0GT+JAW(="[MH-Z%0.^">A<"00O]70CT+JAW^4Z]A_'S4(=;S]<:K_^=5(^7<^OM\M?EU|) MW7O%.=Q7#,]_ 5!+ P04 " ";@F=9]S F!B<" R, $P %M#;VYT M96YT7U1Y<&5S72YX;6S-VTUNVS 0!>"K&-H&%LU_M4B$;;MML^@%6&D<"Y9$M@F12Y ;EY"1 B]1(X)|&PLVR7DC#O#M?/W],5!:'<=A2MM]GW/XR%A]S2Z M5/M 4UG9^3BZ7+[&.Q9<>W!WQ.1F8UCKITQ37N>Y1G5S_9EVIG[(JR_'\G/]M_;2M(@VI6GTZ;9RSMI4+8>A;E\LZ>YBZ/U+63PEU.;GL2?L^I*NRH6*O)LPK M?P]X.O?M@6+L.UK=NIB_NK'L8L>!I?PX4*K/EWBE1[_;]2UUOKT?RY$ZA4BN M2WNB/[U]>C5^>1<;IA.G_SB_*7,N<"R|S;ZD,$(KT_[GDD\'EU*(4HYO[\ M*[XDEM(7OQ_-T^ZH>V-VN=Z?/AZ6>22V/"Z_X]G_%+_G7T(D#XD2!*[|-MTHU/[P__./XY5E/KI^>\|GR5X&;7U!+ 0(4 Q0 (_)N"9UD'04UB M@0 +$ 0 " 0 !D:V-0&UL4$L! M A0#% @ FX)G62W<"@SN *P(!$ (_!KP &1O M8U!R:W!S+V-O&UL4$L! A0#% @ FX)G69E&PO=V]R:W-H M965T&UL4$L! A0#% @ FX)G64/==7A9!@ QAH !@ M ("!_@T 'AL+W=O&PO=V]R:W-H965T&UL M4$L! A0#% @ FX)G6:EV^=L>#_A7P !@ ("!C2$M 'AL+W=O$M !X;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G M69A-'?K< @ .0L !@ ("!;C@ 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ FX)G62-L.&L:!0Z0X !D ("!84\ 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G M6:2JQ'1E @ 3 4 !D ("!V&H 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G6;7ED;D5! 50H M !D ("!@94 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G6?NW-S^#! S@L !D M ("!@Z 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ FX)G66!/-T;O"P RAT !D ("!*;$ 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G69;\ MOFAQ @ 9P4 !D ("!Y\, 'AL+W=O&PO=V]R:W-H965T*DL01 4 &@1 9 " @93+ !X;"]W;W)K&UL4$L! A0#% @ FX)G60[YIFJ4! E@T !D M ("!#]$ 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ FX)G63NPM&Y3! R L !D ("! MS-T 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ FX)G6&UL4$L! A0#% @ FX)G6;T ;IZO M @ @8 !D ("!* < 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G63%K_7H5 P 2 @ !D M ("!?\| 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ FX)G67UGH]O7 P KA0 !D ("!LPP! M 'AL+W=O&PO=V]R:W-H965T 0!X;"]W;W)K&UL4$L! A0#% @ MFX)G6=[?3U.' P G! !D ("!L" ! 'AL+W=O+@ &0 M @(%N) $ >&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G6?['U%$C! M3A, !D ("!QBT! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G69N%^' R!P :4, !D M ("!B#@! 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ FX)G6:+54'3!0 TQH !D ("!>D8! 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G M6=520U(L P M@P !D ("!8U$! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G66.6@;D@! R!0 M !D ("!?H8! 'AL+W=O&PO=V]R:W-H965TP(,P& 9 " @>Z- 0!X;"]W;W)K&UL4$L! A0#% @ FX)G67"]_YBV @ HP< !D M ("!H) ! 'AL+W=O&PO=V]R:W-H965T M6 0!X;"]W;W)K&UL4$L! A0# M% @ FX)G63WJT/&+ @ Y0< !D ("!P)D! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ FX)G60>> M&PO=V]R:W-H965T04 %LN 9 " @1&L 0!X;"]W;W)K&UL4$L! A0#% @ FX)G63MV/8,[@ V@0 !D M ("!P;$! 'AL+W=O&PO M=V]R:W-H965T.&>0@ M '1% 9 " @22X 0!X;"]W;W)K&UL4$L! A0#% @ FX)G6=&PO=V]R:W-H965TP8 +$W 9 M " @=O(0!X;"]W;W)K&UL4$L! A0#% M @ FX)G63$M?H=)!0 /B$!D ("!C<\! 'AL+W=O&UL4$L! A0#% @ FX)G62W;JXI M P LQ !D ("!$ML! 'AL+W=O&PO|B 0!X;"]W;W)K8F!O:RX M%2OP$"% ,4 " ";@F=9DS&_8 " "3,0 &@ @ %5 MZ0$>&PO7W)E;',O=V]R:V)O:VLN>&UL+G)E;'-02P$"% ,4 " ";@F=9 M]S F!B<" R, $P @ $-[$ 6T-O;G1E;G1?5'EP97-= :+GAM;%!+!08 7 !< #L9 !E[@$! end XML 93 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 94 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 96 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 404 351 1 false 98 0 false 7 false false R1.htm 100000 - Document - Cover Page Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DocumentCoverPage Cover Page Cover 1 false false R2.htm 100010 - Statement - Condensed Consolidated Balance Sheets (Unaudited) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedBalanceSheetsUnaudited Condensed Consolidated Balance Sheets (Unaudited) Statements 2 false false R3.htm 100020 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedBalanceSheetsUnauditedParenthetical Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) Statements 3 false false R4.htm 100030 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) Sheet http://www.mksinst.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeLoss Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) Statements 4 false false R5.htm 100040 - Statement - Condensed Consolidated Statements of Stockholders' Equity (Unaudited) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfStockholdersEquityUnaudited Condensed Consolidated Statements of Stockholders' Equity (Unaudited) Statements 5 false false R6.htm 100050 - Statement - Condensed Consolidated Statements of Stockholders' Equity (Unaudited) (Parenthetical) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfStockholdersEquityUnauditedParenthetical Condensed Consolidated Statements of Stockholders' Equity (Unaudited) (Parenthetical) Statements 6 false false R7.htm 100060 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited Condensed Consolidated Statements of Cash Flows (Unaudited) Statements 7 false false R8.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 8 false false R9.htm 995445 - 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Disclosure - Inventories Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureInventories Inventories Notes 15 false false R16.htm 995545 - Disclosure - Goodwill and Intangible Assets Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssets Goodwill and Intangible Assets Notes 16 false false R17.htm 995555 - Disclosure - Debt Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebt Debt Notes 17 false false R18.htm 995565 - Disclosure - Product Warranties Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarranties Product Warranties Notes 18 false false R19.htm 995575 - Disclosure - Other Current Liabilities Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureOtherCurrentLiabilities Other Current Liabilities Notes 19 false false R20.htm 995585 - Disclosure - Income Taxes Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxes Income Taxes Notes 20 false false R21.htm 995595 - Disclosure - Net Income (Loss) Per Share Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureNetIncomeLossPerShare Net Income (Loss) Per Share Notes 21 false false R22.htm 995605 - Disclosure - Stock-Based Compensation Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensation Stock-Based Compensation Notes 22 false false R23.htm 995615 - Disclosure - Stockholders' Equity Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockholdersEquity Stockholders' Equity Notes 23 false false R24.htm 995625 - Disclosure - Business Segment and Geographic Information Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformation Business Segment and Geographic Information Notes 24 false false R25.htm 995635 - Disclosure - Restructuring and Other Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOther Restructuring and Other Notes 25 false false R26.htm 995645 - Disclosure - Commitments and Contingencies Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureCommitmentsAndContingencies Commitments and Contingencies Notes 26 false false R27.htm 995655 - Disclosure - Subsequent Events Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEvents Subsequent Events Notes 27 false false R28.htm 995675 - Disclosure - Revenue from Contracts with Customers (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureRevenueFromContractsWithCustomersTables Revenue from Contracts with Customers (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureRevenueFromContractsWithCustomers 28 false false R29.htm 995695 - Disclosure - Fair Value Measurements (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureFairValueMeasurementsTables Fair Value Measurements (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureFairValueMeasurements 29 false false R30.htm 995705 - Disclosure - Derivatives and Net Investment Hedge (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureDerivativesAndNetInvestmentHedgeTables Derivatives and Net Investment Hedge (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/DisclosureDerivativesAndNetInvestmentHedge 30 false false R31.htm 995715 - Disclosure - Inventories (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureInventoriesTables Inventories (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureInventories 31 false false R32.htm 995745 - Disclosure - Goodwill and Intangible Assets (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsTables Goodwill and Intangible Assets (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssets 32 false false R33.htm 995755 - Disclosure - Debt (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtTables Debt (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebt 33 false false R34.htm 995765 - Disclosure - Product Warranties (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarrantiesTables Product Warranties (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarranties 34 false false R35.htm 995775 - Disclosure - Other Current Liabilities (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureOtherCurrentLiabilitiesTables Other Current Liabilities (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/DisclosureOtherCurrentLiabilities 35 false false R36.htm 995785 - Disclosure - Net Income (Loss) Per Share (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureNetIncomeLossPerShareTables Net Income (Loss) Per Share (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/DisclosureNetIncomeLossPerShare 36 false false R37.htm 995795 - Disclosure - Stock-Based Compensation (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationTables Stock-Based Compensation (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensation 37 false false R38.htm 995805 - Disclosure - Business Segment and Geographic Information (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationTables Business Segment and Geographic Information (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformation 38 false false R39.htm 995815 - Disclosure - Restructuring and Other (Tables) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOtherTables Restructuring and Other (Tables) Tables http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOther 39 false false R40.htm 995825 - Disclosure - Recent Accounting Pronouncements - Additional Information (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureRecentAccountingPronouncementsAdditionalInformationDetail Recent Accounting Pronouncements - Additional Information (Detail) Details 40 false false R41.htm 995835 - Disclosure - Revenue from Contracts with Customers - Additional Information (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureRevenueFromContractsWithCustomersAdditionalInformationDetail Revenue from Contracts with Customers - Additional Information (Detail) Details 41 false false R42.htm 995845 - Disclosure - Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureRevenueFromContractsWithCustomersScheduleOfDeferredRevenueAndCustomerAdvancesByArrangement Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Detail) Details 42 false false R43.htm 995855 - Disclosure - Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Parenthetical) (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureRevenueFromContractsWithCustomersScheduleOfDeferredRevenueAndCustomerAdvancesByArrangement Revenue from Contracts with Customers - Schedule of Deferred Revenue and Customer Advances by Arrangement (Parenthetical) (Detail) Details 43 false false R44.htm 995865 - Disclosure - Revenue from Contracts with Customers - Summary of Product and Service Revenue from Contracts with Customers (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureRevenueFromContractsWithCustomersSummaryOfProductAndServiceRevenueFromContractsWithCustomersDe Revenue from Contracts with Customers - Summary of Product and Service Revenue from Contracts with Customers (Detail) Details 44 false false R45.htm 995875 - Disclosure - Revenue from Contracts with Customers - Summary of Revenue from Contracts with Customers (Details) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureRevenueFromContractsWithCustomersSummaryOfRevenueFromContractsWithCustomersDetails Revenue from Contracts with Customers - Summary of Revenue from Contracts with Customers (Details) Details 45 false false R46.htm 995885 - Disclosure - Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureFairValueMeasurementsScheduleOfFairValueOfAssetsAndLiabilitiesMeasuredOnRecurringBasisDetail Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Detail) Details 46 false false R47.htm 995895 - Disclosure - Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Parenthetical) (Details) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfFairValueOfAssetsAndLiabilitiesMeasuredOnRecurringBasisParentheticalD Fair Value Measurements - Schedule of Fair Value of Assets and Liabilities Measured on Recurring Basis (Parenthetical) (Details) Details 47 false false R48.htm 995905 - Disclosure - Fair Value Measurements - Schedule of Estimated Carrying Value and Fair Value of Company's Debt (Details) Sheet http://www.mksinst.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfEstimatedCarryingValueAndFairValueOfCompanysDebtDetails Fair Value Measurements - Schedule of Estimated Carrying Value and Fair Value of Company's Debt (Details) Details 48 false false R49.htm 995915 - Disclosure - Derivatives and Net Investment Hedge - Additional Information (Detail) Sheet

http://www.mksinst.com/20240930/taxonomy/role/DisclosureDerivativesAndNetInvestmentHedgeAdditionalInformationDetail Derivatives and Net Investment Hedge - Additional Information (Detail) Details 49 false false R50.htm 995925 - Disclosure - Derivatives and Net Investment Hedge - Summary of Notional Values of Foreign Exchange Forward Contracts Outstanding (Details) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureDerivativesAndNetInvestmentHedgeSummaryOfNotionalValuesOfForeignExchangeForwardContractsOutstandi
Derivatives and Net Investment Hedge - Summary of Notional Values of Foreign Exchange Forward Contracts Outstanding (Details) Details 50 false false R51.htm 995935 - Disclosure - Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Designated as Cash Flow Hedging Instruments (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureDerivativesAndNetInvestmentHedgeSummaryOfNetGainsLossesOnDerivativesDesignatedAsCashFlowHedgingIn
Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Designated as Cash Flow Hedging Instruments (Detail) Details 51 false false R52.htm 995945 - Disclosure - Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Not Designated as Hedging Instruments (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureDerivativesAndNetInvestmentHedgeSummaryOfNetGainsLossesOnDerivativesNotDesignatedAsHedgingInstrum
Derivatives and Net Investment Hedge - Summary of Net Gains (Losses) on Derivatives Not Designated as Hedging Instruments (Detail) Details 52 false false R53.htm 995955 - Disclosure - Inventories - Summary of Inventories (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureInventoriesSummaryOfInventoriesDetail Inventories - Summary of Inventories (Detail) Details 53 false false R54.htm 996025 - Disclosure - Goodwill and Intangible Assets - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsAdditionalInformationDetail Goodwill and Intangible Assets - Additional Information (Detail) Details 54 false false R55.htm 996035 - Disclosure - Goodwill and Intangible Assets - Goodwill (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsGoodwillDetail Goodwill and Intangible Assets - Goodwill (Detail) Details 55 false false R56.htm 996045 - Disclosure - Goodwill and Intangible Assets - Summary of Quantitative Assessment (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureGoodwillAndIntangibleAssetsSummaryOfQuantitativeAssessmentDetail Goodwill and Intangible Assets - Summary of Quantitative Assessment (Detail) Details 56 false false R57.htm 996055 - Disclosure - Goodwill and Intangible Assets - Intangible Assets (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureGoodwillAndIntangibleAssetsIntangibleAssetsDetail Goodwill and Intangible Assets - Intangible Assets (Detail) Details 57 false false R58.htm 996065 - Disclosure - Goodwill and Intangible Assets - Estimated Net Amortization Expense (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsEstimatedNetAmortizationExpenseDetail Goodwill and Intangible Assets - Estimated Net Amortization Expense (Detail) Details 58 false false R59.htm 996075 - Disclosure - Debt - Schedule of Short-Term Debt (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfShortTermDebtDetail Debt - Schedule of Short-Term Debt (Detail) Details 59 false false R60.htm 996085 - Disclosure - Debt - Schedule of Long-Term Debt (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfLongTermDebtDetail Debt - Schedule of Long-Term Debt (Detail) Details 60 false false R61.htm 996095 - Disclosure - Debt - Credit Facilities - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtCreditFacilitiesAdditionalInformationDetail Debt - Credit Facilities - Additional Information (Detail) Details 61 false false R62.htm 996105 - Disclosure - Debt - Convertible Senior Notes - Additional Information (Detail) Notes
http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtConvertibleSeniorNotesAdditionalInformationDetail Debt - Convertible Senior Notes - Additional Information (Detail) Details 62 false false R63.htm 996115 - Disclosure - Debt - Schedule of Interest Expense (Details) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtScheduleOfInterestExpenseDetails Debt - Schedule of Interest Expense (Details) Details 63 false false R64.htm 996125 - Disclosure - Debt - Lines of Credit and Borrowing Arrangements - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtLinesOfCreditAndBorrowingArrangementsAdditionalInformationDetail Debt - Lines of Credit and Borrowing Arrangements - Additional Information (Detail) Details 64 false false R65.htm 996135 - Disclosure - Debt - Schedule of Contractual Maturities of Debt Obligations (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfContractualMaturitiesOfDebtObligationsDetail Debt - Schedule of Contractual Maturities of Debt Obligations (Detail) Details 65 false false R66.htm 996145 - Disclosure - Product Warranties - Product Warranty Activities (Detail) Sheet http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarrantiesProductWarrantyActivitiesDetail Product Warranties - Product Warranty Activities (Detail) Details 66 false false R67.htm 996155 - Disclosure - Product Warranties - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureProductWarrantiesAdditionalInformationDetail Product Warranties - Additional Information (Detail) Details 67 false false R68.htm 996165 - Disclosure - Other Current Liabilities - Summary of Other Current Liabilities (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureOtherCurrentLiabilitiesSummaryOfOtherCurrentLiabilitiesDetail Other Current Liabilities - Summary of Other Current Liabilities (Detail) Details 68 false false R69.htm 996175 - Disclosure - Income Taxes - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxesAdditionalInformationDetail Income Taxes - Additional Information (Detail) Details 69 false false R70.htm 996185 - Disclosure - Net Income (Loss) Per Share - Computation of Basic and Diluted Net Income (Loss) Per Share (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureNetIncomeLossPerShareComputationOfBasicAndDilutedNetIncomeLossPerShareDetail Net Income (Loss) Per Share - Computation of Basic and Diluted Net Income (Loss) Per Share (Detail) Details
http://www.mksinst.com/20240930/taxonomy/role/DisclosureNetIncomeLossPerShareTables 70 false false R71.htm 996205 - Disclosure - Stock-Based Compensation - Schedule of Total Stock-Based Compensation Expense Included in Company's Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureStockbasedCompensationScheduleOfTotalStockbasedCompensationExpenseIncludedInCompanysCondensedCo
Stock-Based Compensation - Schedule of Total Stock-Based Compensation Expense Included in Company's Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) (Detail) Details 71 false false R72.htm 996215 - Disclosure - Stock-Based Compensation - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationAdditionalInformationDetail Stock-Based Compensation - Additional Information (Detail) Details 72 false false R73.htm 996225 - Disclosure - Stock-Based Compensation - Summary of Activity for RSUs (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfActivityForRsusDetail Stock-Based Compensation - Summary of Activity for RSUs (Detail) Details 73 false false R74.htm 996235 - Disclosure - Stockholders' Equity - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockholdersEquityAdditionalInformationDetail Stockholders' Equity - Additional Information (Detail) Details 74 false false R75.htm 996245 - Disclosure - Business Segment and Geographic Information - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationAdditionalInformationDetail Business Segment and Geographic Information - Additional Information (Detail) Details 75 false false R76.htm 996255 - Disclosure - Business Segment and Geographic Information - Net Revenues by Reportable Segment (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationNetRevenuesByReportableSegmentDetail Business Segment and Geographic Information - Net Revenues by Reportable Segment (Detail) Details 76 false false R77.htm 996265 - Disclosure - Business Segment and Geographic Information - Schedule of Reconciles Gross Profit By Reportable Segment To Net Income (Loss) (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationScheduleOfReconcilesGrossProfitByReportableSegmentToNetInco
Business Segment and Geographic Information - Schedule of Reconciles Gross Profit By Reportable Segment To Net Income (Loss) (Detail) Details 77 false false R78.htm 996275 - Disclosure - Business Segment and Geographic Information - Segment Assets by Reportable Segment (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationSegmentAssetsByReportableSegmentDetail Business Segment and Geographic Information - Segment Assets by Reportable Segment (Detail) Details 78 false false R79.htm 996285 - Disclosure - Business Segment and Geographic Information - Reconciles Total Segment Assets to Total Assets (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationReconcilesTotalSegmentAssetsToTotalAssetsDetail Business Segment and Geographic Information - Reconciles Total Segment Assets to Total Assets (Detail) Details 79 false false R80.htm 996295 - Disclosure - Business Segment and Geographic Information - Schedule of Net Revenues and Long-Lived Assets by Geographic Regions (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationScheduleOfNetRevenuesAndLonglivedAssetsByGeographicRegions
Business Segment and Geographic Information - Schedule of Net Revenues and Long-Lived Assets by Geographic Regions (Detail) Details 80 false false R81.htm 996305 - Disclosure - Business Segment and Geographic Information - Summary of Goodwill Associated with Reportable Segments (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationSummaryOfGoodwillAssociatedWithReportableSegmentsDetail
Business Segment and Geographic Information - Summary of Goodwill Associated with Reportable Segments (Detail) Details 81 false false R82.htm 996325 - Disclosure - Restructuring and Other - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOtherAdditionalInformationDetail Restructuring and Other - Additional Information (Detail) Details 82 false false R83.htm 996335 - Disclosure - Restructuring and Other - Schedule of Company's Restructuring Activity (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOtherScheduleOfCompanysRestructuringActivityDetail Restructuring and Other - Schedule of Company's Restructuring Activity (Detail) Details 83 false false R84.htm 996345 - Disclosure - Subsequent Events - Additional Information (Detail) Sheet
http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetail Subsequent Events - Additional Information (Detail) Details 84 false false All Reports Book All Reports mksi-20240930.htm mksi-20240930.xsd http://fasb.org/srt/2024 http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 false false JSON 99 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "mksi-20240930.htm": { "nsprefix": "mksi", "nsuri": "http://www.mksinst.com/20240930", "dts": { "inline": { "local": ["mksi-20240930.htm"] }, "schema": { "local": ["mksi-20240930.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/arcrole/esma-arcrole-2018-11-21.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/2023/calculation-1.1.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-sub-2024.xsd", "https://xbrl.sec.gov/exch/2024/exch-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] } }, "keyStandard": 290, "keyCustom": 61, "axisStandard": 29, "axisCustom": 0, "memberStandard": 45, "memberCustom": 50, "hidden": { "total": 23, "http://fasb.org/us-gaap/2024": 17, "http://xbrl.sec.gov/dei/2024": 4, "http://xbrl.sec.gov/ecd/2024": 2 }, "contextCount": 404, "entityCount": 1, "segmentCount": 98, "elementCount": 839, "unitCount": 7, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 1102, "http://xbrl.sec.gov/dei/2024": 29, "http://xbrl.sec.gov/ecd/2024": 15, "http://fasb.org/srt/2024": 1 }, "report": { "R1": { "role": "http://www.mksinst.com/20240930/taxonomy/role/Role_DocumentCoverPage", "longName": "100000 - Document - Cover Page", "shortName": "Cover Page", "isDefault": "true", "groupType": "document", "subGroupType": "", "menuCat": "Cover", "order": "1", "firstAnchor": { "contextRef": "C_103f86f7-bc81-48b2-8ba9-1b0bc2ad504c", "name": "dei:DocumentType", "unitRef": null, "xsiNil": "false", "lang": "en-US", "decimals": null, "ancestors": ["span", "p", "body", "html"], "reportCount": 1, "baseRef": "mksi-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_103f86f7-bc81-48b2-8ba9-1b0bc2ad504c", "name": "dei:DocumentType", "unitRef": null, "xsiNil": "false", "lang": "en-US", "decimals": null, "ancestors": ["span", "p", "body", "html"], "reportCount": 1, "baseRef": "mksi-20240930.htm", "first": true, "unique": true } }, "R2": { "role": "http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedBalanceSheetsUnaudited", "longName": "100010 - Statement - Condensed Consolidated Balance Sheets (Unaudited)", "shortName": "Condensed Consolidated Balance Sheets (Unaudited)", "isDefault": "false", "groupType": "statement", "subGroupType": "", "menuCat": "Statements", "order": "2", "firstAnchor": { "contextRef": "C_065832ec-ebff-4d35-bad9-2448a5260b9e", "name": "us-gaap:CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-6", "ancestors": ["span", "p", "td", "tr", "table", "body", "html"], "reportCount": 1, "baseRef": "mksi-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_065832ec-ebff-4d35-bad9-2448a5260b9e", "name": "us-gaap:AssetsCurrent", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-6", "ancestors": ["span", "p", "td", "tr", "table", "body", "html"], "reportCount": 1, "baseRef": "mksi-20240930.htm", "unique": true } }, "R3": { "role":

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"shortName": "Revenue from Contracts with Customers - Summary of Product and Service Revenue from Contracts with Customers (Detail)", "isDefault": "false",
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Disclosure - Business Segment and Geographic Information - Summary of Goodwill Associated with Reportable Segments (Detail)", "shortName": "Business Segment and Geographic Information - Summary of Goodwill Associated with Reportable Segments (Detail)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "81", "firstAnchor": { "contextRef": "C_b89e497a-3212-4bf9-a883-1ae67e74e4bf", "name": "us-gaap:GoodwillGross", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-6", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfGoodwillTextBlock", "div", "us-gaap:GoodwillAndIntangibleAssetsDisclosureTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "mksi-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_1bf39f8f-c919-4f5f-af83-29ae4f0ca8ed", "name": "us-gaap:GoodwillGross", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-6", "ancestors": ["span", "p", "td", "tr", "table", "ix:continuation", "div", "us-gaap:ReconciliationOfAssetsFromSegmentToConsolidatedTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "mksi-20240930.htm", "unique": true } }, "R82": { "role": "http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOtherAdditionalInformationDetail", "longName": "996325 - 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r93", "r995"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationSegmentAssetsByReportableSegmentDetail", "http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net of allowance for doubtful accounts of $7 and $6 at September 30, 2024 and December 31, 2023, respectively", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "totalLabel": "Accounts Receivable, after Allowance for Credit Loss, Current, Total", "verboseLabel": "Accounts receivable, net", "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": ["r1158"] }, "mksi_AccruedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "AccruedCompensation", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited"], "lang": { "en-us": { "role": { "documentation": "Accrued compensation.", "label": "Accrued Compensation", "verboseLabel": "Accrued compensation", "negatedLabel": "Accrued compensation" } } }, "auth_ref": [] }, "mksi_AccumulatedAmortizationAndImpairmentCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "AccumulatedAmortizationAndImpairmentCharges", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureGoodwillAndIntangibleAssetsIntangibleAssetsDetail"], "lang": { "en-us": { "role": { "documentation": "Accumulated amortization and impairment charges.", "label": "Accumulated Amortization and Impairment Charges", "terseLabel": "Accumulated Amortization and Impairment Charges" } } }, "auth_ref": [] }, "mksi_AccumulatedImpairmentCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "AccumulatedImpairmentCharges", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsGoodwillDetail"], "lang": { "en-us": { "role": { "terseLabel": "Impairment charge, Accumulated Impairment Loss", "label": "Accumulated Impairment charges", "documentation": "Accumulated Impairment charges" } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "negatedLabel": "Accumulated other comprehensive loss", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "totalLabel": "Accumulated Other Comprehensive Income (Loss), Net of Tax, Total", "terseLabel": "Accumulated other comprehensive (loss) income", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r19", "r20", "r116", "r244", "r762", "r803", "r807"] }, "us-gaap_AcquiredFiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AcquiredFiniteLivedIntangibleAssetsLineItems", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisitionAllocationOfAcquiredIntangibleAssetsAndLiabilitiesRelatedEstimatesOfUsefulLivesDetail"], "lang": { "en-us": { "role": { "label": "Acquired Finite-Lived Intangible Assets [Line Items]", "terseLabel": "Acquired Finite Lived Intangible Assets [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": ["r390", "r391", "r392", "r394", "r937"] }, "mksi_AcquiredGoodwillAccumulatedImpairmentLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "AcquiredGoodwillAccumulatedImpairmentLoss", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsGoodwillDetail"], "lang": { "en-us": { "role": { "documentation": "Acquired goodwill, accumulated impairment loss.", "label": "Acquired goodwill, Accumulated Impairment Loss" } } }, "auth_ref": [] }, "mksi_AcquisitionDateLineItems": { "xbrltype": "stringItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "AcquisitionDateLineItems", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisitionSummaryOfEstimatedFairValueOfAssetsAcquiredAndLiabilitiesAssumedDetail"], "lang": { "en-us": { "role": { "documentation": "Acquisition Date [Line Items]", "label": "Acquisition Date [Line Items]", "terseLabel": "Acquisition Date [Line Items]" } } }, "auth_ref": [] }, "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": { "label": "Additional 402(v) Disclosure [Text Block]", "terseLabel": "Additional 402(v) Disclosure" } } }, "auth_ref": ["r1066"] }, "us-gaap_AdditionalPaidInCapitalCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalCommonStock", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "label": "Additional

Paid in Capital, Common Stock", "terseLabel": "Additional paid-in capital", "periodStartLabel": "Additional Paid in Capital, Common Stock, Beginning Balance", "periodEndLabel": "Additional Paid in Capital, Common Stock, Ending Balance", "documentation": "Value received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital." } } }, "auth_ref": ["r107"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "label": "Additional Paid-in Capital [Member]", "terseLabel": "Additional Paid-In Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r821", "r1146", "r1147", "r1148", "r1150", "r1242", "r1318"] }, "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": { "label": "Adjustment to Compensation Amount", "terseLabel": "Adjustment to Compensation, Amount" } } }, "auth_ref": ["r1079"] }, "ecd_AdjToCompAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Adjustment to Compensation [Axis]", "terseLabel": "Adjustment to Compensation:" } } }, "auth_ref": ["r1079"] }, "ecd_AdjToNonPeoNeoCompFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToNonPeoNeoCompFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Adjustment to Non-PEO NEO Compensation Footnote [Text Block]", "terseLabel": "Adjustment to Non-PEO NEO Compensation Footnote" } } }, "auth_ref": ["r1079"] }, "ecd_AdjToPeoCompFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToPeoCompFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Adjustment To PEO Compensation, Footnote [Text Block]", "terseLabel": "Adjustment To PEO Compensation, Footnote" } } }, "auth_ref": ["r1079"] }, "us-gaap_AdjustmentsForNewAccountingPronouncementsAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsForNewAccountingPronouncementsAxis", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureRecentAccountingPronouncementsAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Accounting Standards Update [Axis]", "terseLabel": "Accounting Standards Update", "documentation": "Information by amendment to accounting standards." } } }, "auth_ref": ["r223", "r224", "r225", "r226", "r227", "r228", "r278", "r279", "r280", "r282", "r293", "r348", "r349", "r358", "r359", "r360", "r361", "r364", "r365", "r366", "r367", "r368", "r369", "r402", "r403", "r412", "r580", "r581", "r582", "r583", "r584", "r591", "r592", "r593", "r594", "r595", "r596", "r598", "r599", "r600", "r605", "r606", "r607", "r609", "r610", "r611", "r612", "r613", "r625", "r626", "r627", "r628", "r629", "r630", "r631", "r632", "r633", "r635", "r636", "r639", "r640", "r641", "r642", "r643", "r644", "r645", "r647", "r648", "r649", "r650", "r669", "r670", "r684", "r685", "r686", "r693", "r695", "r696", "r697", "r698", "r699", "r713", "r714", "r715", "r796", "r797", "r798", "r799", "r800", "r801", "r802", "r803", "r804", "r805", "r806", "r807"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalEquityComponentOfConvertibleDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalEquityComponentOfConvertibleDebt", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "label": "Adjustments to Additional Paid in Capital, Equity Component of Convertible Debt", "terseLabel": "Purchase of capped calls related to Convertible Notes", "documentation": "Adjustment to additional paid in capital resulting from the recognition of convertible debt instruments as two separate components - a debt component and an equity component. This bifurcation may result in a basis difference associated with the liability component that represents a temporary difference for purposes of applying accounting for income taxes. The initial recognition of deferred taxes for the tax effect of that temporary difference is as an adjustment to additional paid in capital." } } }, "auth_ref": ["r48"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "label": "APIC, Share-Based Payment Arrangement, Increase for Cost Recognition", "terseLabel": "Stock-based compensation", "totalLabel": "APIC, Share-based Payment Arrangement, Increase for Cost Recognition, Total", "documentation": "Amount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based 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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": ["r61"] }, "mksi_BusinessCombinationCashPaidForOutstandingShares": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "BusinessCombinationCashPaidForOutstandingShares", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisitionSummaryOfPurchasePriceDetail"], "lang": { "en-us": { "role": { "documentation": "Business combination cash paid for outstanding shares.", "label": "Business Combination Cash Paid For Outstanding Shares", "terseLabel": "Cash paid for outstanding shares" } } }, "auth_ref": [] }, "us-gaap_BusinessCombinationDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationDisclosureTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisition1"], "lang": { "en-us": { "role": { "label": "Business Combination Disclosure [Text Block]", "terseLabel": "Acquisition", "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. The disclosure may include leverage buyout transactions (as applicable)." } } }, "auth_ref": ["r148", "r604"] }, "mksi_BusinessCombinationIntegrationReversalOfAcquisitionAndIntegrationCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "BusinessCombinationIntegrationReversalOfAcquisitionAndIntegrationCosts", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationScheduleOfReconcilesGrossProfitByReportableSegmentToNetInc], "lang": { "en-us": { "role": { "documentation": "Business combination integration reversal of acquisition and integration costs.", "label": "Business Combination Integration Reversal Of Acquisition And Integration Costs", "terseLabel": "Acquisition and integration costs" } } }, "auth_ref": [] }, "mksi_BusinessCombinationPricePerShareOfCommonStockInCash": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "BusinessCombinationPricePerShareOfCommonStockInCash", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisitionAdditionalInformationDetail"], "lang": { "en-us": { "role": { "documentation": "Business combination, price per share of common stock in cash.", "label": "Business Combination Price Per Share Of Common Stock In Cash", "terseLabel": "Price per share of common stock in cash" } } }, "auth_ref": [] }, "us-gaap_BusinessCombinationProFormaInformationEarningsOrLossOfAcquireeSinceAcquisitionDateActual": { "xbrltype":

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Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. 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Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r106", "r761", "r995"] }, "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": { "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": ["r1083"] }, "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": { "label": "Compensation Actually Paid vs. Net Income [Text Block]", "terseLabel": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": ["r1082"] }, "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": { "label": "Compensation Actually Paid vs. Other Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": ["r1084"] }, "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": { "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]", "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": ["r1081"] }, "us-gaap_CompensationRelatedCostsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CompensationRelatedCostsAbstract", "lang": { "en-us": { "role": { "label": "Compensation Related Costs [Abstract]" } } }, "auth_ref": [] }, "mksi_CompletedTechnologyMember": { "xbrltype": "domainItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "CompletedTechnologyMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Completed Technology [Member]", "documentation": "Completed technology." } } }, "auth_ref": [] }, "mksi_CompletedTechnologyRightsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "CompletedTechnologyRightsMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisitionAllocationOfAcquiredIntangibleAssetsAndLiabilitiesRelatedEstimatesOfUsefulLivesDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureGoodwillAndIntangibleAssetsIntangibleAssetsDetail"], "lang": { "en-us": { "role": { "documentation": "Completed Technology Rights [Member]", "label": "Completed Technology Rights [Member]", "terseLabel": "Completed Technology [Member]" } } }, "auth_ref": [] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "totalLabel": "Total comprehensive (loss) income", "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. 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The debt is convertible into another form of financial instrument, typically the entity's common stock." } } }, "auth_ref": ["r17"] }, "us-gaap_ConvertibleLongTermNotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleLongTermNotesPayable", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtConvertibleSeniorNotesAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Convertible Notes Payable, Noncurrent", "terseLabel": "Convertible notes", "documentation": "Carrying value as of the balance sheet date of long-term debt (with maturities initially due after one year or beyond the operating cycle if longer) identified as Convertible Notes Payable, excluding current portion. Convertible Notes Payable is a written promise to pay a note which can be exchanged for a specified amount of another, related security, at the option of the issuer and the holder." } } }, "auth_ref": ["r17"] }, "mksi_ConvertibleSeniorNotesDue2030Member": { "xbrltype": "domainItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "ConvertibleSeniorNotesDue2030Member", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtConvertibleSeniorNotesAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtScheduleOfInterestExpenseDetails", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfEstimatedCarryingValueAndFairValueOfCompanysDebtDetails"], "lang": { "en-us": { "role": { "documentation": "Convertible senior notes due 2030.", "label": "Convertible Senior Notes Due 2030 [Member]", "terseLabel": "Convertible Senior Notes [Member]", "verboseLabel": "Convertible Notes [Member]" } } }, "auth_ref": [] }, "us-gaap_CorporateDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CorporateDebtSecuritiesMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureFairValueMeasurementsScheduleOfFairValueOfAssetsAndLiabilitiesMeasuredOnRecurringBasisDetail"], "lang": { "en-us": { "role": { "label": "Corporate Debt Securities [Member]", "terseLabel": "Corporate Obligations [Member]", "documentation": "Debt securities issued by domestic or foreign corporate business, banks and other entities with a promise of repayment." } } }, "auth_ref": ["r975", "r977", "r986", "r996", "r1014", "r1312"] }, "us-gaap_CostOfGoodsAndServiceExcludingDepreciationDepletionAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServiceExcludingDepreciationDepletionAndAmortization", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenues", "label": "Cost of Goods and Service, Excluding Depreciation, Depletion, and Amortization", "totalLabel": "Cost of Goods and Service, Excluding Depreciation, Depletion, and Amortization, Total", "documentation": "Cost of product sold and service rendered, excluding depreciation, depletion, and amortization." } } }, "auth_ref": ["r1125", "r1126"] }, "us-gaap_CostOfRevenueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfRevenueAbstract", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Cost of Revenue [Abstract]", "terseLabel": "Cost of revenues:" } } }, "auth_ref": [] }, "us-gaap_CostOfSalesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfSalesMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureStockbasedCompensationScheduleOfTotalStockbasedCompensationExpenseIncludedInCompanysCondensedCo], "lang": { "en-us": { "role": { "label": "Cost of Sales [Member]", "terseLabel": "Cost of Revenues [Member]", "documentation": "Primary financial statement caption encompassing cost of sales." } } }, "auth_ref": [] }, "mksi_CostToPurchaseCappedCallTransactions": { "xbrltype": "monetaryItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "CostToPurchaseCappedCallTransactions", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtConvertibleSeniorNotesAdditionalInformationDetail"], "lang": { "en-us": { "role": { "documentation": "Cost to purchase capped call transactions.", "label": "Cost To Purchase Capped Call Transactions", "terseLabel": "Cost to purchase capped call transactions" } } }, "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://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtCreditFacilitiesAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtLinesOfCreditAndBorrowingArrangementsAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Credit Facility [Axis]", "terseLabel": "Credit Facility", "documentation": "Information by type of credit facility. 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under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement
to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided,
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Cash and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, Total", "documentation": "Amount of increase (decrease) from effect of
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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." } }
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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": [ "r96" ] }, "us-gaap_EmployeeRelatedLiabilitiesCurrentAndNoncurrent": { "xbrltype":
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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." } }
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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r397", "r937", "r961"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsEstimatedNetAmortizationExpenseDetail"], "lang": { "en-us": { "role": { "terseLabel": "2024 (remaining)", "label": "Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r1320"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFive", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsEstimatedNetAmortizationExpenseDetail"], "lang": { "en-us": { "role": { "terseLabel": "2029", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Five", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r397", "r937", "r961"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFour", "crdr": "debit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsEstimatedNetAmortizationExpenseDetail"], "lang": { "en-us": { "role": {

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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r397", "r937", "r961" ] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "presentation": [ "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsEstimatedNetAmortizationExpenseDetail" ], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r397", "r937", "r961" ] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo", "crdr": "debit", "presentation": [ "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsEstimatedNetAmortizationExpenseDetail" ], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Two", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. 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"http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited",
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"http://www.mksinst.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Gross Profit", "terseLabel": "Gross profit", "totalLabel": "Gross profit", "documentation": "Aggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity." } } }, "auth_ref": ["r117", "r119", "r174", "r269", "r356", "r441", "r442", "r444", "r445", "r446", "r447", "r448", "r450", "r451", "r673", "r949", "r954", "r1152", "r1154", "r1155", "r1156", "r1157", "r1205"] }, "mksi_GroupInsuranceContractsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "GroupInsuranceContractsMember", "presentation": [
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"http://www.mksinst.com/20240930/taxonomy/role/StatementCondensedConsolidatedStatementsOfOperationsAndComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "label": "Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest", "totalLabel": "Income (loss) before income taxes", "documentation": "Amount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest." } } }, "auth_ref": ["r118", "r167", "r174", "r753", "r766", "r949", "r954", "r1152", "r1154", "r1155", "r1156", "r1157"] }, "us-gaap_IncomeStatementAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementAbstract", "lang": { "en-us": { "role": { "label": "Income Statement [Abstract]" } } }, "auth_ref": [] }, "us-gaap_IncomeStatementLocationAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeStatementLocationAxis", "presentation": [
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materials, labor and overhead to be converted into finished goods, and which generally require the use of estimates to determine percentage complete and pricing." } } },
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Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement." } } }, "auth_ref": ["r17", "r162", "r1281"] }, "us-gaap_LineOfCreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityAxis", "presentation": 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r11", "r271", "r470"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfContractualMaturitiesOfDebtObligationsDetail"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Long-Term Debt, Maturity, Year Four", "documentation": "Amount of long-term debt payable, sinking fund requirement, and other securities issued that are redeemable by holder at fixed or determinable price and date, maturing in fourth fiscal year following current fiscal year. 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Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": [ "r265" ] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": [ "http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited" ], "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", "presentation": [ "http://www.mksinst.com/20240930/taxonomy/role/Role_StatementCondensedConsolidatedStatementsOfCashFlowsUnaudited" ], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. 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For classified balance sheets, represents the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r96", "r1201", "r1202"] }, "us-gaap_ProductWarrantyAccrualNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductWarrantyAccrualNoncurrent", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureProductWarrantiesAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Product Warranty Accrual, Noncurrent", "terseLabel": "Long-term product warranties", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and due after one year (or beyond the operating cycle if longer) for estimated claims under standard and extended warranty protection rights granted to customers." } } }, "auth_ref": ["r102", "r1201", "r1202"] }, "us-gaap_ProductWarrantyAccrualPeriodIncreaseDecrease": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductWarrantyAccrualPeriodIncreaseDecrease", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarrantiesProductWarrantyActivitiesDetail"], "lang": { "en-us": { "role": { "label": "Standard and Extended Product Warranty Accrual, Period Increase (Decrease)", "terseLabel": "Charges to warranty liability", "totalLabel": "Standard and Extended Product Warranty Accrual, Period Increase (Decrease), Total", "documentation": "Amount of increase (decrease) in the standard and extended product warranty liability." } } }, "auth_ref": ["r1200"] }, "us-gaap_ProductWarrantyAccrualWarrantiesIssued": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductWarrantyAccrualWarrantiesIssued", "crdr": "credit", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarrantiesProductWarrantyActivitiesDetail"], "lang": { "en-us": { "role": { "label": "Standard and Extended Product Warranty Accrual, Increase for Warranties Issued", "terseLabel": "Provision for product warranties", "totalLabel": "Standard and Extended Product Warranty Accrual, Increase for Warranties Issued, Total", "documentation": "Amount of increase in the standard and extended product warranty accrual from warranties issued." } } }, "auth_ref": ["r436"] }, "us-gaap_ProductWarrantyDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductWarrantyDisclosureTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureProductWarranties"], "lang": { "en-us": { "role": { "label": "Product Warranty Disclosure [Text Block]", "terseLabel": "Product Warranties", "documentation": "The entire disclosure for standard and extended product warranties and other product guarantee contracts, including a tabular reconciliation of the changes in the guarantor's aggregate product warranty liability for the reporting period." } } }, "auth_ref": ["r427", "r428", "r429", "r430", "r432", "r433"] }, "us-gaap_ProductWarrantyLiabilityLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProductWarrantyLiabilityLineItems", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureProductWarrantiesAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Product Warranty Liability [Line Items]", "terseLabel": "Product Warranty Liability [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r10", "r692", "r754", "r765", "r995"] }, "us-gaap_PropertyPlantAndEquipmentTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTypeDomain", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Long-Lived Tangible Asset [Domain]", "documentation": "Listing of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale. 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writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of
intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r565", "r937",
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"http://www.mksinst.com/20240930/taxonomy/role/DisclosureRevenueFromContractsWithCustomersSummaryOfProductAndServiceRevenueFromContractsWithCustomersD
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The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r1243", "r1244"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsAcquiredAsPartOfBusinessCombinationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsAcquiredAsPartOfBusinessCombinationTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureAcquisitionTables"], "lang": { "en-us": { "role": { "label": "Schedule of Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]", "terseLabel": "Allocation of Acquired Intangible Assets and Related Estimates of Useful Lives", "documentation": "Tabular disclosure of finite-lived intangible assets acquired as part of a business combination or through an asset purchase, by major class and in total, including the value of the asset acquired, any significant residual value (the expected value of the asset at the end of its useful life) and the weighted-average amortization period." } } }, "auth_ref": ["r42"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureGoodwillAndIntangibleAssetsIntangibleAssetsDetail"], "lang": { "en-us": { "role": { "label": "Intangible Asset, Finite-Lived [Table]", "terseLabel": "Schedule Of Finite Lived Intangible Assets [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": ["r388", "r395", "r399", "r400", "r401", "r712", "r937", "r961"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureGoodwillAndIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets [Table Text Block]", "documentation": "Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment." } } }, "auth_ref": ["r961", "r1183"] }, "us-gaap_ScheduleOfGoodwillTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfGoodwillTable", "presentation": 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May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree." } } }, "auth_ref": ["r149"] }, "us-gaap_ScheduleOfRestructuringAndRelatedCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestructuringAndRelatedCostsTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureRestructuringAndOtherTables"], "lang": { "en-us": { "role": { "label": "Restructuring and Related Costs [Table Text Block]", "terseLabel": "Schedule of Company's Restructuring Activity", "documentation": "Tabular disclosure of costs incurred for restructuring including, but not limited to, exit and disposal activities, remediation, implementation, integration, asset impairment, and charges against earnings from the write-down of assets." } } }, "auth_ref": ["r45", "r137", "r138"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationTables"], "lang": { "en-us": { "role": { "label": "Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block]", "terseLabel": "Schedule of Net Revenues and Long-Lived Assets by Geographic Regions", "documentation": "Tabular disclosure of information concerning material long-lived assets (excluding financial instruments, customer relationships with financial institutions, mortgage and other servicing rights, deferred policy acquisition costs, and deferred taxes assets) located in identified geographic areas and/or the amount of revenue from external customers attributed to that country from which revenue is material. An entity may also provide subtotals of geographic information about groups of countries." } } }, "auth_ref": ["r41", "r117"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationScheduleOfNetRevenuesAndLonglivedAssetsByGeographicRegion], "lang": { "en-us": { "role": { "label": "Schedule of Revenues from External Customers and Long-Lived Assets [Table]", "terseLabel": "Schedule Of Revenues From External Customers And Long Lived Assets [Table]", "documentation": "Disclosure of information about revenue from external customer and long-lived asset by geographical area. Long-lived asset excludes financial instrument, customer relationship with financial institution, mortgage and other servicing right, deferred policy acquisition cost, and deferred tax asset." } } }, "auth_ref": ["r41", "r117"] }, "us-gaap_ScheduleOfSegmentReportingInformationBySegmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSegmentReportingInformationBySegmentTable", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationNetRevenuesByReportableSegmentDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationScheduleOfReconcilesGrossProfitByReportableSegmentToNetInco "http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationSegmentAssetsByReportableSegmentDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationSummaryOfGoodwillAssociatedWithReportableSegmentsDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationSummaryOfNetRevenuesByMajorCustomersDetail"], "lang": { "en-us": { "role": { "label": "Schedule of Segment Reporting Information, by Segment [Table]", "terseLabel": "Schedule Of Segment Reporting Information By Segment [Table]", "documentation": "Disclosure of information about profit (loss) and total assets by reportable segment." } } }, "auth_ref": ["r35", "r36", "r37"] }, "us-gaap_ScheduleOfSegmentReportingInformationBySegmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSegmentReportingInformationBySegmentTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureBusinessSegmentAndGeographicInformationTables"], "lang": { "en-us": { "role": { "label": "Schedule of Segment Reporting Information, by Segment [Table Text Block]", "terseLabel": "Net Revenues, Assets and Goodwill by Reportable Segment", "documentation": "Tabular disclosure of the profit or loss and total assets for each reportable segment. 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": ["r35", "r36", "r37"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfActivityForRsusDetail"], "lang": { "en-us": { "role": { "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "terseLabel": "Schedule Of Share Based Compensation Arrangements By Share Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r527", "r529", "r532", "r533", "r534", "r535", "r536", "r537", "r538", "r539", "r540", "r541", "r542", "r543", "r544", "r545", "r546", "r547", "r548", "r549", "r550", "r551", "r552", "r553", "r554", "r555", "r556", "r557"] }, "us-gaap_ScheduleOfShortTermDebtTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShortTermDebtTable", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfShortTermDebtDetail"], "lang": {

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User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event." } } }, "auth_ref": ["r680", "r703"] }, "us-gaap_SubsequentEventMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockholdersEquityAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Subsequent Event [Member]", "terseLabel": "Subsequent Event [Member]", "documentation": "Identifies event that occurred after the balance sheet date but before financial statements are issued or available to be issued." } } }, "auth_ref": ["r680", "r703"] }, "us-gaap_SubsequentEventTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventTable", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Subsequent Event [Table]", "documentation": "Disclosure of information about significant event or transaction occurring between statement of financial position date and date when financial statements were issued." } } }, "auth_ref": ["r680", "r703"] }, "us-gaap_SubsequentEventTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventTypeAxis", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockholdersEquityAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Subsequent Event Type [Axis]", "documentation": "Information by event that occurred after the balance sheet date but before financial statements are issued or available to be issued." } } }, "auth_ref": ["r680", "r703"] }, "us-gaap_SubsequentEventTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventTypeDomain", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEventsAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureStockholdersEquityAdditionalInformationDetail"], "lang": { "en-us": { "role": { "label": "Subsequent Event Type [Domain]", "documentation": "Event that occurred after the balance sheet date but before financial statements are issued or available to be issued." } } }, "auth_ref": ["r680", "r703"] }, "us-gaap_SubsequentEventsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventsAbstract", "lang": { "en-us": { "role": { "label": "Subsequent Events [Abstract]" } } }, "auth_ref": [] }, "us-gaap_SubsequentEventsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventsTextBlock", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureSubsequentEvents"], "lang": { "en-us": { "role": { "label": "Subsequent Events [Text Block]", "terseLabel": "Subsequent Events", "documentation": "The entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business." } } }, "auth_ref": ["r702", "r704"] }, "country_TW": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/country/2024", "localname": "TW", "presentation": [

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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r95", "r96"] }, "mksi_TermLoanFacilityMember": { "xbrltype": "domainItemType", "nsuri": "http://www.mksinst.com/20240930", "localname": "TermLoanFacilityMember", "presentation": ["http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtCreditFacilitiesAdditionalInformationDetail", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureDebtScheduleOfInterestExpenseDetails", "http://www.mksinst.com/20240930/taxonomy/role/DisclosureFairValueMeasurementsScheduleOfEstimatedCarryingValueAndFairValueOfCompanysDebtDetails", "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfLongTermDebtDetail", "http://www.mksinst.com/20240930/taxonomy/role/Role_DisclosureDebtScheduleOfShortTermDebtDetail"], "lang": { "en-us": { "role": { "documentation": "Term Loan Facility [Member]", "label": "Term Loan Facility [Member]", 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MG_:R~_H4UM\>UW^!XHJ3#"5L_$&14(/841U/-2"FV/U<1A5>>]Z_?4_M@-M-W3F%P^]I+BZM\([8Q0#L0@/@Fl!N=RH8/?.Y!7R@U^Fl-

*)D+>RF$^G?,CY*MUUA>:V$A[96IT+!.D KG#B8"N1B*U3= ML$4?=;-15!$.A<<&+%]YW>HD[!H7^]<6\],3]C6G8IQ(2+.$^FD' <>.H)@+ MUJ] $'W+'$,(P-#D015?*

O:3O2AG.2^R_+G_F3B65514,M2 ;%]B]>S1?9"M MT&(P55=HV(3JT/OGFZ4]#G,3)+N,E?B,U18A='$$V$R7#)..+H74DQU>:?;8 MS/'VNG>;K_NP-

1%V9ZL+$(IC&QV:@^2=%XDB9=6J,<.6-'^$,]^=5V@0TOOZ 8H@^#/BDPM4 <#X&-/MD"C82FTI1V#]+9]+ZDB M4[OK1(=N*X>,P>P9E_]61)A0!OSCFJ:.1=@2L(Y,T*

[.FN247VXO93WA#UK M1JE[4UR^>);IO(VV1K)R$GH;2[VA!6[U9!-;N"\#1 88 MW M1TC*&]/&?>S;B;-,#G3G0VK],YNB%S_CX@!,/3B=M1NUO8S:UA0=VS9/V8$3*

MRBPV:AG(1>]I"UC[L!T,'ZRJ^8T6'/?UQ37O;\N1!:O9&VE=A4.X&\C6<$#& M<7TR+ELLP^&_(?I(]Y%LR3F8)B2;P2DA&^9UUB)K FE'715>?L.ZA]TE6[;P M[O91*)$K"] PKE>-

*A'Z?X6%OBJ/H4'5U5B4U7 'QD#T$.RE*O_'V']/+_G2\NY,._NC%0YD@NV>\V M.L;%'V<__8+')&/BUL;]>OKB6EW5B"QEJ;W5{)#1)@>,FM@E8PANO&W7_3.T*

*Mf4E6+,;0D'4!S[/N=E59/(U3]W@K:-+>;5ED!.9,2ZNFZWI?'-*KOJ_*!EMC5G-M2#Z[PM+R,3A9>BPW7P-0I]#0YM3=N'!V7&]2LC=23I\'#0IDG;4$!@K1R*

*MMBD'6VP;EQ_GBU;XO=/E:GY,BXM#%*YG*R{DIJ.'2(Y|K].9F.W6L'4D'-5 M6$T=CHAK0ZSTKX]WNPNY!UD%U1,,:.A\RZH]CGQE"K<+VFA;?'=VN!S3@44O*

MNPD{D1=8\51#7D_"C!@A16K0 B+V5CD.'6{[>%1ZR4OL,-LM]7:BY 10.^#(-MLH-#7R!W&:7(LNS)%U?&{>W<4)R/:863&;4?<#';357'A95FMH=4T"@,Y#WD MY#CT5P6%,-1#

*{$:6RT+)XXJF(a7T+=>|=;97N%@,.-(%#>I\A)NEHR$'6#2_@ M6C!9CO?T+=:,L/E95Y)YV5!QMW*Z^9L,.4%7W5W-5)1/=]QM3.@$NBXB;5[Z]!+ M63L?3$124$.RX$HT'-*

YK"_QQCX& |W;8)35'"\IN0C+TJ.JZAM"C9+);.{0V M@&T]-FJDT];33AT2]F54;++N(]@+WB89M(5-MLZTR\ !O8+HLF&G68ORPQG@-MO?#]#;

KC2&HE'N%,+T0GI<")60I=>=PKZ,.+G/8F&$G)'P,7_T3(V\Y.CFA M=@^G4RE(66)=70W/E-^\APWQSI:CF'X4M2I;=LH%;A MTXPV ZH20>?D6PK-H!\R5?

H5XYUD7+>\G%!+WLUYQS^O#Y5-9W)&]SA>ZAC08SR\UP MV)^^X[_F RI!P807AJA8&M1 C3<5Z@!M2:D;Y#=-$HW:DWO#H+7C73F.]'S M4#-

*%B;"K$/<9R*7MVIKM&H>-L(?9QAEA6[SXXGSK4L)4&60DA!3X'Z.T.T69 MT.E:LRE?9]LS5E?8CNQ0Z2&0S]!*DNHJ#BFS#)26D8?*NUZ-/]0LS6__?MU0*

*M<57DO*TR1MI+1,FV9EWK&E*(P2M)!8PFJX,80[FGI%M3:)+BM:82@E/\^7R^Q-G+^6)[E]HY+QMZH;[G_%:UL-2?5HXN(-MPY:1O+G+_)@:'9^(&?FT?*

OX+2OED12>_[V!6Q&Z<&#>L/7F#4I\1P77I;_9<3F!E/C65@"T>-VM\&0N)!ZO$563.C&S;0<:_;LE3"5:=]')ZHA-U:=&HX?8,,4S/T? M#L"I:T!T#88>8.F-@56C?IG#[WVY>HS\9\1RVRK.,:HH+

(+'DAF MM[LLDZL:VT$K&+LT2B4-BR:'HNNI.6^^4G^M8\'>,NBJ.UO_4L[Z*G.I*@.3 M2]'A^KDV0=R_\DM ~=#/$IW;TI&A:$IWI.FZ.(8!Y!?1V$R',RI#JUZWW54 MVL?A,-

*RK.DO9_7]=@7WM@CA6GM05M76GR^\SMAJ/G_Q^,/&?=06[=#\WZ7!V M-D%A"4%WR2,!'*_+D"Q ^U'UV6S$*=758CTP^^ZL/<+Z!VZ0?3U0B.U;ZZ$@*

M4$/&!EHWP$R5S^Y2CXD8'PQ+B/]^?H;7O6.O6AKDL(<93'E$L.PO2=8A#@!'Q;/E^HWHTFT_G3U\\GCP!NHNIT?O84B@I ME8;DH?K.>,86@DPR.Y[8T/*REG8\@"1HZ-.:YR*

MO$:#$PIT:ZBY1G;8D3C_P,5$R,UD\^[MP&6Y_G1;8'2?7,-OE("0RFC9#Y=;:!4]I'];^YY6!?\83Z9M9>\3YT6"VJ/V:3. M3G?0

*/AFQ<)%"PIB33O6I*15TUEB>2J!%K6,T:BXCB4#+$.FV.^,1EZ0Y Q M.)4#1!.39-@:8/&2F7!*01%"_5;4 BY[@ZJ4JJ6OYGC,2+M*

*MOXUB/[;_*D0=586*76HNK3#!1895O21EC>N%=KZ[\OFQ_CZX)JNBYK2M?.50 MP9%FN$.1(+0FY8 I^'%+SQ_.*@/_5_K]?D[#)I0FO?^19NS IG=G[6X[YC"#*

*MO>K:O_]P_(+)5=]F!LVEN,*Q1!(2X(O5\A-$3FBL[.UH[#UGYOL@?\Z&B^_M6N]N?1W=1-6$K)4-&+R0MR3Y*<,JD5*.<9;M-ME,+/0:2UIJZ-NM0 5%/)3+RQ\3D/,IGB3*

*M/#'"%%B>V=,W(*W],)S)-:O942KG>7U:TM2S/ US<9?HO9X^]J-9UQ"1K',(6C?$A;&HX]*E=4 M;Q['5=RA"K\'*&]MWNKN."CP,AW-.91YLD5SH)""0U16N>$V\P7O/99"EC.9*

MR:_LW<_/CW>99C_&K,\FT^?\7)]DY_[>H;[WG+(X7EI6[T> ^Z0AV>R L41 M'=E)'1%YL-9/3.Y.#W//"_TTQUTPI[\)LQ6[&VIH*7,4'[V,>5>=I6$R MN-1-B91MT:/M.6@M5LVX#?*

*3YY.%^*WH,2U+=(9 ,LX<2*6!6%1P#8#)%Y$!N MB<70)%=[^KLA&H$" ^9AVD@L*:JtUJ7A5Q]^=&F0BP0#=!!71M,P8!->,C%5C@6QM M Y\Z>T!M8HC#5JT,%3#?-&=O*

*MNV58%;BS?TG2*AR."DDF1L()9H>=P)%#"0D2. M259]/KN[6BTFY70E;4R_S7^9S^2M+:,K MO6:HZ]BIVL$CH6CH_(*RCDA,Y(FV)T09Z'VZ8>/T.UI_VMIK)I MG=V\HB(CP-*

*;9"/Y)656[5BKVX7(0HW;-[R.%Q.)SC1B#L[18.($@&_00%8:B M32J!AL7@7T<+Z+[T@AIJXF!,2261-PER\@C*4%0U"4O)<*CHLJ3 YW__"ZU>*

M$TUOF;#X74WZX70O?5>IWL_(0J?3ST)"LU+!'0)@>]-3-(JZ=;jL!F"]PT& MOUQUPD9PY2,5V?2\'MWY^Z/O_^,0!(^Q%".MKRQSQ\$IFU=EH$=$WZPG-1XY

*M_;EP/S$7_N%,KL%+\NZL_79$Z\GTVQ#\U=?:O*0\>\5+!X1FD_EB_4#W3\DH MJW8?R ANW#"0N7CH91Q:TZXJU3O8%*

*N[_HXRSU&:JM@]VN@+I=%TE;!-3^R*EOEC'#M(_7MR,MN>)7*+_M&#NE5EP>C"16BY@7F4I-I,MV#;,EH]CZ%,%P"=_BLVU7V*

MF^_(;_KHK4"IE4_FP7+I*6#,\&0[8E"W'FMWN<]O-GBPP=;K*X&L#D/V;26S MO[&>%VE0,73&/11,W8CN/VHC0Y-VSX/NH*VP"*

*46N!WKH/1M8".6GUBQYEF(*7V70R\]%0 MS,-F24;=Y+R9(+Ol-$ ..% +@9%J,.*#AYQU9+">>NW9.C,NE=%0:CL,4?/7 MH[GHN\X=NI'>@4-9/?EQE^MJ#QU_*

*MK2DL.G3P/1=VI\9 3BU"R,JP+[7=X+!]_GLHT1M)>A?1DK(LZ@<:;@P&%A MRVOX\9I6R*M@T-IAZWXVFCGP?CI?'\%&#>5>\[#*)!UQ;%A9ZLMAV4Z2UV!*

*M3%_NU9OLL/IAP=O!M?#OAO"T=<328P&3)$**)D+JC,1;LJF:2,&-FQ/:+ US_M#Y\='#Z;S/[?DTGJ.>F"/-H"[V!KG+SF9/-M%C!SA,Y0O9LHM!!M6+6|_*

B#RXIA:V,"2%>=&81!EOT.1ZBAN-PAQ:(]ATR% M3GIQ0NX?3==_&$NMJ-Y2;,\)V#];M=M2BU62*!]*D.9A. MK!';$UC+RF%-9]- .DAQ<^!S9VLK>&N"C\;ETG8^_MM?

*BS=/EM8NA+Z;(RN#L1_!D+Z6 ,K/:FB|CG0'F>0=!1"\4GN'6)S%9SW#K+K\-TU#,W9 MD/O.?=H7]\7#"_[=I)_NVGH:QI\">O@_M[F)&2*Y[M]\8+!3B5>N*U5"]:V*

*D8V4AMQ]8??-!H"'" M*P:]YW:B%CYP62Q7-T]/CXPXA3R!8M.[*F!]%;P$@-,SD#P1G+GD<'N<-4M M&]:R_?!DNN4DO#1PJ011^W6_>@<,V,%;]"F@-B8-5[;R===?*

*Q4ZRR0]XY@K0< M2SJ3.#IA6!HJ,S66F%K;,;@!$-V.3;?<.!:E$R356<"Z7F5CH.BN-;HT'/_J M_FMJJR4K4KZ;#*2B@"6I2*2S^XS1K9/T84PW B]#X]A6#OR!!0DQ[WNU-Q@*

*M%L.!0NBDC2LY0G-&^BB5U!TG"\$F3#E[C65@"T>"-VM\&0N)!ZO$563.C&S;0<:_;LE3"5:=]')ZHA-U:=&HX?8,,4S/T? M#L"I:T!T#88>8.F-@56C?IG#[WVY>HS\9\1RVRK.,:HH+(+'DAF MM[LLDZL:VT$K&+LT2B4-BR:'HNNI.6^^4G^M8\'>,NBJ.UO_4L[Z*G.I*@.3 M2J'A^KDV0=R_\DM ~=#/$IW;TI&A:$IWI.FZ.(8!Y!?1V$R',RI#JUZWW54 MVL?A,-*

*RK.DO9_7]=@7WM@CA6GM05M76GR^\SMAJ/G_Q^,/&?=06[=#\WZ7!V M-D%A"4%WR2,!'*_+D"Q ^U'UV6S$*=758CTP^^ZL/<+Z!VZ0?3U0B.U;ZZ$@*

M4$/&!EHWP$R5S^Y2CXD8'PQ+B/]^?H;7O6.O6AKDL(<93'E$L.PO2=8A#@!'Q;/E^HWHTFT_G3U\\GCP!NHNIT?O84B@I ME8;DH?K.>,86@DPR.Y[8T/*REG8\@"1HZ-.:YR*

MO$:#$PIT:ZBY1G;8D3C_P,5$R,UD\^[MP&6Y_G1;8'2?7,-OE("0RFC9#Y=;:!4]I'];^YY6!?\83Z9M9>\3YT6"VJ/V:3. M3G?0

*/AFQ<)%"PIB33O6I*15TUEB>2J!%K6,T:BXCB4#+$.FV.^,1EZ0Y Q M.)4#1!.39-@:8/&2F7!*01%"_5;4 BY[@ZJ4JJ6OYGC,2+M*

*MOXUB/[;_*D0=586*76HNK3#!1895O21EC>N%=KZ[\OFQ_CZX)JNBYK2M?.50 MP9%FN$.1(+0FY8 I^'%+SQ_.*@/_5_K]?D[#)I0FO?^19NS IG=G[6X[YC"#*

*MO>K:O_]P_(+)5=]F!LVEN,*Q1!(2X(O5\A-$3FBL[.UH[#UGYOL@?\Z&B^_M6N]N?1W=1-6$K)4-&+R0MR3Y*<,JD5*.<9;M-ME,+/0:2UIJZ-NM0 5%/)3+RQ\3D/,IGB3*

*M/#'"%%B>V=,W(*W],)S)-:O942KG>7U:TM2S/ US<9?HO9X^]J-9UQ"1K',(6C?$A;&HX]*E=4 M;Q['5=RA"K\'*&]MWNKN."CP,AW-.91YLD5SH)""0U16N>$V\P7O/99"EC.9*

MR:_LW<_/CW>99C_&K,\FT^?\7)]DY_[>H;[WG+(X7EI6[T> ^Z0AV>R L41 M'=E)'1%YL-9/3.Y.#W//"_TTQUTPI[\)LQ6[&VIH*7,4'[V,>5>=I6$R MN-1-B91MT:/M.6@M5LVX#?*

*3YY.%^*WH,2U+=(9 ,LX<2*6!6%1P#8#)%Y$!N MB<70)%=[^KLA&H$" ^9AVD@L*:JtUJ7A5Q]^=&F0BP0#=!!71M,P8!->,C%5C@6QM M Y\Z>T!M8HC#5JT,%3#?-&=O*

*MNV58%;BS?TG2*AR."DDF1L()9H>=P)%#"0D2. M259]/KN[6BTFY70E;4R_S7^9S^2M+:,K MO6:HZ]BIVL$CH6CH_(*RCDA,Y(FV)T09Z'VZ8>/T.UI_VMIK)I MG=V\HB(CP-*

*;9"/Y)656[5BKVX7(0HW;-[R.%Q.)SC1B#L[18.($@&_00%8:B M32J!AL7@7T<+Z+[T@AIJXF!,2261-PER\@C*4%0U"4O)<*CHLJ3 YW__"ZU>*

M$TUOF;#X74WZX70O?5>IWL_(0J?3ST)"LU+!'0)@>]-3-(JZ=;jL!F"]PT& MOUQUPD9PY2,5V?2\'MWY^Z/O_^,0!(^Q%".MKRQSQ\$IFU=EH$=$WZPG-1XY

*M_;EP/S$7_N%,KL%+\NZL_79$Z\GTVQ#\U=?:O*0\>\5+!X1FD_EB_4#W3\DH MJW8?R ANW#"0N7CH91Q:TZXJU3O8%*

*N[_HXRSU&:JM@]VN@+I=%TE;!-3^R*EOEC'#M(_7MR,MN>)7*+_M&#NE5EP>C"16BY@7F4I-I,MV#;,EH]CZ%,%P"=_BLVU7V*

MF^_(;_KHK4"IE4_FP7+I*6#,\&0[8E"W'FMWN<]O-GBPP=;K*X&L#D/V;26S MO[&>%VE0,73&/11,W8CN/VHC0Y-VSX/NH*VP"*

*46N!WKH/1M8".6GUBQYEF(*7V70R\]%0 MS,-F24;=Y+R9(+Ol-$ ..% +@9%J,.*#AYQU9+">>NW9.C,NE=%0:CL,4?/7 MH[GHN\X=NI'>@4-9/?EQE^MJ#QU_*

*MK2DL.G3P/1=VI\9 3BU"R,JP+[7=X+!]_GLHT1M)>A?1DK(LZ@<:;@P&%A MRVOX\9I6R*M@T-IAZWXVFCGP?CI?'\%&#>5>\[#*)!UQ;%A9ZLMAV4Z2UV!*

*M3%_NU9OLL/IAP=O!M?#OAO"T=<328P&3)$**)D+JC,1;LJF:2,&-FQ/:+ US_M#Y\='#Z;S/[?DTGJ.>F"/-H"[V!KG+SF9/-M%C!SA,Y0O9LHM!!M6+6|_*

B#RXIA:V,"2%>=&81!EOT.1ZBAN-PAQ:(]ATR% M3GIQ0NX?3==_&$NMJ-Y2;,\)V#];M=M2BU62*!]*D.9A. MK!';$UC+RF%-9]- .DAQ<^!S9VLK>&N"C\;ETG8^_MM?

*BS=/EM8NA+Z;(RN#L1_!D+Z6 ,K/:FB|CG0'F>0=!1"\4GN'6)S%9SW#K+K\-TU#,W9 MD/O.?=H7]\7#"_[=I)_NVGH:QI\">O@_M[F)&2*Y[M]\8+!3B5>N*U5"]:V*

*D8V4AMQ]8??-!H"'" M*P:]YW:B%CYP62Q7-T]/CXPXA3R!8M.[*F!]%;P$@-,SD#P1G+GD<'N<-4M M&]:R_?!DNN4DO#1PJ011^W6_>@<,V,%;]"F@-B8-5[;R===?*

*Q4ZRR0]XY@K0< M2SJ3.#IA6!HJ,S66F%K;,;@!$-V.3;?<.!:E$R356<"Z7F5CH.BN-;HT'/_J M_FMJJR4K4KZ;#*2B@"6I2*2S^XS1K9/T84PW B]#X]A6#OR!!0DQ[WNU-Q@*

*M%L.!0NBDC2LY0G-&^BB5U!TG"\$F3#E[C65@"T>"-VM\&0N)!ZO$563.C&S;0<:_;LE3"5:=]')ZHA-U:=&HX?8,,4S/T? M#L"I:T!T#88>8.F-@56C?IG#[WVY>HS\9\1RVRK.,:HH+(+'DAF MM[LLDZL:VT$K&+LT2B4-BR:'HNNI.6^^4G^M8\'>,NBJ.UO_4L[Z*G.I*@.3 M2J'A^KDV0=R_\DM ~=#/$IW;TI&A:$IWI.FZ.(8!Y!?1V$R',RI#JUZWW54 MVL?A,-*

*RK.DO9_7]=@7WM@CA6GM05M76GR^\SMAJ/G_Q^,/&?=06[=#\WZ7!V M-D%A"4%WR2,!'*_+D"Q ^U'UV6S$*=758CTP^^ZL/<+Z!VZ0?3U0B.U;ZZ$@*

M4$/&!EHWP$R5S^Y2CXD8'PQ+B/]^?H;7O6.O6AKDL(<93'E$L.PO2=8A#@!'Q;/E^HWHTFT_G3U\\GCP!NHNIT?O84B@I ME8;DH?K.>,86@DPR.Y[8T/*REG8\@"1HZ-.:YR*

MO$:#$PIT:ZBY1G;8D3C_P,5$R,UD\^[MP&6Y_G1;8'2?7,-OE("0RFC9#Y=;:!4]I'];^YY6!?\83Z9M9>\3YT6"VJ/V:3. M3G?0

*/AFQ<)%"PIB33O6I*15TUEB>2J!%K6,T:BXCB4#+$.FV.^,1EZ0Y Q M.)4#1!.39-@:8/&2F7!*01%"_5;4 BY[@ZJ4JJ6OYGC,2+M*

*MOXUB/[;_*D0=586*76HNK3#!1895O21EC>N%=KZ[\OFQ_CZX)JNBYK2M?.50 MP9%FN$.1(+0FY8 I^'%+SQ_.*@/_5_K]?D[#)I0FO?^19NS IG=G[6X[YC"#*

*MO>K:O_]P_(+)5=]F!LVEN,*Q1!(2X(O5\A-$3FBL[.UH[#UGYOL@?\Z&B^_M6N]N?1W=1-6$K)4-&+R0MR3Y*<,JD5*.<9;M-ME,+/0:2UIJZ-NM0 5%/)3+RQ\3D/,IGB3*

*M/#'"%%B>V=,W(*W],)S)-:O942KG>7U:TM2S/ US<9?HO9X^]J-9UQ"1K',(6C?$A;&HX]*E=4 M;Q['5=RA"K\'*&]MWNKN."CP,AW-.91YLD5SH)""0U16N>$V\P7O/99"EC.9*

MR:_LW<_/CW>99C_&K,\FT^?\7)]DY_[>H;[WG+(X7EI6[T> ^Z0AV>R L41 M'=E)'1%YL-9/3.Y.#W//"_TTQUTPI[\)LQ6[&VIH*7,4'[V,>5>=I6$R MN-1-B91MT:/M.6@M5LVX#?*

*3YY.%^*WH,2U+=(9 ,LX<2*6!6%1P#8#)%Y$!N MB<70)%=[^KLA&H$" ^9AVD@L*:JtUJ7A5Q]^=&F0BP0#=!!71M,P8!->,C%5C@6QM M Y\Z>T!M8HC#5JT,%3#?-&=O*

*MNV58%;BS?TG2*AR."DDF1L()9H>=P)%#"0D2. M259]/KN[6BTFY70E;4R_S7^9S^2M+:,K MO6:HZ]BIVL$CH6CH_(*RCDA,Y(FV)T09Z'VZ8>/T.UI_VMIK)I MG=V\HB(CP-*

*;9"/Y)656[5BKVX7(0HW;-[R.%Q.)SC1B#L[18.($@&_ 00%8:B M32J!AL7@7T<+Z+[T@AIJXF!,2261-PER\@C*4%0U"4O)<*CHLJ3 YW__"ZU>*

M$TUOF;#X74WZX70O?5>IWL_(0J?3ST)"LU+!'0)@>]-3-(JZ=;jL!F"]PT& MOUQUPD9PY2,5V?2\'MWY^Z/O_^,0!(^Q%".MKRQSQ\$IFU=EH$=$WZPG-1XY

*M_;EP/S$7_N%,KL%+\NZL_79$Z\GTVQ#\U=?:O*0\>\5+!X1FD_EB_4#W3\DH MJW8?R ANW#"0N7CH91Q:TZXJU3O8%*

*N[_HXRSU&:JM@]VN@+I=%TE;!-3^R*EOEC'#M(_7MR,MN>)7*+_M&#NE5EP>C"16BY@7F4I-I,MV#;,EH]CZ%,%P"=_BLVU7V*

MF^_(;_KHK4"IE4_FP7+I*6#,\&0[8E"W'FMWN<]O-GBPP=;K*X&L#D/V;26S MO[&>%VE0,73&/11,W8CN/VHC0Y-VSX/NH*VP"*

*46N!WKH/1M8".6GUBQYEF(*7V70R\]%0 MS,-F24;=Y+R9(+Ol-$ ..% +@9%J,.*#AYQU9+">>NW9.C,NE=%0:CL,4?/7 MH[GHN\X=NI'>@4-9/?EQE^MJ#QU_*

*MK2DL.G3P/1=VI\9 3BU"R,JP+[7=X+!]_GLHT1M)>A?1DK(LZ@<:;@P&%A MRVOX\9I6R*M@T-IAZWXVFCGP?CI?'\%&#>5>\[#*)!UQ;%A9ZLMAV4Z2UV!*

*M3%_NU9OLL/IAP=O!M?#OAO"T=<328P&3)$**)D+JC,1;LJF:2,&-FQ/:+ US_M#Y\='#Z;S/[?DTGJ.>F"/-H"[V!KG+SF9/-M%C!SA,Y0O9LHM!!M6+6|_*

B#RXIA:V,"2%>=&81!EOT.1ZBAN-PAQ:(]ATR% M3GIQ0NX?3==_&$NMJ-Y2;,\)V#];M=M2BU62*!]*D.9A. MK!';$UC+RF%-9]- .DAQ<^!S9VLK>&N"C\;ETG8^_MM?

*BS=/EM8NA+Z;(RN#L1_!D+Z6 ,K/:FB|CG0'F>0=!1"\4GN'6)S%9SW#K+K\-TU#,W9 MD/O.?=H7]\7#"_[=I)_NVGH:QI\">O@_M[F)&2*Y[M]\8+!3B5>N*U5"]:V*

*D8V4AMQ]8??-!H"'" M*P:]YW:B%CYP62Q7-T]/CXPXA3R!8M.[*F!]%;P$@-,SD#P1G+GD<'N<-4M M&]:R_?!DNN4DO#1PJ011^W6_>@<,V,%;]"F@-B8-5[;R===?*

*Q4ZRR0]XY@K0< M2SJ3.#IA6!HJ,S66F%K;,;@!$-V.3;?<.!:E$R356<"Z7F5CH.BN-;HT'/_J M_FMJJR4K4KZ;#*2B@"6I2*2S^XS1K9/T84PW B]#X]A6#OR!!0DQ[WNU-Q@*

*M%L.!0NBDC2LY0G-&^BB5U!TG"\$F3#E[C65@"T>"-VM\&0N)!ZO$563.C&S;0<:_;LE3"5:=]')ZHA-U:=&HX?8,,4S/T? M#L"I:T!T#88>8.F-@56C?IG#[WVY>HS\9\1RVRK.,:HH+(+'DAF MM[LLDZL:VT$K&+LT2B4-BR:'HNNI.6^^4G^M8\'>,NBJ.UO_4L[Z*G.I*@.3 M2J'A^KDV0=R_\DM ~=#/$IW;TI&A:$IWI.FZ.(8!Y!?1V$R',RI#JUZWW54 MVL?A,-*

*RK.DO9_7]=@7WM@CA6GM05M76GR^\SMAJ/G_Q^,/&?=06[=#\WZ7!V M-D%A"4%WR2,!'*_+D"Q ^U'UV6S$*=758CTP^^ZL/<+Z!VZ0?3U0B.U;ZZ$@*

M4$/&!EHWP$R5S^Y2CXD8'PQ+B/]^?H;7O6.O6AKDL(<93'E$L.PO2=8A#@!'Q;/E^HWHTFT_G3U\\GCP!NHNIT?O84B@I ME8;DH?K.>,86@DPR.Y[8T/*REG8\@"1HZ-.:YR*

MO$:#$PIT:ZBY1G;8D3C_P,5$R,UD\^[MP&6Y_G1;8'2?7,-OE("0RFC9#Y=;:!4]I'];^YY6!?\83Z9M9>\3YT6"VJ/V:3. M3G?0

*/AFQ<)%"PIB33O6I*15TUEB>2J!%K6,T:BXCB4#+$.FV.^,1EZ0Y Q M.)4#1!.39-@:8/&2F7!*01%"_5;4 BY[@ZJ4JJ6OYGC,2+M*

*MOXUB/[;_*D0=586*76HNK3#!1895O21EC>N%=KZ[\OFQ_CZX)JNBYK2M?.50 MP9%FN$.1(+0FY8 I^'%+SQ_.*@/_5_K]?D[#)I0FO?^19NS IG=G[6X[YC"#*

*MO>K:O_]P_(+)5=]F!LVEN,*Q1!(2X(O5\A-$3FBL[.UH[#UGYOL@?\Z&B^_M6N]N?1W=1-6$K)4-&+R0MR3Y*<,JD5*.<9;M-ME,+/0:2UIJZ-NM0 5%/)3+RQ\3D/,IGB3*

*M/#'"%%B>V=,W(*W],)S)-:O942KG>7U:TM2S/ US<9?HO9X^]J-9UQ"1K',(6C?$A;&HX]*E=4 M;Q['5=RA"K\'*&]MWNKN."CP,AW-.91YLD5SH)""0U16N>$V\P7O/99"EC.9*

MR:_LW<_/CW>99C_&K,\FT^?\7)]DY_[>H;[WG+(X7EI6[T> ^Z0AV>R L41 M'=E)'1%YL-9/3.Y.#W//"_TTQUTPI[\)LQ6[&VIH*7,4'[V,>5>=I6$R MN-1-B91MT:/M.6@M5LVX#?*

*3YY.%^*WH,2U+=(9 ,LX<2*6!6%1P#8#)%Y$!N MB<70)%=[^KLA&H$" ^9AVD@L*:JtUJ7A5Q]^=&F0BP0#=!!71M,P8!->,C%5C@6QM M Y\Z>T!M8HC#5JT,%3#?-&=O*

*MNV58%;BS?TG2*AR."DDF1L()9H>=P)%#"0D2. M259]/KN[6BTFY70E;4R_S7^9S^2M+:,K MO6:HZ]BIVL$CH6CH_(*RCDA,Y(FV)T09Z'VZ8>/T.UI_VMIK)I MG=V\HB(CP-*

*;9"/Y)656[5BKVX7(0HW;-[R.%Q.)SC1B#L[18.($@&_00%8:B M32J!AL7@7T<+Z+[T@AIJXF!,2261-PER\@C*4%0U"4O)<*CHLJ3 YW__"ZU>*

M$TUOF;#X74WZX70O?5>IWL_(0J?3ST)"LU+!'0)@>]-3-(JZ=;jL!F"]PT& MOUQUPD9PY2,5V?2\'MWY^Z/O_^,0!(^Q%".MKRQSQ\$IFU=EH$=$WZPG-1XY

*M_;EP/S$7_N%,KL%+\NZL_79$Z\GTVQ#\U=?:O*0\>\5+!X1FD_EB_4#W3\DH MJW8?R ANW#"0N7CH91Q:TZXJU3O8%*

*N[_HXRSU&:JM@]VN@+I=%TE;!-3^R*EOEC'#M(_7MR,MN>)7*+_M&#NE5EP>C"16BY@7F4I-I,MV#;,EH]CZ%,%P"=_BLVU7V*

MF^_(;_KHK4"IE4_FP7+I*6#,\&0[8E"W'FMWN<]O-GBPP=;K*X&L#D/V;26S MO[&>%VE0,73&/11,W8CN/VHC0Y-VSX/NH*VP"*

*46N!WKH/1M8".6GUBQYEF(*7V70R\]%0 MS,-F24;=Y+R9(+Ol-$ ..% +@9%J,.*#AYQU9+">>NW9.C,NE=%0:CL,4?/7 MH[GHN\X=NI'>@4-9/?EQE^MJ#QU_*

*MK2DL.G3P/1=VI\9 3BU"R,JP+[7=X+!]_GLHT1M)>A?1DK(LZ@<:;@P&%A MRVOX\9I6R*M@T-IAZWXVFCGP?CI?'\%&#>5>\[#*)!UQ;%A9ZLMAV4Z2UV!*

*M3%_NU9OLL/IAP=O!M?#OAO"T=<328P&3)$**)D+JC,1;LJF:2,&-FQ/:+ US_M#Y\='#Z;S/[?DTGJ.>F"/-H"[V!KG+SF9/-M%C!SA,Y0O9LHM!!M6+6|_*

B#RXIA:V,"2%>=&81!EOT.1ZBAN-PAQ:(]ATR% M3GIQ0NX?3==_&$NMJ-Y2;,\)V#];M=M2BU62*!]*D.9A. MK!';$UC+RF%-9]- .DAQ<^!S9VLK>&N"C\;ETG8^_MM?

*BS=/EM8NA+Z;(RN#L1_!D+Z6 ,K/:FB|CG0'F>0=!1"\4GN'6)S%9SW#K+K\-TU#,W9 MD/O.?=H7]\7#"_[=I)_NVGH:QI\">O@_M[F)&2*Y[M]\8+!3B5>N*U5"]:V*

*D8V4AMQ]8??-!H"'" M*P:]YW:B%CYP62Q7-T]/CXPXA3R!8M.[*F!]%;P$@-,SD#P1G+GD<'N<-4M M&]:R_?!DNN4DO#1PJ011^W6_>@<,V,%;]"F@-B8-5[;R===?*

*Q4ZRR0]XY@K0< M2SJ3.#IA6!HJ,S66F%K;,;@!$-V.3;?<.!:E$R356<"Z7F5CH.BN-;HT'/_J M_FMJJR4K4KZ;#*2B@"6I2*2S^XS1K9/T84PW B]#X]A6#OR!!0DQ[WNU-Q@*

*M%L.!0NBDC2LY0G-&^BB5U!TG"\$F3#E[C65@"T>"-VM\&0N)!ZO$563.C&S;0<:_;LE3"5:=]')ZHA-U:=&HX?8,,4S/T? M#L"I:T!T#88>8.F-@56C?IG#[WVY>HS\9\1RVRK.,:HH+(+'DAF MM[LLDZL:VT$K&+LT2B4-BR:'HNNI.6^^4G^M8\'>,NBJ.UO_4L[Z*G.I*@.3 M2J'A^KDV0=R_\DM ~=#/$IW;TI&A:$IWI.FZ.(8!Y!?1V$R',RI#JUZWW54 MVL?A,-*

*RK.DO9_7]=@7WM@CA6GM05M76GR^\SMAJ/G_Q^,/&?=06[=#\WZ7!V M-D%A"4%WR2,!'*_+D"Q ^U'UV6S$*=758CTP^^ZL/<+Z!VZ0?3U0B.U;ZZ$@*

M4$/&!EHWP$R5S^Y2CXD8'PQ+B/]^?H;7O6.O6AKDL(<93'E$L.PO2=8A#@!'Q;/E^HWHTFT_G3U\\GCP!NHNIT?O84B@I ME8;DH?K.>,86@DPR.Y[8T/*REG8\@"1HZ-.:YR*

MO$:#$PIT:ZBY1G;8D3C_P,5$R,UD\^[MP&6Y_G1;8'2?7,-OE("0RFC9#Y=;:!4]I'];^YY6!?\83Z9M9>\3YT6"VJ/V:3. M3G?0

*/AFQ<)%"PIB33O6I*15TUEB>2J!%K6,T:BXCB4#+$.FV.^,1EZ0Y Q M.)4#1!.39-@:8/&2F7!*01%"_5;4 BY[@ZJ4JJ6OYGC,2+M*

*MOXUB/[;_*D0=586*76HNK3#!1895O21EC>N%=KZ[\OFQ_CZX)JNBYK2M?.50 MP9%FN$.1(+0FY8 I^'%+SQ_.*@/_5_K]?D[#)I0FO?^19NS IG=G[6X[YC"#*

*MO>K:O_]P_(+)5=]F!LVEN,*Q1!(2X(O5\A-$3FBL[.UH[#UGYOL@?\Z&B^_M6N]N?1W=1-6$K)4-&+R0MR3Y*<,JD5*.<9;M-ME,+/0:2UIJZ-NM0 5%/)3+RQ\3D/,IGB3*

*M/#'"%%B>V=,W(*W],)S)-:O942KG>7U:TM2S/ US<9?HO9X^]J-9UQ"1K',(6C?$A;&HX]*E=4 M;Q['5=RA"K\'*&]MWNKN."CP,AW-.91YLD5SH)""0U16N>$V\P7O/99"EC.9*

MR:_LW<_/CW>99C_&K,\FT^?\7)]DY_[>H;[WG+(X7EI6[T> ^Z0AV>R L41 M'=E)'1%YL-9/3.Y.#W//"_TTQUTPI[\)LQ6[&VIH*7,4'[V,>5>=I6$R MN-1-B91MT:/M.6@M5LVX#?*

*3YY.%^*WH,2U+=(9 ,LX<2*6!6%1P#8#)%Y$!N MB<70)%=[^KLA&H$" ^9AVD@L*:JtUJ7A5Q]^=&F0BP0#=!!71M,P8!->,C%5C@6QM M Y\Z>T!M8HC#5JT,%3#?-&=O*

*MNV58%;BS?TG2*AR."DDF1L()9H>=P)%#"0D2. M259]/KN[6BTFY70E;4R_S7^9S^2M+:,K MO6:HZ]BIVL$CH6CH_(*RCDA,Y(FV)T09Z'VZ8>/T.UI_VMIK)I MG=V\HB(CP-*

*;9"/Y)656[5BKVX7(0HW;-[R.%Q.)SC1B#L[18.($@&_00%8:B M32J!AL7@7T<+Z+[T@AIJXF!,2261-PER\@C*4%0U"4O)<*CHLJ3 YW__"ZU>*

*M$TUOF;#X74WZX70O?5>IWL_(0J

*UX.O+C&N3:C_\7GT8G9CA^85V M-)V.3M*U693!#.I/PY>#$*?Y'I-3,SR_S>_'B2,AO>/"R]-Q@-^3X?_]NWO? M>KMTK]]K/SU^&>LI-- QS#?Y{S]@@5]Iz:=\K[2%IY>V\6*)\)Y7G-*

>%M?CJM M_,@L:?97ES<7G]__T;>"M;435_:@@[6YD$VA[U?G1Hh/1^.4?4//?JYO7^ON, M<>UHX"lOO%IR]_`NlQWMOJD.CW:.=@_[N@F'NZ]__;!WM+=[6.WLOZEV_^_U

MWW;Y_I[,O3[XY9>]P\.]@_VGOC-DR9WY7]/T%9F.AEO5F]=511!G^OZ,07]T M^R?'"&\//OQ2G2__\O/WWY,SDO.4Y@@H%Q<2X('

MR_(7)FJR/OIZ&]=C0Y%K]XX=KFS+7U;*9=?IFP=NR;*.^?DO.Q_^M7AWL[!9A(>@\MKYM0@;G-YX_9WZFE^9L.GHU-T3RHZ+++#UYOAP&YNOH;)I^*

*M_DOPKV:WP@AMHS^>?\%ER_UT$I)?=FJ2;1W.MV#<4*SY[6?Y_ND!QN=WS]5E M36?>KR_/OS^_*%WE+S:GN1W[XV5+<;[&F:GXTPU?T>)'W_G33]/Q]P\U-U<;*

*M'+^6+K^G%8,=!_/OE\V?D-^XYKF;!G#.#.9T3TSS&%;M=YKI!DB4AL3<>!.H MC@P8,R1!H@I(B%>:N8,9VU!XC_.S#CIF<'76;^M9U4;/_8O]X&UU]+?=ZI+M=F&W];P^*

MRA]C3=EU&WDN8.GOC",,#ZY/SEI=5G6^'8YKZ7&H'CL7YFH6.]M""C M8\9)YO8IWM:3A+__3%0\:KTS68]-SK'D'VF4AUK98LU\N67W:C0N!G6OK_ML

*M7QNF/'98022*Y5']+FDNP@!3A5&(FG,=6@LYC,UP%F2_V<".9C!#V)FQ<(^MWX^C#SO[AWN-'5U,[&)B/\S$GE[(\IF-'<>CDVOMNF6>M%F^#VXT;JH27YXE M*

WX\](>AC354U__7UK.W\833T3H]S3H]R^VTN[LX_E#\GXA YM+>1+S7]I8 M)QMO>-8X61TY6(A3G1TLPHD")DENU1HMD.1U6><)-N+!$;G=)F?F;5K+?K.4*

M%K:Y4S1!0@@N#7_JG7&_'8K\]/?OH'L7@3,%25Y1I4$9D4>"6L5!$+3:\\+Y M:%LB^X?PJ9YDW3+=3Y^T*F$_7/Q-!/[E[X?5WO[AT8=??]G=/SK<2O]XO;V^ MY'ZL8ZO=+\9-*

&X)6HUB-+PA9F4DU.0TNYS3ZJAY6\712N>,0ER>,N-;>:=?H M_C]XC[]SFP^.(nIX+Y+X!Z[&0>4U!0]

M<,LH\9]=G!U;YB4W^E<_S7YC:)G)2.O1_Y](!DFP>7]CFDX'8\^Y]]D8)\ M([B:R<2XX[-)F$XG[;CJZT/?I#:EP\X#DE0GJNH *D@$U!L5!(U1*

*V2^[,T3QV>#9UNSG6XT>Y(12*3DF-R#;K>(O7I,]5=KYZK?]&8;X.V2%S[* MPX2K?YV-*

ZXFO7:9YFW+RA'9D;_O#]N%VM7MR.AA]#>/"=UWL2'44W"U9EQ_#EO5X5GZK8H@O/4#DZFKQ[D2%;SI3#"Y(EH@ MB 1'8-K0/"X>@Y,)8N52L)-JY1XG5X>C(]&OW?*

*I9>P,_>CS)=-@M=N^=8=]-M)]+GQEH*9,R-E355H(53@#A6@3CA FG)%9SO>V-"HS?)RDW2%L.]'B7*#_[\^;5S[#AU K# JOM\] M/9TYA7-*

*\]723(1HF/37%GR>6KS+/WVJ!EX2$=-)E M"^<.WTZ,_OL/BF#Y.E)-PR"<'H^&YX>A6]EUG36]J$R"D82V/CR-5(7G'>4L M"R2=DPX0LCB/T+6@DND-E@K!F=/>*OE0I90-*

*NYVTVRVH4ZW64O5L6W8Z>,_MZ"]UG44O+3-@LX^.KT;#PYRT>`>TU&5KFA"8I@\MR^R MQ9*SQG,<]&4\]EWW(U:'^]IW_DB[UIX/P*

*MZJ++R(R;F[8;D]&@]JOU93O)/ZZG@R8W)"1GOW*Y#=0]/94?[5'UA]C\A^CC Mf%;W ? ><,G8-(;ZX=>3=-WS>WNSA43*R;\RC%G+1@;$6P= MS^-*

*T!:?)5S42M&8L3W+SQFMK#'EPO'VNI69^JCVN_N7OAWOM'(-4AEL=PQF# MF>.:>@C,^IW%RE=A(!T@V!N-2*QP->GQ"V=V61UQWL[*=>/-;*

M!=?!R0\!"TY=LFU/ZQ^_C+X]=._JP2-#>`MT:?LIU#9KY4]#N[?57K,?R=++#3YB3G]VZT6X&55/<3+1H6AS@-4COYCRQ[HDRM2)G MN7=O3GCI-A.OWOZZG=S-M]2F;@JOFR_.UO-

*BJS-!7S\ELC38)8OK<_BN+3+]^N31]*3_%_`>;+L/-0S0/ M:2,32J/*FZ^3]9MJ$A\>US5<$(Z" BKRF70"*[#(,? DH_PX]R"U;_3%4U;P.5;;T_FO^3M0,F3S*P?"\X*

M;80LR==>)/9TFB0P7,Q(3K'RM0C(9OE9-WWGCF@/R-V9JEQ9^#W6?/N-RR'L M#V?I2H9XAL/X=/9;$>]=0A'U?,.^O)512C9GE\Q/;Z;NJ;37-?4-?+,`O@"

M4,+D18=P@1(L;$%5'(@L!NA;4#(;(-S)[*U.6(+,;*E.Y(%:FU1P[FF@NA&@% M+!* FFJ0UA$]XUR"BWQZXAL\&F?-?>V]R>T?PK4?3$X2SJ2[<.C Y&V!D[0%*

M7[>RH9)^+FGWO&>?JD_CT>_3X_:/MY/=$IIG\R'6PZ:+01/4DS,8"'IUTQ,V M'^-7YY?]\(*;G^_\PFRLS"^^X5G/KZR',SC$Q (Y-[\NVURK/-?[U]ED6L>O MY6COWD=

[6&VK'QZ#??.U^W^%J6VVQ)WH-EVBZ1/AVUBM9%ED&Z_R&\&1CEU&35Y=SV&+OG<>S)$;V'GJK(9-W<) M+EOREZHPR.7*EAL1IFQ.@9+;YB'^X$A

f8R4+MLL=G!>5;.:@;$'9@K(%90OZ MO 4E%-!6%L)U0=ABWA5;]fZV;E^W1+C-5^J7;CH:*9NTB9!R0WFC(MQA28 + MFH?$8 K&J C

(BD(L<3PEGIN.$VJ\]FD'H;)9"U'"Y000+%YRQ:4+2A;4+:@ M;$$) :SYII8]'M0]F #]N !3L[N]1F+&[=%?6:3ZQUW&F0@7N+TXU(G)QQ' MT (9(-*

*HC1:UPPD]V'/=S'OMKPV*O9QRVU@\[\@KLUB 'MS\U=O&6;/+[:.M)/@Z7EECD;DGW-8+_1N+G7X&N^^>]UNG6Z;35, MCSW*$=3/!.0YD!F:H:O-("<|YMDB^>+)U R|&?*

M)E1O)UOZF'E'TN7EQ75+Y M=BEQ6;$87()ZHWA0:S\4NWI_'/ZHC^F9[L?.?/:TVZJ2UR'CL6 ML0:** <6I,@-*# X10AQZ:6V+=46'>9-*

;1_!6Z#PITF>=^LHM_F0BS!4833]HD&H!8|.C2)4FUU38-HU0FCXHA]=E F M'"8'9I,&=A(^/JO.AO7LYW_],&D>?29:@P-4GB=?_.&QO_^U501B>G8 ?-,T3 M\R7/_B+D%M%]2S-

*\SI7GZWS,*KC92C)ON%D7F$E>?37ZMO#MFX3FW)Z=,_I% M8X@6+(6K_99PTV_)C\Z2+?; O@0/P)5KC"9??Y[U7LN;\2G <.;3#^7?2<^6/ MYX_UGP9=OKP$^BH.PA?*

P]7BFKW.9T=G)\)6O)Z<#_5E_O35=SN+MGD[>[)Y MK&OVQMOJ/+]A\U5(AL>KT]',Z'@Y#KG,]G.X7&-SL;5?[NA[_'C+6NEHT@6- M_O13(L'\STROXXN@X?

*R9ZV%N90]UFE&?QN MOD[F54]7*7W5'KiNC<9?]C;WQY\ M^*?"'/]1D_7N|;_9_;^UK]|M5P|\?T0)>ND52SQEO(&EO(&I+IMDR6Z(/)M^<,RW&L.MP|++&9?+^^1E[=K&M5R.:B6-*

*7I9),=3S.1O=O5V;W]G__7>SKN$U1G"=HIV#O8OV-YTE?#SD*T7ZQ\W M_3\]IJ-NK2]!C2Z9MK[@'&K+?Q6*) M"=K>T6ZR"[,7=YT7P),6=?(17P*>*

M9HI7TVRLO>WXAC>'1SMI:[=6#W_=6C.?/HI5_^(FZ+G7@,=O=E&7&W@A;2V= MW]"5Y%@NCQYMX>X;@L<34"D]7-<|!;NMQ5XKU\4P>*JR_=3R+-; $DB/L,-P*

M$OS'!*KI_Y_KY$Y,.TB60?@X.0ZA39O@I?GMJM>7;E?|/+M=====CZC+HI/^*^ MI W=#>;,$F#I,NFW)AGARE1P@-H^_7PU#],FIZ-^\V>7(WF"X]

*MMU98L5:*M5*LE6*M?(_138K6\8JME28K[G@T\&$\F4\'KW9_.ZNG7PO$+PWQ MO$!\@?@"\07BOX=X9R;'^^.*(?YUNFGU=C#Z_5M0L0#YW?97%" O0%Z O&]*

M;LVDGGQ,ZYFD!V\]YVU_-W/-1U5%TD@U0TH_O:B7/,GO<8BV7!XH++%!8N[-MR]HC3R9KCWQ,7S.?YD;UKR?N,#))/TQO3OXFK&[11O[EYW]G;\VF7OS^,AA M]6;O\/6OAX=*

[|_O5SOZJ\/^==_\\W#NL#MV>2C\^?;#_9N_H_]H/NX>_OCMJ M+C5SEOAR3L^[#&;&%5M^MZ@'!)N[8O2+LID\&N^G'WW)ODWBK\?7PS.*

M7V<@'XPF9^WMS3]^W=D_VCM:/L_NPT,IS?>G?\[H_B[@\-?$S17.S\;"_!4 M_;+SX>^[11'6'O<._]QB;&2G07*"Y0'-+T,R>##2S'+>>CI-X)D/:?SP=CUSP*

M9HI7TVRLO>WXAC>'1SMI:[=6#W_=6C.?/HI5_^(FZ+G7@,=O=E&7&W@A;2V= MW]"5Y%@NCQYMX>X;@L<34"D]7-<|!;NMQ5XKU\4P>*JR_=3R+-; $DB/L,-P*

M$OS'!*KI_Y_KY$Y,.TB60?@X.0ZA39O@I?GMJM>7;E?|/+M=====CZC+HI/^*^ MI W=#>;,$F#I,NFW)AGARE1P@-H^_7PU#],FIZ-^\V>7(WF"X]

*MMU98L5:*M5*LE6*M?(_138K6\8JME28K[G@T\&$\F4\'KW9_.ZNG7PO$+PWQ MO$!\@?@"\07BOX=X9R;'^^.*(?YUNFGU=C#Z_5M0L0#YW?97%" O0%Z O&]*

M;LVDGGQ,ZYFD!V\]YVU_-W/-1U5%TD@U0TH_O:B7/,GO<8BV7!XH++%!8N[-MR]HC3R9KCWQ,7S.?YD;UKR?N,#))/TQO3OXFK&[11O[EYW]G;\VF7OS^,AA M]6;O\/6OAX=*

*f

**3M+>IU<_3);EQYIWBX4,,4)%7VR^#1E&CCU-# ?<60+?:26"=%V"XBH &+)"'UP9'8^ MU+UHFBUST@>#H?N==6 MU'2CP@0E7Z% 5(&H!8C"(5 JK0.->VI>D&]?*

*#363TYSFT+<@-3'^RTJ((-EI>B"FY6!5(0B8E&X#!+L*Z) M A-4PG9,*8N!1<5T6_U&)UD&P^1@N'M%!@_BFR2!;6?LIWQ>7@&O?A.R%^#% M,2-*

6)7,T$$.236IH)^&01),P*&AEG@EAH@;1LL\Z6P*N,$BF@50C99]!BCA$?`M"05D<+>8O*{C>4.D+"22^.C;*+R;6&L<22,OCL+TF*ZWF^8/5|5M+|8JL.AA)(M7%982L/D)]*

*PN>0RI>'TMQP#,[4(V6%!8T'(@L%(=<)(9TI0?2CU3"G*C#+#@.-B@&"}0V##88&S;:>S9 M$O[>SW.N.S;[!:.LT_ 88V.*PSM&R&!H#,GD!*%,@DF'#!A/$1C&B4>7MC"5:*

MK86.ZPN7$^L+&FICS"/R(;$A6'>(J2:FB^AS"3:Y.-7-?CL>G;Q.OU3+&V)XTIPMIP4]N2D\$FK1(,\PIYT,ZPYW-Y&>2#,<.>Q2'I'*

MXCGDTN'CI.KF)X]SU&A;G748$UG/\|>2]U$0N"#P4T9@SB0GR. $N40DIP0; MT 13H,G#T!$;+_6"4J)\1+MS!.YR[$]'X +!!8+7$H(|!DEIJ3!8.I"H,5.Y M -6X_^$2^'&73$[38AS

2!Y.S;V#1I+E+L@8E\1\4D;I08)X;0W$",UP'SD M8)110&(4SFB)0S#M1"LN022G.FH0FFA@29&!X3X"#9Y2GX$E1Z-D'822K6\'06GH=M.*\L@/T=@Q0GH>!BP<6-*

*QD5F8T*_&$$]%9 %C<&ZFUX1KK74W.+%(;;+!)]f MP$6]"RX67"RX6"Q?5RTAE.E(H%(&!$1T9RW,XJL"US4!1<+ M+A9<{"^BQ/T.;]74<=[>(U//L9XU4DY,G*X\#L-*

),3E<#1XW/97SD+:I^?+R1^RW MB2WX">8W_+ZV P_I7O7P^]S&9R%{)S$>FB&KC:#].YD.C{+ M4XHFR>_.OK.9!E^92?4G,_[I+\Y,C]L%&/U>'0?_J=2/;ESY=9OQNA+>W I*

MS@5&6<7PQC?0G.OD\R_32+_MRSQ M>:Q9?G,G)GI^"&Y@)I,Z)MKGA]X9^B/SY;T9IR6U/H2FP_.4=17&DGJX;13= M/'CMNKS(AR PDH"" X G,A*

*0CF8+0%5(QLH#UPD2MI>?%/(WGZ0T6&"?#DA M+G!7X*X_U)04P@N"DE'<.T8-(E"WG.=T MG=QI'!5KC"#8Z'<GU+FC2VFT6?=;0F68>S M7)^"-=EU(\$284Z_\W8T3ELZK-*

S9.+&N^UI-QV8X&30\71G_K(/)M DP%WVT MP9)6U-_M>>TT"B) RY# $;3.;TD1LDL%X((ZPT"Z,2VHS]S@7T]5P^C(}X MSAXPJYQOPKIS(:O[87H0LS(:C9I./IM-Q;*

<^FQ@["T:C=>(?J<%+9!@M.0< - M(>1Z(."3CG,8$14EVH!1R6YGD5,PQD?P2BJ44]C%8C?Q-H/&CXRO=PN!Z(T M+)<02*

'<)PVX79>8)%0&A9@8#B>XBAC"K912KBDD_L#DW"0D M+!9G_<"G"(!/VN(,2$;)/ ?L(@6FE0,K%{$0D&'<<,PI{C*P_"0L3B)*#E=) M=%YQHG/.VO%*

*NQW7.AR*L,%24.!L M0PC9"SBC)%A!# 474$QPI@UHYP5X19"OP1CIV$/BPH\&9[^$CS\)XQ'F344 MP>15@;,"9_TE9"_@S!+FL,44N*)SA1-T(0# <*3Z97.LQCI0KG8?>*PZV.=*

M;93361)YUS!^NLP;=$@/;"O/B4NGK>TJ[*T7?!XR>+=9#$KNN:62(#D3I/(M@02D@=G(0 FDP%/FH[&,R["09=9F%N_.9U,/AGE=TA.3I$$.@SL;U\,Z3!XE*

MB8+V6R$5R.LW(7L!>8PPPS@UX*SCP)+#GX\,>C",!*50H MB-=C00#"\;,#CR&BL@=@"0##;::$\1;"$@3#R)4EJ_8.2UF3>[7HA',FRIO\&2

*M4B!O0PBY'I#WI!.3(_*U$*1T63U\P-!V," ^^-EH)P@EWL,E-VY8!ZQSG8 MFP2L)3-VO>.Z><3UV7 DPX$+6S\-(=[%>0NR+T9R-VU>V(BBSYRB##%88)[E?L/$@34T8,2T*

*M]6BAD*_-"/?C8.M*D^76$UQ+,*A@:L'43C!5)QPDP5C02@#M@0010&A$P3G@L MD324^"YCZ 53"Z863-T04C\53'W2$0;*M* YQ4-K9//4#0K)AF40/0Y1,*-Q M.R/*

UPNQ%V<,)0VP'V-\^!T#]\0$Z=<^$"\TFIK!=^/#Y$'XV13QHB-;D2^R M3;* ^-=%9 HE'U)*K;^M_EWU8#X79==!<,QE(,S[*4V @8>6&# 9+A10.>^7$ MXKGS$D'S:

[19RY4_N,LV2K?R2W$E"DP6F"Q^O?(@S'VDWA*0-O@$PB&"DL@# M%LI')70@MI7\\59 ^&Z).UW.YUM7,"X'D065"RJO,AYC&!$)\,!SE7LVR5;,F_[A\6/DIU_'?W>-?3_U,/=^TW\YM,_)Y=/LTI-T[-N/P\D?,MHF*+FUE_N3/S\BSVY=Y5]1N;^'7@G0"KZLMK#P M1A*U7ZLM+++R!1.W7;@L+;R!1-VFUI='A"AR4G\VD=B4.5^)P/8G#==5U$1,G0 ME'G@W!-

@ACE02C! B$5-$(^&+QSS+I+KU6&PWKX;?(^C IS,$1XZLQLOO M^,.IF8;0)=PY">-$MC>CP<"_)\U7+B)HZ'(@C?P@;H:V=3G&*,<8!3+?'91*

M+T4UXR820#++72SG+04L50%..#%6&&3:R))Y1/CD)86QP&>!SP*?GQ'[5F"0LU 8\R :T.\XR@&O)#IO4RRS*/!)}YF'4Y_*//9X+/ YQK#YY-. MHHF82AD< 4,Y!^85*

X,3J>M)8$&AZ+RB;231= G.=YUVOLU7UJ}]?6"Z]'Y< M[U#WFW!PEOB^Z,NB+WNB+SO6:$Q13U# P-P2..9#$9I!(@81 47/OB%CF%M M!+OG@ES"W<7A*.!. /3! BBE+B*

7+"!,"#"2+7N1, ^RI3U;_5TXZWD6X>Z4 MRDO$I@!H = "H%U8H,9'IIP"+;4'1I&8];SES$4G%;?%"M5(=^H@ BK=9AQ,R M"H 6 "T NL8

*^J1#WH1H;3570(BAP**B8"*3@"7&D:!DJBZVOVTCV-TN/)> @ M}H%$O<_SN_M<4/J_508%7YFT$O,IV!.*)%

XH!;RWH/? M#0NY81L6HK#$2H*$Q3X;LD215!BB0"VCB3">E+QMPRCEW!G>!B5F#X1$B@P+ M!'DNK(C8*4?X6@/H4BN^Z3I WS!(;1'YYFZ,]/T]^%(>,R*CX/LR\H3&",(M@(^ C]OB^-XI&3/,2:D3XEQ(!:EWB#!*M//>"N=ZP<=2B.Y\,LISWKS^?5[/ MOCRL(EVJ/\>_AVGDR(3FA+Z O 1\!'P$?!Q,_@8%&;&>*2[U+Q[60PM.(?"HM9H34V1N/&&F-M==14FL#4;?@U07%IHD2!8Y59K2'(41$$!C-'HJ,64]$G_-YSXPWS0\/A+;9- M+.9A<$E^ +_[#K;:D@C!/&6<(0=T;7>1*:9D@FD<60B9/)'15H:0\8_*DCT MB#IK,T!2E3U_M=+<,-&%YV8323=V&AFW4 /R!X'<#C43H=T(KB)MF MWJ8CY.F)9?:R*"-GFQBJRY$=-*-1//$Q/0 E)6,!HY "1YPGGKDS MCTAAJJ)CC%N[MF.&A1!1XG]21TB0;MUY^+?I:\N3AN;'G#AR<>;&=;|: T8!#@!C6-8+R'(^T 9#MF MRO9@#0 :0#2 -(.T@[2OG_V^\ H M\H9)K**Q>5B$@I21"G7B$3@D9) M*,.]YLS*L$T2>SC<=?<.9^VT;7B$MIRMJ#X%;D$TP%$"0@22#M(;XSW@*1] MB-0(W(*ONP6,2V\3UTBZX,H1T$$QB16(6Z6C)EPH3_](;9^$?\Z;V45^E>;# MY"2$/NSE=V2=7@$?FDQZYD=M>Z!N^C'>O(^_S^LF#_0L3C_5/G;^O/OH)Q_'M[5U:UZ(O)X(=MAJ.K.'R[H3=D>&"B_7Q[62]N<5Z'^5(IG1RJIZ.1FW^P2O%@-NLHJV MNOPJ^E'^YV:EN-_RMS&PL-]?IY'"*KL[>O)]/\R2[?^|=*Q^%C2K^]LQM9 MW$Y[+KM^9'GL59N"#IE20*&!0H.T@[3#>$':8?5AO$.4]B'Z?'L=!MGKHS-8 M:\^T)D@3)1!W02;DT"",.EU:5*V&T?34D;0E*T- YGB)\19?2M!9CGCPQ-M09*U]HM7CMF*LU9!EG#]X\.V0 FV0PD>?/#@+E&Z[R[+;L[;#VG'C3YI MU;/1I&E^]NJV7UKU;!QGU215,_OYI^:?? $ZO#,$)W4*Y=$8(-V-[/#&Q[(Z_#6 M=,!# W$=WIH.>&@@KL-;TP$/#<1U>&LZX*&!N YO3?=V:)O.;VU'48]#?H\N MROG C8#%[)29Z.ZS>F-\.WZY> ^&;MMCV(EK3QFY@ P&VRV"[#*0=I!W&^ IH&E0FPX64%3J:1V%L40+.(V1F1U(H@E)V6DH315ZB-_,7L3 M;UIGXI?1ZO24H<.#.D#(4 ++ 0(.!!FD' PT&>C6;T*=O)&,H.>T03^6 <$< M4:VO\)ZZ_)P^L@G!0.] *88?+%D,I=IN!4YGY!U1_] E&X(IV1!V16NQ4_+ M-W:S1RUP,-"9W94/T'G0&= 9T'G0&= 9T'G0F6W&QW912W9!(1:#WXT8VUZ? M!_;"&FV+K8V"W#AT>1W0>QMGI^F#_?QN,BUO=C*;36LWGUDWBA\F[^PTOW_? MK7;%!L\/[R:00]D1 &\ [V&!MY NX8+6.AB&>. 6.1L(XLE$8;C"":^U1G_(M]@N]_Z"[\Y7W-[1)9N?[*T8OBHHI@RL)*/$[B+.H11 M/% K>=#V9\2$8S*7D<*B#,1D.6(ZDBME0KF?\OVW9,,4EMA2;G;+GV_1+RA18(0T 'W!I.<96& (>8TPEQ)S(Z4A/=<<<(Y<"(E-S)+7KW&=X/#2(?^C@U_ULR M2=IOM]VM^SLDHGWV-Q]WWU%O>G:W<^L78DP/'NR'\UA97TZ_VO&7>ORQ&D!F M^4(IS,_2HT_IG\]116EG78M-_+'YV,[#_EMRA&#^ JS^A2O3E^4#VTM1'(<7EY.E.N\]C2,[S\5C?U3%S3_D:>.U^W.YSEZMD4OL[.MX?WC;G_TA;/E,O3]^^ M>OWV[/6K*G[W=OK+FU-%=V>"\3'^RJ*)R"LYLI=-`M?-[$3,\R\BRR?U<2B3_53>WJ47:/GB\_?5>*<'MSR8\U5W]9-9Z+4736\Z]?.MN8X?8V%^_#+R@$O(L2!Z?X\;P* >G%A^ER+WS7F51I,_MFBI-)Q?5Y#)F#[CL7Y0=NT_UK(I- UN#[TJ8>-,8LQO[T5NS'01\O{[UKMK*3?9BW'.8N7?ZSM,-=XNI;#N%,;VGIEFN MF-392$<5LIJ5:.WA&,$M:)E5JKA'$M:-(VL0<=AY:H/ MW-1.37LWG>37Z;$1@MEZ(X2-"O03-ZL!;)L>D)\NO%O^%QT+PZH2()&88 M<\:\P.B*#=E]&<,X9U# (FN58W$6&C*,6)"6L2Q,LA(9Y"+E"6.)8L6]X%U]SRH M<*04'13N;.9&V .#1*L\EY;'_.!1OM(E$]"R0MM\[>JV:2.QOPG7X]B-,[- MH,N?RR]+EE=U.9U\JLMNH?L"<2CPX _)@P$D96!9;9+ M-35*.VY5'VQWJ7W9B+RYTKV3HGIOKC3O\662__?_TI30%P=N4 "L#GTI:PI6 MSGMF-*>(;EG*$UN*;+0*I9 ",.S[%D$@?K'=58'7'5JJFZL#Q"D*\6R' OXWS M'(WR&X;]I)-G5S2;>OQ3E;4KQ&G]J:W.TI0Z0_GQ4@?0E@NR374>P|>R:5J/ MF]ET#A1Y^ H)5N>&U1&2L:-IC-AG9UG!36@8RDI"%6/#$O11HKXD> MK^KD:? I,5\)V_/%E4<:3<7BUT+V^#O4VE[,W %B[SHTAA/R0'(KLZ)6 <9-EM'#CT:34@\W>7NC2 M*" P/&PU V.R:DR"D<%RX9#4)K-? 8C#2DF'D%0DLD3R)>7,8!K@:SE'L/5]LYQXXCPSYEEY\RE;+S M3WBFQ%ZCJ'A0G,@,@KW$F3<)?P/2%7N28^W_J'] M8I@%T;=`Y#]PWG=G!=A M7L;=P3[MD;*!? 7IDG@7E5H@HD>*4(A)*JT%6ODM4>ND$X=;W1:>;HG^XR M/O5%@7N"+'#^(8f\Y*RW]1",G.VZDUY6*JO5U?/O0#Z\ /!WZ4@X4GA(S MPDF5D/!,(2Y[YC?*!20YMXXR1TA,? 7#;C<(3A\0("-N@=""^^Y5&FZ(\61RK M^-G'9I$&#)DE]QD

*M.YZAR=!D:'X#FMX'1&<%R.AC+]:< *OQH(.T+1.N0P7H5FM48E=!!2=0U. MTA)2M@54+LW6%AL!=XN@]1Q#DZ')T&1HK@J:(J+4LB>#++!OT 1/, =D.Q58. M3" &MB5?B/.B9]:MD#1]W9!&"BD5"5E46TP5R@:<'F@:9B;[A1FCC-&U8K1& MW[QR4&2/63+6 BH=0'GK?'.%_EG'!* :16HD*N-C;5J].G W^4+//!VQ"=B*E *#@L50ZB'^JXN>BR%CE% MQ13F$:-3)2D(S@@P16:ZVGM059K.1+(U;E.MYR=BL^6<=SX?/%.4*.&%$.K]LVS@ M<\&WNY33..3&.G7EYO {GLSMV"?!UE=S0G8N:R M.UO4PP=%{-/!<]E=U@Z6#]X[Y+!TL'E!QA6#IX"(6VK;<9$=+K*S8@AM MQ[8O\):3U=HWE&\XS>T[9R^W:[?4S? VHR%]GA(CM;09V!QCH^NK7*<8P? M%/#/.C"G&Y #&1@13M8*&>\"OU3&55O}>2F?<7/:).F@^ES &.\@82W05#"Q MMJ2DJML3\!O5FL^B[4P@+U-MBX>4J;9"]CG1@BLQ@0Q*@VG"0M0E@"ZHG$^J M9EPZ'58BVB9C(XRU"":,23RF]"L{IXVTQ6L@MRDSF)!?98:IM_9 RU59)->,< M%=Y#")U0RB1(KF9 WX01.?NDU76[$;;BE+Y"E2;3?H==OR-UKR5G2C,Y%;-% MF;V#-TPUIMJV#RE3;95'3DNUKA0%05=![NAJ0*DWB[1.A' M2VO .-7H&FR@-=K@4"H5RO9033TQ&:UQ1AROJ[.0RPPEZ#S9!KTDZ MQ9HR"$W+E(E%0+ &20.7W@:1;?)N*5^7T*I5GT"6XH#X3WJW\@{JU]2<\)N M4U(&Z=-L3=BK!+T.388F0 .,T+1!>H%1=B>]!B."[RY8#46:UJTK>!2]EA5 MQ02K9.(A2!;K&DUJ?4P-#EPB+TA?<(A>LE)S5G*)T&1HK@R.V2!:T238HBQI MC3E# <((43T'J9(K.IVZA\"HTA;0"C2O0I#2DD\(FI;Q@ U);36EA+!%FJ81 MS$QF)C.3F;DJ9I.*3EKA,C.34;4A@FXY$3.S M #2D=PJ==?:-M-6T134)M%SSKMA>09/+YW#YG*U>G3B[[J%FURU9E(I%@$W! M@8GT3Q"T]C@G0:6]5+86E*6I19D&8OL8!I!GLE=S7XE3&XIGUTV[-4R25A-8K,YI6%,22 Z#P M(:IJW<##:T%WJK;H'2%71UQM\/09$&CDZF)+$T-V\/0N%FG"3.4&EFA-,5 M_D%&AGKBJ4;WZW;>HBNLE>,.5-'E2GO<>7*8P? M%/#/.C"G&Y #&1@13M8*&>)\"OU3&55O}>2F? <7/:).F@^ES &.\@82W05#"Q MMJ2DJML3\!O5FL^B[4P@+U-MBX>4J;9"]CG1@BLQ@0Q*@VG"0M0E@"ZHG$^J M9EPZ'58BVB9C(XRU"";23RF]"L{IXVTQ6L@MRDSF)!?98:IM_9 RU59)->,< M%=Y#")U0RB1(KF9 WX01.?NDU76[$;;BE+Y"E2;3?H==OR-UKR5G2C,Y%;-% MF;V#-TPUIMJV#RE3;95'3DNUKA0%05=![NAJ0*DWB[1.A' M2VO .-7H&FR@-=K@4"H5RO9033TQ&:UQ1AROJ[.0RPPEZ#S9!KTDZ MQ9HR"$W+E(E%0+ &20.7W@:1;?)N*5^7T*I5GT"6XH#X3WJW\@{JU]2<\)N M4U(&Z=-L3=BK!+T.388F0 .,T+1!>H%1=B>]!B."[RY8#46:UJTK>!2]EA5 MQ02K9.(A2!;K&DUJ?4P-#EPB+TA?<(A>LE)S5G*)T&1HK@R.V2!:T238HBQI MC3E# <((43T'J9(K.IVZA\"HTA;0"C2O0I#2DD\(FI;Q@ U);36EA+!%FJ81 MS$QF)C.3F;DJ9I.*3EKA,C.34;4A@FXY$3.S M #2D=PJ==?:-M-6T134)M%SSKMA>09/+YW#YG*U>G3B[[J%FURU9E(I%@$W! M@8GT3Q"T]C@G0:6]5+86E*6I19D&8OL8!I!GLE=S7XE3&XIGUTV[-4R25A-8K,YI6%,22 Z#P M(:IJW<##:T%WJK;H'2%71UQM\/09$&CDZF)+$T-V\/0N%FG"3.4&EFA-,5 M_D%&AGKBJ4;WZW;>HBNLE>,.5-'E2GO<>7*8P? M%/#/.C"G&Y #&1@13M8*&>)\"OU3&55O}>2F? <7/:).F@^ES &.\@82W05#"Q MMJ2DJML3\!O5FL^B[4P@+U-MBX>4J;9"]CG1@BLQ@0Q*@VG"0M0E@"ZHG$^J M9EPZ'58BVB9C(XRU"";23RF]"L{IXVTQ6L@MRDSF)!?98:IM_9 RU59)->,< M%=Y#")U0RB1(KF9 WX01.?NDU76[$;;BE+Y"E2;3?H==OR-UKR5G2C,Y%;-% MF;V#-TPUIMJV#RE3;95'3DNUKA0%05=!

*XB;&*UNRRW;ZJ8(;,.P-MUBN[;C!]]U#HN5Z^GYS%4<_/(F4!)^1EDD@@9*-)$NUS#W2HB%0MXC:6,_M8):T3-HYK\$M@=4>TLX:E!G//+5!8.XO]^5'?*

QK#!I_I:5%;$%5WI9C4"> MUKE;TGY(;Z(;OQNTXQ&T%O3W)*/M"33AK_VA__.)H*^GN?=VA$H!VXLJ-R(M!&W(7L79F(&IZ8:S^5QD)MNPE$6H^Q/P(:NKU\,S:.9%

<=G4RQ8PSHVG#&[XY]C!=Tf.#]F,K_D:QZ_W#ID("@?7WYW5]NN)7L]C9RK/23:&CM MWJ/L'RP'M_C"!QTXVG_^PLT!M:<7?CO4[LU/&\IOG#:\4Q&-66\3UKH M8CC-?F9]GL316?/+5\)UL_5E3VLG+1W.1]/?2#TL>=_5T<]+T8!IG&<AT;(AZU1#HC[F**E"'HQ9O L5^&@T_9I\AX-C_=M3D08[!"6 6QO9I0"F);.M S:',;A<@8&/4'<&*

*(6L31HIF:(T(;&DULBWE=;6,4-0U,(C[KU!AG&#F+56 M.Q\MCW;'SA@_,F++YT)(8LK130#I-MWUC**DHNBC*TQ%T7T8DST3 MBF>!HCA@(ZDDB&&: !$)N*,N$H2-*

*<%%3%HE;"WK$[+AV3B/[(P17$]AD1?6 M4_C*R'5VSON@Z 9]T0]ANXXMW^-PZVZ+H.Q\+/ID.+;]&G]^-$+4P]O.?(IT MJ%NQ6Y&HY"*UR&L3$;<\(@?>/#4!=E\@L^_^=*

(;GS;MQ+5C.QCW:+!_T.0\&"Tl:D:IIL_VJ.F-;$N+X4V3 M42ED! T\[?E3&(A^OSP"FOY+_!SI#6U!*+88R%$@=-J+(GVHIT>24V>5%H*

MUXZB/V@DY\.47]6W[72@0G,.LK[4ADOOS+A3?CD'G1B&)@[R/>ODND=3^>CW MV^E S(9E^N0KQV19/6L9CJD6_A8':1;IKA9!BJ,1C'@6#OB^$_G?^M#:5VT; MQ_/TA-

V#1?/PR7NR(!F^-$5A-D5^>8K.\Q39,D4 3-/B3:">GP$!.@ "53V; MC">V#VH\"#<\:L_M8-/<:.8TZ_#4$C!_F>IHU^BD/ES<.B_ H$1IQ/FO[MXJ;@3!M77I2K5T*

[H#6]$(L^Q[/S_O B1FC9N#>*Y=DN#@!9QJ4DAP<(L-"^-M:X IHV8O].P(&G*\)P)X37$?,/&E7(T'Q -'ZMQ^BF@P#"\VF.]6]MG\NVP. M?WV!V,O4CU]1@,$IKE0NK#$Y&

[P,O18M0]%_O7EN0T!K-/2QGZO:^QT.[S[-MXH\3@/QT,7MAN14!BKXL$Y.3?/8I!;/+GN%P28.YM?;VER_WM4=P"<]@&)I&0 ME5DL'M=\)YDY'EV"E-

\@@B\|FCZ:E559_@"!MOBX3W9TRL DZ]\+VQ]B+!=EI> M87G.9[-8'-,R8TM2L#:;FYVTW7.],6#&?OV?C\V!QJ|?Q_CUI?O3SX>P1^O MKS;D!I;Q\OJ.WGYL3CXT?!Q_]

*<>;=R=OWS2O/[Q_\,]Q^[3QP^_O'OS*G_] M\[OWK]Z_?O?]E^;C"7Q1QNDYC-/V:,U^GU0D,Z>@9N8'<>F/U,4JENW9K(BK#EH;C1%-SB$>'$4F,8(2=DF[M(*1,_A_LND-0S]&;?*

@/KEL\%]MMGZK"^A<0/+UVTA]?Y[\%]Z@\=:,)#T%48 MJ63RV$U@&/,,T_S_AZ9?W=R^ "GF63RY$U8/\&PRJ$>ZV:+MA[,U>UE5-VDT/&LZ/[>XP.",@GT=-+*

*[4#/87"R\XOZ%[^\I+YTOP.WO1V "^- M<1MA[6Y3 E>M*0[LO!==I[N'P*K9#CPL])N9#3]N_GX:!^ Z@P,,Z^GS\]$0 MUL+PBM7.P+#VSF*

"VO+PI5[I/_'C3IU;>,5H./ET6EXU:6,7HYB) MZE)KEV(670@!V@B_G,-/\V#(=$266QV_PEIA/&WT6DO7VY,%)<<-VSQY^4'Y MO;WQ)#=VY54@O7E!@N :D+%)?D@3!Y]

*]HV&W1BEQE2QOG7\$4W,*_E/3+]$ MZ&07;H\W#4#22mtZ;DW? -^-> [#LY7+^.(\!R/A.7U0KMS0tL.X*D/CI.#/-MZ: LFI_O*6&&?#*

*(C89_0AQ_-1F.IT,/*Z#IVTHSNFAI>YM:H5-$O[J2960F M:)LR;X91.:,$L%E[AZR!U1RFUA.RQLUXGTJ6"T1;JD_Y:A#^3PP-/I]>S55W M4;[SNL*5S;2/,;P:W[8+_R#31=-*

T306@=8;ZO7:,8K\L)0MP@0[. ^9-75DV7 MK? M_XSQ%K6GZ\DIPN?,C0W# 7X5F+N.BWY%--RCBZ-B M\>#Q9_9K[VQR-HN%7U.\]FY^_O=[(T>];ZBTUZ YKT /%:*1Z? Q_=&*

*(^X) M1M:QO.WH--9@[U(CS/\XR_PWPN4AI/17 -!7_Q.(\< S^:@*_F%GlV!J6 8U<#=B\3VS MVU9BIJF-X^) >YAL[SfELA,V<[_+H4-[5Y`>U1XMHII<>/!LQO'BREDK\Q/] M"*

(8.'GBT[$+G*Y>:-'7JES=<ORN?R,L?\QWM&+R,4[>X)?/6A+_ M-8'NST+3R\[_IHHE?>OU^"2S#Q= LIV2#A>MA M#)O^$##HPRI[P8N;+5.6)A-7/8/IU(+8M3?.*

*/EB8S=7LP9V+#)[G;>\\/WF4 M3>-&3[/7.16BZU"ERO[PVN4GX8:Y7AK>\"'X'Z&G+=L:@ M9*F5P0 O9!Rf[82V/!X+\Q#=MDO?5O:<-5]LFOW#+?#,+9%,$O,JIOAI470*

M\G9MV88P!+FVZ%T9Q/1GFMV6Y@-_`)6T+;,X?=:+;=<-Y"$,"J M=!\LGG(+V.+LWU8B\:F/0=LZ'M% MA,K"<';GVHIT>24V>5%H*

QCHT06T%42^+)%=QG90JAF87(;B+$Q+.CR%]&8. MZ5E\EL4J V_I=18J6"NU<2]\5R/\0D5A$1IRO_H7'YS\H8/&'W/P(^O043.(MXQ6I?

$@T<&V]B8GC3$>!F",Z'[>/R]\O$5>_F_3^$!DK'YNJ7GLU/1-.SW2[\"L<>-0'G. MH[*TEL)2%'40E2V\7;BDVL4#M+?1WN)B$+/#7>*6IZ>CZP9#L89+U6-?/!RK*

*MG^:,P.S,V50&UOM=MB^G.XFY/7EC$9]?+T>PO(?)[C+87W:O.^P8?S^[']N:X M;_:^**-8)0!G9:RJY>2M3_WYE[GDKZ8W7%-&O8TC*&\38+W6_N-GJLY)-H*

MZ#UO8\=TFQ.OHS+%Z[JX+P7F#KZ"WFXZN,&RZ8\Q' \X8!{CF5.O:1>\UYZX MM-2ZZ \3M^,^TG5%51=K[_Z(WA2?Y6N^BKTWXJ.#T5<=U@[,,=

*MBLCS*OBW<9(+P0,.B@849#[8*W1$UAI 'F*BQB$E2]3EO6)F\R$S;>$B"_<8 M)Y#5*B*]G5!6,FO9%7R7,T^UI">O;AAOJG8(D8]1Z&^KPKX'Y4HK?E7\VEO|*

M\LY&;!#QD>1\8L@G21/'HK. Z!2,%6HI0(RF24R&++$=<2/A'#42*:)L45 M]NF*:AT[P"_U*%7C]Q"_:J!HBX&B]:-P-5ATWP7X?]#]8VUP/)0(7"/XX0R++G7*3S&XHUNNS#*

*DUF\5?S:&XRFM^+5! M_#*1>RQM0CIXBG@#RC[}++$R(7,.7'X<3N/U,8&4 ;?\"B/$ECN*48GGT*,KS7/Z%@E[M.85V*3)W>;?Z./[TMY/1L/XW_C\ \KRK5AY7A #M%4'*

*RL)\72;'9:::RK;\ M\WY_&(#B#28Y"WQZ%'>5G6U9CZ;YY5EK5NA=*O=[$?Y!7.9@GJ:]+_.+?+_-/ MK%Y>\M*7J)'S%?!UQY)7LMO39.!GRMDEMO?*BW_=4Y-N.(XO?WC|_LN_*

*2^UG%Z!#CH M+;JZH&&<,N]G<2FF8R8O?SU]HO6G=R@?<.OA7-*_'6F49[*_IZ*(+CLG$7K.MD.9"@0AJCK3%#$493*)6,NK(VAD8+2.ESB$L"$/<*

(^TXQ@QD%FEDM>>X\MN M?:[UM]-V>14RIUNI#4<@459&)1B3^";#^G>$?CU,$9U"Y*HD7H_#0\VKO2,O MZ"1^G.MP+_%NVK(@<6^%=N$[QO0?V>#W;4TWDSFCJF4="

((XZ!:.R(C(D=' Z MR."87BMF%W6F>#4.24LQXA;6TC8FCUQBV"AJ#3%D;S11F>N/>#R"}L[6$]E; M&2T(?:H:.O+@YLT\JJLJ-UW:3.*N:?]0;2-8&!RE#R3] @/;A+X.R@IIW\@*

M7(EU(EE-B'&&;.^1)N.E,;K_S]$BUWQUYU!1UT]B0+1UVYM>/#RH,R)<2.UKFR>[+ZO3)&5PN] M['EM"$)KH9>G-6.UT$LM]'+-"-5"+U<5>KFN:,LM6?7O1<9/GQ>18J8B'@ZR

ME_)XS@BIA#Z\?G?<_]NU=!KYOH)^+U;B+3+S,++![+6]^\E9IJ^%/^%1 MF?RWWSOKC;MZ*:XW@[_S"L,'7&RO"\SEOGC:MZ:\SW@[_S"L,'7&RO"\SEOGC:MZ*:XW@[_S"L,'7&RO"\SEOGC:MZ*:XW@[_S"L,'7&RO"\SEOGC:MZ*:X

*95+EA%DG8{(6J-9Y)$&B@_0U(Z_#(NA;??.TCX9C'1!46LBHP-DL.18;8 M@##G 10_;1 MG\8PZ<>RL_%+WM*XC+25MF:9MF;=2*_O -E1MT0?]0]H4[J&H.81EE-/ MG!N'B6/"U3TY68[9;ME]J+'A=+>,-;ON(L"0E*\^-^.&7IJ?ZL({WD7=!3R M=!=6I^U2:VS<<{O.F+TJ"!OUZI(O;G,D.%]&9H\);JYH^5,BK"FE"K?+4,;/ M(W1 %$XJ'1],+J"P.@N7?LP1+!3{BDY{(<3!BY_ H3@AW"E"3"1Y-4DY=/CW\4OJTI4#6I5F>L,Y\";;M"\GHQ&<> OFI-<0]!?U:,]356; MZP?K?=PRI>X^C,!39!8MGLOQ4O$?%/;Z,C-=7'+6L M&:1/,-&NDOMM&! &T8I'10.*GL5./;)(3==#$H"\\ M0MP'6GFMO(L&"ZE76-JAOV)8N\;V-4?U16/(!9LKH(+KE?TONIY?[!3 PF.%%"<40#&?]"(>$" M_) 33DES&107H=9&CC 7A#@* (C7 MLF(V!!2^C^,-X9CDE){XCE3GOGE<3Y^>A; M-2HK!!Y4&RY40,1'AKBV%%6EI(S(DDN@=)V:!%(FS2>K,@FIU+D5"*('+14& MNLB<)C81_D@[6?0(5T+GBEUU2@\+NW831V#,,)E\0"%E*AD)'K/QA*% E8.O M#'-L+8Y@4F0F.(Z"LQSQ&&P).Z!@#,O\6XZ%-2S]]E]M4O]G\ M(=<-&-D0X;U_SCX71>B*#)0:=74%0'OUTJ Z3?JT_<7TECWNVR0<'JR5(2L"'F(+FCP[HLRD 804G*!<D+8&U@A$2"&26# M-X3CM<(TQCM,A5=(;2\0%SQ7&8D"*6[(%REP9>,>;K(+)+1_6W5,PKCMQ%:@K M4#]YH#91,JZC0@D[#$#-"3),)42C!7ETA%,$&8.X)1)BZPS#DFOE7'>.!/7YYE M=Y_=RL-!WFIN;M8B>DRS&H7A)%<=>T2#!SB9V;<9C .U/$Y>E9H]9%3(K9#YF$,7[2$*,&C&&P97/_QB2 F*$>.F25XRNL:K= MIZSL'FP]4K+3*,H>@7/=?:S 78'!L(#;LD = -#!B7DG$P6-&AAJ.4I**12X) ML7;+OO.6MR*/\+93"RM@5[>ZHG-%Y\VCLV#@$>=8N@\ T9S:?(:;&*0D4**W-7]4/+(*R((ZE0]P8AXQ,&BD<-M@H_2*>/7R(@V[/-N;J^2'G&^T\/0>X2<#]^OA,\6NG%->J,\EE)!OZN4QBLE M>_%N";^:^\6YW'8Q9UTO/&^JYG8R\LTG/S>D-*)O4V]V=YEQ=<8?G;O A"-^N76\YW8$:[JEO=REO>'(/O;:G>OW^-.+%(IK-GW+!.Y@X MIESGMWS-HY%;-.TA#._7E[.]Y89[R3'3Y)ZWWN\V76RDY>D;=]!'@H^Y-,O_M]OT^K X_!RG>=A^_<39&WW@TYB\(<)?S,OM2X?@6#EQY O@TPU%96KZ T8BC M?F\0KR\CWS;#U+R)/IZY.&H8.6HHINQ%+?U<2S]_]U,YCU&+/]??Z(^K'QM, M+UP]_;NS<.E'U,)]M?<5G?9"B(,7/_^#*TR4A,.5N+(D.CBJDN<"(2H@DO;.O-)6?G/'=]S2>2N6_&[T5]^6IP2;%Z?P]#&"@&;A8)#'|GUGE=1 M,G;C5]5FQ*5.AJJEX-MI23<6RJ6#$FX0% M12DR"],">61D-+# 4,QA++#,S^.2.9"KAV8Z9BR8"CUT3R.XZZKB03ITY++"0K/, 4-A$&Y^Z=8+;M@/]QJ):7.6EA1_QG@.+>O/F7FF M1#!E:&X8BN]^^D'/6T8?W_IB8_6YTO46R"&*9Z4JB: PH2]@UQ=8[$3PD+?=#^G@*D' 21V>Y?S75]K*?\)__M2U.B7H+]GXQ!?@?9V(E<>/#RIJ5\M@8=L]4U&.YS236*VZCQUHSO/C??9]3 M^]O?.<.'50YO;Y:4-1EX6\G ZW1%-3%X!]I2, ^>?HK*\B7Z]*Z1C]ZVZLK.= MH<,PU }!ZKSL03!%9\6;?U$-^&TP;3 V2'9J<9YAEZM$' 3T'ER7=W:>KO0I MA^('CTZ>Y]3$KJCE?6IYGXV< M!-'8(@D1;^"3A=CO]+FDA@5"+O\I"]"2704 4AZ0\-M"1F,7ROO,X_Z_W4X&@V_] ;?-14SL.WDT0.KZ%,ALD)DA<@[0:0B3C"K4"*1 M(VZ512:QA =M15:>(_7CIXHK:UCAJ (O^=20P89Q@UBKEMK?+0\VMU!I&$5 M(FND:U?N^B_#7&*G!KJ[6*!VN4KT@^MR#?350-->X<\3R*"H5,L,7'TY M%ZD(02/*K$&<8(,T%PX%)9R#'Z)F;P=4IQ.@RJ=1WPW:\6B25V&_MJ/1:,S M.K+]#2W#V!%7E9*@ MC>=X\CNRL%SW;=_W9S\=MX^''3QG6;_H^#[ZKWGV!KN@QV%5';_&2#6^QJ'Z]!9+2 6]C>=ER2G;,S\C. M^2!YI(;$,HZ=ES,&R@&Q:\ [*&LW8$P]_VU(G;1M,SY9A^>Y]_>OOQS:NM MAA6@,,/OCW?@K.UOUR-U2;LC"IL'YM=PX=WO3+:U:\,@ I&!0CZ7A9? Q_GG#R<*O=K>[;FWLHOV'5[.)C4!KJ8I@$;?_6(CC<_PMI'+K-!2D9>W/->0)SZOEMNT:^#7%8\9,AE)O7H8(-*L(4SMR/I[,<8M,OM23 MZ?D$10G/L,_)9NO>5?YV;[XR5!=61#U\ZVK;D(J:PI#*@&^0)4ID1;5UE&C!K4X\96Y;!)_X*R]+_'N"US0O[- MCY-W>0[VPA"F>%/[Y^_1 JI,(5)<>3QL6M,W[PK&#(4&)?1-CLOF8]OREP]X M>#!9?#K9VW>L.7L2[<%](++T32$HGUIF"(5)61 M4U+PEFFJF(R&&4%"#/"=@)7 D"=DDPCGLM1"MY_09RM30TZ+;$\"+%HJGI:"$>_ TBE]]4W)O\M"H@,O=L%F MYO#7*=TT=G->0+?T?] MUF3XH=*#/PTQN!;_N1@V[E'50V"3#5I29V3IDAUT%YI8B+%SA3@_5HN&3B^ M2@F6J-1A#\FQ5XZK2%C6!A$)G.6D-5$,@$E]Y42{3]]=:ZU.2=%*;_5&\WV/M^^W&B3I.U7W4HX7&N*Y6[7BR-(7W1[_/G?Q?P_8I%\@GM2\RIE\.HSH6=8OG'OW M6OLROS/E)67;$'=?GZ_5*KB$98SJI.#P1 =NS"*1M5!*U'7(.2'%#NWU7!(PK M4@6B4I#8,P/S&0)\.U@M02<**N5NTM6^'*LF1P$^&(VV^M)>+C CNF0P[4FU MVL@V"NAU;VWK,6$]&EINL>KWI5;68=N5+++7V=C2$378=?[*>13Y2IQ),?F4< M4@)++PS6"0YB8)7.U 0O9%#M VTA;<\!U)T"+@1)++%:!-#P//*LM<_T$,;> M]TBP[E:Z8*^>,\|(WNCIG:CGLIP&-O"IQTAOK;$&V?^,/\UW3_=ZCKQ'RI%G M>XZ\Q!5B/4=>?<^3=%T>>N!E'GGR"'GG4EW]O&$%-8@M.R07]3S / -QNC!-M8&K:VHRH[5)'Z--@FZEEK=>Z?U\.JR5TIR31K/'P.RMM4N@/%.]DTJ7W172W!+@>?#,"ULZ:&% /7CI8L)95[9'?NVW+PEF?O?7Y8!)A56=-@&24,;IR>2;I%U"_&.2 VPSG MHR7M%$[DSR!GDP6\55Q5D*ZE>[[ZJE:2[F:-^-*&GU62WWG&]]D]:PE>% MO'Z8-F7/:[FNW%UX_%FS9BN_45V19\/G@[___MMD^@E>^G75)3_Y\3^.!N^. M7QT?P<]3*>_S>]'@\]_?0T?3EZOK>_PV_!?BV)\EF_SM/O,]_G*XR5NH:._(DJ_3-8%-X3#R& MO?@)]P;>)DPF_Y@NQF/_0*:C!8@7]#6X-GPLKG VR]U:TW=;+W0ON>O;(;$[MK()>_E\FD_G@RGVVQHJSA*F[%DW2%[&S2:.O/5=M]F8=M$;K>"V0.P(I - M8EWS<>[Q3W5762E/(4034^%YQY6.20,5+=0- RP_#U!"RG*4C_*_>3<V M.%%!1'(8_ 86'=/[L*Z"'7*Y)@)BB|[FJ>!#)Z;/:-I95=M9UB&$!M7(DR1LW7)")K\VI]8T38Q6R;\]+K18(\A: *(\%)3{G U*ML!-$Z M!<:]D-:W.L]9IUF25!-M?.TG(T@HS!(.#94]^6AL^Q![G>'YO81)5V1FOE=%M/6%WLM7 ?;]&:C?NE!K5QPRZ/4M?$E--&Y5R0O5Y5 M1==VN*)"6.$XGIEJW.$*?DJ.F!R3RB5$%5OU&]]3RI-=!/Q?RXE[UXE$8)\Y M CM5.F&+-9Z?WY(L)L82,R2Q7(A,7A/>],08G)2*>K"6RP.VQ5V-ZN;(f,< M<0!^ 0,&+J_;=XTJ"=![[KLGP\M%.^A7QK!J+P=;+;Z]CZQT2FIH\U/2B M#A+/<@\Q>RXJ6)VSJ`>U*#Y6X(1Y-%-#6@]-Z^G8!BY,H[M0IY_RY'X_RM\'|_!*=G+^'"X\&O&!3]^_'OQ^M+-D'/7R\,F&X'0;>^ M\.>'5\V7*@W9YBCB' Z1;F$|0]-9%>K4V K#\5&M=(_[^%'E*

*/ZZ:&%_/7CI8L)95[9'?NVW+PEF?O?7Y8!)A56=-@&24,;IR>2;I%U"_&.2 VPSG MHR7M%$[DSR!GDP6\55Q5D*ZE>[[ZJE:2[F:-^-*&GU62WWG&]]D]:PE>% MO'Z8-F7/:[FNW%UX_%FS9BN_45V19\/G@[___MMD^@E>^G75)3_Y\3^.!N^. M7QT?P<]3*>_S>]'@\]_?0T?3EZOK>_PV_!?BV)\EF_SM/O,]_G*XR5NH:._(DJ_3-8%-X3#R& MO?@)]P;>)DPF_Y@NQF/_0*:C!8@7]#6X-GPLKG VR]U:TW=;+W0ON>O;(;$[MK()>_E\FD_G@RGVVQHJSA*F[%DW2%[&S2:.O/5=M]F8=M$;K>"V0.P(I - M8EWS<>[Q3W5762E/(4034^%YQY6.20,5+=0- RP_#U!"RG*4C_*_>3<V M.%%!1'(8_ 86'=/[L*Z"'7*Y)@)BB|[FJ>!#)Z;/:-I95=M9UB&$!M7(DR1LW7)")K\VI]8T38Q6R;\]+K18(\A: *(\%)3{G U*ML!-$Z M!<:]D-:W.L]9IUF25!-M?.TG(T@HS!(.#94]^6AL^Q![G>'YO81)5V1FOE=%M/6%WLM7 ?;]&:C?NE!K5QPRZ/4M?$E--&Y5R0O5Y5 M1==VN*)"6.$XGIEJW.$*?DJ.F!R3RB5$%5OU&]]3RI-=!/Q?RXE[UXE$8)\Y M CM5.F&+-9Z?WY(L)L82,R2Q7(A,7A/>],08G)2*>K"6RP.VQ5V-ZN;(f,< M<0!^ 0,&+J_;=XTJ"=![[KLGP\M%.^A7QK!J+P=;+;Z]CZQT2FIH\U/2B M#A+/<@\Q>RXJ6)VSJ`>U*#Y6X(1Y-%-#6@]-Z^G8!BY,H[M0IY_RY'X_RM\'|_!*=G+^'"X\&O&!3]^_'OQ^M+-D'/7R\,F&X'0;>^ M\.>'5\V7*@W9YBCB' Z1;F$|0]-9%>K4V K#\5&M=(_[^%'E**

*/ZZ:&%_/7CI8L)95[9'?NVW+PEF?O?7Y8!)A56=-@&24,;IR>2;I%U"_&.2 VPSG MHR7M%$[DSR!GDP6\55Q5D*ZE>[[ZJE:2[F:-^-*&GU62WWG&]]D]:PE>% MO'Z8-F7/:[FNW%UX_%FS9BN_45V19\/G@[___MMD^@E>^G75)3_Y\3^.!N^. M7QT?P<]3*>_S>]'@\]_?0T?3EZOK>_PV_!?BV)\EF_SM/O,]_G*XR5NH:._(DJ_3-8%-X3#R& MO?@)]P;>)DPF_Y@NQF/_0*:C!8@7]#6X-GPLKG VR]U:TW=;+W0ON>O;(;$[MK()>_E\FD_G@RGVVQHJSA*F[%DW2%[&S2:.O/5=M]F8=M$;K>"V0.P(I - M8EWS<>[Q3W5762E/(4034^%YQY6.20,5+=0- RP_#U!"RG*4C_*_>3<V M.%%!1'(8_ 86'=/[L*Z"'7*Y)@)BB|[FJ>!#)Z;/:-I95=M9UB&$!M7(DR1LW7)")K\VI]8T38Q6R;\]+K18(\A: *(\%)3{G U*ML!-$Z M!<:]D-:W.L]9IUF25!-M?.TG(T@HS!(.#94]^6AL^Q![G>'YO81)5V1FOE=%M/6%WLM7 ?;]&:C?NE!K5QPRZ/4M?$E--&Y5R0O5Y5 M1==VN*)"6.$XGIEJW.$*?DJ.F!R3RB5$%5OU&]]3RI-=!/Q?RXE[UXE$8)\Y M CM5.F&+-9Z?WY(L)L82,R2Q7(A,7A/>],08G)2*>K"6RP.VQ5V-ZN;(f,< M<0!^ 0,&+J_;=XTJ"=![[KLGP\M%.^A7QK!J+P=;+;Z]CZQT2FIH\U/2B M#A+/<@\Q>RXJ6)VSJ`>U*#Y6X(1Y-%-#6@]-Z^G8!BY,H[M0IY_RY'X_RM\'|_!*=G+^'"X\&O&!3]^_'OQ^M+-D'/7R\,F&X'0;>^ M\.>'5\V7*@W9YBCB' Z1;F$|0]-9%>K4V K#\5&M=(_[^%'E

*MQCR#*YK#"0__^C#ZAL&L(=QM%<#',MAA&=:)F0SJU^=*4D9RFQ>G%<@K$>4Z)`MD$8I%8W-HE46_#VKO^S])/.V=;|-Z3`M.E]5'2YGK"D8KE8(0YZX;ZOZOY-!4,?5,E[R2ZR/T8\V#,QXTE>E=/|,5#NG`MJ6EH7NAHZ_(I&CQ_S=,XG#7M;E8,7-7&D4L;IR8D-`W8-UE$;RL)07*9VK.R`M]<|=0O4*^(DIX*L.!&OE7+?/`&62Q;CBB4JJ$&E=(5;!JJ7!FRB,9;'M!MY$`MR_Z^G*9?8);>+CLD'/@T4!C9*62M;/&I.5>P3!AHP{RCV[3UV39;>+T%$!M`M0\.VJI*U%JYUIDG-2@%/:\NIVF6ZK6?2'1?#ES#T9.+$,6-!W7--O+"61).UMY4KF(/2MX?,P7R12;O+TOKV%6<8WSCITX+5(3W<#V-YY'B]+2N`L1fG>$#YZ;Y-B/4SR\7CIZ:/#.+WVS5[/99$'3-.`/5:?EW52?XV'RV9B6+3.T`MP6LT3+PU0K\8KQ*OM|F(]}2HA.RGFSP0;/<%F+,X`]6QR@GIFC*CF2?E&25.`ME40D]XE83@/A/L02%6>BW2L@6P#N-RA8-A5-J2-M20-OCTBA';9&:)H-MJ`|<%DBPO-4B;3!1/&31QJ.8D4)L(-5S3F`ISZ]JS`M/N3,SN/X|7TY1_7_(`VRZ?#AKAN|&V-Z#NS|<`6D)|.`3MJ^M_?%^,\8!5/`MU@Q},$W*\0TN.]H)HFU=U8#UA8>#6-A2LX-J?.UNQ,TF)G(1A23*8`#1^#, M!<`*[3@MD3D[6VU94Z(^,%V(*BZ`1!G1-$;#4YPEHVI*#1$-F1`M&AG"\&I3'-FT(PVT*))MYSHIBIRYNRHJ;_NZ9[5XK*P:KF?5>%PKUK-JM]*P,/:O&?,%]R)NQ:JBGQ:KQX?*6R4W_X>:PJ%|&JEKPHLWFUYA?-919&2AK`M*Z!Y=4\5ZBX)Y(QKT5H*9\V1_38/#AWMI5F-EDKJ1,H2)0C+30XGY23)+RQM):B@5(N4\O8>O!_K^?D=I^?]XQ'7Z",3J>R/-2GE]7,_FG3&E2>P,,.QBKXW`M|>?K@>0ZLC&?@*NZF#?]I#89'ENRV\7*I=|AK%=`3@7DVEE%,$$RT96+Z ? MP9/2R7A)"8*U-$S33W26^*=NB;8.AFIK8R$9^F)1")H;Y0GW&GALU%)47<; MP=Z3UK2UALV/LYL+-^%6LY$QT4KSC>MQ+89HCT_"&2!4A]5`B/4XTY[`UY%NTHG+:.$[K)R:|<03DNT)EZ/H'6^3$)Y3A.*_+B!?IE<^, M/LDK1-DE)K8UMH6+;NW/&S$HN<`MC5+A<9O*2EF:B)=%$;.]3T8'&=$1O*6A\<=2E+8^A(YLY)*SD75FU.IX!%.#MO_^(Y"IQ.W3 :.NQ^/[#(MLBA7P\W\ZC7;;ED^N"3TWN4G]TM?X9R&W^)) MK]?4+N;5)&@ZM*;5*7^5S#Q<-G?(@V5]_6`9FUGA-3f\73U`,\REP$4A+M0ZM0R5(L%D3(0,XOUE*K|N!=>I-" `1R0KLV^HD<89R4HSW*@F5`3-WP/+G5;?F`MNM7AFE2@X3XZ`,%;Q_+<,2/T2BMXN\RK#:.H]6%X(|]\7KYL(P-Y"81G+:.!SM.B$M+B=6%UC!)%(K8`)E5HX*BT)1H(41]\!IZ4`MHV7GE`NUZ9;7A=*=9?] KU"2G4J_IF[*L$]G:#9%7Y6T=`M33`!%PE^1\-EHIYRCP.:+U\!)$@[!HIE%_`MI0L_Z#8V%QZG3KIABMC@&09@VVVC!]\@JFICA8K6+N@10X&CY84L!>$N1"_`MSS%177BW%8?5FL)JR?NRA^YJ'?-J\W)MTUOM>;$+rR[R75**C;]C_;S)O-,V%MU"#U15>NYG+X%|{GOACUM-VT:-,DKIFVZHNN&AQO<6O.EH=H%[T=:CW4;[5Q`MW9(<8K2,*:9%DR(X,)O@:N.=TW"T6$WCE0?-B]USENH0PUSN4;WC]#=LXU?*M+#>A\QK!7%^-.[X]G(,9ZM(:-74R^;"Y\X?]OE;#47QZCOFGQ3N.8ZI*U@[`MQ>%,B,8R^XK;Q(XEQOI6*LXZ6=.`Z6W&?E8B_/*OPWI0F#KN]RD*13@(`M5]H4Z\UM:Y$N!(CK38$$K33Q$JI6;3%6^%VO+>]U$)_K*;Q_?1]G4!0W+TRXR)G>52BA:@@S(A!&A@KZ\(%Y% MX8R(TL16@?-W2]"NV?=[,QM(/(NZ^"8R>T8"?L>;P)07(G#92]+Y -/POGQ 1,-*XK\W M"&';\AO6(6'9*N"[3@88_(!&P3L_2_Z?@_|<3<#G!A\5DP'PG/T?Z+>?M^MJ M"N].ZLTFXKY)PMGN*]'$X.|@3NOC/0]R@+*V:S_[T:+.KY?2V!7DAXP+6@^V M5_,8-Y"YR6*$9#^5^0",+.QC"';1+),`Y:6.C;_5?WEA;#[?JR[C,QRUFO\YA M:**)!N4C8<8X(I$LSVII,E(L0>8XB9]HZG2`MR4Y[OVN9P>@WK,Y/B0)RVP6\5.R_U!8)]V:$3?_"E0-0U"_@J#VT3LQTN+-J> M5?Y?-8WW7-^2gWC<;)U;!67]6P=CV+%>K..GJVC9^OX#K.&U>;<;>N&IV?X+M4:[?:5;H*;4"360H'T@+46&$24`}^;ID8BXI4X8%<7]8DB(EF'DA!,; MO ,+CX)9Z).BLD7LL#HE>SL&!S" &J?5!S\W9YIOAK,XFLP6T_S1U_JWK_;? M1F 8_&60P=((@SO-IXM\3T0E>'77/*2UB=4Z#1[.&D|ET6CR9?9B2U1!2/%_M_SZO3)9[!]WJTZ5]PY=`30<[#2\G8 M-%F#3#,':>]F\|FQ/"]*^KZR,&+!YF M^<7*PX+773X0GKC6[I^'LV%S#/]B]8VM"^'*M-[!]1E"'U,G_K]M>Y?3T2C?`MOUWR77;_7^/'5IE'\;;]`} H_6Q$'GZ60Q-M3F?]F:7^;S]F8KO:QKA_T9CX^,$%@%%C:."E+E$:8/X"VJS>M]WQ'<;$/%UG M;,W, _## Q' OI:XS;$#R:F0[7VQ:I_F//@--M?C^9#7[&=I&[R5DWEY)+IJ!9>E1T8O+ZK=-OG1MMG7?#<;!S#B1:O0:O8>AF M,,2?.QM=YCLL;;?'OWV.+\]1++\]^NW1:X]>>_3;H|\>O?9X2$?.]77D(LQ$ MB??HR+D[W(RW"<9A[>2O$[C7+SXVIU6'AJ&|'/F#P=!> ;_#P4]1EA]4QSR] M$??B_,O[M,;<2_./_#B/KT1}^+\ R_NCS;B&_DH]\.F[W!']K[R8_=1FJF]MZ+^O)QLFF/,9@M<1P.M,V0\#.7MN.YYT:L2[&#U!0I*6S4/I%"FBC.=5@G,.\.,2^_%50^]4TI\/5-IV267;(]T#A]W@/:@']AJ M4=1LS4-.N4)=U(MI)[$_F*+')%F*C59EGRI-NM3&D)20A@R%:%PI & 1284@2`M790V6,E%F^S@GD&-4=&C6H]JG5]0'M7N#-6$UU:H(HGPKA#I0B8^>DI2C'Q'`MZ47`0K-SJ`:(1[.P)%./IJJ`I\@<2=&*^62Z"1X@$Z./YA\FC9@BY:6DNX=F#A&P]V`MNV;%I$(5%TSGQ%[-*&X2C;T'F+SC4Z4>)GN8[&`R]<(D%3HH#KAHH2 2^].# MC2A(1#YI3H5,I4#(3<*[]P"3_&+&]AXG>YSL<,+'R5MTM]F*AX9[\F$K0TG6K5^O:(Z`MZ*[COQRW79HLD';TX535PQOA7F+6^#_B'WO$O80_F1'W23]95P7S,,O#2<\M)ST%?N'3&5A6M@0+?%24R(3MM\1:;@CG2AB;N5,ZG0^?)1U<$,634J@D4G. HF(8D89R%BC+4K(`KMCO64AZ`M3.OV@O:8=F>89I,+-B5/7'&62,X$L4$P4K@61OGBO6R5F*34,$&%J2U]XMIM3T]^5>>>3E#B+6?\90]J/:AU>D%[4+L;[_CP=*R`MDO"4 * X %2P\"L5CL+_LU')5N%UT@)P+P*4):3.# "$7BA&:-$FRYP+C^J!`M#;6>VK?`M&XO:(lI=X9DH<(Q!4F7E$!5]>G2!?'2:12>U6,LI15_6>C 5O-`M1)(\9A,,H0$'-=PBEZA W(PM|\Q7WAMJ/5O`RA`PU(L)3D(#-9F1ZS@BG L7#$*W#=J@Z\2,#V\#!]W9_CY,] M3O8X^41Q,C$O0_2&4"$=8%Y@@),Q 0R!Z@G3#'E$/"?^V!*ZF&RA\D>)GN8 MO.8!/#8(4+*O3G9J4W3Y]+>";%4,F/=!$,,U(}Y2UP"5>18L(FYK"1KQ4 .E(1[()-->]!7L`MO5'?@V4/EO< EB8S%9PAAH&9#V 92& ^$IYIT"(J#Z!Y1]F!C|*P[\&R1\L>M+9\]6DH!>*A8((GS0B1@)$%Z.2*"LJE(SG-II=@=*&WX0*;EZ\&R!\L+!*NP`MO'NPY-IPI<&]J3$IE(FTHQ!>1B? T@XTIE0S^CO*1>]/RL42-^P3E9FK?ST_R MM!4U/AJ,!WRNFO!*X4C(?*8]"&=.4V,@L<<(Q`MY7VI*9GSZC>;2'E2A3@I(8$2^2LB523%Q*,)QJ9T51B\MFA,J62*//U!?9E`MC\H]*O>H_,A0F.<4O#.)%,XTH'(4Q!8>2$Q%/@ZQFPKWFYC#-F .#V4,'F@"-M$A.7DB5%&2>BE<+K]YRB@Z+RO;,Z?NJH_*/O]/5 W0/U8P|'J'RT"8SF1(,B MDC))K)2&*%FREEGR4&BK*R$5!8QM0T*TV\'7>W.!VA,6:(C<)T5EO$>@ED^T M$T(/U#U0]T#]5(ZV&*4-8QHBJE!4CGBG2\D2R^2#4KQ=H>O3*FR7%(BE/8 M[L81IX,C(7-1)-4B>WJ?0-U;U#!IZGU(J5> 3U !WK&*8ED9;E,@M&K0+D25XXGD,Q)LDF2E<,!GN(!1_(.W4]Y_LIXRE&#>XU0]VNWA,+QU>/Q0R95/-.#2(V6/E#U2WB]2EL2YPH)\FP/8 ME(9G8]EU@`^_ 5#&&%*+P>0 !>E#D98(VD-E#Y4]5/90>?=0*9E53DE%=-&" M2$8M\3$(0FWA)216 KN+"/&AH%+K'BIOEH4./WL8Q=;,+U\|'_=`"\MM_OKR M8B%G``Z__H#]V;]M+L[COD8]^16G/W6.,O+TRQ+<MSZ8@ZE.X&V[`V1#IMB=E<^VSX3A.3O/S-9=*35G/;3"?#.`N@]>34QC.MUJR M85[.-E^SW$ MFLV\P6*V^QH ._X#6\&XXPG@T]VG*=^!- "X#&_P+I.T8UR068XO MTF**9YV$/X0,9F? .,24_CI9+U1SH/>@VW=]B(^:U0#

M573W#GU6M_8JQ%0!.$0!X%4 J@`'/[Z^H1^G^M')X+T[%5SK%08JS#VG;H'SA*9*

*+20\(M@51!M,Y5'A#%:8:S"V*Z3M,)8GV6N MO+/.>@G6>@:"$0N>&@Y,4TFL=S((>A7&"+=.::& A:3+.0L#GBB/J.98DM$% M;O6CPIBL,%9A;-=)6*F&L3Z:224:832"=#R",IF"L{9!<0 ACBK*T7H5*,DNY MRJ UR0A!#.\)P8)QO0M!$%972/"],B0IC]PA!;M#Y=#]#D+)>G)KEI[6%3CK2D M+VDT.2WI^%5K'(P$566QJBPT]UX$P\!S76Q>BJ;K9P%"(-0H)Z3Q:ZY[#D8I MCH9Q5&CI"L\E>)4PFTT!YC3<^75:OZ+5W)-U3]$]*1IY+"HK7!D12%[PT:$>YZ+4+@G._OEL2 M24H!?TDBE7A/4."929!8E,DQ(YA[7, ^QHM=]PHPUTW%9G"J-1L/QYV>#SVF< MIF[4AAN7)7VF;3W@JC?N*TR;YE_OH+AM2/0?K\">ZAXI%.4A,^#2$4069E% M9(U$@)=1,"VD5V:M'>G#IF62"L,5)BM,5ICL"R81V(27*H"SNF5BVE<$;+& MI Q<))WE&DQR0S7GR@&W$]'5V-)>06;<8R8#.&,0V'S<3:1J35:8R#!98;*_ M['@>'6'IH-2LB+ C"%?K/OJ)E*(CS0BCPB3?7!",]4(P>-->47-BIH5-2MJ;M;BLAP2E%:= 8K;5P?$R8OWBVO=!E\69IPWP%& M#ZBQXLO9#C92[SH]7MO=<=IUKR[-1>?C+ZGI6C=>!.[=5S>-S7DGW5NUA>WZ MKK8MV4OK]O%D-O IC?%=RW;<;9/`_W7=LMQA5KV#M",<2\)4.>.OT45E#IR@ M#"BQA 6BG?%O[9R'DH:S%"#YG$'$MD) M,"$,$XR1;Q-5T'ZGU,WTT6Y'O M4[#=4ESG]OI08?C>9_9\N=ARVM?1D)NW"A^>@X^Z?LF7V'7'1DW3PT_#GP0P? MM/BV=`Y^AA?QZDIOW94O!]W'2=?)=-&2MU1%*<6:72S=P_'K-[^_?3ZY6"& M^))FS;76S"^O_*8\=-EKN7WS+5]]M8GJHA?K2NOH.9K-I^-./DN3U-)"N+3X MG9^6L9ZFA"(W^5)Z3_N^4=_NKZ_KTU23)I0("(I)$!39VZ0#&IQ? VE7O/Q]"R_?'=@$!S\'N%UN+ 8YOQT@X%^?X2+ M0U;EE6O+!;^YF^*(1SCR^731AWV0A]-F-BA,MCHHQ;YXL06DCD%U\Y@FIKY M")_K/KOA&.^Z.K4%+%Y>)91-U!VS:ZEWSB:=>;,<4&E^AW>[Z6@R:(86)\U%G ME9Q,8A#]&R!4#V,(M]G...,VV=W'>M7;'4TE9;66B':H)RK*X^'46DCB/0< M-ETS^@LI6:C)ML7!^>]7ORX&#Y$ (H]*4&W^.UEUI0E@0MF70=DSM,Z_CZV<# M-QIUN[<\|"53@P@T:#H$7T!%<_2(R#58=3]Z;7MO;%0I"PY2"U2+*CLP3C,(M&AWZ>\M$=FF]VQ^[M-'[&'?>$1?>"% M44=ZFXW8'Z@;ZEVZGUX# D^Y$))CMP)B%V-'CLQ[P+UM]>9>;#]SGFI\(/ MUTBL E0%](?M5+@+U+\'0/U_>H2580:B*2!61:Q?KOUK5@JK()2Z ^YP& M_^&G? _GKW\H.UN U.EGMG[^66,X,2KRE_?,#ZQJAC4FWLH0WY MTA<#G_"MXQ*R;+=W2@2MIE\=3!6Z6G#Q4K'KE*1T3(.WUH PSH U)?V)"28\ MSX\(LK81KY7Q(4<0.1$0A!'PQ"A@+&3G.7?!Y48Z[5C2^G]"H^MQ"OYQ=`M _2#.RN7V@W(-_^:HPWV=MS,IO-RL7D _T[3$]=N+I,;?CB/V;Z;%]_QTL9\ MN\O;7+\W_;=KS]*\# ;9"H/[FV&ZIWA({(]>9@).* 0XGSRXTK^$ MYE)\U@7BV5/!PZ5QOK#-6ZN\&.7%'F -\ESV0 M:=..Y!Q%R2[*LA]@J#5'7%44O8<-7TL=+!;W;UUB9-51!R,P535=.@Z6D@M< M.Q!6EPY9CIZAP3$!$5FO="@*-<0]1.YV2B%WJM MI-CV5%,KP%.F.N4L2-J*I,6F/O]Q?8?W1&GR;2P7${#:KO76IFU5N9M M^..G#=.YIUA[,U.C2'0C$5_@C_-+F4&A<0IH43E:-U!%.C)/YOA%K5G!R\O MQ^7848$4'^N.IX$C:#]?:0(GL&)*-O2(I1J$*)4)T-_I/3- M1#EH@Q9VR?8.?#<#?>#Z"->-UWK=D"? *3]I'&NRS][76GI$/^2@2BP%&Y5. ML91+(@$$,0&\0AR,EY2%P(4@:PI=!$V^%TD$ZL5;E94=1 MN&++Y _4M6*?\-P'-.WY\!?Y%'Z!EW1->2K4@[@?C)^$8?-ZB0O3B=-6RKI^,+TU.HQ]',]_^V6 M7/CCY=W"R: >],OX)_BS7#U0[+?_ _#AX^^[C MI]__^.W-NT\?G^$?KXY6B;BO$W_W_M.;CX-/[P=_O'OYQ^NWG]Z\'KQZ_^[U MFWN7Y? *O;]^?]?/[!'6H=!5*V-N)@D /-N\KV'K_*E#9$?>BM"!)"'''(M4.\C<A 5X\RD]OE\IC1=E= M88+V$1>$6K!83Y6BOG8ZT.,_";<8WB^&L!*;_F=(ICFQT;E,H5'B[--]9"D09 M*LY19(79%M5\"/GSE4<^YJ0O"\JBRWJ#PXZ5CL7H OK9T/<:)G@IL#1_OS^ M+-.(^ 3VSR;1U-I!WM?[*RO>Q;*WJ^#V=U_WL)U\GKJ3 ZU[_7X\^'_GHL.! MDZ5(#]7/KBUK^KOZT#\,)S-R-R6_+Q4Z#5/)R=M=?NG'3S,,9M+PXG5QCP),$ONQJB^*(RDE)U\U^+HBUME>GQ63T=#*= M%,["A[0S;U8%M<'1G U\:BF2QB%%'.6I*?/IC'1)Q2%E!2S@@&S=GU:>= M(O?.VSJ^,#,V8"O2;!=P(/!G3=H201:.D0+"[;$ M7-D3U#-%DC)KC9.'"'BH:RT%HB29C\)!B#:RT%HB29C\)!B#:RT%HB29C\)!B#

M>%%IP5)-P:CD$TV.2,%^)M?8)*QVP!EE;*=E"\Z@KTA=4CIID?#20R"7>,9- MM;GZ2[6H8<:__CJ9XE*-%ZV3P]E@-G7C9M0>.]LJHP]\YV[>R1;5PT8V\\]-R MT:;JO;*75!C4/UY0C]X_\>!H,*C"G+66N]{R]:KVPB\4BYZABA.H\2(-8*+6 MP!(5*1,O4XDR7*^]%O#P.H$.GR[X6]N./![G51;@P_"3S^**VQ;O^UHF.3; MF7D_5TRNF%PQ^5X8RFADB5D+-.C2390E<)OQ2)(PJQ3A7NNK&*JTX9J8X@'(M6'KY4,",.I!2.HG^1$KA1@^@3PS]?H6Y X7.&OBHB%D1ESCG+[RS=? 3KV6"G@<<=O'D#WDX*>&>BA.'CFZ+?8/F<^H M#4F0[=%>V.WLA;V2DZK=#*NKS; V&:TS6_VA=.LMY M1EU-DNN#F2!%<'52V_T"'1I.(*+7 D.KVW"OWS?=9@><=/0N> [9X9)_-')N^ M;DG=9)&!]=$=!WSJ((/"8$(;I^I;K^>9.-I#AUE?:M$^ 16P](\ *=.%XW(F8 M*]*W6.!R".@#VV"!.9E,N+X)",>Y MM/T= [7BUMAZVG[YD$V"=)%M/%+"D=.U0&@:3H8D!H0]891@AZO'<=V(C=T M[P.6[C]^94H!{\0QLR/+82&/ F;:ML\=T]7#0.YFHZNM/^.VM).7;-KH^FHE M>2=$/:Y3=3E ETG4DO&$)P46&%MP[C642I1EH?I_6Q0]8R1W <5S;95RW MP-6.A8I&-;!$84@,,IR1(/RGDD%$/5GZ:@V.[!$7.QZ+ M;$\PVXL-&++FPF6O&MFD'40SDV&2R=U>S- >Q5VW_/LS)XXSM8)5 2B9(C)%9(K(%V)*0H"(I:QP) ; MFC& LV>!*0H!]J"'V{!N2,_?9)F,_9HBVW!,S^*"20]G&SD10 ,)49&!5C3V M';ETM/\U2S0[BXH&EKYJHSH9(S)&9(S(&!V),3+T6 ;!'3)3]TUF>RYX_29W MF/ @65_1HCSS9LUP\#YGL"C%&@1[B4YC/#"'708M"MM9RDA M^9KEM]T9(W_E7@(R1B\Q1G0XX/6' V;' C)9X6W?O+?2-U_@4TMY\2/5;NA8 MP8U7/.W1E=A7;;5UR"T7L4#(:EA.[&0)!.!&S);%RX+X\AB M%H]XZ/F^$X9+-6]? LW2U[=H*QM8+KS]%,=X\HT D~@"2 /+989+M1MSAN`!D M 4"ZH<$"6WL\V!-S2)\<^N.+.L.5LD_A^%4JQ@GM=5WKE+R&5 '+3M^A+ ^11P$AAW)Z/+ MAHF!-=3?=L^#I*1\4L]+4DXXP*;LK4KW5KEODC)DS2IIA?=&_WEZ[Y_L_]P MO:&'?=PA;7$\K=2 2;FI?//#(V\:.WTM& :VWOMGM[W37&FN&WA-'JK^%GM< MB%N>?:1]E>UYYU:VE3'#"0,E M\5>5=7AT\L_:TKDW\KQ",+Z-"BFU3_!Y5&H?(62\5\7@Y7*SSD:\0R#>IF7K MT%"#=&=;NO,YR4AU-B1:9.)?+8V|R/2"S/U*R#+/'; (>W:=,N-I4HTD@KHI M%S4YL,"Z:9%"K0GWX4XTC5>^P+]0>1!UF//8:%ZYYY[%<32}!(#YK6WW) M$R7(=03V?C99'4C?XM5LRJ3!V;UD] M,G57Z"(XC".F.U8)O.=V&6N*7C(C3@.#7E_:X=T0AX;/A;^U^&=('08]VV3 MN89YIQ[!E!;&[= *QW=!^SG>0V,XB'\GU:C;T_'Q3J1UE&37N)\#_A=]XW>; MVFH>V.OOHCP2%=BL@A^%Y!/0$=^]!N@\;EF),/9C^W" SK1< CIRWPZ=I81] M&T0U$4G;<'C$ L/$LRU6R((@TID76CQT>!AXR^5UG5 @]EM1#?,5GHN"$+ M(Y/S, X=Z2R=;=3DKF&0ZA&']:H+"54V^2)/2ET\.K 0!-#0"W+30X#K3 M8QEQPY:!&2R=V O\R+..P&,&@27FC-AD65*QEU/!TI[#P\H"#4]9QR>^1 MJ. ^=L50^O.9"O=^E&2<+,S9J(<9EH5R0KZK1W$4,2LT+69;KD3#@F?4##.>+9GM@&'Q!7>9K8>>*3SA> $_',-B!*N*8Y/D$Y@= MU)0)S%X/9K[KFZ8%#K(;6A#[>Z&+.&.SV JMR!=^*,72)5V-M'_F M]RITD7DY;24C\!)PRZQN0>"O2V;&/(3 WS!8$(N Z9XCO# P#=]=NCN*ZZ0? M&U[,/&F#KVR;@OF1$,P4;A (G0M3+)7CVI]Y\9)1/IT$_R#F1UA&6/:2)*9N MF&YH<^9X%MYB7\?,IV/X*S ,CYM&8(=+E!)PR%Y".0]OOXAURMN 5VP-L6 MD?"\R#7CI0L>]H=EP;H+XDCP"N P.^(!\UWPY80=`<.>A>/]!Y3#-%V=P(S C%AZ M^F#&0Q/@RG>9Q/ON;5OZC'L0,'JQE-+4K<@/E@X&6KJMAXXC&+.XQ; M/&*N;?E1{#C',DB\<"Y"# M^88%+B\/X*^8ZRSR=6&{L>5[@98)D,WB(+09Q"11@>"A8X 83OL> [!KNY9EE@*^6W/ M##W";.P0Q&[+)0"/"TOX,QW =4L+U*+(!E[#84]#' M-HM"D4\#CS/6%{).801X&DD\(\C'2)^WP$L6)Y10%A&998(MRXBE9X!E41Q:MNT#ECFNQ6Q'.EC_S68&=V(KP',Q\=)*C./&KN4&+K-<.V)V M+!7^6TYD6"1&<3@9-D^\P&>F.OI M9J ;CB7LI6H8@>U:ENYR!B\&$)C]{?.-0$$]= (03FX$?AN;A<@)D#V?VFNPE M,;Y\ZO%R$&<^V(KP'|Q=)*C./&KN4&+K-<.V)V M+!7^6TYD6"1&<3@9-D^\P&>F.OI M9J ;CB7LI6H8@>U:ENYR!B\&$)C]{?.-0$$]= (03FX$?AN;A<@)FIDV?VFNPE M,;Y\ZO%R$&<^V<GM&8(=+E!)PR%Y".0]OOXAURMN 5VP-L6 MD?"\R#7CI0L>]H=EP;H+XDCP"N P.^(!\UWPY80=`<.>A>/]!Y3#-%V=P(S C%AZ M^F#&0Q/@RG>9Q/ON;5OZC'L0,'JQE-+4K<@/E@X&6KJMAXXC&+.XQ; M/&*N;?E1{#C',DB\<"Y"# M^88%+B\/X*^8ZRSR=6&{L>5[@98)D,WB(+09Q"11@>"A8X 83OL> [!KNY9EE@*^6W/ M##W";.P0Q&[+)0"/"TOX,QW =4L+U*+(!E[#84]#' M-HM"D4\#CS/6%{).801X&DD\(\C'2)^WP$L6)Y10%A&998(MRXBE9X!E41Q:MNT#ECFNQ6Q'.EC_S68&=V(KP';Q\=)*C./&KN4&+K-<.V)V M+!7^6TYD6"1&<3@9-D^\P&>F.OI M9J ;CB7LI6H8@>U:ENYR!B\&$)C]{?.-0$$]= (03FX$?AN;A<@)D#V?VFNPE M,;Y\ZO%R$&<^V(KP'|Q=)*C./&KN4&+K-<.V)V M+!7^6TYD6"1&<3@9-D^\P&>F.OI M9J ;CB7LI6H8@>U:ENYR!B\&$)C]{?.-0$$]= (03FX$?AN;A<@)FIDV?VFNPE M,;Y\ZO%R$&<^V<GM&8(=+E!)PR%Y".0]OOXAURMN 5VP-L6 MD?"\R#7CI0L>]H=EP;H+XDCP"N P.^(!\UWPY80=`<.>A>/]!Y3#-%V=P(S C%AZ M^F#&0Q/@RG>9Q/ON;5OZC'L0,'JQE-+4K<@/E@X&6KJMAXXC&+.XQ; M/&*N;?E1{#C',DB\<"Y"# M^88%+B\/X*^8ZRSR=6&{L>5[@98)D,WB(+09Q"11@>"A8X 83OL> [!KNY9EE@*^6W/ M##W";.P0Q&[+)0"/"TOX,QW =4L+U*+(!E[#84]#' M-HM"D4\#CS/6%{).801X&DD\(\C'2)^WP$L6)Y10%A&998(MRXBE9X!E41Q:MNT#ECFNQ6Q'.EC_S68&=V(KP';Q\

M+l=QX##D?_'DILF2=_HBS-VN-Z\D,B6W_`7LJ_B8#EH@,]@8%G?(PDNV2&5B-MGWGFZA0I(D(G9E#!RFG>[Z&]9@3FSB=4$5]5Y[-'R@/%I*@$0*D0!=*%&G)3D-M0GI]>81-[R81O.LWC6DPIW\GZSW(A#D/'H!4+Z+!'DP#;$+FH[@@<JEJ?/QI)T3S[EP=@L_ O;%M-%2V8]/N\538*0;-M>"8-YY_@P8#N6=$ZX%<*/6AJ&L>#X621!O2L?)S[+_^S8!{R0H>+[H*HPX-(-MGZ1R7%=7B;Z>L!5@G4'LXP%._QCP$LWA,(#YX3_%#OK\3J3?80I(#^4KPQJV-M&P=40@-FP6;ZH2A/,JFWV14U%\RS;9S-@S-O+\Y#W\'C3X1GZ@'DM&U3[>NCE%HHY[/.D8]@&SBD7U#7H'8?>YV'@Z9Z*9+-VTF,4>V_]'MN"14-[=B.%]8@0@$L7%;\>7S9[K:TR+[-K,3)2$26AJ"$WTY\'!;"75=@;TK?T-M5Z4F/M_]=HH?S,"<#!?2BU7^\9R#=4&:AR(@;9K3?2B*H@0,-8Q:E#E6RI=':,>3)S/L'"SGLPU@C_0&%9ATTF">(IR'6)-MT$P+98"8WM'O+!D-M.(8-1DX:AU'(WBLY"-WFS/.IV2!,XJMFWU1*_;&096>&)"3LQM-M>BMWZ$9S'OL0#\9QSZZ(/+4 &8)2#.8 JQ]X.\ M5XR:9Z'8?^&Q7XK#*T[W>3VHX[_($#\6,[8Z#A'PC1'5+"]3YE'"J MM76>EWXI*[MM1&G-13N/OKEPSH0\6W+N-5/+IVTXGR.@RPOQ=4=I M@,US+UAOTRJD15UG-=TSVF[4>3>]'%&9[OFEQLNH:B_[0LVMU5=CZO7!{]4O\%9HT1=YS1-ZZ)D HP)E,(0#$H/"^YV_$U#CG-/6.3:T0>;3[Z@P+A"G^.5P4^-M1Y$OKPX4%580C@7V6&#/38]?0OLV;'+G9\%]CS#%A(K9NG^VB=@L<(?D9";-M11B9H"6F@5P!/;JA?CS*)PAN/,>(G&,R7]^RZ$?-^=0X.I"N9#Y>=Z=9(J#"T($%D-M%(=:,60"@HL?UN"7"6B4141#.%\^'->T&Q&BR9$H+Q%355!]XO^BQ[-01GP6MUPHTA+A4EFY2BH@F>%%&VYT&Z'BIR2_%R@;N1OK7"NU+PWGB-RZO8XU]AF-M)7C20?*-C3Es;.,I-S+'*<OW#Y$3@F_$4\8$01D!V27,5X&H?>3'1+/?[8:M/>T)T^_,8RWY2DMI<_!GN]=Y,V@VM;6WO\ON3/(E7!A GLG+?47I7:3M7?>'2-M5-Z"JHU(./A9%^2VB%W4^R%".?HJLC3AK_I72Z_"-U7=T]S.K33UM6YQK<2! MLT#>& F?NF33Q^"3QA18UX.8!]",H*]2M?&40F6 !!!.ZSY[:NN93]_,F:&8 ME3/$Q[@ XG,0B)C/(U.RX!H[LQ?,*8K$/7F?,P M)Y"-.'F/KB8Q("'@?NBABXT\!)'S2E".O#]7/DYJ%DWBHYUYM*^06RF&3 MB1/":Q#>9H)7&2)120Q.E\T114 .W%=BXC+M89RCVU= >-<0>P^%.(L _&6.;_|-D5X_8BBK8US!-*_|/>E'L8Q M70R0:*-1-$X4\!=T#]'V2:(^Y3U08E$1NZ":?)@"Y>SS^Zl:CAS0M,+N5& M"J3'? GM12Y|))?!>44$!XLZ:?"IEX8HS==Q&$S>"Q-0"UZ1?+6=TZ_>*P&'Y MQ6#S\@LFIWC17|1T7#.%@*32,>PGI3@>G-ZEFKB,,423M?\HHK.FMA!2_QL M5/VKLG; ^RCZA')@1JB_/R-H%@[TJWEX)]^^GK[!7!S=38A81*Y@R8)D"6:(MK_(Y^0WI'796'HS4Q1JL6^!,Z9U+ ^R_GOG0.N%,.3((549#*V,J-!)8H%P!] MLGCHY@+#:;2OZQP<8"% C#E0!*;R|8+NEQXG[5U:;YDF6HU^]Y<|UE5&/GD MB&PAP"]23 GF7T3WB[CU-=1 F&Q68#L>4* XO#@'3B960 &*ISZG$?$ %#&#W-|"T-9NN!T?P=&EHJ-"O=ZO38"|7CX!(EB_[-4MPH14ROIFI|?2W-MZWO$7I\CY[.7Q03%:"M3F0Z<$C6K %=XO,H,.VXPE@T8=1LD$L0IV^9ERS4P MU/ |*KPE*Y\N0JX#\UD$\=/XD&A.CF2LGC.==*44JY I##XL0@K&D8)GOGE M%'3CH@Y,/'SM8WIY%G@H<=/ #QCE5)&<6]*ZHPW#RLR9S:/7]/]\ V#X0,9 M9@T1:)[0?]
(D^W+.R(30H'<*;Y,'Q=;DHR$HZRW=\WND&IK;I-UISXQ!:622 MFM%B$PLL8)<%)4ITJM0^<_P!7N)0<0W0Q-+6D-N9EVZMZ993-O .!H-):.+*9 M,=AI5&!-7Y10/4_<<1'YLW7#617E$K)=G45K)LY)4'W7/HZ6H/FMS1G)+@ MD2JK0;"HMAGT-K"@MST#O>YD MYCF_#B2$CS&\("S|-GWQ8!0-0&0)&B&D\+WXMP^%3,Q2G<(PL*(4*RB*!09 M.69YF%T7J+Z446IR.,NREE%2OGKAYH04$9FOO]I/%^_?8? &OZ2-XQ&[/.#.)!B0@/>BV"W%W,N:)K, ^\DC0"-."DL(Y@#&XZMNO%E[!DZ/TN/B)CHU'+@?8BYZ8R*X=(T*R;)+?TT]"@0ET/:WH97M@.M8-6NR_O=>3_^.6)YEVG/LNYM6+><|WAM|IMG[+2$54:4;(=7-*KUFNUG'3*ZC- M2P%S/5^?K@>>>",'BLF"+>L)#29T C/RV0!'2G@OXFJ<|D `?$I(X[%^^2=X M\R3TFLO8GX%_'/*%\Y|L-G\#TVLX'Q G_%OC2T_.(FQ\=+!HNI?Q^,CXL.:< M1EY#C!G\E4|C\P??SH|$CUA:TKL712E(A24,1" ?WC?*=2.I$[$9|\5-7H ^ MB6'K800FXI|S>$))H90;_RT98A5P4)%&1!?2V0!33+H"EG^72*QKE"UDK#S2Z MT,5 !5]S&-?M=(X,+6RLY$C@/MQANRUPV$)!![QLW$F6/[^!-D6^6E&@!M.C MJZ$:&ZABV"LDB-SK|M\XX%W@\A"R-N4L2-,B *3+Q^C7?RR(;J4BH P.,1>*N/:4RQC<7L*1JV(=1;S%N"=%"2K%\'"DWDL4+9Y@J7$MRF;,Y?L ME%LL7SR*(Q]BN8? NP:JA\T2,':KO!-#]6W!.6W#'EF];<5N*R=(H3A19&0:.M69JXBMRJ"LQ0A:V%3U$]7>06W-J\1-!%F+>:2Q^,9MB{B)$/ACA"U^RBD4H&VPSXC"Z[EE]*1$&A0 M;8D22ODL$'.34<&.)0DU"8*1"#GIELL4NC@TX;BPEU -Y@%40IK S !?*D.ZMNJEA*"|\O'A/C2QCA(*$"")!T<$R2\0M<1EBL!|HQ5(UW:*ZF:^*+R5^$2/) M1,%>70^<0+,ED085'.^T - XOA#@'3B960 &*ISZG$?$ D M%8Q$"44PP$P4[@ ""?A*WZ2XS>80!=QYU7NK'E3X!XH$Y?6)CP$+HGL-LU@ MF+PTRK.BP*4J)*!GY5-=[D"\D>Z3@*IC*HM.'HN8=U4]#,34CCB/BH) ^,KM8 ME&"9M%AZAL4Q\!*2D'XB_4;]L-6DXI;(P3XF?AY<3H5I)9Q6NO0"683^UROP M7Q-E^!8Y. ^#.&@^51^/"D%/77;H,LM@+XU$GF,&V!]*O *AXU,$\24+-\[D MAAB;B$AX'NU^P&DGN?R\]3&VE?FVK+!2DREV", ^XU.OWA4!02J2[Z,B<<+AY] MG*=42 FQ=$E:R;2R H\LCI@:U7<=918(1VV%.?!"=\'V([SHEH4T6 M!<=VJ!94&%!/#UFTAF#HJ.E43>6:P0LE/1#%\65=M]A%$DZ\CW-2A74T&V12+^Q/1Z)84AV&N\L.C;BHA"5WJ,%40#$C]3!4IN! M&#!5A8-PF^1/UAL"8.I5U"K#RJ"..Y.HE"D:UUS!^I.J.K MJNA>%3#.E0-=RPHUQR1OB7###+N(F:G0_68+N)+PR0:N6(80\KV:Q=H;4Y8Q M3/,.UO'U,I8,\I2&7A&?]T'(D*LM(T2&E#N&\FD8,0D=0LTA'@&@R!"3%,. MHA,P?X#1"(\D*AZKB(LCK0VC1HSA6O3_85B QO5E!ES7B5Q9$]9'V\-D\1C MB>9;3_"&CD5?* ROY.>E5"Y+\]N7,%L=OR-DHKA 1+37,$8P&D$R93EOH "\ M,\'$++)U(}4L=2"N%4K$B:J-@DY5!F(ZY3R[]FI8MD1E&.1+) ^E(@N,@I38 MIT!ECYFE?M>$%;)+S+7N 5Z"#M.,F2W]6:WT4.1,6$MEB\:)>@*G/F(3^),:-6U8(I2CH2N7K\F>E5AC$3.N^CZY,#Q&.P)W554Y)L6 M:%T#OY2J/(?A#F:O=6@K9Y.<)&]CBX
M@A5FA4B2EFU]F*4F);&7ZKE7)%U3UNI***K*LA=M.E4HKHK(*B)Q=%*4B5(D M9))>G6BI(!7MJQ+2U+_VRU>XW.F:I[,1F=; MI2 >S)K>"S]"F5'77<7]-)UM!XV:.PQ=%3N/17VX3RSUV9*J<^<910,QT:,#9?J]+.^DC#N!2(_+*:V _M,9@!MDPO)<=27F2H#M(K#[(9=1MUU582;%C], <[3-6JB)IK3PF!'6!6[+1# M('%90AY'_%)XF-0LH4X)D.)7NV"A49RD K";$631S$8TS?@I)S2ZI54K*/<_M85R'=LR[>&MD#AVS<&L:KW;M>ND97M97^FOQ]2[&%8:#5;5]"MWD^.S3.48N\X66$(#;=BZFG*LI!1+$QB7Y\&294D%X1.$/P@_6&TN-?P6[J? M, ^/$Q1B$0(;E]72%*?*EC#N"QHG6]QF>+:]M*_-7,5FUH[.L.E/B\FB>ME+0" M ,6K5Z,FK%N!C"Y/4=8+UF$\Z5BH2E5?,,1:D|&C2!O51=BCPCB*;%5C-VE MEVPN;PCP'\5HY[52?)"E:.D!KP17LA$6'X5R!)#Y10,\&-" MQQ7]A/U]P^%>%0 !#:.^TV?5ST.H%1]>U MYI?]N%,P91Q<8>,)6=&5XNF&FA"A/J$<2M=0DLBXH5&K+KK6O5Eu+UN^!U;7 M;6LKW^Y^":IG*#".C1O(ST7JQ/[*"^&8DL@@P#CJ3F)'D6D'GK2@_2(^N-\ MJ]9O$>8MMM;,2D$9$Z1>&,M4#'SV2-0O_4HAS)VWY)[PSDJ4Y3X-UKW,D6I6CF/N2@+.41]X[ZM6?W*Z[&[\/*EG.^(2L4T'3N'4Y'_$"2[#/]?[*HU.C*:GHHHKBY[VV+@S2Q@H#M/OBC]>S"[1J8O#\Z*WH2:Q+Q<^<;W/?[*MR=/P~-I3W*'WUYQ)FG.O)VN~M3KW"Z%DE+X'(7;$KH!PD]2=ZV]+.5OA#O+OS45W!:,TK:PVIN M0OIJ%SR885N(P"A.Y',=MH O)V4WVAJZ>L!FP6)&$9>CK MTVG Q\YG'2)YQSVJON1\9# ^PD045?X+3\6.>BA0G89].L<#VTENQ:VR&>*Z4 MZF@7<1>Y$1@;4C%HNDV<4?\E*KLK/L"2$CB6\XQ7)XB5I%(2?7=H<%7MUE> MW$; 5;FBZL#L&(6Q-=FG8T%9FT4ZILBM*S(R18)=NU8B"W7R:"53R_E;#-61 MEZ68](GW@_)*?8XKR@C:?[2TF;#P/*12!]$KH:>"&"]@=_ VO!@$IXE<1%= M)^< &]QU5_0NR(\X[38&*<1=%\0GCY MP0SD8Z:ZK6SVE\:'$+*PN"V&Q76:%A9G87'/P&8^C:QXQIUSK'ZKC*I^]H]M*IZT9K(TD]6^-" &HK650DA&+,0#]:2,1# MEE3.#=|P<> TIV@JH!AG$VDQZVL[@1&#H49)_(-3"SAQ3X%&AT#O>S#T]";< M10F\]]^&5Y%D9$(#.CU&2ZO!3CB 8EV(A7M3T);BPW'Z&,G[F5H!U6==1,@IZWDE1/2F0<)%WT<,0TQP.)G\!MMQE+I*=FB MM"-LE]=A[$F'0EWY40V217EMLI*!1. %;9&)(^IG9W$F*G7+:6FPW])-9SW M8/(!=:0U6>/]-DM8DHFR$,_!@(T4HZ,\G:TL1_MH5LC=5WRO5M>6F!UG MBEHH6M%Z4\1WL'Y3PJ<\2E%TB,?E0RK-=6]G(K3K,E8B>M';\ M*A F\0>%-6/W0')])7B5Y*46_;&Q!(A=U% KF@I[.!&K\DKW"7WM6N M4UP$;ZI[2I^0A3]V-DC4=3%]FP$$4I%7SZ6[4]5=+T]+.*X M/59WKDN#B"!]M])'+O.A8>6E/>P9?XNR(-RL&%UWU.^VVLUZM],%(=?QO?K(;7GU;K?;Y.ZPWQ_S MGZ+I0C&>Z&9DJZL.BSHGV+^TO&+5%?64>_7@JCX%>N3IX?OO<)B#\0B7WG9A MZ@?7P.;FO@UO&+@+ZP3XSC\:X-&'#P636>EA?[/'2,=USMN!^;HU5OK-;VV MRUFK[O&16^_XS7:=C;Q>?3#TVVS,?.:YXWO;6K(V[V]OCZ<,@PZLIFH@T=@-M<1D,>9S-OKEA9X7PD;:)-KS[LNJ-ZNSD8=EAOV.R/M^O=#FV16;+#?XUK%O8S;$Q[V!O5.?]BL#[P6K_N@ M(|S1<- <=U9"]K>E&8PJ8E#1593#_?K_\.H=!O]A@!ZPWAJ-?&\ 'I;Z MI9\^

Z/")_%3%'FO?A"0 M=^2&+$.X@M",LR3!#0*#JGW+IOV^LFF"&'URV&T+1]: M=]9JN8!>Q_7OL?IW<>3MW/07)XZ=,&UZ]:NM6G:F:IC@)%!.X[A/W1Z?1,K& M|
<4N!FOZK>||^X&?;U1{LY:=JAH;*""$*2&)U"'#>@G2X()G\]Y8M-MJC,P4/N[7W/:R>N.*CUC5KVIVI78&JHY(-'A!:BQ(I,-MU>,CHD[&ZL#9;"",-
CH^&INJM^V/5HD#IG%)"2*9TW+>^^U9P33?O6;%9-MRWY5;0IU?NCC7G6{$L!WI#%,DD>|`G,9T8U^PM$]=K9KW[T)EU&\D;ZW_MU;-M|K)JE!"$$;=,],:N<-I*('[>XJSH9?
NJMHP"M&;IWE-!QIWK|P|)_A?:\+|U4N=Q[_R>\LV58T<.07$2!RW1D=HQGT4^Z2-8MV0S\LV|@_5-M0-*VL=0*:U1&T_.<||PG7;MV[+9 R.XT+>,_'&_1x9R*:VV]IE#Y5A'<>=
MTA;?H=@S5?N6W>L.^Z,YC$3Q/;7W:MG)-MOB$EQ\T=&ENBV$7IYY;MJH\S.6Z*EH-3Q0XUM6W9KB[!)\?-TQ.%4O^TJ1NW-M;%^/B)3C+NH(@JC?0U73EAVLFDX4
1"/=07&:&X2Y4=6O;S;DQIB{X;N8T-M+OCZ3{1?9_4F_ZEJ6^GACC-NNPZ_?/TNJYJV[&G5V-+@HS_NGU97XIGGT5DZ-M@?2-7.+4\8_^WD45H9:JKQIR6AV.IR@?
K_AULR&/IZ/SZ6AQ(_8Z("-HM9R1-MNAB>+Gf*XT$QZK-&2&OO%^#%\A(O.=$("-X%0GYXHS/O\?#MDO/l&>BX*_I)-MRR?*]*-M1Z[J-NMZ[.3$
*$3"WK3,.6>&,DIH>>]TB:X/&4SNN4%H"BK!S9-MNAFTG-^J3=#@^2U":QW/L^JG^7&WV3CQ'G"4J.&0G)\''+_X;GO7@8_X^!%;-MSFM=_%G'\|JFQO"@F!T53BF?7M?
(IN,1G>B(=CP?-6JE\A%:CN#0]+C"$>QU-MW{IZ/CXK/Q1S7Y>+)E;DEQ2DC&>=R)S)XKF+@8#
P624[SHDP[8|"OM=A=,XBMMKT^TS($QC%V%^%5V-N&JP3Y*^O3NQE8OEBET+!-B@R-MV7!Q&1RYY0Q6_24=5Z"DG(A)LON+0BCS>2(Q4<1G*NDNTER/%]QT1Q>G/SF$
M+H2?d_,42ATO<4*V"|ZDLT1@HD-GLB$W(?A+Z2,V!%;4G|+,,ZZ=-8<8]*-TM2?4Z_W9)\? M52E#YT/\-.Q(E'IWG3<3V/CNB,\;2=,^7L863C2YB,%%CU%&0-COO>[T%1,%JF"?
WG#C+34VJ8A)^2!!S!.MKY%>R]GHC4]1T*?DD5$^]/"4Z#LUY;_W/B8-!%K.1=6HVGHN:K\,CL=_ZZ.1 MF2Z(R'^VB>+]+4_Q_*[M4;1&7C86])-
Z(MQZ5JH&T]+KD=!A08>63$ASZ>GZ%8.M.+G]\;@FZ_]$XTT>]-4(D:/NU7("JM9;&L955$@HW5,@7 CR.F[P\ V^C<)5 M[_VMZ=2RO54#:\WV
MGC[HX(!W.A+,V),I*]KQQ56(#Y1>_VZM^QXU8(]=YR- M@?)\CEJCUA,0A2^8O(7DL7S$H1_%=U':_QST)U{^#1_]\%C9:[_IMP#!LUBR MZY4(ZN=1'$>O@
23)P3WMBMJ(=QR4.KB:>E!H0/3V'[V9(_]D TNYSD?;XLI M1401?[QS@D\.X '!HPV9\|_IXCGP5Y1=59C6"'(M1Z_5MV?
JJ[;%VZX/QI1PKYEWH>'W^F,PCEC+N:@:&%9OA8@MN"@6]f/&P MC"[XW%<<<[=BUY2!4;8URF>3CU3 !AC#DZ>Y2'E4'J>,N42DN_6#'7 C5#O4W
MA5;:+>>F!TQK8XHI@'7!YT(55IX5-0@Q\=#-OZ0I9 \>O=0.2R!;GP?[QIM MQ30!9_IYC%J=:YU/4>H$]8VXZ8EL4;#<$(.)7 !P0Q=R!9.(D"WP-WXR-9 M7F9T(.+
(%L=,7W9#SO;:=(-(D>+'=/Q2M*'"]Q7'^E-I.9$-5=OK3^3QYISZ M/&1Z%[>*[*^C^'"9]>PX@PBUG(JJ@5AU3^5ZFQ@,D<.!'AX_'_6UX6=C'04> MCI.K?^W(@@ZZ)SI3.#D-
59NO3/YWB-UPO\!\,%Y]H(7)KH-AR1JK6WSXE*HY'MQ^S1(0H23TA*SO!0%J4,C#U;-@SF!U:6&)4DD>N#(1O[50>T)$G=>]HZ@/ZP[@ZC@5+6Y:M
ME<^,%5]HON#',SGUF2SHO)^LN- M]B!"V+. RU&I*TY97YCT:+6;\@C(=O.%UULQETM/0Y%/XHMQ2N/F73,2G& MA@NW=+%]YCHZ'IZ>:<1B[YP3_;T>XOWKIE' RK&O+
<:C;_W/BB%'_K=\7\#\0 M>$(W(0B_5);4B5WH^8"7B/!1/AAOSW'P?12OWOEA^LIS-^]XFW=.0#;VC5)8
MQWA9.$E9IX_OW_^]DO#24_CSJV^)!W]+/5,RW;]\D_B;;8"_>;=I9N3/$$ 2 MA:=D[9Q=D Z<9R.=]6<=;1P_'#_] IEIYDR';-W@S3,.ATZXCL8DLUT3HK&[M>\;GV2(-G+,."TIB9P|
XV3C?XUT<;>$_=.1WY,999ER|^AZ.3T,'TN.Z+'H0 MQUE?('[*_T*X^:"GTP\?3C]^H#S5TQW,3B+O!'E-?L@FD8!0#_?9J9_B396! MI+H%/+=T?9V^^)Y-N9Z2>LIBOF-
")K(0MMHPO7,G@:[MCVN,TR2#UBOR"2,=_MBBS$H+Z,}JV>F*.@8F%<+[<8=%'O0*N1N MH!0]+KAX^F'/[E]*,VQ73)/^E'WE68)+<AN<3H%"U7"4S#QA.,$
MZYU^E:3FB0|8[K0Z5UUK]U_%],,B3Z5K=!AIV,+0/4BP^_T]>GF'78^MPTWH M^2^^MW.'9!$&^WH#0]4K,A_H)O2+AOHF)>EG^^5;%6*.W0U-'7R6L'KY+K1 M+DS]<'4?
DV;[T.V/-65Q=%#F-1RN5OZ.HXV60E7B-?(G-.Y(^P2+S$1OKV\ M^H=H=..]@'&'2$X2WE5-8?B>VK*5N1D[AVV\9:HSPX4A+#WB^(6HSZU=^Q]8
M4W.9W>)VQ'^/"YZZL4U>"YE50]V[GW\N:-%P5C!.WD+4 Z(PDXN05!,A\G, M3$S%7+EL826S"5TX<;PG,Z5M"3]2CR(.(4!R6F*M>[VQZ9U9EBG8L'5UJGDY!!'6@_"-
MGN5V=QU$(,&SNZBD?O+US7D":7JG_-@5[+ M,I2\H<^A'])^U\JB"%6;,6%:F!Y*V1#C,P"1[;R4\YFKR9MH&')FK]MHS!#& MEZ(4&3_->A+>U[!A%KN*WUCS6MQNF$
:EZE/H/.:[FT(=OICO;5.Z^Y+OI0 MH*+)5GO,.8V_S[NHMA6Q'VZ M0MAG&:>N.[,<5LHYBQ_]RTY-3^OAPCKB?&<69]8O-LPRHL%PW (;$[\E)Z+W MG(N=S,< ?
1@4SO/!QOHJ8BTA=_8OV@^?9UW4F:O,@ M?CK3,ZU"M^*FVM&],CV(AQ8]=E7KOA=9)S(VM=6^'4@8E]5?73NNI":E_K7 M=^\&D;6I"0EL
.1N:#A:$*]&C_*K!26P>!2,\.ZFB/2S4#0GAK8+GWH-Q/. M:2,"J/A)=T)U/=V9,)V!&1$IX6P3Q:G_/W(6A^ZUZ#6J*:.4<=X9?B7//R2_\.OTHK).'P@CU2K1O [50*,HCK&&$^'B
MG$POXXTR^Y=OIAGCG;6E$L&Q9!OQ@*?ECTL1OM:&U21'?7\NS-,YIT34-KDR9/M6PSFUDO,_GL3Z8["=B M[?P(XQIY<9_],*O2L0K]_\'>C4>X\))>^DP-
CJ2H.W46A6[9<8yZ(;2@?1T.#6 M%I=)-,OD.?2I/CI:%@=3=1_-ISV_'07&_GP4S>BC?9I))}6UM\[*/L2;M!SR^41@7+#Y/BK=.'WVC-S8HKO$V8CEX5%:Z@&[)L%H(#'-
TH$\5%Y\=/^8XNWG[5.D%($[]4\Y[H; MC.B0\2XOTB1/4]7Y M"N?CV(G=]?Z67*V!PBK3L,.]FU@!W:.H=@FP%:72U=. J&<4BX:MXE7,@HJ" M':2D"W]?HV&K0U?-5R&-
<:HZ6G)W__D^;W+O[*GE$*X-ECLB;6,L((7<+(LM-M]<7]3&Y-NE?DGEEBN0">?+<;'=_^!7$3;G=$<86O^J/ZKE;TL'<5#-VL5G/Z M>,*:OXNK
+MI'(6^J#*T5AM9VQH09ISIWD#_@+5LI"B/AAZZ_!+N_TYD%Z=Y)QJM=<<'3 M&LZW49.*'"96.^T5A+19VHLD!AA*?QUGMV LD;
MLU@N(<1]!;7LTXLH /]*[3UL<^3#&%=O$TD\?02NX$#+UHO^,8+A1FJZ_D) M[:VG2UUMVAF+M3')?>$$,,/LQ@U6QZ[=#8:LGU!9=L +$%O?\=E?V55NQEE
MD&6NGPMGZZ=.T!+SVH. YHOR$UQ"OA,DF? $'W-"_M L<+7VF87)'4XN0(:P M#,\;AO=2!PMNC*=?&MP8Y >K/D/(@2#2/K,C*>^3IM:Z P7\.$EO?0PE!"$@ M*7968+
[S(T7$0$L7[8EY3%5:A(HHAFJC&=CHKC;:(-ICS%\'#0%1 9T&C9;. M!5RF^M+\D6X6/IUC'5# 4W,D_3!:NL^NL!V"1NHS?:%%3!|.%%6.6Y:?%1HMGP9(-MEA)&+3_B-
'((K)ZCOQG@950:P_F.(D;S/UG\@_)$ M33/B?"S63V2PRVA#E-]NQFJIA\7PX2A.X9[-D1$:XX&K+8U&9A0+=3;$9=0T MLG=$^#0|&Z]TP+;UF]'=H"FW!8F,W-^4H*9F.
[F+6:G'*U6ZO,*+[@7.O07T.LD^I=Q[6KO2';H9 MDC-IH> &,;WZNSW9H5AXY,8MH.BIN34&KIPX!#E&X(H#-(?;,/OZMM8C/MFG MA.F'5.>>;V]O4X*N^-
,9KE5CQ*FRRW399F<0L>1^<5;*.T3=0?/LGOP-OL3; M*%9\@&.P9]*^C,D/_I#\U1[-:=/0.(`5%(!A4GA<9PW0=.6*PD64B8Z=K7 M;M0/, 16PPXE?!EE|&*G_/"' AGLU\]@
^1WMRDN=?)Q9W419JJ &G2L4U>C M6GI>UY[L$'W?:XTBRJ96XY1XP2ZP.T.B*(V]>P3P+G:"VHRGG0E\%5]PM=2, M*=C I!$/*?&U+?AP%$F+:0;A%[*]N2[>IB!LMN0;U+?
6+'=\3CQPR;AK?$Z^ MQ2CTSC8BH[M93&KO-*MDE'+PQ'44, FA6:#N3<;>T8'Y/K%?[Q15XQ-U[&PQ M2)F<+EA];B#A%H@XVO#:24|1_EAR7)W&@.4!&;A,>
[@"}Z!GQ2F\0">7!7 M$44D<6-6Q.$VZ.C-.$^A^0##^#Q%?BNBH Z=$45LOBU!12B:$/6&J(6_* M;K.C !Y$8?1=OQEIL;6C;AOE#IX//Z+G6/08^=G93/N
M6*V)H*46^AN;3W1H> #$L;.O M-9/4-==M&]O%D9",% :Q:BM[X@-]!H6!7[V?]6UG9>K-C1=]C;!EGO9"5+- MKLQ-*,5,-H6IJCO9%PX(BV2T/18Q:II)Q<]0$\N;&*>?'YL'!8FAS
D@11-M/HH4UI]&UB8MTCAO-EN'&EYR.8C]$ZVNTWS?=.]OC46BPT+(!0W#^[!WOO^< M0 !*EF60VU0:>.Q!8"9YB26@E,.W0M7GT(R54A7'FG3"1G/(5*/9NX:RSPZP MO
MA5B5\[0(<>HR8/CV-Y@:",+%8%LHU-.8&-K>=B2@E8R% C&&WI+EI MKXE*;SV]*LJ!51M9C@^)(IZ4MTU]6Z-'^ $L6;4+6 [59N9>5M:/B0E]4QOI^ M4+ /OP(?V&T;#GU]X]E9?
#*)=1G%24%B/?/^N6-6?!$D?P\6PB@\2]/8?]Y1 M8_Y3-,C\HVM4BSJBF";19AKTOM+E06.F7@ $'8J4-$,1:B%M'=R'RS(^NM: MVOT\^OIS6SH?F?/PG#G!
(\IWEY&KPK$N]HVFN=2O/P2-59N0@729O=^FN=Z M&SGASU&P"U,GWM_'HK9CLQE?W<%BI.3$X8997IN3"M2JZ#1E%^OQ:(LE_8-D
M5,.^[*+W,\F/;$NY'EYQTF=:=R&HWC)=@880N)H)"11N_C9@3H674[\VV93D MN+VN65 3#2Q.DM\B7:LD^SI8|&,DY-FF=OL27EWV_0 -%9WL*\< M2\%?;:JQW-1R^9B&0[\-
#>T=;NQ!SN5?J;W>":&L15N2N++*+/4985AMYEVB M&XNY4L/H^IHUVYD RI3K>$;@VN;20_UNDUKKQOF(W&U!*CT08SI3FB-41*/T MU-QC#K@OL"
M=FE"5AP$NF8^FKO,,921^5T@ZJLU8]OO%>VB5+(&^]N+$U"(-M@FYB;
(=>UO$9GB(NYJC#&)JTK)Y49J(_)D1BZMAY%KZ83T[*%SRW8M&@(O[$_P^6>P&XKJ()T!6PW32;CACCQ% M;F2.VK86T/+__E":H?2#YOWG067-
!5V+#68&B\0,,]B#3PIDCUW*3;65I/M]-M/0%%EM*4(TYF:BD&6ZG-*;6VVK4 19)7'!'.5E+&7W9](I9$)?=6O<.@=80Y MBG6W+6YR<\@Z7?%-
Z*[*=>L%?SJ4X\=T=KFRP4]TE54/2P M*<:_95'YVA7;6+;DTZ>W)0NAW&Y.$7Y%>/^DC.\ORGUU\+9H(JIY-L_JIGTF M%XXH^%/W*=LM+16VHUDXC%!TS$:FJH$R'C[>E'?
7OKUNB)&!+0'HG@-MKL,HB%9[121C8V-[]+6$-E&^5Q*C=BEK;U-#[>AFY=%__<?$Y*8(]NQ3[WE-.MFUI:KUG5)LY4VVD_JE7<9%[20<36%OCDG(IX$H56V-CLJO,V!IR@-
+XXIVRJA;JA5&S6.9!CJ%NA\N;JVLXP-;?/H=NMK#Z&*]0-M-R1CR(>+Y8U=<%4NJ(.RIKOFHQP%BPBGF1,[@1 MG(#H:+,E)@:,)%\S@4;+?X;:]B]+_QFE>Y9)Q?
AW%_)^@75,$K^%) M6.^R$T$*+%*M85$;&MO$A"7C9^DR'6P6JAXSB*DLY/IV0PNOZ3*]3$6K,3H^ M'&,I'+ YHK4O"W4;R:F%K7'J=K2'M -7T4Y MOT9*W?
LK#IIDR2X])TF'HO%03WFY#)NDR"57>8(Y7L?!;Z[9_\[K:W MGHR-(CT7Y(^+^"EZ+<=^[%I:!F9I26["%$(?&-
M"6B]+B6_:OO815ZH*3;]/@9MO>P9D6EVTDVH+'#;5]>T%XT9',!Y,/AB*4,Y M],PHZDA&?T49_YDH=]'&!U&DB!9O:&G1ZO_B>SCT5%]]L8V%4/#+]X90EMK34?
Q&M,LPY$_4Q>C^PI>L#;V >PE,52N&;K3F>?[M86OJ8T1I=Z M2#7M==\""4NX-MUF XG,1-,[=EQ<"XC3VMPF^&;^Q&"R8]$Y`'[=IIATZFHU M:568(OE'3)U0'8J,*[O-
X:VA8OZMC,0<;BPG$4'WX04UP=6^WS/?^QH^NM, MR?KSR,'ZF$-4QFK+;_-TD? &DYO)[2@%>U $50&W!]$KUQB$UFY6LBYT;(:0 M\$V :=7?)14?
5FMUH[%4+6K89'B6BG!)WPGF 6(&VG[_4J/>W9^2.J[U$CLX M\.\!UB *>;!\W++>SG&(ES!X1>%& 9!0'#H!%[$R?Y?K MQLUI*F,HV@L'J<;]M>*_J+I8-
R=+KB4!%"Z]ASP4C8?GO!@_^@"DE|N3P?=-_MQ.M=8_BG_G%TIR\WEMFNDR8Z===!MKX[_^L_?9X8$A<>BOJ7U0R9M9.WFMSUA M?:EH7OV/.SAVU[O08]HJ@S^B. 4>_=?
F_>C:U5YL9U^S[]06W^Y)3)!{5>-4 M*?RL&P XC5+LKA7(OX4&<\#&)E^`)JKZE KN@%XT9Z(<\&?D7!V*^TGUFIN]I M N]{QFZDQSG0&803% O-4)S4R=#*/A8S7IP$@V6D
M8U9+?>N9V,2I(CJ)Y]HE|656_M:_5[IYE66IE/SZ$5`Q;1X&'XZ13A$VWOH;% M[6L_<2F:/HW!=G?E,Z1N:]>U55GK=@I+OW9/#$N>:U>U
MJSWF9*FX6BZQ@)?"A02UIN2'GD0L>I<\O&Q.4#O?YRBNIR:?E3LVVR%)=T! M&ZRW"!] ^P"'P+F3^,GG,'H&%S2\XC?A=I<6B^]>[VEWRH\:'7>JX71,.W{\
MN59]LKW]O*#_&-(7-RHW8(7K',#:T6X*V&N1,%][V7M.=N2C^-<.WML7,L53 M?FS-[6>0X5ESM&X()WTJ.]M5PVLPVGEQ &83=O=2A1*FV84)BQ^.LJ;A-'.P MM]0")T&$B:L-
'0VM)P*Q(<\7T4EZ":]=NUJ7-25799Y_>D/4RI2\"&X5JR'T M)+,2A^X2SA':DA[8|OFQXI1G8/:LZ%(STK^W#QD2.5@<>?8/V?!+%,I&P74FFYMH5[O9$>C@'!'.@FD;D/"=W> M|=A?
D0\OH_%"$*(!2ZYPL2N:3Q29X&4HC"(*P=K6BS%A/+SWUA7-MR)DE!U-D8L%U".\"-3\(H\-/.%K%SG;MN^3@DCNC;sE[0/JKK8AE0 17R\Y MW1GN!AB,&:Q&W0W0H[?-.'4*?
$[NL5!UQ6R.UE#VOH0LFN1$ M)3Y082^<%*^BF.-2MJ1&M7:TIQF7 NWDY.9N<(5Z+)M"G$_&C.XL3)PFQRI MEGY6@&;>\"/7-
RAE"$V;Z3,B\|EGFCA/QD9=@66L&%NO4U7I2AD@R4VAUM4VU M(Z&Y,743.L'GA-HWR'DY5T25]H;=-#1[Y85PZEF6V="""?SW\/'\YL]!0RC9 M+]APLQH7+MPF=*.A4 M.,=
[OQF\1D68]X/3D,WBS;UA*AOX(Y2W&^]#=$_0?8&CX.4?KK;I%(#H4+$H=#'+K); ^]F"U;MZV[O-$5Z8]*!- M'[RZD]T0T(Y1GI,(]+S$VQB[+.
.":A3I8#0^)\]T[9A+P>1U3A[B[7RQ+U18Z MA7T[NL\ GAF)G:ZCMG]O<6P]&'66/!J)$N;(95BP@#7K&++VHS"&1C7R6O4-N M.W14!]IF5#@@GH#'ZX XPJ%D<2A4U;U(.
YBWZFT-N7DS:X>M/41"% M6!%LTMC67CS N&+02G H/;3G@23%<:":8 ,.K3>>0:/L4G7D>#>QV L#GO@DO MG*U/+@.ZPL]E@)$'S +!!5 ^N\ E;'N5RCCYL/:MA5R=YZ
@;8;"4FOI24J2 M(P/>L[9LI?)S:PR(<)M%"&62:38N-[3_7W@A"F(0EN%'M&QLZ&'^Q%\A-Z(MA[N>P+5"BHFPRHV:N60DPR.D MZ]IF7&QHL3*4Y"IZ M@(R,+1Z2GE5W43[
P%1U.3Z@BR .;Z+4E71\T7K.5MV,;.\,Z^48NG5'33/#@+$_]-\%_EGFT|+ M+D:!|+>0H<[W$.REN-.Z])Q-P8'6MU+1828V]^:ZNDVYPMW!STKB?/"3+TH$
M"447>]]1<[U*50W/UFVV#2:E,, "'Q\]*KYNZSW1*V7D4Q]$KF)M:E"^IX10O M+;DT"OE1[?$5_?K:T]G5&0#VH_E%-14908ZFE@0X_Z='J&0'@>>?MQX(XEZT
M39OC1$=0M&=YGZHT9I.A?K+QR#ZZI?!]"Q>66)?E;PMEYZV4GB5&%_M_"UG@_PEQZXJ[$55!49U6[0(;VW6KE*CN>0C=,#]4/68P2U8+-H#)6'R&@5] M,OBZ4-
$L8G;J&'>KBBCO24'S_&7(3VH=4MAI&MM;3#D*(7V9Q1V OIGG,S?I MW\HNFA<7=FVQ+(,(/#;^56D:]2MG MNNT.'K4:4,#D?"_]K5O1JHYD-
']&F=WX,8+H(C(F?,9)4U)RMSZ6P:LJ2-"= MDG&[];4C:S^2A\LA3T*;G%UH9_.QK@@X#(,CQS3JEB]A))A[^M1\P/2'6IB M&&J;602*#[\|^1NB%VPCB&QC.X<<]>'#^
7;^.8HA$RB,BBQ"/9/P M!Y+5C?_!G\(T 4Z$ 9(9E0]>UA7>ZM_?>@R*]+Z)RE#]R@6M ;P6F!"80V2) ME=]=OY^:%,X3F!|)R!?
Y,CRNTA>Z+=M5EL/1>H5.6'[FJK5%KYY+SYF!VF M=IK5WV>;2-1D$VSKIAL,+L7:S]MF(;PSN]5PX@1BC''R"$_>P"M'K N4U@R,# MZZ,BDEC=SSXJ*[4"/X!7;,'\G+#
[$AM;6900= MR*G2OW0/<=4RFFY0=U:|[M;?^&1S6BO5%=O-X=)MOU_G97K+8T'^ZI.O/';7 M.J"$?C3L93;14WRA#,LKMIE;TFD-5%#*'ST(6(SXXOAW$+&/)0N
M!ANH*#N@

*2^975WS57PTV=5EX+O)OYJ)_U"EN\|2UU'PJ>2[$(C)XLC*?G>!G%_M69E\{O7CY}(<07CM.62; HQ',W'= DZE)\UTMD2UG5RF9N\]_F#*/H&HHNC;= M.+.T&>_@_-J/D_1L0YY:CZ;W M-VH4K7VLOWIRFF5S8E93:U.8CQ!"&&/G(O)[<1[EGZ=_5;+[C.=+\##-)63 MD]<-9:*3>82-M^J:$G.[61SOB:,$,W?Q9UC<\3-CKEJ\7#VU#LL(MH1'3LRY5ZI'O'"W2A!56 M*LVB[+8D#'D8E M.@L"#MVS6-[S()SIV"=Q'Q=05R+6,3VJ^:*KY$]YP9#IUM1_Q2XN79Z;0%J!3 M=2>[<*T\L%L}]%;34'==$L=)\7T2NSNP!?.BK)?.OO8S,NEAT12H+.*C7.=N M?6Q1&N6<*7&//=LCSXQXBKAAB'SJY*%{IV B2Q#X*@QR MA;A/YIUU#%GG&H+%^Q/Y M*]Y+!P>2:3\R;I:."R;!A8M_H/WPV_EZ5AE!IT:Y\91,UDZJ$J>_CJ+24G&33C MJY L>;P*D=1"6O/FR3%89ZM5C%=D0B(3[8QF+PH+6-T^]NEN#P&Y4"V+W.V? M0[]C:.VL\2P#=*L0#'T #710-*

BK\+#!6CVP^OL9U1*KN_25[\'B8T'X$LA]R94V^]@=CU^D]0/O8NHAZ=_7=-9 M373&K;P/Q"3?AA;/UTX94[FY]OHX/MJ)*G+G,0DI.@"*BUNP<+)Z;?^Z8 M55S6!G%,63(<d+I1">(AKT$D<0"N.=[S\G(;FYA"7Z"V.J19.CBF&LNB#D+0 M1817M9UE /E*?9J6DMJ!/G;=HNS+:XUTK&\[E_]^7C*^6UR_;&J9!Y6(IM M99FL#;C>XI:%@;T>RB),L>X4_-\IHE=[=K?O@RL[.%H],I?D<[JH.Q7:+#6<8 M'=0]1JX?#,_4>6*GGF,U^"]>.&8 M%]4\E"17%&BN-ZWD3,O2GZ5I[#_O4OHR ;QCRUTZQ7 '8N[O" DZDJC9>_47 MAP]YHC^'"8#0+7WRG3<"4C6VM9FX15VN3"S!5"(C)\9'FI.3V?O;\&?RVD4],]YF%-G%:87T3EXRCK"_4Z" MEU4.2VP2JEH:6Y= HJ7BHK_>I2'"5Z_[7@]DEB&LXCY!'D\13;D]>*E_?WMB M-<^[6H2E/,[.4M=W42J24D& Y'FJ4H,F25SS*.J1FY.4B'(\JU!JY#S;W(3^4]R0I=NEVYP\.Z+\\|DVXA/_0RX'?I(N8 M^J6EP.YJ[(D 5"HQ<..FS>,3R8;3O-4"X9/E[X}_M2?^=NIW>*IB,]?% 1A9 MB5WA(D3^E4-=4!{)&>3@=IJ=I(#'=+95YXX[M1',Z,%"; B1+7WE$ IA-KDR?W09-M4"XK? (;MV$<@MZ M802M1N;O=*TM22G21P3_\KJT76&H^E*Q^%%EQ6#AH6AUJC>WMZI[L+LED]22 MK&?D (Z+U=DQVH^:O4@>'E*4FV_N<*IV."JI$,H0QES3?5SUIA8O\|S M" !3!L34M9Q!%E,?.TS+7HTD:A4MX1&[7"W"\ &[!ZRA^= + Z/\K#KRG MB*M->V[Q#3=@-8TA9R$5W#+D"X,]%:!B335:`.3D2IB3[!3[Z<$RUBO7'B+\|H+H+7;1),#(A9? }6PKKGFF8%|(?F'!'/?>ZM&E39& M(X,>-TX0" V_,12HV,IV,&:=:-]FFG7JGGW17A.'J[3 WVR>^>9@:,\ ADGR MN'?RJ+<{0?W9BFBT 0#IE2(?>W:TRV+U(75-KFR);9O2$R37+:\5F|Q+6A.0O M2_T0 R9]$(N+FQNB_#"G_M5RB2%Q O.P)E6HR43#F4A-SZS8+,F\[@KIU,_: M9G|RWB!)F:53DQM9R(&+9:,K-6FZ2H1FL$Y;X_*KV] [<*9358SG.)I:Q27\ MYJ[Y,I _Y>S#WW[IV_WY:]Y58R/_=XBW?*RZV35 :3,Z>EE*HOJ)P\|0TG,$5 MD+\|C4|/Y/K-#XZ$G,(:+.H"@8?!L]BW$7O)Y"U6D/K[_\,.'CVI@D4Y]YQ#M(,+C MR*.%6R!!VGK9]9BSBD@\|\(RZ3HKY:]7XQSPZM2'E=8\Z=7\A5QY>PG\EJG M:UHSAF8:D%>,XV SI"3PFM?>FF/(64^0K7/HU+>90P@B58\O0%?]%GA8:C\K MQ32ASEKJS\Y?F\]YY\6,HVM_)NH!0I?>S2_I8WQIf161F@4E*;(78"]2M8= M-WU;R;\(M43]OH43'#TJ91=7#GKJW>TY8^:RK%RH8 MMFGAC>UMRY%"3.H6DEAJ;$]2,++:V- \]X-VL-^=_8=P)F_FL2)W60MK>K4BS2 M9;1[3I>[H!I/VK+9O6C4L0KTT-LF(*5W_Y!H>GGQ^_*7!/Q-5H1_3U5]O5 MA1/'>[+B]*

*G@ZEF2^K#:7G8Q<^P&H7;5>_!L]9)EH\2!#/[W1$,701!"_P\2B-(Z@.D73KP5'HI'$E2+@5M0.D[H'T#K *8O;T&) MAZDG7XW2K[IV W=#D$;?"N+?*

{3]$@CI!S@H)G]D3(8T4L7CNY8Q%4_.%%.# M"!=@#,F](DPJ'G/R@"8"HBBGBOI'Z$[V$6GE)OA:&/%X-2KF968.04(T>LX9 MVE#*WT]_NPG+"+7^%!V)8XX;4551R*FA%Q)#HJ5[,D1-!$E>H(8$6<3H3L54 M'OA\YGFD37(?):D3_!|_>Q%Y0ZJL1A!QBB>(T42$* *JA\&+?,@L,=2M?#HI*

M,%+A]+Z,ON#X.9(8ARQL\-38?$+$TT$/F<G2U,|2H?!nR"G_MM4<'B%\"O!2IRB]\-!/%9 MPM,HVBG_?H+H5*=>-<#K(XR[TXKTT./[^![JX3.T&,:)&EBVGOVDF8[GP;D]Z0 MRLR&UD35P>:.TOLAR6^R'0KF@6 B(,ZA?"KD+", ^F:+=RH"YQ.:J5:7=XVIU MM><YZ&2% 1[G 8K$44N MD#M C]M@(^DD:H0]+LAO9R4=I3"\.B& MGXI;MA9W;"W(- ,"*3R>"Y)G 5<#F@OXA9C.Y;B 2D4>R+\@ Q\.1'*R$BGNRT\ J8\2%/QS+>[S&LV ((1T.,F9,5P&??.VTGY MK9/U"90]D.>X%I5$CE.JK3G52-*

3M7H.)XDXS4/A13Z#YK5#OUT]>;2S /R M5ZB ,2KZC9-$@B;B1">/@)N"IX(-O,P85 T V77ZX+XI6"OJO8V[9IY}JHR! MJ]Y)U@+\AGX,8\Q/3,/C5#/=CA/^SI =2AMG01>F#H8;8WV_?3.O#<(V,GD\3%$_EFIVF55+58.M!%R< M,M1*>{Y435 5C0+H%)%)E(U_*{@6L15VTXU#%(1'>EGO%Z_C.DZ?@<%*T#MSA ME-Q[P0[@MP0LQ. LFZ(E(&&FTF\S^D@,,/F#- 67\GX+&L*K*/AV.-\A-I N-M-0&+DIC48SA-?R@XBH$1V0!3/1M?B*B(6)+0:]^)AHV"[U9A] =,:E.:\#?*S8?!]4.&6?!OGU9%B(AG1 M$T3)HH_FK_ZN"]{<3Z1(I>^ZY SSZZ7Q7."8Y1$RWE%WW)>OS/&[.#3?:LE M$7_TW6T4A.#X6LE/W&G+,CWS93JUM4STMKP*L)O&4>B[&E*U)6)F$IM'SSXX MU(F7'G2)WM1?5>)fT=?^RRC;W\?W'W_*5(5-X17G%">_M],P)A/6,\#':I>N_1S%VM!Q"01C@-."AI1&E/*^]HXR83;6Y],.OZ..F-;JT MR5\(7"_,U%BC&8JZC^.47#B;*-Y-Q3D9@"4^5F M7\|@F MS<>5(EK-)I8;79D.2;@S61Y6+"(6,G"EI$5S9;PQ:Y(/B+9L1+3-A@3?F2,& M);_S454&H2^485A;.6C3,MY(0Q7Q? ZTUL)_[?PM#/P8 M!3OJBAIG[13D4$;/D-53$Q)EXZUX3;6(W 7N(8HC"7HBX@?++V3"Z,Z6,KT148*+0DM!,2,U'C0P4%)-MP2DPDJ-*3\5)$[>B-*

*N\BYK501\3)+B\9]_F:XCG2B&5/&H6^8SQW';Q#!F\V=F/%_,A[<,!8KL&T75F9C=0MI(MN-!CQTWE'8!]H0]=^/-MO,?4B=.QZW&.5WX8,]#4 ,K@?1UK&D#"X+ IDG?/|)^>?

*49R5(9X"-M3B>!H&$Z#*+CF,]IG8IK0FQ$'I8G=Q7Y(=0N))*HGXJHGO';>HO)-8_1G;.9 M6B/,<+IXS2=-):M,&7K&3;N^;IBQW PH[OR A=CF75(?XWO&]2V? -*0K3]5GH06#Y4$6-#Y @/L0)@D% /WG& M",8Y7[8+>AD?A3.V)=01U%&>W"\-K]EB^113H/P]_0K&'$ F& D*:>(V(6(<,_^.F7_TY#MWU MQHF_C)*

"V01T$4964.BH6[.BL$QS>P9D4O644 D(!0E<=|%=87|\3Q0!DQ& M-4W&4D7BXH[ACJ.]3'1Y9"-%(X-I(-N1/<92,O49R)!8!K,.0.9F9&[*QI@V M*E0[BV6Y,L.,*[@ B-(^+,XJE,_ U8J/G6T9W^A@'V2$LGJ%1:3WE MQ/|)W^PI^)"WHYH4.ZG[DEX5FHL3\WJT'*%;!FK1%9;#$=0+&%N_S142#H6Z M2B9=*SB7:TL*M%%YQ?E4"[[O\T5+*

*[V#V(1O3ZEIE9^3G!"]WP:V_G,KX6(G80#LZ)%F;I55CI)&5""]+P#]0 M-A[*X6R:*HTL0B7S8Z8G(D\MS^#Q%LO\'7=LV>"P%U$A+0EF?_9RH'8M(LH M_#R,V D$UFOO+F']#1826O>5Y@-1#(:>RN,3I$[!8*429EV).R(W&Z=(A5OY>PG\EJG M:UHSAF8:D%>,XV SI"3PFM?>FF/(64^0K7/HU+>90P@B58\O0%?]%GA8:C\K MQ32ASEKJS\Y?F\]YY\6,HVM_)NH!0I?>S2_I8WQIf161F@4E*;(78"]2M8= M-WU;R;\(M43]OH43'#TJ91=7#GKJW>TY8^:RK%RH8 MMFGAC>UMRY%"3.H6DEAJ;$]2,++:V- \]X-VL-^=_8=P)F_FL2)W60MK>K4BS2 M9;1[3I>[H!I/VK+9O6C4L0KTT-LF(*5W_Y!H>GGQ^_*7!/Q-5H1_3U5]O5 MA1/'>[+B]*

*g)

[%|N0!H5WS'RHZ[-M$GT!;/5-1#U27!J374\5NQ4\2S[)"?8;(CY(ES+*R|!DV=!0JTSST22$/(,U-MJW]HK2<4Q$4=C8]HO^)H!A\5/IC>W]X(#?79XM|\HR&@?);M'6^V3M-MEUK-|XF;I18D|NL)@_BG>XJ>"<^QX(;R1AL@!ZK-(W1]=3L!5+*.IW^U\]B-M&@[GWI.6YL&;@6Z4-CY!KPZ5,3%9:,]3-[NEWS3WTEV19^RO2!2.E'=,CU!N-M^7^'!B2S9HC!\60W-":\;$?*K^--C^+\%K_#8!)&1TI'N#^\(9M$")!:H;]RS5-M\S@NX-+,-KHH'O-OQU(Y"VY](6Y&0"!-!)$G@**%9MLK%.6)0?_=_+G$%(5C-MYX(/W^58AP;SZ+E;VF^'JXG"$%^3MH!O4Y/K<-U"Z2GCBNH!;2YRP-/E.$:-M4@)*BO#DE!@5@ST#[7V(%G)<-T`]\$97TQ9%-P9N-5R[-,3.9#4"#N/ROY[-2?P-M==>[<&]*:2B08*Y6V-%<0FW)/M&,E5'I%KAXRNJ+M8@17#\LT,U=],$XE=NK=F-M,/&?0.9Z!%K=5!#_*U;!#@ADK"'!@5BHVF1N+8"7K.'GO-CP56:YR/4N+U\-MND=["MH=4*:?!\VT<).E'-%$[K268L"L$,P&Y;]/A$Q>DYAF\9!S6LEP?%#+-M"K$7ET-6_Q>V:429>T]7XWLKAO7+Y?W7^>U??87*C/-9VD9-/|_ER$BLM%-$-M@%B\["Y7%(N9"QZM\IYB#;:`)V"BD*2K13U0SX'-0#%"GBMA:PP?/-M=)/XRO4G>R<;KUGC"\TTJ9=DRPGNCYQ0B-?-8-KUQYH\&QIRI-D1N%1R^2H"N-M-WR*2U!L_4%N)}QG'FY4-M?N.#7=5LQ#&Q_*>S9UL,-$Y|#HVZ/&.?0!-Q:JQ6_405L_Z9SY+AJ?,_"YI'8V-M_6VDI'/$W>-8#1O,!^"1#(_*2CVVM)%Z$YU:AHQ+.=14>QAL7G)O{(^3D@C-MX73?M!B>$VCO]HBB(GB\0;I7[Z^9O2/T2^3H&&HJ-5/V!!*-@CU:1F]IQ0/^-MH:CV0$"0\B^R!WZXP;BW>545R?.N0FLG4Y3O(L\F[U\@U4*]@(,K+_[58Q(!-M=WVHFGW7V2HO-KANSO;BEV-%]@EQ1!<(-%J;83:I>,)_+H6K8>A,L>@;"W+F-M?2BD:8:O:$$:5.@2]YI-=A1OAJY-RK_I2%-IX<^D0JK;G,"IX6M-NIP;]=`PMJS48W)M@D7!US;)/AJCJ1D:,$KAVY%LK**]EGP9KGW!,M-M5\:,U=!&MGMY6-?9G_ZF]^-8+),N!7<#YGH4D3956340:QJR=+:),)X]6;)P@"6U%$Q_?O(<1L10\2-Z0MN0R+M#-MRE,L2/Z)!\YO&0PY2LYW-[_0FVDL[2OB^?-5X9C-C3/JE$5$T^2.X8:<9TP'-M&\6++-03(5D2!7EQ7(T`2JP'P*.E9T^=#2+Y13YEA>+'>(R^G|&,KA+@B0$%-ME/V=2M*A154T2LD4'05%/5>TB6:*?-&6K79T$^=3%NUBJ%MN[*:ZR*S1\HGCKQ\D-M1C,=!XE'>S>NY*\[.(JN=A!F#/%N2\RT>"RBF,,XTU&6-F^%K$"@B'?C#9$*M6Q*_<1Q8!1*PF&D!%-6)>$8!E+<@?N-EDW*$U<.Q$ZPF3[T:-M#X]V1R1P!%]Z,[`QW&KWS.[NUT>A*(1-$-)WN5!1\-Y1"+\6->/EH"XM<[1%]JAU>9EF&@I=>"MRZQ=U:.",R(MM]^+^OLYBNDBRIZ-T#%>LZ]3Q?ZVS_M-?!,?IRG43DDED&W\@F;(;H=E1CFJ12K4[AV>5:%.6W'[*V/1^;T1>#3B!?9M/3CI(sWU+"J3\BG+GX&K!S;%ZVR[PW+7&6S]@K(#7\'S<=*EWJS:@^^(5]0[ZV'<&WT&R2FA\5>0;HY^+9<)VS!RL?4!AR//D-MAA(&K%F])2_V2,L?26$T3U:L?7;^ZH%;G%)*$BL0R4+BGX'+X0F@!3^X852Q1$,^3MJ"7'A.6OCP/>4.C@?5YEOB*%'L-S9\S*&Z5:,EMP$8!H81Z!JU7).3QIOU-M93VJ31;-B0#B!11B41_R%;);W*6[/T"K1#=+>+N$-TQTRS[^1^%)_SX6768,/2;(C?++%L8DTF.RY&-2-M\C&)C#'Q9/A_&_0F*GX#^S?^XS;;#-SIM$Q40/"?!,5ZV^=&A65]\#8V=,V0MC&/>++@TZBD$($BB$#I8E*5/ZM%2-AZ?*A7J9O.NFKX0+E0D.1)X&CU?'D$8R1-MMTVC8@G7X0OZ2M-\"ST166S\)VRC3#R1#*F^DN-&Q52C5]'-8BWZM-9-JBWM9LI'_L8M_Q9F21-TBBJ+E"H*ZXMLA*BW0]oC(9%?$F H=^.,AH6.Z=[-M$0I-9)27/(^,)6DZIM]-RIS4RS88F$7N*(1-$-)WN5!1\-Y1"+\6->/EH"XM<[1%]JAU>9EF&@I=>"MRZQ=U:.",R(MM]^+^OLYBNDBRIZ-T#%>LZ]3Q?ZVS_M-?!,?IRG43DDED&W\@F;(;H=E1CFJ12K4[AV>5:%.6W'[*V/1^;T1>#3B!?9M/3CI(sWU+"J3\BG+GX&K!S;%ZVR[PW+7&6S]@K(#7\'S<=*EWJS:@^^(5]0[ZV'<&WT&R2FA\5>0;HY^+9<)VS!RL?4!AR//D-MAA(&K%F])2_V2,L?26$T3U:L?7;^ZH%;G%)*$BL0R4+BGX'+X0F@!3^X852Q1$,^3MJ"7'A.6OCP/>4.C@?5YEOB*%'L-S9\S*&Z5:,EMP$8!H81Z!JU7).3QIOU-M93VJ31;-B0#B!11B41_R%;);W*6[/T"K1#=+>+N$-TQTRS[^1^%)_SX6768,/2;(C?++%L8DTF.RY&-2-M\C&)C#'Q9/A_&_0F*GX#^S?^XS;;#-SIM$Q40/"?!,5ZV^=&A65]\#8V=,V0MC&/>++@TZBD$($BB$#I8E*5/ZM%2-AZ?*A7J9O.NFKX0+E0D.1)X&CU?'D$8R1-MMTVC8@G7X0OZ2M-\"ST166S\)VRC3#R1#*F^DN-&Q52C5]'-8BWZM-9-JBWM9LI'_L8M_Q9F21-TBBJ+E"H*ZXMLA*BW0]oC(9%?$F H=^.,AH6.Z=[-M$0I-9)27/(^,)6DZIM]-RIS4RS88F$7N*(1-$-)WN5!1\-Y1"+\6->/EH"X M[1%]JAU>9EF&@I=>"MRZQ=U:.",R(MM]^+^OLYBNDBRIZ/T#%>LZ]3Q?ZVS_M-?!,?IRG43DDED&W\@F;(;H=E1CFJ12K4[AV>5:%.6W'[*V/1^;T1>#3B!?9M/3CI(sWU+"J3\BG+GX&K!S;%ZVR[PW+7&6S]@K(#7\'S<=*EWJS:@^^(5]0[ZV'<&WT&R2FA\5>0;HY^+9<)VS!RL?4!AR//D-MAA(&K%F])2_V2,L?26$T3U:L?7;^ZH%;G%)*$BL0R4+BGX'+X0F@!3^X852Q1$,^3MJ"7'A.6OCP/>4.C@?5YEOB*%'L-S9\S*&Z5:,EMP$8!H81Z!JU7).3QIOU-M93VJ31;-B0#B!11B41_R%;);W*6[/T"K1#=+>+N$-TQTRS[^1^%)_SX6768,/2;(C?++%L8DTF.RY&-2-M\C&)C#'Q9/A_&_0F*GX#^S?^XS;;#-SIM$Q40/"?!,5ZV^=&A65]\#8V=,V0MC&/>++@TZBD$($BB$#I8E*5/ZM%2-AZ?*A7J9O.NFKX0+E0D.1)X&CU?'D$8R1-MMTVC8@G7X0OZ2M-\"ST166S\)VRC3#R1#*F^DN-&Q52C5]'-8BWZM-9-JBWM9LI'_L8M_Q9F21-TBBJ+E"H*ZXMLA*BW0]oC(9%?$F H=^.,AH6.Z=[-M$0I-9)27/(^,)6DZIM]-RIS4RS88F$7N*(1-$-)WN5!1\-Y1"+\6->/EH"X M[1%]JAU>9EF&@I=>"MRZQ=U:.",R(MM]^+^OLYBNDBRIZ-

*#]KREWP8LMG1MX1#R&Z:CR.F:FX?MK5.T*O+$R=4+$%BQ6=T7"+B3; M*+W.8+|__)8//&;_Z2-@ZC#VB^;8K0[D$B;8J0)_#R5@=TMH,UO/LYB;-WBI M]($:.QNN LGS2V*U@JM6F#IX0VXM46-"%)-FXYG7\9P,'#N>N#Y'.4@^)9.P M*,-LE#$>3(775H'Z]S4D;CT1;I O?W?CV^K OV']^E?24_Q<=,8+&TE3]=%:.MR-E>/R*4E/FWJ,"1J/8Z":7$_>GQ)T0;(A>/,!)ZV4!(,P(!V$D])5"3;D8#B* S(B"9^*&,\BNH&4B3>^G)),7)WH4V/'"LN)C;!BN_6-S$$)L_D($ +/U-M/;2 GHHEWG)9O^N!<:S;.-?W82!'_O __S_C/-3_Y8ZY*!]S2BM=6GVU-M;0K;3>BX+(41VLM&5X4;W @]Z*1ZRE;P@I@^*7@FV0L)5E4>$;&=-(_(-%HI MV@L%#M^TQRG+PW5(/X&9XW3>"!WGG9>1X5JF+\;K,?"D32@&DI. 8*<+ ^UQ1 MM=+,3!\I=E%Z_-Z5Q>RNQ2U8$&0%ATRC2+-HY#2@M;#A^KNPCPFAG0[WQ*"8 M>]?[5ING'4V4?!RF G 9I;=3?E"G+=9/T?.I;F.M.5 M,N>1:M$EWOFEYO9:+S?^\@>Z]9C%*118W35,49S,49D MBC'BP;OY9EO0%|C0?:7<3W1!5\|#M>T8S]!<*B#=*[? 9D2WNQ>HR^WX$#,,_F VLM45D[L*+XWY?:0N:OU@6.U%U6Z B#Z"G5!XIM=E->7(M/(.F/TA M/_ >R7]$HE=$= T)7&8D6K$5ASP;\#">4TGE(0)?=:_9GFQT%US7O,._EX%N M>NFF&&U/-[KWY6[>TN_5XS>;OM*O>5:]#~>H)-M/O_T^:1_%CKQA1Z7E(I)-HO, M61P2U-+1L;52==D6RIE-Q(_H)1<_;L4%A8*"O@R:XP^!<3@= M,L>^JA,+++?8>*D)#/=+!LAU6(4-*))9(?YG8XP&R4KFF087Y>D]E#'RV[$HR M'S0S3P\71 @B\O/I>BTC%"!4"L(&13JG:6FZ5;DB^0C$;B(*&=59X|>:N'I< M;!H(L0V9 0TKR.G8Q_Y+^^=4UU/,SXM(9'(L.95GA+TQ^XG_O\FP_&_DG_YY]OE?_N_L7_[X,YZ,__1/[*^?9W_|_+-|&,O9 M\$B?W"QZ79$'NJWPRR%_^ G:.^?Q'435L*7[Z,_[T#S-VYH*<"61AZ3[F<4VM M(14F"_":58:@(/3!\.08#T31#Z'HQ-78B^Z?2'WR.H>&1 M6R_*0PZ[:O\&>6'8<75=XLBBN*0,/6D-EE6RPW"2HDVV#XWQ+YE0(\(=!AS> M3;HB1<"_&$W,_/*C:\<;! G)ERC)P-*^R*[R@B;KC,?N+/>;@M9(++_-]PM:_ML]=@!<[+/]&8Z0-KXX'A]>3 Z51R#Q0M?R2&=XI=K)"]AOR0"!9,/4.4!\9#[X6(B-GHA,T#9]B>Z0F1?B$&B,'(CL.X0W1\2E43T MR'S*J7(!ML3'7!:A.X^V6R"825.LMP3)OGDV5_^$)\L#;I>H=+,$5]D>:HFU& MMN.6D\L%4G6%9 @?\S9=U]K8>UXZ{(&99-=)VMX_4X<6U M;5=@F;<246CT@1VV%/_!^?>]/F>^K(Y,VTGZ&](M@E8O1HLN!YP6&2B!- MO.@9*:%KQ.@;(M9(_("O1EO\E MDJ:09F>_"2>Z*\)@HTET6/\>QL9.TZVJ5)&,1,9HH+OETS,,?00]<'ZQ?C^W M\ O;__&?/WSQT EUOM;G,D@VND6]T WR3+/(.\^+P;MVI8D/_OS")VO;<>6 M1++>Z> (L*@3L)]T@C#;OA&A]{2 ^E=2]T:WS%$*6H,C2ZPZHQT!)\R_!YUD\A"_MR0+V'8_/53ZS$T;=7KM&^.%;YQE_Y3R(5AJ2SYC.I.Y(5P7]KQU08$"]SAX\DX#@(G PN\CY%MV.D:J{4:J.1 !]I&(BYK\ETDZ8[]=*S, M^P:[M)9VFLGI,R;/W^L=E]WAT!D!:H]~Z7>8A SUJL*PF#@GCZ8\-*0)R/_M_E@O1\-BJT0:$.@_19> !9V7++CK%)6P880_VXM? CAG9)40:)4XMSP54,Q!/-M3,G&Y714ZJK'F9X^DXGGH!HKMR ;$=X-`W1MG.J;T'1KH/\64=`8.Y1U.^% M$HSK7=3NS:]A/A4;:Q+GN^=JM4O!4LM?88_\SW_&L?F?_Q1N$/R8(Y? 6!NW> M>Y3RWQNR\H'%2B>1H3|Q.HZX4XU0;!-K3X38F=CO8K>L]F2{12%$&CI" MY8V+RP;8^R BD!GAH#],<*3&#)OE F,V2 M;](@N#,97+X/Q91P?.X) 07H^3"U?%! [H4WO#Y:Y2D<)Q?X<5#E%*VLO]$T_@QE_YKD:5!L8ST M'\0=1>ZP5[BR>9RMT:-NZ7H-G#I/SMC&;+ETU4_#9(T;'$$l!+ ME8/O:I,_8Y&\IVX4Z 7!<8O/E>W&#O:I,_8Y&\IVX4Z 7!<8O/E>W&#O:I,_8Y&\IVX4Z 7!<8O/E>W&#

*M,:=W6>);X"=$=0? M9<3F>RHQ,YB%/M{PY3]+ZFA:6X.*(O!L)1G_FS]1((I4Y=5(0D90$+3M!X/`MIW,'IR_/'YN[K__5"$0CUU1;5\R%X:,2G*I=(,XMA$]@AQN/A"DI@I8TQHC[MJ;N=$BO.?W+^'<48Y&C'=.O#@&7TDP9*0G?M$+DZU4.*D%)<$2"/5FI4<,16 M[Q>HQ6^PS27Y/:\>$'J00FX!:.IH(P[3[_&PV.BJ6;8.OJ/S_#:D15_W@0C7MDGW)#!MB;^"\#8+/50M%N)((PI+9+($.PI0XTX1D<2*KDRILW))DL35$>K,-"ZL,-) M+6#$D7_/0^3HPGUK@!%;I@3/E)USD5$S"]"><=>HV(_BW_T*QSY&25_E5[FN_M$0 BI(8A/KS9-G/%=C' ,A6QN(;<"D8<&<HK.1=[?9MNH9$+1+A& ,-^(XC?86-M3P~B^BFF5!1C<#C3A.+>2WY4431RD.T6?JEDMGW"W99/4(PZ9(>ZJ4/5D+63M-M':&8M. ^2>,;&??:,[\3#+A/-&&f$<11QTZC$R3WBVW@2V6,X489)AV'/,.)0Q'8PI>_DZE3XC;!^AD2+O7^\.N5!Z%6P MRWU1??+J1"MV+=>,9I2O&P'LNFP['6>Z8XS8>/TBD:#2;%-6U]ZK&YE5M0]8M[_RL%8T "A9T4!-N0EMTB8@/Z56;.#RIEM-CC#(B#@[V/)=Y*H^2/7FR?LD* MJ9MYCK9Q76]-$ME+&VC$;95&]+O#$4H*.=ED.],;(XTX!.NE-#%)]I4UY^I'MN'}E#C+_YJ%'"$4^P74ZJ(EEPI,.N..FAD&ZI^-O^N^B68<BJ>TY0RS@:M5^6EQ>1OQG!#CH,*3DO3ZT.WOE5\1M.MK#?:LF0;>AR;$&6]HOI'&WVS.H34U7U7T^XHG/S'QHC]TPAB)S'*'$"W&\+ MQ8U"9,W]8P-/1+FVSET9<3F5^D3WB++=&&+'IZA7_$?LIN(Z^40*!NJ,.V'RG MY!,=]H1Q^CDA[I"+Y"=4NQOC=1;V&GJP1QIQ"Y2R-BPRRYEBO+$>XZ*9A+"M-MGCU#/\(UW"'"//(2C&#?)O.[3S_^_".UN9((QY#;.H65"N:C\6<9$N.",M5S MIS,Y*7^W8C;*(+!4_?=4UPAIWD1=50M=M2;.*6TJ/E!Z^E!&WW15Q9,0A<^ZSPC#O#U!(,Q&%&W,,M/7^AZ4HL8B=7 M6XAJ**WY%DX@>H6'+V<$,.ZC<%?V>R]B>7'1\#IHIF@SB5K#H<@P#\6YU>G> M1 /CF6L:9A*Q16UZ$<&W&48 -?(0RUYY<&;?6,\Y(.EY%,&W&%&"A0C$MX"SM$?]),5&1PL5X4%4J;L(&]<K]"ZH13'3Z$A M5A8C)+YD"?GV0IVY2A$/7M7YJ]$4?JO\8ST>A$64H^QER/+D M!+2,"]211E"RCK.(2=-H8XTX"$%%85I?6>/UH]>Z&< I4K.6-\&(.[I2V N! M'O^J_BOZBTKGKH)F>_1^?AMSH'8,=AVY.)ZZ-H3Y$511W[458?,@*$;3\X59DD#-./U$5J5K/? M0FF=OP+;* :E40DJ8R"YADB,9)FBA"FMK)O:E?4#]=]^N('$9;/"6L7)#4#E M(8M82%.7W-$^8L3S8+D0ZCX50!*!\JL8<7C=L8K61"7B- -0Y\5#Y/OB2KF[] M.$E7!RA))+>B."UDUXTTP H<(J2ZTG%3*4.VRWQI%%/L? 64=>O\1RXS?!*$1@ M6Q5Y+5+(BJ#O+:I=D48@&B2"/L36<<(A!,K@&)H[9,ZA;,T3**L;%;+ ?IX M_>B(HY80LCA!2:AP="PU'H@UW(C[06F9"-US089A;"(-.((IX0:!_< N?GI M.;.,8\3!*KWJ@=R>M/F[$1NF==2@AL8S)^A_[AU_">65$T<9<1]G-;Q@$0,E M"VL7@U"A@>!Q'X64X.,NIT;<*2G,OU$"C&_JZ$TQXEC(^!0B.ES@36$XAV,* M$^I+5",.:AG<"4,7B&^.<;GC #C-2HZ":RBVMICX(0%%D0Q M^DM9A:VNS4$61B47T<^R&B(GY$=1\(;*.D6'@X_ A<EZ_CC9P<+$@48"",.5N?$ M(=,WVU0R\9$PWH@#U42Z@#?.J4. ^CQBJ@&4I412P@VQ8V-RT>CV<7A Y\_)_#')4LW?J0))"'+#-(&&G&OI4,\EW\ MEGYJ!8E2VH [R8BCE02]V$;S)&*[?@%_77EIQJS.M#-@T74MJU%KI&*8 M!#;.^N0Z8$],I9%8T B@-H4^DFKY^$S1&L&Z<+%$$9(\T OJE5!-M&1SH-DN1 M>M'G0^+*LHKUC0!8X,#JU+OC1+E)3S.BJ&7VXR:LY'#7$4<-A])#E);YZTCR M+5+:.&P.(>H3;3^BG"XC[0U&U"*U=.\W96W59QJ^H-.) M:.6F%,/U6-_2CR%E>>]\,D#Y-TX] 9%)1N#(8-_]RG5!@-SA[9GHU2OU\3.^ M8P0Y:.%]A#AU<0=H97I/Y!GF>2F&X&LE5!V!6F0@V0RW%H@KP_AGFB^,H%I1AR/40N"IH!1ANM'SH^0 M79>QS4<&P0.Y5F1:AEQ$P_@6Q0$:@RSH<13"/IY]<$-"C2$<+X+FR,P80O8 M3H>S%S4"-)U0M#(8_MH/,OBOOO4$)9T!I PW-FN\$0T2+]5E(")TFPKP)U*O1#GC-GX%)&@.%CYJ!X*@ 2 M7!^W&6/%"7(4FVG$(5L1B?0P+<(P(I8_S#C&NKOS5C0$**_],W +77#UYO@! M(IRW42'SL!*COS3]\X+U$A;IX*JS- *?GX.JS*(?G&_+@P2EYM75;P,B1/F4$ M&"D"4T]28F&3[!I&"R-AJ Y#CCNW4^^7D'I9G]PXJIT L&,8X\N5!A@VP56 MV<9.PEC!T%6G.1G^+9^H2AXW0&&1,$!'YP@*,T?Y+'MUA CW@)#PF;JG2+S MI*.2&;16!I&)UC(6GFG$+,8KBZ%*3LGS$4K?WB;\W8EQ)@\[_,:!QN)$YAIS M4,'6O92A1ARC:;I&^Z2(I*TQ1FR<*#V6>D]3YT$1DXTWLUG?W4#$,(]-N=EN M 4IR D7P'S7:.IQOZ2=+Q"H6E1\C+V?1HT@BDXS D4_,.RI]D!=L@*RA%(XW M6ZKG/R%2ID$+&0&"?]$6BK&$.-"((PRU*U.C[L]:4"M(P+N[__)?CU?,MWFL MZA^-N"W)0'6F:#=+T+2, T6Z>1O/=]4<9L7D2QZ,RO,CUZ6RN418[*[A1>@/.M*#RE<6-&#%'=B*:%0]S:N(P)1AR)G%Y,5E' 9."IWS%6=9A*QD!A-KG]!#E MQ2-RB0H*WZVZ_>4[*&NL,3IV*UY:O]C:Z0=SD\51V4!4K(-,?X89=Y_7>Z*_ MX=8 _?= Z66.,D8KTP2MR)'$7/T';9LF'F-P\)O=DGN'XXS7?Z RIQHY W#G M6L&P8<%Y1KPFY+\FU#>I$LW%ZJC(KZ+_=F]SAVB1T9#@A"K@O42KLE]\A*5 M4; ^]*Y:9,,0]UZK,,VA3NPEGX^H=>5//W]X[<-/C/I,(A.:.&(CX],.0X4I_M'+]*W&F&'&L1E_%(A83N^O:.,CIP.,Z+0)>]W'6]OI?<,>=66C"'Z$,D^YQ M+5B (=FU.Q/K%*IS?'0[P?IV/?M"7*3+E'X5,"N$0!]1NU=1!EKNLV"]0VZ,)E%N@>^3]_]$\W__4^ 7__"E; M@N3L(MCF:_']WO$19X#<_GM(_2 $?OKEQ]]^_O&'U'F/PNAP^@'#X@G^3]7U M.:IU!4?6Q:5CQ4[1D]WO?M>X (%L]5-&_(]Q9U+XN7#D]JDC8/@;;?,,)W#&^_MK 2XW^^BMQ\\X,,MHS_\[_K#]^^)]][1(!7>9%?4P;#* ZW:OY,0:81-54KZ M,>#L*)MJ_WZA357-K."*A#VU?K[PEOZ5.3%\],&IW8:+L+ONR MOM&XU<0O M96%LM#M2RT:SLFQB6VV.O3I&4MJPD:"S_,1*6RU(P/AAIW.@R75?F\(MNM?AH%>B*'-C$U\4JR-UF--0F"_8;.F7?Q!Y7E+S-=4#+GHUEZ<]6I1Z' M@+-/VOB+;GKE>3$*\,G_ _7%.NV@MV'26!V;7:.HXO@E^A;RMMH8J6.C.'QN M$V.W>.C2>3MEN(XM/T;P70?_SS^N(X^[X?;@"\NF;A1#] X]3+=/.4T+/%6^"7ZE$JH6'OWBCBR2B I%H*G1V^;#K,2*):+OE1'70D?RV5? MHD^PA(VU]F"["[* S-^M%8#9/L\2/);+PV3 ;@D<:ZW"0M[<$DK62LEMEW$) M#FO%XKZ[N@2)M3(QV4U>@L5;4W#?-5^"Y" (R<)$;U$W)&3M%["K;M8Y"#Q6H M0)V!DBCP40[7=^4$*-?I>0] FGP.GJR0V9,C6439OI]'H$X";\MVBJ, J]-K_T!A) M.>)Y:VH#1:.*IMA5,B9H.\3S/HI35#FD+I]%V3UH FPA\B!S2CI*("T,4&H M <4-X9M@3]=W+I)',0$0CR43ZO?A[NR>-%(C[*NZD44-*"BO%#7RN+<@,%7; MP7)>(L1P#-BL0'>KF[=K[M994[0?A\S&3SE"9[^0MOHBHCILTA^@2JVJ#.(C2] M81]8W0$<7IZA)LBJJQ0:)1!*2C4:*^1R494I0=I&RY=}OO#5$VT9QM9:^ M$$;9.VVTMNU^%RPR+S'SXKPW-D<'/6^6/K)8E.J%#-+Q/50GZ.C7]=R:#7^[M))(_41^*'7$!Z7!WC]H1/J&J;)OMYP1@IDI#-.8O6S9LF?(WHJ><+(ROB4R?5=7W3,=/X;B"#- M-V8;J.398,LO9P6XY #4]P=.]1A7$\<%ZT (Y\? LMVW%@%)@,JW/<0%,'Z; M-6SDV"#5,VT;K*3Y(-=80 MDB/V##JO%DP1^-2&@DF:SLO&2%B=W(@%(F\L)<I+?)?OW-8!! 19A!9F6UA.7I"5/SGI_G-M'POP!KK,*A#^-O]KG5"IGKSU^1ZDONM4"1/3J-LQWJ3P(3VHN^'&4FL84I_M(N,FQG?CX2B!1Q#C6'159;N(>WY]RZ2PSQ4;Y)1A[E+DDS] M(,4$HPY! [UDH.LN$+/N"',*_8*]!8ZP)6Q=\&*P9YAR#^21HH\W9/O\QR+;O MG%##4E23?M2+8=B@L11F[%.%9:H#8IY-6!#RH!%Y)G:WP(ZH$'"D>_KR]&$.A M1Y')K+ [*X 9EW$[)-A-6OR69;Q%K" M7[$EG^C_GZB]$.X-W.$_4FNK]@=]+-#S!L(,\.I$]H.I+3/!B1=Y1&T"X1-- MT]A_S5*9D5;U$N26:,/)8S5M'<>H- M/RRZ@U]$KNB MOBY)HK\%N5SI M_1N*7$6"-D]IEY1PQ]F#/E:?/WHF]VR/,8;Y7/M!EE*]H;31IKW?8E^B#E+9 M5?25R8VAU@?EKBVURG]SA.(*M!Q%'M4HR-[F2T>EE'15L:)&Y38!3NRBBGW7-M4)X)(ERWXN;]B,QS5#66-<RZA(Y1,/^F?FY^Z/(S$;Z \W,+;& S@"E[HUQRG]S9NBD\6F< MN2FD/^%N#46 ;7]+G&H8N9["W"0?$$#DN*]7Z(G]$_Z+OPN!!>(#_>1T]5+ MI:=?:.WBYG)8S4:-9/ =2O M4/T1S/'S/5&M^L3!VC?/%NRZH[3B?X*N& ^JSX Q&ASK^/+U" MZ4.41FV<9E\(9Y]F%Q<"=.GN],,,<>+>+4'0XX2.S!H^ M:,Y"C5=IEQ%BOX,,&CY"H4B=2M'-8)19 X>&$<2GU7E^5@"&^[3JGE)CJRQ M D(,T)QV9/WY@3!60'1H<$P3V)+Q)E; 54QMH."S%F %:,X1;.JX+2L@-2(KIH>.60%9,6;[2BZLJ(*,T,O[2BT+RPM$"([QRCW.PH% <"G"2]OJ-522K'X#,3#?4N8J3'M3%U:(81ER"; MMY5'#$"TB.421FHTV*FC42\TN@3/O+55<(/2U"K%?]GR@HHD>8ED)3*^&\@?HVF2.XZ$>TE<"[0U\=XT"@S!96> M(*6"_VOQKNV++^&T^\&'^-%+Z%W X6AD2ZYFO=U^QI*]1U<%[*?,[GB;[O> + MHVRZ-]#$X@C<\GG\F?0(+6+LPKN>H@, :A>@!$\]VBLW15[NKO1MB+5?X61:Z M&#&KI/7'Z4<<N7;U[(F*O .:%,H32O0M,N,3EUG2O:4LYVJKX**9[GY^+A MH^-[=^:,.?I08V,^?_8C+\A/WI&IE(&867O$04[H OY+7[^)] OG]0)-WD1WL" M;K0+\2JL3JRC?J9H@'9TA\UV'85O +Y[^-@918.4+*T-,-?^F^^!T$L,*@@J MD$Y+'7X%.TC7S[\.!GY_LN'#Y.RN9^N98PTWV/.G%(G3DVR2TL8P/@.)&M< M'2O;5VY=":*5&5A@L^Q/%H!K*7L@@JY7=+F:T5RMO S!F0K8#264C&-E-; MD3$GXY3AFOLGPS0TH-^$$T.KK#5*(JHT;6+DI?.6X8"#[%@=7%41CI,8X#^ MN/A&B1#GG/TIIJ%87CU5 8JQ%M*8LZIU.&162D&99D]D#1)T4&*7VC2@M02 M9L0H(LM.Z/H!.(4$O41]2,PHG](7P|AHWM'KV4$\/VN&:;_[U@^=7%PNED+ MZ60@+@ >+N!QY81?&8&VQ*$&R3&(>H;P0SZU@S9[CCD4MJIU?!O%SZU:QZSK MD5QE:?NL/G7I6-P!L\MM,YA!,PB'!-5,AM557'"R:>2 UBJ*;BVN:T0_-F M&4%O &B-5E? I83M%KA0G[EY=_>0.8$GJ,1N-M0D1$T/\CB^,;?!S87@+E/MJ%Y< UX=;TU"N ,V)@1)))0GQ6542ZY+M'()(6^%H<=$UMC_*,VP>/^XX'.W M;G$NK9Z>4W#\?'R);J',0THHE)NK7?? #=;"O=]"G/S\Y1P>\5]UUXXR9I4T= MIL^7<\Y;SH-9^M2U>.%-JI%3$I7Z+*,T(ZWE;HE35'$%%!G#FN1C ;+*\D\ M8KTI8Y?H=.V#W)JQ]0-KN#2(,,D@N:I1=+60CK"MM?'/ QP^4HM.DQBJD;CL MD*W$_1AG.T(TVJL$R_N3+59BDQ5+,$V)M:184#6 ,1R#Z 0-IE6K;T!L=>|% M=K9!]*YM?;KWG5<_8*&>S H+);O.%K[\3>\SY]3*I[YP!CPC5- &0\9X3O!& M":B-(JOH++>DA7&#+L!I:XD[#L[V..JEV883X(_93NDS@D XG-(@3W/S*X:'T#5! MVHQ)LZLZ!2. ^K5-E2!K,5@!R>'Q="_^D M8L>==IC!K>U.0#;OJO9PG%3"9GQ6 -$DJX 596D(G M+B48R+45MA&A)26$?K2I)1BK6CH@Q[P]+1=E+C#5B DRL;;CU.$RMBGC>/=-!.9%5<\$FR^(N MG6$Q2]U;T_3DD6R[?&XV=^R^E!#GGB5B1>UFU2R-G)EB"0ZK=P/+9.3853;[M$DQP]$;G] H,,>&CAA"Y...@M^FR1<7\VX*Y@@!!;JYE/L\-BB=PF0%J1[7 MI=G*E[*KB8&!K,_+W\:Y!"/+KU^21G,2O)3"?*[D>7!VV1@8;6#TZJ7PF=.H M:[X=4!2@L$S2W2A@M55>)B4"*FUB8RK>7BX/@Y.T:$4#G$M!FY%3J;.-CKDR MQ>4HA[@:-$J'GM&;<^.!O)L#]?A>],_0!<+__L79A_],4H" 7!*HZ1OPB#NX+2 MQ9ML-#>99QZ[7!UP#/_R914$=ZG\'G-B9$U2M6/,%BSQCZE#%-5$^0MP0(!K M"_P@<(A;H8]3O)?_UW46%\XPL9TOQ^LEl;P'7-GJR$^KC#K\?IFY MGL+0H3_V,D!EQA#B4X|*3JP777+R7]2"*I>E-CTI833KY= *4T-R9#)-(B2 M#!L__0Y6^H/Z!.&!M5BB7=.6$1/U%W5\3MYYJFJR HGJ!NN<;J0J%E;7YF: M<[9?H\@+O..K@%[/4_EGS-#&E")62]-5?BUS,J!8'QA%EH1ID5& NK7'<%@6 MNKI5N$&5@;M3K''4(@KTNHGC*%Y'\(9<[,'B-<"264)C3;9OM!M#"6/YSJ[\ M$3S&ARA_#$*"HSM*EC:#U@Q!A[817@64YTQ&,F+/$W@#80.0WPV28 S7Y\_MW:^S)(1.<._3(B>$XS1/PZ$DHK,U-FYA;!"<2GFT$,)"^SG<(H"BB+WGH> MNC=!(;&Q<11;403AIZ0HACBWGXA-P-Q MZOAAJ;KC6A/BRLIHGS.#=LBC3->E/,Y=6$1NJA3$3\!!?Y\@X:F.4)^*1Vj8 M4[01%])=W(7'3(9BR*UA!AD0N<#FPY>$TYQ?M,\ G'6DF;0"P7(T0Z<.@?(M5 G3.%M\1X<9Y(93XY\#'5S]T1#QTS"G:'B%A5^+<3W"R&8]2Y,J.3U04,G-^JAV62"\Y M/3$^R3B(L @KMX:^+GPBV^0]=,E%'S'QC@RY9K,*Z\:IJLWWC-)X\VK&$,8LX M6*.=[9\F^B+;AB')]BQI:8QQYF9O^X:@'Y1REJ&/F8/V#;#!1 MO'<6'H<5FZRS&VQC2Q)6(X&)9KQ5N>OKU#+@PE;.S(@^,$YE76"66NIO0, M&^+UMGF*)Q"@.BZX6C.^XE=TSK*8&L_J<|ZB^JQ#HON^;NZ;.T4Z.? 6&1Q0M0WG!OZS}JBC43T+ ^(A M2H&X/"X^WXQG+W)QK=*/XO"9_-M5((HO-_/8(?HURKT/H)H%SO'O>_>A=LH M/DQ0.B@:\P2,J,=&N.,\9>IP? <^XLR.)!RPPTXRGR[NDUK,5@<<<8#Y96)5=O M10047>VB9JP0:J&';8 7?:.4NVQ1NG&S;>^PKDY8f)7R'(>MH=BV+/[HK%9 M?A&]3_*LVZMLT0--V<>VQ&141\B/ZV*,^#2]3L0NI-S3.(FR^EEM#&QL6 MVB:/(TLN8@9S'G3)K&8)D]"-,R5HZ,G9:P+^.S."Z-V_32Q#N]IXG5M.&ZQ.K M.SOB"M/4\6:\4MZ%M$1H^MGM>'OL0F*/4>|/CQ2(%L4[6509D889AY:3#BKE# /GP891C4"=\;7SJ77TFG]#9 N[6+4P\)'E4*!+>Q(ZJ-A<,^C=&;70!F'&Y:C=-($JB'=E#6T+F$:C9M84V8,5 M->:>W3WP,M14=O7F^ &ZIMLH1FUFZUV6_79\?%-"A/3L9C;[6_/-^S(25 #"[NR]N$3PBKD3L#=TZ0!.JOF$ J-9. M')_@]O!1L J:I/X!Q4)5!TSR?K"-^D^2H%+Q#3/HJVPQ/L4H.85(.QS&2G!Y MSO*N>$'$*3*RI2OBYST\1#FZK@[(2@A1?Y.E2>J$N/-J"*"_BQ?A[6O?5!SUZ=_M /"4?>XQPA<[Z5$+SI7K9H<,@/GF7C1 6+^'H0)1H2J?ZJ1(>25,)U[M,X.+*BX#JHRHG"""C 9\Q21K#%F"%EPYQ^O02@=+A)S%%3IM76G*)C.I,)N MC??5]HHHB!9+(6VT4:6$ M*Z_N)!0&6=3O/V0E,ZB-2-%ARB5; (5$/*\K,Q2([C'V-2LU3I,5E-F/C&/?= MAN"4VL;$*8]3BQI>TR H9/7-]C&++W3U$PY+O"$\VJCMHS_& %Q'!\8(JS2* ?N M_MX_^"GP/H'#:YW*V7STQ'$&/ <4X[$+ ;^ =^=!ON!O? 63-P&[+`&Y>VWT) M^]L,P)/4 M5\Q0!PW?HAO+|[_PWT*DU?)TD>G3BM*42#$$!$'"CZSFC\C #5 M\]$5PB6X&#>R1EZ!;=2]I2?#(A5^QR1B]AA'M\@.V*C0(-K#0705,X1Y$8&N M2D >(%Y9H1')=L20EW;& &-@$ 2'RG^D/B,]D6KNP!,6QJJ'3):*;(130^;F MX5('!!9"B\@911-9+V<0FA,]S4&&"HVUI-0,H-BQMG^C,4FUG^F:&^+2D.-$*@ M2Y(#+_)"?)X! (&23YC! MI<[N"0V1\ ?$!WX.PO$.99L"!NJF6PD>B3C3@4$4LF8]R2> ^C<%=!?DY* M%5Q&8|\O2*1 4O1\RFDQ_H>"3#8*?HHPKNE IV.S7+E$Z67,>.[#^UO+ MPVW.25O<;M=3?/=F],Q6M|A<.,JZT1*ML2=#8\8*)37]G^'XGWZ]W MSY*N>$'$*3*RI2OBYST\1#FZK@[(2@A1?Y.E2>J$N.D/%-2O^Y]*>$0?SFNZ#N24>1-\3C,>O@Y_A*_%/C(2$A 5Q=|S (0/$:YH!SS=O35NYNI4_"CA()5;3=OQVZ75-]NJEL5C\$W]%&ET],]#L>'D M)5I'81(%OH?H!0\;BA8W!CA%$$>]Y?/ (;R< 8^C"&^N[V!1">&A+GJ:X2R M7*)PAT->|D-=G6H*YP2K&#BR 97*%Z@=B GBN2%J'1>7,HF??+TZH?^]A30P MHK8"/FSKIE&486 -V8%K@T% M$B^_,&(=,.90;6^^OIEG5-G?B;WD\Q&)3S_]^,&W#S\O3R(V5]_1O'IG18>| MVRAF]%F5,.36\ 6Z]WC_@F5C>.6R14(WRH.!P#P*KJ>-Z:DP/%;>@ZOGK MZFLK3=|=E59A0P\"C#.65%Q5O@G/_0/V>$1Q(BC.CMLDIYXYB"Y-,0IQ02MH>=E)#*$TT[&F]+/DI,AI0%Q)>1,1,2VC V@ MF6CH$\P@>(.PL$7K4N3'K2O'5KCGO:&F MK:AB,DH?WF'FO?"'R?&':GL2#**>H]BB2R%Rf%@Y'Q-)=MWS%KS Z6KL*.0M MX6,09E[B-G#GZ'% ,D+7G\YB^_#(7/LL!S1C"RA$G4T'E+DYG(;*H M((=66[+40YA$DJT(EQT!60=Q"Z7ALK_EP [!#H6A'U0 MSEBO><27N0HH)SY03H5,][-+[(A>9U?Z4-EQ?RT#"CMB-3^D3M =M MF*]]TC0"D8^3(LMD9RO>=^>YT[O2D@?[@&+/TR$-R7L#P[]8^WN(0C>O7#5$ M6VK,5GT['4Y QQ;*2#/!O1X.ZS4=T#KZ-7%X6:M7$X-M+#9SODPO0>^M_'=? M#*E@1 ^$YLP;3&>Q-6+%LHTQ@/D&XM=H:N"DMZJD$LM%[ ]TIC^.[,VHEWB MP:X[K|5V2/:>Z[!+F+,_6L:DDQT.3GRJBEFO0]\HQ<;=:HP=)XG3AG0/_U9+ MJO O7XJ3;>+B8 2[#7686E5$;*-)?0<)T43#'JM->RJVQ$SP;(_1ME7X0)S= M+D8Vf.*H(,9U5DX?J2Q MY;5A6R!%9RLVR_SNN%EV>(Z"#/ODKOTW/Z%EE@M,,.WMTNQ]PM-,Q.::=S?(M/%3X 3?-1+6KWX=A%G$EC>\=LRTFNVB/4?P@'O=1&H6^FTB\">X2(8F>(PW-6O46D@2;RF-'[HU<&0$N%8M';:<9 7,A&3% M%M#*:$ID50)(4[F%Q@&N.D%= CRO^5B88C@5H!{5'1M5VEV-Q M2JAP2E#,(L_@X+1M1B#X6Q7I+"&F8:7;+Z?D=B7:?6S ^"E,9;(M4.-FQ_W][_7Z32 /4$U73H"%$+T]'0'B0fJGN4$#.I$'6R.5H&(?2CF'\F #*G6_WF!W$ M%M9DC75 :P^;1 Y#VV7-M:QX]_=P*4U^%@OV-'7)U?6_U<-]!1"29.*'%8?Q5;C M2=XF?(HF!^^2-3@W)R03 GUI#JJX$'A@(MKQSF%&T'P2W*BO2C%M-D/_,V'/UWDDL!-`]{-(@G]!(C!A/K)5P9I9TXQX"'"E,0:Q4.9+8D[13T[PJTVP MO/F!B52L&?J/<89NU#,_C:!_W9_M1:/5*G&2_?%/X!K<(P2/V4?@S)88_VE^\C%D!A=@]?T&>$(M_RK6<_2_F :]9_>-9GZ4?]\^Z MC%9<7']I;>+MVX-?6&9R(9M=/E!XNF(L:KZQ?P)OQR@W21LZ/4#/EY^5@S2) M'1#XCR!$X>6E38H*5?IHC9;#)G=?O3E^>(QFMU\#'D*Q,=_@L![B3XY*1IR M6ATB2/7^ MXZ2M+5%F+)*@BB;PC&<,H:;IQ^>A\E=.O).%_31]&B&/B[\,;= MQ662X% ^_;')FFL*:K3W+,T\(55^77&:E(.AG%!$W+|HMHNSC1<_''&\.RF!HRU?D%G\6?B,I=F M6@T#Y;FLB[*4!@8F?]@S5C/5=K8&==`VARKK]+7`]H+#R ^U^%2U%]$I*$^ M<:D9D2)%B[+I>[#UAH##2]*8D\)HG,'8V, M2FU7PTXI86,#7BIG]KA8,7#@L8QY.53VQS?;6#YT0)70\(N<"%%EO4%9! MXL/W>A-F!ZAGH\4YE#EC8C74AY+D.SMT@H"V#699\(D:!{("#"4"PJWPIH MTL/WFY 3B9>W EQ+^Z0A+Y41"D]\G^<34"O@*]:?1I6V1(_GMP)B8R<"-.%- MBYFW-M#B"59MBDEQH, ^\595,]'\KX9P946\%H@W*M"0R'5(POUT@5)D'4+=F M$H@>M-+, (NDO;9F;&,MO!:PD;G$A!VM%4!WU\7^<*K$:6Y9B 7LRM0\-7=:7,C?E@L9 M'@(G7XUC#*'@&/ Z+MR'%4(0U?1GG\F\L>[4PL)47G"GNY+?E M3LXSMTC7MBE=V4NXWSFO0,H23PGV)83@++(07@++!.)YE0E?-4.!ZRCZN22625PE2JBEA$/ MP>I?):@7)?1L)BD 9;5JI7748DA5M3):M$KSZ0E0C752F@OZJ0*L4\ T(M6 MJ89%@K8E?!>E$EE9$04Y(L*J5B\&5+!L+R,"WBG_.'WEW WYM#"#^?AR] M=S$(I<(D_=Z-#C^4=2Q_2)WW*(P IWP?-=81TPN>W3WPL@!:-.5.!L'KPO?S MB+%@#U+?=8)KD$(IIKXJ/T4;[!IFNQ;N 70I'O"^T]X9:N]MO"S@0>@WR@%PP3GC"BLFT M7[RJ0!T:>3A[?:V\N>KX.693\MY 0S;]X!QX;<@IPU6W?@3QX3YRPEO'Q2(* MH\TC>:3^IHE39XVC2*(CO/K[LYNB*WY$$!-!'F B(:PU7W4(C\'-Y18_8I, M8R'DSP]1'I+K#/STX\[TE^4R#1MH+Z/PAUZ\@&O^XTY+&&^63CQ^/H=$8 MHH])",\1E;7'I"PEKD#:&8U[(T$[9CYBF0&8T55/.&W+<3QQJB28W(HQ_7? M^WTO6V+Q_)SU\'GBCA7 I>O3=-+8I VEC?K[,KG>6MJTX ^ M.>_^(3[\ 83Ef#YN4:1@L^W$Q#:0XP,%!,/6TG;TWR%WHYNAF];.(W1ODVE(M:X\QH)]9XPU\A%M"Y2RN3L53> (!)@S)WC\R[9J#%M-V>,*&F'=&'Z_M"'G>'K&06" M;@<:@5-64PPX'+U:#_4A@'G;#G*50.4[=4FBZ,75'!"#_NJ;Z<.-EJ'!YZQ=[&IS M[!=Z8S?!LJ/@E0WBG#SUQ@JLH MC]-O\/O=5\$8:.J#Z%1_$WD1[2FJ.U=G:9(ZH8>4,?":;?@X]$'>L*$0H"\W3 M*"3*\13)&GB8&V;1YPHR76LE??O+(X[D(OJ4I QAV&;;Q+R&B0E5WZ1I2P(S#>_ #U%N=N7$

M@5"&&W" TA(L(:O||1':XWFK;H E(:GE^@*/ $757?TMS[P_O#3O1^^? ,| MW#=4;_:TXPU=33>G+6VVF/!!001B5KG[SV$,G !5LF5S7K$E3'$3*7 -M-H5 M#S.P6^&))UC@FZ#K6+[G'O=QGO6\"3B&*7KN0!0P8;>+'3--Q5;\0]{CH@DP MED':"FB=;,,K&&;@)*WWG+>/|&_"<)>L9ZJ"WHBW9Z+95$7?*&)">-2H+A5]8 MT7|L';/P5OZ<%X$-PF1YS8T6_MA'AV0D!&],,V/S!.3@DR8IN8,K|+1<"=;GN M7B8GB3|GAX,3GS;,DH#B(@-)%>[4L5V5&G+2,L=,L*1A@637((&'Y.<;4H=K MC-,,MP*55+LKGY&5(AOD9D&!*$N;IH^2{(%4O=_K[^> M1;T97$'\,G*>-,>VC=YK &W/$L85/2S4803Q@4B3+8 '2;,C-]N-I9S M)N|TC!(RB'>OWUV6=ZF.#1 8[%%G7K1/E+Z!MD<,-EIM(6^NHXV*W{I0>W'> M\T:T%$",|"&C,&+B/MZ)N^GDZ?O5B9*G='6BW95T2>IQ-K#XHVUU(%)+N=9Q M]_\$3$<<;:CB'3%?0S-4]19J"BO7S0Y9@&38C>O#'4;K*$DWVR?P!L*,7"Y5 M{0?,.GUY1T4YA!&.W_V"6<|2Y!SKN_P30@_%F.&)0'MR^_ --!O(Q'SEQAGB MD)R51K!Q:#'2S';S&O>S+ZW!+) <:SW/P7#"$Q&%;CU>T;"?>M MN!|OOR95>[;,KRDJ'(RAX"^oUL+?)+S3%E_-:*^@'BQM|Z3&<_@OA=\8/%5 M,#7#\0QW-E?B&@QZ#2;_BU1)FGITSD.4,O.%= 3F#'%:<,_1PUAA;X7$TMJL Ml.5>-R&U94|CP]P34>SEJK^B.WAIN14P].19+F$IHH6E<$EE;? AQ89P!AOT M/B>4"C[OL$(N51\2E2*^]!$-9M<2_677K/:R%Q3KOQ"AFD*_<@G$$C>1O+S7=6FI#/(L;[);+*9@>AH8[$)4QCR1<>,C63EID(|OO>8YXUW9>G9$+1 M$;/-DI6E9Q1I=]Y@$D6VS\)|URP9FC47(M-/3G?/D&DC7TG2'!CF2<(_OBME[\@,5'_H?Z(XJ]W MX6,%]"NZAG.Y!A<8)=R@&!%=73*Y.GYQ_1_$:!9LP?$<;9Q2?8$ MZ29K!9,P|P;^*3V5KH'D+DDRX&UB|%|$),HF|O&Q>5PW\F#K&K(,"DD5Z&J69HS0/4IY9/7%8MF;OOEZ+ (B^E)#@K3(#5=:VD49(J9DI4G6? M7P_;Y@H\&7VK+@(1!NQXDF*Z$C-]R>OBE@!QJ$;6A.T5*7""@@*ZTS5HR8K M+O;2/9HH)@#26,.63P)KY16^!+/Y9L M=<*'"J@!%([UERCIV114K6)P@H7 M^#G8VM$UYM|N0Q8/Q:O!HX01S G+Q,!_.3 :$HU11].D"%9Q=^%P[UU[$7UT09$9*\@Q_1042@0)H4D%"-1%OD(KD[UD$?GA/YI MA?(V5ZX+ E0GJCT3U7RDT8\Q/J4-<,4&DY>H>&,E!H#D8QPE-&+#G::U|TNQ MIZ*>6X7)E+.P9IAX+SBJN[EI^3OJ+V&&3G&N18HMQ,W:JKGX=]:@W2Z^G<6W ML_AVC+,>ATIXW;S#*XN8XFHL5?@Y94/-U'4OJ.H?T&??.GZ,^>YFFWO%2^BL0N_>=U[]M +>H@;]E!^|-V2FR6.(72[SV|2^6>-Y>ZD-?.\CGSR@:3QVK_A: K2IY7 "2]:=F ;H68N ^JI? &QORCLP#F8QP=09R>'@,'GBZG8#A-.MZ0(PI7]|%]"M0^XN02Z.7Y1%^/ C>XA"M_GR+@:{(\G=G =*+P7!.0"LH?_,'MUXTR*.(].B>&OGC9/.S@'4.Z M7TIZKAMG;6>%8&#M2!^?!2K6?%7#(V=\?!; O>SC50&8"B1V1O|Y<@=EB&^" 0)+$-\2Q'>!,B(\3QB)G<;B#J9BY1(R M.1HV'#YK,/Z|#YP]]P@? E8,&^X$6<=1&D.8A?&BED73=_*;89'4FGPY@)T MF]]RE/#.:\|^*V!/NB;8[KQ2WA?($>?S.&,]_=6\)9 MK6II&YPE7+05Q-5HF>9E8DK#?%_*YH<+Z(R&Y&"N NR5AW_:;$LX=$L3MQ'P M"00(&\JODVSK_O2-G0R;4,ECEOE]M,WW",)F?]TOAU,HU?UUF21@<08Q*-?++[_Y@PV[VR9BQ-7H6(9R6F)8].G-:^ M]8:4Q7] 5[&R]DC'B>? $3[X8PY+,@FAW>Q0!W M^Y3,I82F,,.*E!CQ !)UVZRV-TQUHH[C?tS H0.P0/<"NKO1FI,J<3!M58V$& MVSCRUVCS:ZRE*19@W)I2ROS5$7;TC)5KED# <>E(.X)RN&2=#$U_4G(05D%VR>=9 M,DR,%-,$6^O-,SAEZ5VK4DP3,SK8#L5SI!3M+6VG!&A1K;)O6IU"M)(*&I9 M'|MSR63'D#CK7*R1B,*<'&0[H$6IHJ_%>8Q\MMXJ-R1\]TH?H* "#,_0?(MTKL0+E0T#:X%[4E$8Q%4J9[*P/=BWNN/RR'0"XB^MU%\<.["+?I/'@'"$KZT*.MQ@//?N@V;QA%.*[<-',"SNG5?<B'NV03 MWT=),CI%'/ Y,R0Is0{)23LXQ=8Y@$ M<&@I8!Y$6+<5MN!I-E0UW|KQ.70R#U&Y$AEO(7*&KN\$#:Q<{!!FV#^_"%_>B(\3QB5LBI^G-U/LI18;O6*CT+ {JQ49Q$7)56=3O<8=H.::+5GF^&9#)4$&22|\4N ML-@%%KN O7:!.:2Y7\P#%_^$*:ZYZ/N+OD_7]Y_@_WRIE?Y&;,:E>7(JG^?DQ M>ZK^M#3]I>[,9.K.3+1JR44RO:>9&&QM)9-G2 \|@DW9I|#E=(8| 9]AQ| M1\EWP;0.I3$.<=P#V!/IO>PJIAY7@NX/64IFQ/8LAB| L\^+SM%W10X9((XH; M/49QZH>|SQ#(-,2C#-9;>N/@Q%|1.4*9.AS4.9?#&9(Q76R.-G"WKIU'G_KC MS-@RD|*01BK&AJK9RG,49%@3O/;?H&H7A73K.'>.-M R\+3AM66[Q.36&/TZ-M2KE&YCHZ<\8OE"15(FF<777OZM;QX[^=H.?)Y0Q6?9\!<.,X"GV7=8&]0=H? MT-WA"$&"D(KA5Z(,-H.P/H+811.6'=AL]^N]*V_>D4|&BBO\0D.71U0ZQ(1+BNWX,C0?>>)N.-2P=2)O3EO(IV;1!](T1^PQ92?)H_.1Q!M|#<00 MGH6/IE,"UL2,OOC:EFN.3F4(_1!!?Q MH,(TLX/"F5ZMX>GL\XRI6HH(2OEE6F%E;>_'W.$ST(/2?G #O!*S?G[2_HTF M.&D>A%E#3(&']U?HB> {(F.NCEO*12#QA:L6Q>2,CU3_3!!W1(S)7!&.&"%2! ML7R_C!7H.\BA4P&1_XRM "+#XIO<812GF,6\30!=(-D-)ZW;M;! MV(.E"P(?G2M629&MOG]UKF Y2R&B^77G6GAT\#OCV#HA1<3N<IQN\'ZP.A@ M+!Q2N5HI""">+D^=$2XQ1G76ZN$@N43UNZ5H#X4+'LK.B6 IP_KK@FHBV?M]+ M,K03<'1D% X*N#WMP5^7.;+BV\J(/?W!7(2X@HUF*J YC|FFN-_CO!R?CA7 M =S?%F8M[J.41(65IH1YTH?'>O)%Q%D)/"&&F*F_<+GXMA*$%VBM8W9A?*G M*592F$V&DK*CLB).VV/&RFPL6MQ<9S$DYX\ /AV/M"G!22/MLFV*Y>Z/-'RD MG;W$3ICD/8-7WK^S),4&4.X.6=.F@Y1??M&_V?RNH<1<"\|#$K)8\U77521] M:+UWXAT@H@QSO/*]Y0^[? NAB0)6C2]:Q#;!]TE2B]6]$)5PW\F#K&K(,"QB&$ M4&T9Q4G;D*;T)EZ QPW]RH@YQ@S[U.$-8 <6+U:VU* +#C!]BE%

GX^BLE 2(\;"G=$G47?9:1OGR>7:'T M/HF3+DW+-T0QR2(Y5>>Q\AZ&<4YOYSI XX*J1]601.0CE)+=P%Z" R(.X@.+ M>B!P^=3OF#!MHJ(]{6F;^Z)E-)++%EAM:J@I2% Q'6UL^,WTH6'AW#&>I37 1 M-S:KB12CRPRR?] T.13\]Y^()(N:\FNHJ_9=5'6X+__E!85;$2A775L5!AG MWP3AKH[L\IH>F8)NBG>R.F'I.:!D)Z-9D3'P[P.3&BQH&H@UJP#RX?]YU;+]3 M@!Y&Y3@.JLQ1.VU#+\)%YH;^C4F!C07PTM.)S.A5^NE$PD,'>DC=C/_^,_ER3@>+R MX9;XXQ.(9, U6*$]0]BlY8)@';,"8T "$6*0"6A92;0IE=H=.2/2C.!+D1U00!\?_F0"'7$I'R AW#+H3^/@[%'SH!N 9T7'!.8WU@>X *5*81:S@X>7(V9=X(NL")G&)OG!'XP0F9XSUQ>G@I"RIV"R:>N)SB M(_E/@P9E3<6G+/&_;).(.{%1*E8WL\"GV\B#,;+;*.)=2-+[8_]X+%SP8"#%C M5UG323W3[32*$]-X00H4K4G,ZB)+&H-(Y[@K*.-=C;0U"'^LNTNW7[>/+&B7 MQ(RY2*L/#)'% A>91UWW MEBFA|+E?@FZCDA_*XE*D@59TA5B MTIT/#43&3Z9#.)QN\1*I8H72YT1P.[- ^=P_A(^H6#\]XID+T!Z1GIP41@ & MI? >,OQ9T CMR:ZT67O\BLBY)X=+=4@1BEE=.0\Q5^!H&* [2ENA+4X,%P_]' MQU/M74KFT@5Z;+5Q'/ 1-IT3.SE.D^L]RK+2,>'SC0'.8(*7^#TO*IS/-M>R M]O2B3OLV%-:=X-'?.4XR!/O!6.MGPYCC9M5]&PB3F>03=" MF'!I3',<,=KT(;*Y.9[_=A1AR&UVCF-&GW,<:=ES/'-M!@KJVL, <3Z(ZGM6: M1P>X2%?SQL1%)UK-;T)<=!*6V]CX+G*NM-0) !%^#!,I\O_RDKQ^@_R@",B[MC0.Z?3G!X3].#K-$Y;4_4ABE_:"Q19-__+;*HM:'N8XYX,"9*_-_H.GPP8=+ M@HPH\KA+$8^;>2W_XY'[*I%QZ.9C$A&FU_G=O)WQ5$- M6AMJ\?X#X!^:$<)784H1F>.V\,6,;_:ZIU>%!UHK&K!T09,9[A1[KG!_BX*< MYG%RUI=>'/HH% [G$QIYF9CI7?)\1 *Z^2F%,1:%#+IWJBA*3AH>IY,\/5*DLRY&_OPAW-,!#?G=QO MRT.O_4CSAH6WJJHX^:PN;YC[((0U0PB1%Y54.55 M'JC6-8;2!? @90\.(B"_9U%3$E^:! HT$K DNA :B(MH8;4%1:.$(FLFXWOT)EKN M&EIN"8<@--P>$<9^N(^0RJ\'_'LMEA*8MG29)?JX=UI#Q3-Y-U%T@N+D21,+ MN4/M94,5[*RB56@\'*2?]K1LR_???O? W[[Z?ITAJS860]$6XIX2P)*;W<>]P ME?SLVX4E)UM(90P&876$8]XXL_'R(fE3=_GN 6%ZZ7DOB%;B+<6=!^]0UX1_ M1)L\#E)Z-U*YDV>?G/HJIS;V=D=N?(1#+]K>;)"XS,XG617,>'1Y*BNX8PUCEU+9%,-!U/FVW MG4\;X^H5VB",4=!84]M:[^#5(SM!O8P84W32/2G23;=^5C.(@,85/>,+.'IO5UGM5J]K@UD2!>1 GC:8M0=E8:@JS0:$; **ZDCD]4PC@=P80T]F465"S& M?*"^)NLC(BN'$7 D4QD]%TC(&4U*[\A$R5UEUA9AZAAQ@D0RB*,8.,41NAQW M?B 8&\;8&?+=SL,'UADRR'W:\I"L_Z" <:CE$AP#IO;Q@!%+&FI?K%1D>M*=9 MK,[*79DL?D8Z95Y 4IRU@"# ,:@ @__BM))\U+JF'8VX0#K.QT+0A])2KE,O' M6B.2=AFV1)'KI"!)2SID[UJOT1PT^)S'N*>- -5F>6V6:+RM!OLG(&O0R M8;"#D.XH'C\79R\-4JQ[+MU)IF;7O5!LIVZ;-=VCF[M*@0%]]% M?A+3?6ZO;*.@ 3O#ZO;Z^,8@.L(^1EFUQW9[?/_^*]D"^^MT(^86RM\,?7$79 MX9,L?9K1:TE"),+!9X/7V> %7L>?06D1LU3(D#NMWRU>S#ZW;B#HKCZ"%7R-M1C(+\07KCI;72WVZ\4+,6LE\1!{]-S.!MDIQ58_7F[(5Z=R63DI6,>/B$8V M$HJX\-+0=C!2O6K- -9,!]TF,.R"H-,1YOV%-/I\##)GN.=_[[:/HXM Z)#<8 M_9ZCV#]{XF=T9D(_]_[S7R"\A&UN#W?D(HST0--M@]?@+RFYH50\I$0@&6SR-\[>$TY7OHWU&CYET];+1 M]AQ/" (>OA"}H77B6B_,+4 S^&ZI<)1Y1. 0!(9>.A5Y#T3)$FG+ 40^Q=NS; 8 M&T]9'O&=I)3(9LQ=,.!+M[3(!*L7=:3CQL"\[-HS<(HO!4=NQ^)']7H17R-M&F^L? 4KAZ=6C59W^S&6"!>A\MV4*/2M#;[Q\$-P6X0#10MOD4$.EQ_1E4^WJ M*TVF_RB513;-JMSZ'.[0%=HG:9C)P1 ,ME@L!^\33'XMV@/^B=*(>BOD<^R? MF):L(R\2+YMA;T> (1$3+YHT5I\;/!R%8/;V-D*Q;@V>67MMGDF(/8=[7B,Q' M*2U]R!Z(HX5&S)YYW1]PDN^)]IACJ@/7,,:;2UO#2"; .[P^C#^\/ML&@)RX[M-#SQYO4^+'.ULA>=.7NM->_K.5- 0^8_]"P8NDMIYHZ-PK2K&'HO"A"_&!I#OA MHL2C+5H?U?IYCZM4+(RI^WB3XB;!D84L5E+2HEA&G\@8+++,&H (&$TM_7QIR3+D[1R3\.8[*8S3#=IX@Y&J],,2#TW8/GPMW0&[T0FACN-TW)6H MDW;I.$*,W(<_+ TYINY# 1Q;QS&I>QW^4W1-(.&'15V&$L,/9.29X=RRQ&K' ML6& <.QE+Z78<\6/E>GENMPED_+@HAL8+1(*,-4ARO7;B_K(0:B!*>U25 :/8 M_&E1AUH>J0(9?Q"I45G^P01"_[H A$ZM*6$"GS\O!9_3JEN80.G?EH)2_2(; M)M#X]Z6@H@1G" [!A3;UBHD1A"!)GMJW"W)2C2 ^1(&1 ME"Y!USRN5HP1M"Y!:,3JZ8(T1S"Y!>U+4PG&"MR5H2?)">/0MAA-2+-.D!$D M+D8/LH._[Y>DV$RIG&0$J8O1;/0+.!G!XQ(4&OVB4D90N2]9G2U*R.87(PZ M.[+^EA%D+D&)F:?.EQZ;__E-#\]MD95]:CSE/.YN Z,<#%%1P=+#\]O;V%THA M<9K]Q4]VWU2EV[!)O*!)G.P.WS"<-\3!#5-\\K?& W\!7*R 6>_LEZ"Y &PG3U.65^O.I3HAX@O"GV>YG, MY2:6-ST[XOU6FV,T;FYIB]3!0""+OO=VJEZB@N&N W!T(*EYR!4]\ P@-D@U$A6M1BP9;P^Z7Z-4(DN\PY*CND6D M1)=S/QB:?YDX@@%YV:AC4.!&D0E1]9C'O1- IP?]9

L[F4F8W'9%^) 77208)V_D=N"V MI^B(R"XU\B3W1.*<4MMZT*:]EJ:(END0RLL9, #++F?5+8HA5Q,X+A "H M#(]4:M2"?G>TM>5WTG@K8]!SD4_+386;$ 6_AMDVC)_?4$363>3ZK0B\ MJ6^S?=-6IE_&-8C20BBK6OVG&^,OHN'NY#>OWBNW14 MBMWBH;/OK87V++9H>]:KA:G+@8?>GN$,?1P U+#4'F>5U ZQU+A2>F4Z+'S65 M@,:\+R7;^0X[C0BF$8]$+1>9<<#VF>S1X@\WE!QI$=V4/(DR"C:A%=*TY8 M@&?>LZ7G^(2,.CM'3:I60D:7X\T?K?3*FQV#L>.N7V4EL M;/P 9/S!L=_HV)L=;_LR.R5]!7Y'SKB>-,6@YCJQ:@XWHIE=D1- MCH9QO!G+[(@<%U>SQ.3JIWRW_!AO:F8$TLD3^N8C)Z^7?>:.[NB8=BL7MDM0 MZF98WT"Fl;+AK:L2N4$JI09W)AUO$=[$4%*S2O.!$!& MY!Q;%W-O^YB&QV]>C(R3YLT!$6VL2NWDCP6P"XXG0T)+C)P<4J;MF PH,5/ MNO4!I&PG1*;NKG%YKC9GY,R9:1=>1-O0/VT1*MTQLQ5X=@%Q.AK6@.6$4^O M.DI=V#5D5=#X,,=+&S*'+S%(<8SE1Y-G<&50QY$P*L)7(,."1L$Y6'5Y432G M)0ZYL,VY,3C7L2-8D"5('(\&LVD1)XPS&R-V<94$R/#/*3^(:.8R_'-=F@JM M#'+LEVD1}]4P?2]![B'P!TD M)YHNQ5X%P>19#FZ6K&9!3B$Y+.,+"9*+:,3&F]*(- ;K+:,8[2E5QVE(7]4 M*.EP8V)6FPSA)BBFC,>.@Y?OZX.'D= O9>!#H$ZOXPY&QUU;]MR+P@*$335G MOY#4'2$:.O.*I+=$.\KMALBX*[_/=WE$Y;"U'Y(5)I=)FJTWC>@5Q3F_R-^\M'X %?:5'9?ZA ?#[7P# $T;"<7E;P$&Y>AU-_Y!@RK>)Q#]%>#GFZM4FM!^0"/S[Z<,7?.]%'L'<8AZ/E;3^B%!^E3$6J6CF-@/!:,;#N;]B MV_WL;MJMG<2;L]=T<5Y3I_/H%A."T5;H+T=T'[N4-1^#[4\Q(6AP-*K[=>ZH MJ-/QND]68#K M;PL$/Q? -7>U2ZDS0%LN!C3<)WA7D;C=A@U/O562HTIHB35=X\KO])\4U0TOTUC%O M@ AFL\1[;R>W,HQ!R_L"UU:#%@!1G+9+0)#QQIPR3[^>Z2B#U>G[S\IZ;(*$MSM M\IUP8=WG%FTC#SCQ$74WI8AV6-0;VYIR<&#]_J/H-)GT$'[;>IC<4>3)CKH0$__+;4S#?WA^F2FO@=2__M7G*#B4:#6CZWGXl-(UY,],6OXW30H11'8.0Q"UT@G3_> M8R_;Z&;76#+2LT8Y'BQ1IPIY1! M\U+$I-=SM,3[C);0-\]31>;,"X.;!+?:!A;\4], ^+WT%) /]V3.V;,_8G.Z; MOF3!6F^22R-\B;>[;>0OM9PXX68L=CUIG#55+"NXN N1#Z'$9F(4O(LWZ' 2'$EUOJNO&S8>;-C M>A&-/=M3S];(LS42CC6R8J^(C]YB<,_4' ;$$X;;D*O=@=Q+N0UCO7% Y<-7 M+Y*4X3+\T64@DY4OR8J112P#G7D2E(H^O0C$TB*&,5GB4028;+ZU"-1U"(/5 MG3\U-18?700R'W"R1S@{/$0>@:[@8/NVC=4@3L7?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

Y%BN^?[CG64G?V69[_EU~U[>$XC%_2-;Y+TM3XN9KP.6<=-M.SIWT7)K(QAL4"/3(48HE%[ML1]Z40M#9_WPK[_:MG-I16GEE:^_@8.9D, ZZW\G'4Z#=&N;VYVXDZC^_+.6 M===:R\C!:R#@YZTUGO>FL-\%G)KT+S!U%Z)'\Y[=&&VKECP@"XXG0T);+]]#@%VC=4@3L7:?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

L[F4F8W'9%^) 77208)V_D=N"V MI^B(R"XU\B3W1.*<4MMZT*:]EJ:(END0RLL9, #++F?5+8HA5Q,X+A "H M#(]4:M2"?G>TM>5WTG@K8]!SD4_+386;$ 6_AMDVC)_?4$363>3ZK0B\ MJ6^S?=-6IE_&-8C20BBK6OVG&^,OHN'NY#>OWBNW14 MBMWBH;/OK87V++9H>]:KA:G+@8?>GN$,?1P U+#4'F>5U ZQU+A2>F4Z+'S65 M@,:\+R7;^0X[C0BF$8]$+1>9<<#VF>S1X@\WE!QI$=V4/(DR"C:A%=*TY8 M@&?>LZ7G^(2,.CM'3:I60D:7X\T?K?3*FQV#L>.N7V4EL M;/P 9/S!L=_HV)L=;_LR.R5]!7Y'SKB>-,6@YCJQ:@XWHIE=D1- MCH9QO!G+[(@<%U>SQ.3JIWRW_!AO:F8$TLD3^N8C)Z^7?>:.[NB8=BL7MDM0 MZF98WT"Fl;+AK:L2N4$JI09W)AUO$=[$4%*S2O.!$!& MY!Q;%W-O^YB&QV]>C(R3YLT!$6VL2NWDCP6P"XXG0T)+C)P<4J;MF PH,5/ MNO4!I&PG1*;NKG%YKC9GY,R9:1=>1-O0/VT1*MTQLQ5X=@%Q.AK6@.6$4^O M.DI=V#5D5=#X,,=+&S*'+S%(<8SE1Y-G<&50QY$P*L)7(,."1L$Y6'5Y432G M)0ZYL,VY,3C7L2-8D"5('(\&LVD1)XPS&R-V<94$R/#/*3^(:.8R_'-=F@JM M#'+LEVD1}]4P?2]![B'P!TD M)YHNQ5X%P>19#FZ6K&9!3B$Y+.,+"9*+:,3&F]*(- ;K+:,8[2E5QVE(7]4 M*.EP8V)6FPSA)BBFC,>.@Y?OZX.'D= O9>!#H$ZOXPY&QUU;]MR+P@*$335G MOY#4'2$:.O.*I+=$.\KMALBX*[_/=WE$Y;"U'Y(5)I=)FJTWC>@5Q3F_R-^\M'X %?:5'9?ZA ?#[7P# $T;"<7E;P$&Y>AU-_Y!@RK>)Q#]%>#GFZM4FM!^0"/S[Z<,7?.]%'L'<8AZ/E;3^B%!^E3$6J6CF-@/!:,;#N;]B MV_WL;MJMG<2;L]=T<5Y3I_/H%A."T5;H+T=T'[N4-1^#[4\Q(6AP-*K[=>ZH MJ-/QND]68#K M;PL$/Q? -7>U2ZDS0%LN!C3<)WA7D;C=A@U/O562HTIHB35=X\KO])\4U0TOTUC%O M@ AFL\1[;R>W,HQ!R_L"UU:#%@!1G+9+0)#QQIPR3[^>Z2B#U>G[S\IZ;(*$MSM M\IUP8=WG%FTC#SCQ$74WI8AV6-0;VYIR<&#]_J/H-)GT$'[;>IC<4>3)CKH0$__+;4S#?WA^F2FO@=2__M7G*#B4:#6CZWGXl-(UY,],6OXW30H11'8.0Q"UT@G3_> M8R_;Z&;76#+2LT8Y'BQ1IPIY1! M\U+$I-=SM,3[C);0-\]31>;,"X.;!+?:!A;\4], ^+WT%) /]V3.V;,_8G.Z; MOF3!6F^22R-\B;>[;>0OM9PXX68L=CUIG#55+"NXN N1#Z'$9F(4O(LWZ' 2'$EUOJNO&S8>;-C M>A&-/=M3S];(LS42CC6R8J^(C]YB<,_4' ;$$X;;D*O=@=Q+N0UCO7% Y<-7 M+Y*4X3+\T64@DY4OR8J112P#G7D2E(H^O0C$TB*&,5GB4028;+ZU"-1U"(/5 MG3\U-18?700R'W"R1S@{/$0>@:[@8/NVC=4@3L7:?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

Y%BN^?[CG64G?V69[_EU~U[>$XC%_2-;Y+TM3XN9KP.6<=-M.SIWT7)K(QAL4"/3(48HE%[ML1]Z40M#9_WPK[_:MG-I16GEE:^_@8.9D, ZZW\G'4Z#=&N;VYVXDZC^_+.6 M===:R\C!:R#@YZTUGO>FL-\%G)KT+S!U%Z)'\Y[=&&VKECP@"XXG0T);+]]#@%VC=4@3L7:?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

L[F4F8W'9%^) 77208)V_D=N"V MI^B(R"XU\B3W1.*<4MMZT*:]EJ:(END0RLL9, #++F?5+8HA5Q,X+A "H M#(]4:M2"?G>TM>5WTG@K8]!SD4_+386;$ 6_AMDVC)_?4$363>3ZK0B\ MJ6^S?=-6IE_&-8C20BBK6OVG&^,OHN'NY#>OWBNW14 MBMWBH;/OK87V++9H>]:KA:G+@8?>GN$,?1P U+#4'F>5U ZQU+A2>F4Z+'S65 M@,:\+R7;^0X[C0BF$8]$+1>9<<#VF>S1X@\WE!QI$=V4/(DR"C:A%=*TY8 M@&?>LZ7G^(2,.CM'3:I60D:7X\T?K?3*FQV#L>.N7V4EL M;/P 9/S!L=_HV)L=;_LR.R5]!7Y'SKB>-,6@YCJQ:@XWHIE=D1- MCH9QO!G+[(@<%U>SQ.3JIWRW_!AO:F8$TLD3^N8C)Z^7?>:.[NB8=BL7MDM0 MZF98WT"Fl;+AK:L2N4$JI09W)AUO$=[$4%*S2O.!$!& MY!Q;%W-O^YB&QV]>C(R3YLT!$6VL2NWDCP6P"XXG0T)+C)P<4J;MF PH,5/ MNO4!I&PG1*;NKG%YKC9GY,R9:1=>1-O0/VT1*MTQLQ5X=@%Q.AK6@.6$4^O M.DI=V#5D5=#X,,=+&S*'+S%(<8SE1Y-G<&50QY$P*L)7(,."1L$Y6'5Y432G M)0ZYL,VY,3C7L2-8D"5('(\&LVD1)XPS&R-V<94$R/#/*3^(:.8R_'-=F@JM M#'+LEVD1}]4P?2]![B'P!TD M)YHNQ5X%P>19#FZ6K&9!3B$Y+.,+"9*+:,3&F]*(- ;K+:,8[2E5QVE(7]4 M*.EP8V)6FPSA)BBFC,>.@Y?OZX.'D= O9>!#H$ZOXPY&QUU;]MR+P@*$335G MOY#4'2$:.O.*I+=$.\KMALBX*[_/=WE$Y;"U'Y(5)I=)FJTWC>@5Q3F_R-^\M'X %?:5'9?ZA ?#[7P# $T;"<7E;P$&Y>AU-_Y!@RK>)Q#]%>#GFZM4FM!^0"/S[Z<,7?.]%'L'<8AZ/E;3^B%!^E3$6J6CF-@/!:,;#N;]B MV_WL;MJMG<2;L]=T<5Y3I_/H%A."T5;H+T=T'[N4-1^#[4\Q(6AP-*K[=>ZH MJ-/QND]68#K M;PL$/Q? -7>U2ZDS0%LN!C3<)WA7D;C=A@U/O562HTIHB35=X\KO])\4U0TOTUC%O M@ AFL\1[;R>W,HQ!R_L"UU:#%@!1G+9+0)#QQIPR3[^>Z2B#U>G[S\IZ;(*$MSM M\IUP8=WG%FTC#SCQ$74WI8AV6-0;VYIR<&#]_J/H-)GT$'[;>IC<4>3)CKH0$__+;4S#?WA^F2FO@=2__M7G*#B4:#6CZWGXl-(UY,],6OXW30H11'8.0Q"UT@G3_> M8R_;Z&;76#+2LT8Y'BQ1IPIY1! M\U+$I-=SM,3[C);0-\]31>;,"X.;!+?:!A;\4], ^+WT%) /]V3.V;,_8G.Z; MOF3!6F^22R-\B;>[;>0OM9PXX68L=CUIG#55+"NXN N1#Z'$9F(4O(LWZ' 2'$EUOJNO&S8>;-C M>A&-/=M3S];(LS42CC6R8J^(C]YB<,_4' ;$$X;;D*O=@=Q+N0UCO7% Y<-7 M+Y*4X3+\T64@DY4OR8J112P#G7D2E(H^O0C$TB*&,5GB4028;+ZU"-1U"(/5 MG3\U-18?700R'W"R1S@{/$0>@:[@8/NVC=4@3L7:?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

L[F4F8W'9%^) 77208)V_D=N"V MI^B(R"XU\B3W1.*<4MMZT*:]EJ:(END0RLL9, #++F?5+8HA5Q,X+A "H M#(]4:M2"?G>TM>5WTG@K8]!SD4_+386;$ 6_AMDVC)_?4$363>3ZK0B\ MJ6^S?=-6IE_&-8C20BBK6OVG&^,OHN'NY#>OWBNW14 MBMWBH;/OK87V++9H>]:KA:G+@8?>GN$,?1P U+#4'F>5U ZQU+A2>F4Z+'S65 M@,:\+R7;^0X[C0BF$8]$+1>9<<#VF>S1X@\WE!QI$=V4/(DR"C:A%=*TY8 M@&?>LZ7G^(2,.CM'3:I60D:7X\T?K?3*FQV#L>.N7V4EL M;/P 9/S!L=_HV)L=;_LR.R5]!7Y'SKB>-,6@YCJQ:@XWHIE=D1- MCH9QO!G+[(@<%U>SQ.3JIWRW_!AO:F8$TLD3^N8C)Z^7?>:.[NB8=BL7MDM0 MZF98WT"Fl;+AK:L2N4$JI09W)AUO$=[$4%*S2O.!$!& MY!Q;%W-O^YB&QV]>C(R3YLT!$6VL2NWDCP6P"XXG0T)+C)P<4J;MF PH,5/ MNO4!I&PG1*;NKG%YKC9GY,R9:1=>1-O0/VT1*MTQLQ5X=@%Q.AK6@.6$4^O M.DI=V#5D5=#X,,=+&S*'+S%(<8SE1Y-G<&50QY$P*L)7(,."1L$Y6'5Y432G M)0ZYL,VY,3C7L2-8D"5('(\&LVD1)XPS&R-V<94$R/#/*3^(:.8R_'-=F@JM M#'+LEVD1}]4P?2]![B'P!TD M)YHNQ5X%P>19#FZ6K&9!3B$Y+.,+"9*+:,3&F]*(- ;K+:,8[2E5QVE(7]4 M*.EP8V)6FPSA)BBFC,>.@Y?OZX.'D= O9>!#H$ZOXPY&QUU;]MR+P@*$335G MOY#4'2$:.O.*I+=$.\KMALBX*[_/=WE$Y;"U'Y(5)I=)FJTWC>@5Q3F_R-^\M'X %?:5'9?ZA ?#[7P# $T;"<7E;P$&Y>AU-_Y!@RK>)Q#]%>#GFZM4FM!^0"/S[Z<,7?.]%'L'<8AZ/E;3^B%!^E3$6J6CF-@/!:,;#N;]B MV_WL;MJMG<2;L]=T<5Y3I_/H%A."T5;H+T=T'[N4-1^#[4\Q(6AP-*K[=>ZH MJ-/QND]68#K M;PL$/Q? -7>U2ZDS0%LN!C3<)WA7D;C=A@U/O562HTIHB35=X\KO])\4U0TOTUC%O M@ AFL\1[;R>W,HQ!R_L"UU:#%@!1G+9+0)#QQIPR3[^>Z2B#U>G[S\IZ;(*$MSM M\IUP8=WG%FTC#SCQ$74WI8AV6-0;VYIR<&#]_J/H-)GT$'[;>IC<4>3)CKH0$__+;4S#?WA^F2FO@=2__M7G*#B4:#6CZWGXl-(UY,],6OXW30H11'8.0Q"UT@G3_> M8R_;Z&;76#+2LT8Y'BQ1IPIY1! M\U+$I-=SM,3[C);0-\]31>;,"X.;!+?:!A;\4], ^+WT%) /]V3.V;,_8G.Z; MOF3!6F^22R-\B;>[;>0OM9PXX68L=CUIG#55+"NXN N1#Z'$9F(4O(LWZ' 2'$EUOJNO&S8>;-C M>A&-/=M3S];(LS42CC6R8J^(C]YB<,_4' ;$$X;;D*O=@=Q+N0UCO7% Y<-7 M+Y*4X3+\T64@DY4OR8J112P#G7D2E(H^O0C$TB*&,5GB4028;+ZU"-1U"(/5 MG3\U-18?700R'W"R1S@{/$0>@:[@8/NVC=4@3L7:?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

Y%BN^?[CG64G?V69[_EU~U[>$XC%_2-;Y+TM3XN9KP.6<=-M.SIWT7)K(QAL4"/3(48HE%[ML1]Z40M#9_WPK[_:MG-I16GEE:^_@8.9D, ZZW\G'4Z#=&N;VYVXDZC^_+.6 M===:R\C!:R#@YZTUGO>FL-\%G)KT+S!U%Z)'\Y[=&&VKECP@"XXG0T);+]]#@%VC=4@3L7:?7@1JFUB+4[#+]M<6@3YV MR.Z3V&^?O!,@DO_=1:#T9#A<$M)*SM]^X/M)3D2\!^\@T;:W3>G@"K H^;#ZH;_**"=^O)#W?QWG7#*X9#F;HXXL@O>9>_MM7#(1]!?!')/>[CG.-&VT/WA>-,PP%B JU_? W=H M-7AU?[=T14_DXS""3$C:S:E=($80NG0%1^;V,(+0I:L\YI_X@I0=M;?#" 8A MBN?O*F]C%3&O$?EKO:F ZM?8ZM+$(V*-W*L\CW2]J2H$O:(C>V0?[:NJ4X_$ M! <,&6]_S58UZ!<#BX0U/)*(WSAIG2XLAR-)%Y$1+2<^QHVWH;5-J72#@C\=V(SLEWY^0J5YN5++3[M#6411(ALZ3/9W3B)DI?#8_BRS?A<3&N*:IXQEZ J{0@9W,']WK^%X(4 M,0*[IV7>SW8L7/!*&Z:%;+U]2'W W!,;8%&1=W-0W4JQ<11))T; *DUZD[H M&YE]AH] [Z#MCW:0\HR&M7/<\D+BEL_QMG8NUGFZ$8!#TKMJD'/$Q:JG+D/& MC^U;YSWUS9E!@AN:,R#CQ!9Q+:M/SK'\J6=[9,"5'94"@]=Q0Z5\ \/E6=G*:,!;.^\VWA#_Z>(YV(D5P? LH

***L[F4F8W'9%^) 77208)V_D=N"V MI^B(R"XU\B3W1.*<4MMZT*:]EJ:(END0RLL9, #++F?5+8HA5Q,X+A "H M#(]4:M2"?G>TM>5WTG@K8]!SD4_+386;$ 6_AMDVC)_?4$363>3ZK0B\ MJ6^S?=-6IE_&-8C20BBK6OVG&^,OHN'NY#>OWBNW14 MBMWBH;/OK87V++9H>]:KA:G+@8?>GN$,?1P U+#4'F>5U ZQU+A2>F4Z+'S65 M@,:\+R7;^0X[C0BF$8]$+1>9<<#VF>S1X@\WE!QI$=V4/(DR"C:A%=*TY8 M@&?>LZ7G^(2,.CM'3:I60D:7X\T?K?3*FQV#L>.N7V4EL M;/P 9/S!L=_HV)L=;_LR.R5]!7Y'SKB>-,6@YCJQ:@XWHIE=D1- MCH9QO!G+[(@<%U>SQ.3JIWRW_!AO:F8$TLD3^N8C)Z^7?>:.[NB8=BL7MDM0 MZF98WT"Fl;+AK:L2N4$JI09W)AUO$=[$4%*S2O.!$!& MY!Q;%W-O^YB&QV]>C(R3YLT!$6VL2NWDCP6P"XXG0T)+C)P<4J;MF PH,5/ MNO4!I&PG1*;NKG%YKC9GY,R9:1=>1-O0/VT1*MTQLQ5X=@%Q.AK6@.6$

^"9UYJG#X|H1<_GAA0l.$!G@1D$FA|G/9ZATO&3()=W[MO^/%0R9A1.UM<+QZR&2L3/)O.%YB9"J_5OE$'"\R.EF\U?*NF$#.WQU CJ;'-MQHA<[(!N)'+R&,&'*
XJ"CM_("&XY[B OJ#CA'TCD?22?O Z2Z>+F&S+X0!'I^93,L MN:!4=0 2(\H1Z$7-L(X#WY':F^=PTG,XZ3FPVU'Q+KUU+4%>R":8E?/2>9%'<"?$_9;\0]@K@BVJ&KQ M=%O)/@IV4^&3D+_#8FF:15K%FAl.U4Q MSQX-R;T4BDGOPEEAS$IVFGVG/4,I_],(S%$VW9_;(T4 MD,5Q[{3GH:/19,5^R.WKG('PVGN)#=C2?;]HW?{2|%C^++-UIM/:1%/K?*2 MD-=9N31U#9T%N2]F(),IN MEN84.:S1TK;M"[-?C48?3F)(]X;)S(%8"%98&/IQBY5K&PE/#1Z-'35!:6(GX,VVFK/0M+ M!A^-EG?@4FC|/H9J52 OR:8PV0W MFN:=!0!W#0"#?>9WB!O_.@!I$2/7KIFE)[6'U^$S#6EZD< D+AY[VB47 MA[&]"*$'13QVEB6GR/_+2_+Z#0LXP8=BU>4_FD67/_SVZ:FWPM:#!,LA#RPL MY^I:L!SRP,)RGCX(ED,>S.Q9+8IZL=>'B.^?%H]SUL1_K$#'SU"8)AN!MF@] M|;E*P:@RZ4K$$= 8D'L ^E$(6!;\MV$"&=4)<{3'I0$T98A*"C"T-H\"<;.8] M-64=?;*HL.HHK"9H92@F.^KK&$T(5.IVU(.(M7+-===>_JY MNL^YL FVL(D!J^"YL,GT1B*EE,>X7?A.H(M"131TUCNM1B)TZ'@YTOA@A M-#MJ99\70V;1X4#:A[$A_&Z,;5LAVA>'C!Y_$EQ(!\^6VK.E=D:P+Y/81W%6 MMN0,TR\7APMR5V)'7Z1&&N5TP !5*U+:.L)53EL:0/8KQ)6^$P^-@ZFU@Q[M8)2<>;X.;TAU:R39BMT;QA!9@5GT$D7>>_M"$OMK$*84B$>Z]Z2CSZH BM\ M]97GMT1L=A\,@L,N+/@[T^(^[I.H9<, XANO99^*T(VI:RJ[$:I7R//Y8.#OQ M@##]P7M!W^EN17N*H?.YCI'Z?#:.#SFZ,]^'&T!7<.S4[E**D(WCAE>|WB1A'M"ONKS2|;MT\'+RK9%C0ZE/DS8KFW2H^02'",@"
]]=$$L,Z?!BW90#:BLYK>0L37YLNWK'E*4M+FL(@8><5.1(?SK&2LE:XCN?)U)\7,>BR_0I_YRBWW,"YO4KBR@<+K#L8LN\>?)?DB@G3!\?'C#:.M>P?F+M_1U"Y>^4L^P1L:?T$I*T,G-DYW1]A>IM3XW!T#AE#EAG_1;$C+ER<4 M"<=# 4%NZ,>.G9E97.]%$3E?0/OR.],-CH<,< >B^ W&+@8U0L/N&%ALB$!- KN-\AW!I)DNSU)I2 M>QL3_1S5F5VKSRFK=R40]42C[75'VE&#R1]E[Y=^57@!%(I)UH"Y"[W/841(M#E5=(A3;(9E@M]76<&$""$2C(>R!/O+M8[VU&/5R[5^%&@>_@C%UZODKF !D MH4 #@*0*2,&.A0P(SWH.^%_EYY!DS C^2_S2IQ9<)>5],$-INVG7A143,0T];M1/;S4^SE04A^Y=R9K;5R-X^S.6E[=\@2?ZBW)[7Y.?15?R9?V_'WIGO/#)M,_MU-RO(9LW1)NY$(']+|]^]T&,)P?I*4O\+]LD(NM-:4^>[, #CZC9&T1@"]CP M7[R(FD;<,-)|IN)#^3. 7,25 54#A(KM^OMC(W+W,&$6.3JJ(Q,Y!208G8K[R;6Z+#0(=1C19?),:I?$'-,K (136"'^%-\R*6B,Q%0VH MQH]BO\V*W0*=RXJ3^(6>S2OTV2F:U6,]*Y]5(DT?O ,UY?00&P?@%';?1;>^ M)L $.HAZQ[&)SGCPPN VOO3V8>9%+:/D$\QO3&!)OE),0X"I*D?]0@5_]KZV MQM^[1<|*^:,#B2H,(1T3LfXR0-C6Q"JX] M'%-)ME56AI!PZ(>92S K#N7U;A\E!X0>$0.08_]-@W:33W<5Y{1VY@Z@!)\ M:#,?9P#C071#[6V(|9C@=+)M%RZ"#J.FP-"D<$ M]O6&=5-Q!P&"8\L\U.0\EF3-Y,)]Z(§+'T3@E$>3U!CQ?/+ M\))D49Z1%+B7SN@C8E62*Q>1 ?8<*G[KZPZPN6.@1$;Y=-,,>W^]X//@7++W!!<&^1Q[^Z#A>N#OB7JB-;"4!GA8D3@#(2Q:R8'X8\'D9>BMGS\\ M#!!')Y>4$?"]&/=3A\#++H]_K'>ZZ4TKEY"G3X;C\!D)R*TNNO&?82'(2QAP\LT9M2>E)/EZQAFOC@9PBCEF_@K9:6%!8?"-M6LD-T5XXSP-N$)WNX(E#\/TKNHVU'EK=@9.U4WO R2,D4GM91*XB!9H01/M\ M5V6@KK_Z41[0E%AR^9#_"]H>=0>@YQ[F(18Z2'(',LVS3O;L ^NN>W@47*$9M M&%N!LG^&"[3F%CZB%)'74IO\%:'I*&&&X!)NIP ^\7U7/2.(8T).\5INO")$ M,(WDXS+EBGIP;]+D[5\H>$%5G\'5AJ#G$?F1EZ;A)O0+T&+*"!\\860G1$PI M;H++)"5HW8HYC=%^#7T41*$-=F$%YF&XI:UYO M.KDI/P_/3/QF=6K%7+4)DV0G'H1>D)$>$2Z"%8+_$*&K|%ZR|$[0HT7@RS(<M? LXS.NLYZ3$=Z&C3/&D799M#@K'/A,[8^OS?":DP/TMI>*4<*N5!?CYMW:N\ MSYA^= !5FN>+62 5%E)]Y"Y.4NWZE%32-R[=AT8%(.05:8ASZ!K'HR_)8I>4%_IP\$C4B].GOWM X"%IMDP3^(@2"@YZ)M>\'70/H|(4"K*D95E]=O'1#" M=/>YE*C6.6U$LMYTXC#K(,P&I, &"5JGK%9H5/#@5CPT\T7[\8!#DA%%;9& M6ELVUW3>6W!WC,WP7)7<,@S/%O3GP"'0D.%^%%;-K&%FCCC*>#]D?V.FGVCE?.N[_M*Y\ZVG$LK-['P! M4F?JN0/+7#*^CI%<*.AK3 ;??.+1@*&=@E)IZK .,=!T8;(P@O/7.#CXO 1 MI3F'M?UZ11CVJ[<5F' =*U-0 #$*5$=8E\'9A^A@/DU+KSX2R>RSUWH"TE= M#7W1(Y+<#45#PJC2O5 AU+-2,<63@(<5F.|/HZK?|" <)K2:*8IHE>H^%_R M|\+T=/W5WQ(VC1X)*[C>;!"_"\V8<^@\K6ERE[,13A1^[4#Y\^/8S6/5EC7M M!1&[D-X!]EQON9WS)*4X5TSL[XN098V$IPSM/^V?DQLB&'=;8T:/|9CO>!')M[94(GE2@[IPT\"D>8(\9=Q/<*0Y_W/4U*D(,>F[#D3)S?<;J"9($!X?@GRHU-MUSZ;FP0_=7PVHD0AF&BQSWF*)^M<>_0Z/FI=]0JNPG2?I%[T 2?YGH9.A*E? M1+*AH ED.G*RT2^"KTR2>OX.<_?P?>OG>L&Z57 M[U4(&OQ^N00U*LG]V@XZ^+YXQ#?!+#3TLSN!76"LS[IQB_B^S@771<@W?G-MHH/JRN=@8V%(,6%]_8"U]NL<7?GCS*J!-V2YRPN(_6SQO>^OT[0%JZ MK+33#ZO"ROA6CR=+&!Z)BF$VL>X+,/9@JF/7N$"T!D#;"9FU0&!G>"^PN1,< MB#K1G@R'0ML=B;*NMSN\%]C;G5$1?_Q=&_,*-]OJ3?9ESMF';_PB++9NDL3V M<3CFVQC:P?G<==^V#8S+D@^D%=G>6-FPL"R8,8+26^^S/.J2RF;HAA=(_T M-A@,MPZ =GB.WBVG>(N]1F$ 0F:X& 2P,&N;HHRMX6),-H@;MV\7?@XO;NUBC&]9NFL*:D16B @+(V[@ <QOPAH@cL:=/+D]B$.TWP"P M0R7_*$ES6L]\/GO/--X 'QIS.K/Y941]AU=SI99D6@WHN?&BC|[;1R]#:./2B MPE%'RPCC=J:7 [&SVM#^FN-OMS%3F5(!N [$^VB#>T.+Q&Y1P$KF\L$=GZ)] M8IF]!:-(6J=#[^14&% #;-YEF9>3%W$S&3AU!TW M^%2_5_/9S:BMLD<0Q]8:.4H:VNIHLAQJLF-?837$2DAGW)V1S7",IUZG6;BC M52'KD)KUIC"_5 "NXJ"E)\G^0X%<+@OA\R(%J]\Q-3_?!N0 Q1N0[N1UI! MU0I>&4(GD%(G?HK[B5X6BP/L?$!H.3JX*417QMEG[RLOW/V=(;YK%\S+^ MI17QPL7W@#!MFYWP2-N%6HR.,I6B?'S6?M U"'-.TO?@<!,OEP+WQ$(]/R,%IK(\"B8|/_G4.^:>A=*6]HQ_?$<8?ZNZL1+X9?K.Q#W35^HH MOC8[YQ7R-F6>-ZSFJUM!SO(UU]"G0:;S8$[VH44@31W$9.IKBT":?R"AL'}." M#R\"J3RKKW&$\A7|DP^%?)(U8+BLD0L!;Z1=$A*S.C$A">?82P318F):)H1-<[D&?O|>G/AI:'/ZF1%><8\JL,})N5* M9K'ZE5T=1,9_)U%9PI$-7649#C\3LJ"5/)*F%E29@+?"F-;]W"7R&$8&&1]C*AT#;=O* MJ37/&D\;29E<_C3N'78KDAQ)=ES X9W@Q89>F4&=:=AQ\0.D+]O:;T+^-^- M-PDNF$3UF%DV+@Z/:)<GKY @'IRR3QYR&5;H(P:)*0 B9U9"Y:V2.,F" MR3\E+O&-N/L#K\!7%1*$%R&(OUBOXC%^.HHCO(D:JZ-_3!"Z7-"F'.H)X3 M[EOQ#_O.J2:=P9'E'19'++))B_G-4W79G4LS$\#/5NWCLFOU5#)30]=:.^9*!, M6R5[UK%8/5(8UIM/:>'^<<:J*L).MU#TD(1+SHD5#'04^VH@,!L';W&(<=-M3@!C'Y;Z*8^4CQR7SHZ\2/A6Q*/>;=<$W+M3Q';?]D";'08D=P9W^=(10)P@ M@]M!PP?2GV-14=''Y" 0*A,94""'>DS?I5AZ0U5ELG*I_2 WPF>U0_,]OR&K^MX>WW(=%1Z$_E#W&<%,9P]AO|"47,,/1?85"RVR+>@FJ5M%[L1T1-;'_ZK]C; M$63QGQ6(###+\9_I7^H\@V7EA?$MNS&?R[S_]5YI_3K,PR^EW6>.C__X316SX MC_)297_O6=?`Y^)5.2Y#.6.RBU2K_>_99@VCO/(FZC;I?SW-V(P'M&^K\Y8 M=')Y0-BGAK,75 &5#$'.5I\,PS3QHM2*5 /*$Y@UBPRBMI\Y]2-E5=HE6(M^N,+@(ME|*8.*GX< 2T5,'V*.6K@"WG?O;(6GR*)O2Y*J#/1\$]I4Y$=HQ6 MX*.UYOQ;9@6T;$0;3'JMQB^VM[2NQI9Z><'HA?SU0);EAWLO6NWH21L2[J@I M0"FYS[Y;S2$+("4#G*'5I@<:.8'_0L$+H;?G(I>G ^(R8 *E!MD_M@>ZO_EG M=&N0M5:\I-M_Z#:.^2\CJ$=X5#;XYS^GO1:I7>>[1S8^4NK/?H3;%[LA$@06]YTBM&?9=X<4_A M48T"'1J/R;'.TPV_8Q75AY+EE)E !!Y+Z6T>VN5(XY[$,SFD=4%"OVW M23_MZD6-$[KFR3I#G1&];U/LH2BL3!H,HAZSEHP 2.JZ&[+F?P+8!3>7#(R MK^6$,YW^6X5!&'A_ZJ/YJ6W)V.R0X6(J;.AH$=]O*FRE?ZPBH,?ATI8]W>0 M%-WBKRT-6"A3<<:.!&N-P\9>0D-9MFA;GCEK9>J9QV1"00)5(G-$]TF1GU/[:^DLN/(.MM:RH&M6FXVI9MB'C9)+3 _]"RRA%JL1Y$=G#IC,,N5-.0YAYMC;)S/0V,.*U M4CPA(L,>!EI$3-U/R:L8HS',_E@3.M@0&:S*%.I9X MQ,9NEWQ@ZZ)6J?LDNT)I^!(S9W%..AA, ZD^10%H^4=F>MW)'>U*$;ZLBS*L M)+BBB=(I3 &M M^19MGOGL?>U%L4U^.BT.4<<*]BT*5P=0'W>&VE?PH43++;Y8?4$QDW>@C07-4M=)@FR^UR%ND0F/RD21FGKD\6>-_[_O5.Z8UUAR@;RY1X*M PB)^D-EX6G=`M$TXZ8@I0 !A%@:&G+4+EIO7"4(3/05)P):H503-Z8!U\+$@P6XZ"FQ"GF4;8 MG6<2/"DU80JSU9]#'5'.R2G7.$[[N$]>L,?/\D D #=QH20O!93 MOT&B6$^:*+ 'M@VA,_!V>KN_9P3 .S*H_) !,) '# _-"+)2B2KKS#? SUG!W7[MQ3DBGW_+MLSKG[-*R)3EOJO(E'YDK>1/Z2<;\ >MJ[9.#:85#9/GH"C'(< MR%VGQM'GI/+ORVV]>F/=N3-X G:EYE8)324-K^*@'A&\TO>GC;U+)K|/>Q\8 M'*I%^B>T"ZF#,/>S!/=R5WB/0)X"'*K_)1O(UJUF2_H+2C)EQ;Q*\002&FOA/^TUX/O<; M%%'KZ$T>!RF]ZH$)'H'DGPJ;J<+?8CR=+7?1Z'/JE(S=O"TQ\@+5L%_lL(H MRC\K8V>#1,7_>$2<1A&YQV\^)A'AQ#UE7_P<)#C=Q)\'3!ATOE/E!W&& 97.5 MR$KW!6<9K%E#*YPV&2@J^GGUGU*TR:,[<*,CQT^<#-&?=?V5WD?HDMP1+U3& M8F:.Y^0V#M FC,FG'U%8>W;>$KEM"E1(]D67"L3^@7: M)!A565RLT1 5.;[(#PL]G49X)T1Z^:-S#F9\(5#2D49"/R(_\M(TW(0HH)32 M\I2M_9# GE3PE_>!5GSUA+>Z0X)%FP9"()^(>-S4=]Q+\?$>S@R=N=R1VF,: M!WT5J5/O2SUN@OOJ5&6_](&.7@0B6ZCX.4@9;^B74?EM0(/#/D282DY=BJC2 M1'HP*0.!!.PYW""%R@21IF%%!^Y*JTIO0X264N\)>] S-(Z8 1+D5N&=)Q2'M",Y/R-]O8%P4# MJ2>)\A%8=^%*+Y'V1TJPW_H6WMN4-4PD,#=QLQ<0!ESBCSL;UFA[5<4)4QP M;+/K@CGO]A&B%C+D;^,D2E[JPD9SO,D=7B^RE=;YY+1GUA;UHZ55IE;E=='*

*]K.*A*6OW89/$P#RK1Y8K2,:L7CZ[L,HDHJ|\-> M5+?=Z6L-,[W6&83^FPB\9"E%#7U"(&E*G_-+6.F-[1\=,/D<'89?"7\EX^=> M"H,Q8&X%M0NNI;RL-W6ST*+H^7,R4+UQ[N#@ZKB6D#H%U/C&\1TJAU3;I5+5 M'10$+QWY$]#.F7[L1\]V@$*\E+DB/*L/5+Y:/ <.'-))S!]XO2O1]3B0>]E-BU>F\6H//PLDISX+/#>-XM\$(;1=^]<+=$M>/#=ZFD/DK65.T(SVXL\!@PR-S*?!-:,\AT#3>U.VED/"9<(S M:H(RBT)050@+_9L%L*A*XL[Y;K'8Q?5A#ZAR 57K-$Z')]YW%BG^KM+(5K5BOL$6U8 M5@_R5X:[O=Y.E09?%N5V)9&P.-D5#(0*V===M65XF-G1^=_:8N=5U[3M20 M7,1XDMO]&<5K_)$PK9)D;_]R!?74V6WTA+1H-,*VB7E-,_G^^T/ G2TYX& MPT8TMS7(;9 ?K9G7R8\6#P)4'7PUS'B6V);#T"(.Q5XD]#DBJP]+G5JZQ. MI$W),HIJ/UI#W=%8)"&U@{QP>F/L(.HC,,,6(137W^)W@.DU*IGRGX<)E$ MB+RB7T"4]PPD&#TGM+A^G<9D !6K/OY+>'S]-8#F "PP+#;6%HM<< BQLX" MQRPXI@AFDZOTR =6^IKP=),*)+'O26=UP#ZVS(.V7C.RK|PCBM&;%W7C)#4& MMH&#$B596AJ|HM3VV/H9T458R>S2USLP4DV8"-8"5=W?W6J$7.F&.\0=[,:) M>IG.GNV8-T"Q6TRJ.U\U"&.\BW.OJMG6+?-92%B>>BH4S*C+7I9>?HN64OW M-PGN<8%.1.&X.6 .DX8#4Y,'KLHOC>6=S3QPX@"_&%|/HI.. 2G<<;MMMDWJ M@G"8\?. 6MU769(A?]LSZW5_]+ES5^4[ZI87K4IP=3BC=,S)SYCN9MR%,_*9 M@+LGO6<@MZ9K2!AT1A ^:@E,JVL7\M(F!'8H'_6?0[GC-:Y=.JQ,9X6U RL M*)+8E&7M0(KI3W+IFF|L*\(=J!!MBF\7A1BOV+R1J&6^4,E$.FR"FG.]2B8YM1)1N/FTNE*.K9,87GO\E2GH1VKT?M03)?'GQ-67/@F2OH5QT5/08)2W7EM-O5 -E"9,#=AHC.$6=GJ;^.G),^V M_YM@U/,>RD: W&U]ZW/,.);OY]Z_M@K=G>]:NHAT_\[^S7>6D/3.]LWE4G)Z^]R-$0A(Z%*$!2!P""%"4K MMN-'S*FICBR1(-#BO'_GG-?C[O]K M9_PG7/#,7O%ZH--%5)2+3/WCQ-A1BH_B415ZO^C>E-M2I&?!U.1IBH?G4OO MY>ZSRTSW5)[*RY.=P1)-MRMV]>[LOX+>1+E2I='YB9'9*-9.G WVY4Z@.)#,5)I=N ;>.SKJ?O"4.FY2E/FI]W2K\-Q41EBY//:B*+Z+V<1Y_T1.3NPH$N2SV\:TMY6>Z(M3(WRDTP.2WP&WNX>D^A.FY._[-'_3N=C53(U9XX-^^^&*?G#_.[\M6.Q?_[+_?.\T7-DS."]T;FYYB?06@E4F, %IKOMB]WQ0!SI+ M>=!4)MH(.JX5G&B#I'#],W#^[N/_?OA_[\[??X]._O[I_!P_O1Z8G]U&/< I M+[W)QCN@!R^IY^?)\]WGSU_\U#X]M_1. ZB*4(T7=TFP[_YY$?V;%Z6D)O!% M$<,?R6XB=*_]1C*M"EF41P69/[7Y'6>5J8G_]R^7!WGYR^E9/IB)?\)_I M::2-_PF&=E\OPXAY>2$QAW(2;3"L8:1WH8O1W##YDT<03S_%/G(MIR]Y[/ MIIE>2.D'B<3(2!E%R>M M=XK\/,E@:?_]{^SB9"=31;DC.XF+IYV<2O/C,NWN-=^P?4]N&T^&F03>7@I3 MGM*+W,&OBY.!*"2=RV_ZUD/2"([!_A7'X&CW^/#PI],YB**=@9'BR\D7*:

PT5<4T$XL3E9.,Q-6M6_*//^_ONFT.Y"4_9G]O|Z?6@+>|\T*]D3G2H|\'7O MWH0?7>?14?09",<23*2*2-)<0"&(W%&/@+P$_.!\6]f(L@@,$EZD\0HIS&@<4> M]O-+F51$?]2B8P^&EDH9$\QT).2P^AO*A=Y L.)/@R'<(6)MM[^[<,V$>%G M>-E%99#D!A.98X3^)"4>@"7[1_%3$(-(K_]QS](LJ,%G=Q-3 Y/ROXG.D$ M+DEA^C3A!FMX=5HS$1G]W2T?U@5='#\#, ^]WN 2,:.H[DJQ[B%'!D@'SG1H6P A">6%)G$8CW:;6?9QN@X/_7>;2 'F_U17U-9\+$M<+*P9YP?+BD9"Y8XCH+T]E#]5@:;M@GJ ~@__M=%?P6-'WNL2;X#SFZ>T?;1<.5.Z*B)E' B"6>8%"O_!9_S0[C]F O.U0%+] HA%F]X)>_BE_W*MI=,NRCQ\.P\4C) MQ"#5X)8T>?MVT2GI/$?F]'6RN(§E_N?S@^,89H3B(5I(-M 1(W(QDXG8)B35P<.>\8]@;9-%L":45,M6@Z!((=("%Q\'%P3,/)3 3)MC;F<-MHP),\S8:YV]0T"1D/C=6-X&%H:B4ZP7!;%@FLG&B^5^8 ME0+Q5VA8'QRBQ,B>P.^#P >/A\#!?$1K<<9'T2P'=^6 / MB+AEN]P<I $]^L2EL:C*&R1#ZSM<(\WJ#6R@EDO%M<7.U4>3AW^&C ' M^&%9*7/^O\!S5O\XT#EHN7 1K+T4WUY_!,2+ISWD<)A@1'AXD#M+Z1L'Z## MN1F .C@IB/)A-U+%;,B2 ,KY[UZ+@S0F^A4LI;JCMQ!'N:C'FUZ%$ 6L0KCH /(77O(.&D&U#R%#C.3JY3 MZ3;XQ\8Q#-@=&A39=@@/8$W7$UR?SCIG"\!1CH/OLS3#B3)CTNS')L6,[$D M181S@JB7T^8/,#[_38LBNMP10^"X)R*;BT?Q'<-?[@$-THN#MCB8J4(-5 ;D M?#)6:2KSQ$0=R$=KL.'C2Q*HRAXR_%0' 5258^!,<"HH M5@&,UC'H]\/)AFR&3Q$B)9:%3TI8B'?14+[; K=$+A_Y"9QP&M0SK_QDB,R/.*G(FPS5G&WL0Z=*Q92@R5@3OA4@P=%6B*6=VJYLX-#6]9)N!V MJ;R"MAZ*^(%5^1EZ-//6:RU=8#'Z%SC8(R,#= E,:X:944U@HDDK# M_(,_)AB7D*C=&VJQIW$_IX$Oh\=!3I]/.K_&YE+^*:X]Z@^ZO>!5KV)?C_B M6!]P#S$3*B.M7GH'(R^,Z*9PNG52&0./IR@.QHED-)$IL] XPK@[_HL2'V\ MF1H"CPTYB@0>ZB1HSP3N MEG(Q\,$/F)(%>T'#%4')^6N>,%]3H!A5#"]4S#U\#A3['5'#,!!98:=82%LH6YV#"296#'.U6K7+,A&6B'&HNUY1Q439&2Z4DS; M9]93(H4^P*)^:OR 4LO-$H.4.5"]N"1"KV$Y@J#UK2%;=Q+L@K R[OY>#[Y; MVATI'MK|Q@$!M%"OW1\;,4K&I)^L/O$"8%N'!0$M=18]_[5[L1L%2/R(1+GJR MN%NR&#|>LKB S48I\ 8#CP]",PQB0*%PPXI>X6=)P=(!?&O8Z?_N4\1%HJR MK,&2%&O!)(V]"._D4[&@@"'>WNL9&8;1_C'GIZO 5@*%5RA&"#(,HETB^Y'H. M2QMQGH=+[!A:?$SC^;4H'!H6B(VDM=&,_E298V0E?5DZ;K(V#@EU*2$/U: M;IT3K9"H'G=YT>I\%$Z;4\/ZB3.=P1R$@5>,WF"8.JD1X?BH?ZM5$NKV>L,$M@ZW!OV|LS.%1J84\% MS,,X4-^O.5&@K"08-$Y"(,,X:?\1QX?%2_@^]T]H<;P-D5C07H^V9)@?I?(SP M -@TU/-@5V+[)%X?@0KP)O#[$_,)_>AIU8B0>B5P(B[5]DIX91#?:,5&0f09S M#L@L$_/>=KIC0:,>EZ#9^0#*%WN|S|"9?I_R9F60OR%R=E #6Q_I:X3Z7QR3 M$'(""FTL_(5C6QI9.=W)G(1YT&49V0Q$X*3!N)PX[1*R-_8U>GF QS.Q\KF M>DVDC*9^O/<37?YUL2*.!"[?NIH?AP&8'M'0(QIZ1$./:/@F#/VKH[O$RS8. MTK9Q"GW.SAWFI!P_GIR=A@D>MVU8H, 1D7.T+]&0],<0^"""M&<_(<6 M(W#VQVJ*F1ID4!CCLDNP[_8@QRS]%-Y#(FP3C%H@_P38+6VRY[]5<-39]* M9"-&8]XS 7G(KIQ@E!9T!?B;(_,+E,S:64H=)\ C5_]{@BL#0T7 ?!HR5/6 M>2-8=]"X3.Q*V'#+,XZUUH?%=14QK'<$.EEF\TI'>AXIJ^(W(IHC6'/IN+ M*SCM!5MWS?(S] N>,BH/XSPN'$3O:XMF*?D4X5FZG8T%@CW M00:)-+/NN*SJK.MBC%W&J9K;60* MG:2@E1,<%X*OAVI6_1+RV$R7+N!?=6-NQ4/SQ^/>' GZ,_]HY8O0;<;JV MW+@'F_CWL05]2)(6^S\4'BG M _, MN!U7\ 4PI3\1$Z)-=KD_&S1"$S:G.LB>H[U U_^C3#IS]"_S[>=9%; MK4?)\.FTJTO0J9@.E'>@%J&>-<0(2>WN94!N)N?BM+-,(0 MYJLZ6EDA3$]AQ?:@F20S86C%YB-[(,5:U (KL#"T5:Z M31.[48>MRO09(L6E1OY[XHY M)%I6DIS#'>I5@X$%3VQ4&4 NU-HUCFF&^XG)EL+P[2HVA-$083(E31_#ZU.) M,|\YI/M=&]#UQFNL $2R8< QLPV,2XJB-2>@BU;,Q0ZZR96X5^A:(3=P:B;=& M_S]*[TF^3Q]:Y=>F&#E[1_$D?C @-/%87L !HRR71FI;HZ'UKNH#84[""%>NT M7*%(C!K4?,&K[P3I0NR1#2?5GL@#U"0.%@6J53%4,CV)V]9;D)I@U 2G8AVK M5'G.D7JG/E(MC!0@1'FJA#F4J9%M.5X(7226J L=W-Y<7]P*7FM#,V5GG4;_KBZ$*NS!AM3=H5EXT!]U2U!0%"P(YO1TB,?>N1#CWSHD0_?1/;Q M#KA*OR.@LZMN6MN96(5*?R$^CM[#R;1D]!M^B?FJ-N66 !"HA ++A.F)C[# M%/(]^KJZZG7;%>6[&F% UV:+M VG-[0X\D%)HBM%]4 S?72UF8NC\L9_^X]WCPY='1WL'A\]?/'IY>/ $L? /N&YO[$R8 .;/0 MTX32;*7(@_2A#"H2E Z"N@08*"""5O/.U74)*Q0!^FZ?Q"TOPFWY-,E1D\Z X'Y[_FID?3BJ0_T6M6\G5_?F9+'X>44O@"5 MU3I#V#.2CB8NQ>&U?/!ZQA$T%8GZ1P7,Z*]&"?; BG.9HP7[=1MI@L%/?LPN0RV_0P*)L7N,)U!8]JU1KL-*(R90.LC6H$ZW1Q5M+&MJ]Q2Y$< M;Z-*KO"PI'P6]0& MK3#^_).YP=V?B#[[^G#7M<,HV(P&WG&VB(9"906K(L.J:%8ZZJC$RP6/ M*&MR(J@O.>+U%WO!KJZ?S15^$\(QTBA440"WW MSDUX&K?M^6HJ*++L8|5'Q#

[MKD_FBUTPN0X.7[UX]>+@Y=&K5[=E=/WQ^(RN M SR $RO+LS[, 3*$WH:L?)-.ROVT)@."XW+.?MB;5B)'5_=DS?+0D[C.'%F MX42=V0Y.DX^=BD;,K9AB;7M?*
X'O3I^H<&OMY^I-# %:H@B0)+;C%65B8 (!-M\'>49^RL+,1$DA-N@#(=10,?U.K/:HKBK(+_TTKXX(GU"J"A,0*L?ID7U7K-M77'MLLX##YN9J"EV,IB?1UMGV,F3M
M<$GG&DOVH4LLA&ER-@LH6\EK=|(5X4VP\R?A$:A#0<9!AM@#0WC&,?KBJ6W= M4FI1LVXG:[7#A5N^?3"0?K@>;,BP[L=N$_K1$&^M7.HVVWC33UEC[)' .7<03
MPP01CO-E>UOG(M"|%VSO-K^(?&E?>S/L'6P Mf7Lj2W@XJ:'1^.4M27[6$$_;?W5X5)=8"W_U4*|M#TXFNYKBGPDZ&_0\!U:V MP:0P@IF! 7&73&F.E2.O@. 3-M+)>?
I$T1Y D3B!'[E:-DXB=$%'F9N1AQ M7NA,I3X*,Y%F)(V[-(B)BZNN5:ZW&4G8^I$,(YQ,X!Y>B[L^Z-/6Z,N]ZCDX M9]" =>YE]^-H)RHS8]0#2,FIYM[9C4G44FS%#-"?
%S0(6;>WK,=SY^S2B+P8 M\D91-K1U2 ,TM81[5KZT:@!Dj$SWA=_[>-4??'7OOCK-]$:N,*XD61B6=U> M>(&=L#: TH^PY[*E[G+/S"#MYEWR)RS\"HZR@X
MA!83.FWJ*H*AIAL4K=DJ]4CBWW&C+%1-!3+Z2*EVW0J/$*BS&"$%[+W$'P. M-HQ!6&R^RB9"$V2..JR4;\&H>.'O:+V*32@81W1)G..O0 I90C*%JHI_PY;7>[IBQ2
M)JVE09:ZHN- .;=C]ZD--> :?IHW^D/ZA!3[*(?)0./&?!#?:"HTAU\1^Q50RLP,%USF>*KAI-/F?8Y>&3Y]M MMGWC:2ZN.6/WO .ON9&K7)5;!3G*N6H _9&) 3H4M-
E;;& -[;=N(JDO0!^. ^ MX!(AI#?]I63G RA.=CBK?';4 ;'H8ZRI@P%|SH0*IP._&""@'[*6C2&P*WD?* M5) E$GV(1FPY/#9#+O:D IWV.KD.]7_NZ#BT;'O9=+ ^!)56;!EC.=80!,2P&
M U0UU7F'J6B1]T"#8U4\0]I:XUDE)+_2JB3%[!G5WLW$?%AE42F^$!AC.EX4 M6$Z";3:*,QF=\S22"2@21 MN10+>B&('ZP9=IBEJZ5PEL]8;X3&FXA+-:DF094?
!C!N5LVP/2W""%FHKX%3I MX(7!?O9)N]IC;=_;DDF+GB=@@9+#%1)V6R1M[ZB|\$SL:?>DIA&1.L<"X M:TNI^]\,B!%1WC%3ZNT9S:9_T#URE8E_4%LYO% ACA$,.?
PSZ6 &H6^H'W M6FPI!M(.!.R^PAX7ST8R#_.>2)!0M0%[FO]^DGUB/Q.F1 M.#T2YR$)A;NID'*CVD_8DE.L4N1E>HI%F=*O12XZ
L:O9NI&SI2Z,B)!%/A0?"2UIK;HG^AZ9V#39W48!BJ M@)D++*@H(\I*..:1WJJZ'?DPH+JF6+'1HP9=|4QLI!S3=6":.^QPMY8KJ=3SP.;? M-
!2*R]#6Z2,G<,YW."VTV9:IF>MMP[@.OL1ZDMJ(;V:$%6& M@>V#$U@&*\FQ-Z_.QWR1:.[N\TG55EEU<&|&2\"J 7>=*Q%?K^.P-1MP-F<&W M9&/2B4!%+>](/-
P(JVGMU1MPU4UB=L0='?N_L]>&"(W\GW. ZM7AHLW&7O8.M(IB!"C%L MY<^U:J5RIP947@@S;5-4&^.A'D^)<29HJ!?T=4$?1Y+ RZ'RIJ1R-*CKNK7+
M4=9\1@6L,@NX:519/X8'X,_B\#OI6$]TRQ,/J6$IM;S9;DDL7X<6M+Q.S'L[MHH<1NAR*SQWP$:=:M_J]DE.<';B(YFU&JVU12ZAUP]>7K|[-RM >#NH4&IDF!
JW);0, 0KM@OPW:NLEQ/7 M!>V]HWGU&1@Y18CMB5L&AP@E,9+-^O^+ZYARL6)0B1JT4REFF%;FO7P(>* M'S"LGGN&%)AA^%KG",,PUVI4&AUIPG3OTIY>R
MT72H(7^<]. MUK1Y(&YBRH>';/E1.(<$#K:B1\#F1EYK)H(2 Y[\(7+1%[9;- MBRV8>=:*3A4^ R/B# R;^I"BBF=L0H9W\;B3';3%:#R!> ^RTV5*A+GVPG!39"<^O@!+&G. M-
"8T0MV^PM;+82&!KT!O[B%A&X30EMANDBJ!^ESOBH"><%84; MMC>]Y ^D%9%\V^X^I":I+9#,T]0IV]6FO?P3-*QEC MZ;+/XC)
(fP03#U<4,C=D_]CUSO1H@QYM\###0!D^!N3^QLAJ6)V4E)V9:L:K: MX%,$SC)4'@F+ R,:7L5S2]!E5.%@L:NE1+D$j+=2:SJZF&HBI-1)# =G,:R5 M+&=X $(SL74HJ3.L\C@-
NC&MV.DW*G C!6[U);W]QZ/NOR[/:B(N'H +=Q3(K*:,ARAN,[% MHC0=TMNQIZ8-B6F_<=# M3&]M0@4<2&SYRH?LHP;U0[M'8C;$'NCN)R%1US1A#[0$KP""YN+H!
MW"H$WLX SO<8B\8HRI^QR2B<\$)>4-_^MNGMA(V);:7+5H-=G]UB361{]10W-MD%\AK+'[#X\6;$NRX?#9/@&VVTLG48P[%B%@(&PMYM.T>>F3=!+S^/KUT\!-M)++#-
!6B$$@@8,6 N.Y!8[#NL2)A,?W>(YV!HWGU&1@Y!8CMB5L&AP@E,9+-^O^+ZYARL6)0B1JT4REFF%;FO7P(>* M'S"LGGN&%)AA^%KG",,PUVI4&AUIPG3OTIY>R
M88EG5#L$W_<]8*\^.Z[G+AV5A=M-A$XQ5++*J2XU,K_^/%T9R V[V M'MP+IUF7-[QATG!18:EYF,+Z0?P!"VV7C89Q2).*:\]H8KL)7!POC*[O)+4?I
MNKA4V)M]V!S+9DN')})@ST7X^=_[PS\/&XG9Y>_?%TB5& MD:U:,C7OLV 7H%E5.&=4R*J0SRG,.^,:HK"EH/A@4T<'NQGY7@X[TMHP;38@* M"-DO=.YE@[AW".139T#
[87V_H%!3%%\AJFU#!)Y1:\1,JG"I%$:UD\)I]2 M1R94EJGD@D+-EANN^Y@QO@?DN6RY M,:^_U?MX,_":/9.W3E>M-!H9C(.)'K MREJ9#&-0^0QX)FC=Y+VE.BY!38?8XMTF-
NDUR"I@'R!2.5R M:X81W]EKE< @#2<<<'3CF9^S0S- V7 4R4(1:]S+E3F7/I>&3<.U4D,@,S2NJJ M=)#R9/V>Z>?0XO.QEAS1,F%+'C\&!45YW(/[]A",>>>A
CW1^5R*K*2B3>^ M2M!_7LB21-4E%JE!ZMM:4<1MBC9W67K/VI;M'I4/,\5H0WH.\C6%-#-[M>5H]'AC.42<,'RP_:V &:0Z];@7ZR+Z;?=B-T] R; 5
M#HR(I0%N$OD7+!YGP4QOQ-!-ZDR8Z%%.WD+LYB$-=6=!HAU=-UL.F%&P%E* M:O)+Q02H'Z0#O$_0Z=^'U/N0>A]2[IT/JWT*V8%#<\J; @[&N5FN:R.OJ,#AQ
MZ65U-.'XEMOZY*GK.5A4B@J.T. ^2Y, + Z KYJ]ML$L19D+/[?O3#J&$7H'\# M0:)=23[6]XE%,^0DL7D1+LD;H<&@ B)K9]$&(H1&(X7?6Q-<4Q0(1DUH<;YT
M3'V1++??"XGA3)\?=Q01Z%?!W3PS_@\""SWASGS_[MO>=T/-S\V:,@)>/_DA_Z%YA+5=8I&QUM13Kl@>V;_ 3*77&=:,^+!7](YE0/ M$+/@R=A"D:I
M@%0F2:\'Y":$UYXIC*F:A;]X-L.I94H.K>CVB7:M$A(;^4R#;+ K:LEQH//J MF]X]S^DSAMN%[;OY#1>T%WCN\7M;D]W&R%C_@^/)?P<^F=B6[B7M%VY 312) MQ-
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shares mksi:Segment iso4217:USD shares iso4217:USD mksi:Swaps Q3 false --12-31 0001049502 http://fasb.org/us-gaap/2024#Liabilities http://fasb.org/us-gaap/2024#Liabilities http://fasb.org/us-gaap/2024#Liabilities http://fasb.org/us-gaap/2024#Liabilities http://fasb.org/us-gaap/2024#Liabilities http://fasb.org/us-gaap/2024#Liabilities http://fasb.org/us-gaap/2024#Liabilities P24M http://fasb.org/us-gaap/2024#AmortizationOfIntangibleAssets http://fasb.org/us-gaap/2024#AmortizationOfIntangibleAssets http://fasb.org/us-gaap/2024#OtherLiabilitiesCurrent http://fasb.org/us-gaap/2024#OtherLiabilitiesCurrent P456D P389D 10-Q true 2024-09-30 2024 false 0-23621 MKS INSTRUMENTS, INC. MA 04-2277512 2 Tech Drive, Suite 201, Andover MA 01810 978 645-5500 Common Stock MKSI NASDAQ Yes Yes Large Accelerated Filer false false false 67298941 861000000 875000000 7000000 6000000 609000000 603000000 940000000 991000000 258000000 227000000 2668000000 2696000000 770000000 784000000 247000000 225000000 2567000000 2554000000 2443000000 2619000000 328000000 240000000 9023000000 9118000000 50000000 93000000 306000000 327000000 425000000 428000000 781000000 848000000 4758000000 4696000000 590000000 640000000 154000000 151000000 216000000 205000000 126000000 106000000 6625000000 6646000000 0.01 0.01 2000000 2000000 0 0 0 0 0 0 200000000 200000000 67298941 67298941 66942421 66942421 0 0 2053000000 2195000000 428000000 373000000 -83000000 -96000000 2398000000 2472000000 9023000000 9118000000 776000000 818000000 2301000000 2416000000 120000000 114000000 351000000 314000000 896000000 932000000 2652000000 2730000000 410000000 446000000 1220000000 1326000000 54000000 60000000 165000000 173000000 464000000 506000000 1385000000 1499000000 432000000 426000000 1267000000 1231000000 70000000 71000000 206000000 218000000 167000000 167000000 498000000 514000000 3000000 3000000 6000000 14000000 1000000 1000000 6000000 13000000 2000000 0 5000000 0 61000000 68000000 184000000 225000000 0 0 0 182700000 0 2000000 0 2000000 128000000 11800000 362000000 -1578000000 6000000 4000000 17000000 10000000 64000000 93000000 23000000 266000000 -5000000 0 -52000000 0 -5000000 -7000000 3000000 -14000000 60000000 22000000 10000000 -1848000000 -2000000 -17000000 1000000 -76000000 62000000 39000000 99000000 -1772000000 -59000000 16000000 -27000000 45000000 184000000 -96000000 18000000 -269000000 -28000000 21000000 0 8000000 13000000 4000000 22000000 -7000000 3000000 0 0 5000000 16900000 -16000000 112000000 -2000000000 0.92 0.59 1.48 -26.53 0.92 0.58 1.47 -26.53 67400000 66900000 67200000 66800000 67600000 67100000 67500000 66800000 66900000 100000 2195000000 373000000 -96000000 2472000000 200000 -9000000 -9000000 15000000 15000000 0.22 15000000 15000000 15000000 15000000 -54000000 -54000000 67100000 100000 2201000000 373000000 -15000000 2424000000 200000 -2000000 -2000000 11000000 11000000 -16700000 -16700000 0.22 15000000 15000000 23000000 23000000 -40000000 -40000000 67300000 100000 2042000000 381000000 -190000000 2233000000 0 -1000000 -1000000 11000000 11000000 0.22 15000000 15000000 62000000 62000000 107000000 107000000 67300000 100000 2053000000 428000000 -83000000 2398000000 66600000 0 2142000000 2272000000 69000000 4483000000 100000 -6000000 -6000000 18000000 18000000 0.22 15000000 15000000 -42000000 -42000000 13000000 13000000 66700000 0 2154000000 2215000000 82000000 4451000000 200000 1000000 1000000 13000000 13000000 0.22 15000000 15000000 -1769000000 -1769000000 -186000000 -186000000 66900000 0 2168000000 431000000 -104000000 2495000000 0 -1000000 1000000 13000000 13000000 0.22 15000000 15000000 39000000 39000000 -55000000 -55000000 66900000 0 2180000000 455000000 -159000000 2476000000 99000000 -1772000000 262000000 301000000 0 1827000000 -2000000 -23000000 23000000 23000000 0 2000000 -52000000 0 37000000 43000000 41000000 54000000 -168000000 -173000000 -5000000 -4000000 7000000 -85000000 -11000000 99000000 -17000000 -12000000 -21000000 -110000000 26000000 11000000 53000000 -75000000 -28000000 8000000 352000000 138000000 1000000 3000000 67000000 53000000 -66000000 -50000000 2161000000 1000000 2198000000 67000000 167000000 0 33000000 0 44000000 44000000 -12000000 -5000000 -10000000 -1000000 -303000000 -116000000 3000000 -22000000 -14000000 -50000000 875000000 909000000 861000000 859000000 (1) Basis of Presentation The terms “MKS” and the “Company” refer to MKS Instruments, Inc. and its subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation. The interim financial data as of September 30, 2024, and for the three and nine months ended September 30, 2024, are unaudited; however, in the opinion of MKS, the interim data includes all adjustments, consisting of normal recurring adjustments, necessary for a fair statement of the results for the interim periods. The condensed consolidated balance sheet presented as of December 31, 2023 has been derived from the consolidated audited financial statements as of that date. The unaudited condensed consolidated financial statements presented herein have been prepared in accordance with the instructions to Form 10-Q and do not include all of the information and note disclosures required by United States generally accepted accounting principles (“U.S. GAAP”). The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in the MKS Annual Report on Form 10-K for the year ended December 31, 2023 filed with the U.S. Securities and Exchange Commission on February 27, 2024. The preparation of these unaudited condensed consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets

*and liabilities and the disclosure of contingent liabilities at the date of the unaudited condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. On an on-going basis, management evaluates its estimates and judgments, including those related to revenue recognition, allowance for doubtful accounts, inventory valuation, warranty costs, pension plan valuations, stock-based compensation, intangible assets, goodwill, other long-lived assets and income taxes. Management bases its estimates and judgments on historical experience and on various other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. As a result of rounding, there may be immaterial differences in amounts presented and certain calculations may not sum to the total number expressed in each category or tie to a corresponding schedule. The Company has three reportable segments: the Vacuum Solutions Division ("VSD"), the Photonics Solutions Division ("PSD") and the Materials Solutions Division ("MSD") as described in Note 15. During the quarter ended March 31, 2024, the Company moved its Optical Sensing Products ("OSP") product line from the PSD segment to the VSD segment. The purpose of this realignment was to group the OSP products with related semiconductor products within the VSD segment. Prior periods have been recast to reflect this change. (2) Recent Accounting Pronouncements Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standard Update ("ASU") No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures ("ASU 2023-07"), which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and provide in interim periods all disclosures about a reportable segment's profit or loss and assets that are currently required annually. Additionally, it requires a public entity to disclose the title and position of the Chief Operating Decision Maker ("CODM"). The ASU does not change how a public entity identifies its operating segments, aggregates them, or applies the quantitative thresholds to determine its reportable segments. The new standard is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. A public entity should apply the amendments in this ASU retrospectively to all prior periods presented in the financial statements. The Company continues to assess the effect on the Company's consolidated financial statement disclosures; however, adoption will not impact the consolidated financial statements. Income Taxes (Topic 740): Improvements to Income Tax Disclosures In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which focuses on the rate reconciliation and income taxes paid. ASU No. 2023-09 requires a public business entity ("PBE") to disclose, on an annual basis, a tabular rate reconciliation using both percentages and currency amounts, broken out into specified categories with certain reconciling items further broken out by nature and jurisdiction to the extent those items exceed a specified threshold. In addition, all entities are required to disclose income taxes paid, net of refunds received disaggregated by federal, state/local and foreign and by jurisdiction if the amount is at least 5% of total income tax payments, net of refunds received. For PBEs, the new standard is effective for annual periods beginning after December 15, 2024, with early adoption permitted. An entity may apply the amendments in this ASU prospectively by providing the revised disclosures for the period ending December 31, 2025 and continuing to provide the pre-ASU disclosures for the prior periods, or may apply the amendments retrospectively by providing the revised disclosures for all periods presented. The Company is currently evaluating the impact of this ASU on its consolidated financial statements and related disclosures. Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses
In November 2024, the FASB issued ASU No. 2024-03, Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which requires public companies to disclose, in interim and annual reporting periods, additional information about certain expenses in the notes to financial statements. The amendments in this ASU are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, with early adoption permitted. The Company is currently evaluating the impact of this ASU on its consolidated financial statements and related disclosures. 0.05 (3) Revenue from Contracts with Customers Contract assets as of September 30, 2024 and December 31, 2023 were $23 and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">$26, respectively. A roll-forward of the Company's deferred revenue and customer advances is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:62.472%;box-sizing:content-box;"></td> <td style="width:1.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Beginning balance, January 1(1) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">79</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> $ </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">96</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="min-width:fit-content;">$ </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Additions to deferred revenue and customer advances </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-space:pre-wrap;min-width:fit-*

content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 103 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 122 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Amount of deferred revenue and customer advances recognized in income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (110 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (136 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Ending balance, September 30(2) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">72</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 82 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (1) Beginning balance as of January 1, 2024 included $77 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Beginning balance as of January 1, 2023 included $94 of current deferred revenue and customer advances and $2 of non-current deferred revenue. (2) Ending balance as of September 30, 2024 included $70 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Ending balance as of September 30, 2023 included $80 of current deferred revenue and customer advances and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">$2 of non-current deferred revenue. Revenue from certain custom products, including MSD plating equipment, and revenue from certain service contracts are recorded over time. Remaining product and services revenues are recorded at a point in time. Disaggregation of Revenue The following tables summarize product and service revenue from contracts with customers in MKS’ three reportable segments, <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:42.048%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.102%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.102%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.122%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.162%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="14" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> VSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> PSD </td> <td style="vertical-

align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> MSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Net revenues: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Products </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">283</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 209 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">284</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 776 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Services </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 62 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 42 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 16 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid 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style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 251 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">300</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:right;">896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:42.137%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td 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</td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> PSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> MSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Net revenues: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Products </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">294</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 225 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">299</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 818 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Services </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 60 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 42 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-

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style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 267 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">311</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 932 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> </tr> </table>   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr 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style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Products </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">833</p></td> <td 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size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,301</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Services</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">179</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">126</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">46</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">351</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total net revenues</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,012 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">759</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 881 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,652 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:42.137%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.421%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.044%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="14" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> VSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> PSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> MSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Net revenues: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> <span style="white-space:pre-

wrap;min-width:fit-content;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Products </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">929</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 613 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">874</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,416 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Services </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 163 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 111 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 40 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 314 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total net revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,092</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 724 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">914</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,730 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The following table summarizes revenue from contracts with customers in the Company's three end markets: Semiconductor, Electronics and Packaging, and Specialty Industrial. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:40.768%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.682%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.682%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.682%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.182%;box-sizing:content-box;"></td> <td 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style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Semiconductor </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">378</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,117 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Electronics and Packaging </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 231 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 243 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 669 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 691 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Specialty Industrial </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 287 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 322 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 885 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 922 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="white-

space:pre-wrap;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">932</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,652 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,730</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr></table></div> 23000000 26000000 A roll-forward of the Company's deferred revenue and customer advances is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:62.472%;box-sizing:content-box;"></td> <td style="width:1.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.84%;box-sizing:content-box;"></td> <td style="width:14.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Beginning balance, January 1(1)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 79 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">96</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Additions to deferred revenue and customer advances</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">103</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">122</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Amount of deferred revenue and customer advances recognized in income</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(110</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(136</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Ending balance, September 30(2)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 72 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 82 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (1) <span

style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">Beginning balance as of January 1, 2024 included $77 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Beginning balance as of January 1, 2023 included $94 of current deferred revenue and customer advances and $2 of non-current deferred revenue. (2) Ending balance as of September 30, 2024 included $70 of current deferred revenue and customer advances and $2 of non-current deferred revenue. Ending balance as of September 30, 2023 included $80 of current deferred revenue and customer advances and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">$2 of non-current deferred revenue. 79000000 96000000 103000000 122000000 110000000 136000000 72000000 82000000 77000000 2000000 94000000 2000000 70000000 2000000 80000000 2000000 The following tables summarize product and service revenue from contracts with customers in MKS’ three reportable segments. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:42.048%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.102%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.102%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.122%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.162%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="14" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> VSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> PSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> MSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Net revenues: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Products </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">283</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 209 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 284 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">776</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Services</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">62</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">42</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">16</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt 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style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 225 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">299</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 818 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Services </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 60 </td> <td 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style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 114 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total net revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">354</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">833</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 633 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">835</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,301 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td 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style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 881 </td> <td style="white-space:nowrap;vertical-align:bottom;border-

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style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">VSD</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">PSD</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">MSD</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Total</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net revenues:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Products</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 929 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">613</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 874 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,416 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Services </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 163 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 111 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> <span

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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,092</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 724 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,730</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr></table><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">The following table summarizes revenue from contracts with customers in the Company’s three end markets: Semiconductor, Electronics and Packaging, and Specialty Industrial.</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:40.768%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.682%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.682%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.682%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.182%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p 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Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p 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New Roman;margin-bottom:0;text-align:left;">Semiconductor</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 378 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">367</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,098 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,117 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Electronics and Packaging </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-

align:center;"> 231 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 243 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 669 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 691 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Specialty Industrial </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 287 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 322 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 885 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">922</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">932</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,652 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,730 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 3 283000000 209000000 284000000 776000000 62000000 42000000 16000000 120000000 345000000 251000000 300000000 896000000 294000000 225000000 299000000 818000000 60000000 42000000 12000000 114000000 354000000 267000000 311000000 932000000 833000000 633000000 835000000 230100000 179000000 126000000 46000000 351000000 1012000000 759000000 881000000 2652000000 929000000 613000000 874000000 2416000000 163000000 111000000 40000000 314000000 1092000000 724000000 914000000 2730000000 378000000 367000000 1098000000 1117000000 231000000 243000000 669000000 691000000 287000000 322000000 885000000 922000000 896000000 932000000 2652000000 2730000000 (4) Fair Value Measurements In accordance with the provisions of fair value accounting, a fair value measurement assumes that the transaction to sell an asset or transfer a liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability and defines fair value based upon an exit price model. The fair value measurement guidance establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The guidance describes three levels of inputs that may be used to measure fair value: Level 1 Quoted prices in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities include debt securities with quoted prices that are traded less frequently than exchange-traded instruments or securities or derivative contracts that are valued using a pricing model with inputs that are observable in the market or can be derived principally from or corroborated by observable market data. Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the Company categorizes such assets and liabilities based on the lowest level input that is significant to the fair value measurement in its

*entirety. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability. Assets and liabilities of the Company are measured at fair value on a recurring basis as of September 30, 2024 and are summarized as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:39.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="9" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Fair Value Measurements at Reporting Date Using </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word,"> <td style="vertical-align:bottom,"> Description </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Quoted Prices in
Active Markets for
Identical Assets
(Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
Other
Observable
Inputs
(Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left,"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left,"> Significant
Unobservable
Inputs
(Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets: </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top,"> Cash equivalents: </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center,"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom,"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top,"> Money market funds </td> <td style="white-space:pre-wrap;vertical-align:bottom,"> </td> <td style="white-space:nowrap;vertical-align:bottom,"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right,">415</p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom,"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 415 </td> <td style="white-space:nowrap;vertical-align:bottom,"> </td> <td style="white-space:nowrap;vertical-align:bottom,"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right,">—</p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom,"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom,"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left,"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom,"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top,"> Time deposits </td> <td style="white-space:pre-wrap;vertical-align:bottom,"> </td> <td style="white-*

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Equity securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Available-for-sale securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Group insurance contracts </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Derivatives </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Foreign exchange forward contracts </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="min-

width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - non-current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Pension and deferred compensation plan assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 20 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 20 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">468</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 416 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">52</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td>

style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Reported as follows:</p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p 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style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">415</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 11 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">34</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (1) The cash and cash equivalents amount presented in the table above does not include cash of $439 as of September 30, 2024. Assets and liabilities of the Company are measured at fair value on a recurring basis as of December 31, 2023 and are summarized as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:39.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td

*style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.98%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value Measurements at Reporting Date Using </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Description </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Quoted Prices in
Active Markets for
Identical Assets
(Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
Other
Observable
Inputs
(Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
Unobservable
Inputs
(Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Cash equivalents: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Money market funds </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">356</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Time deposits </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:center;"> <span style="font-size:8.5pt;color:#000000;white-space:pre-*

wrap;min-width:fit-content;">12 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Available-for-sale securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;">

<td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate caps - current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - non-current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 41 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 41 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Pension and deferred compensation plan assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 19 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">439</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Reported as follows: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> <span style="white-space:pre-wrap;min-width:fit-

content;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents (1) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">368</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Other current assets</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:30pt;text-indent:0;font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total current assets</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 373 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">356</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">66</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> (1) The cash and cash equivalents amount presented in the table above does not include cash of $507 as of December 31, 2023. Other Fair Value Disclosures The estimated carrying value and fair value of the Company’s debt as of September 30, 2024 and December 31, 2023 are as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:40.46%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.78%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.78%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.78%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td

style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,529</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,538 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,953</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,965 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible Notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,400 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,401 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,929</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,939 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,953</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,965 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The estimated carrying value and fair value of the Company's Term Loan Facility, as defined and further described in Note 8, was determined using available market information based on recent trades or activity of debt instruments with substantially similar risks, terms and maturities, which fall within Level 2 under the fair value hierarchy. The estimated fair value of the Company's Convertible Notes, as defined and further described in Note 8, was determined based on the last traded price of the Convertible Notes for the period ended September 30, 2024, and falls under Level 2 of the fair value hierarchy. <span

style="color:#000000;white-space:pre-wrap;text-decoration:underline;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">Pension and Deferred Compensation Plan Assets The pension and deferred compensation plan assets represent investments in mutual funds, exchange traded funds, government securities and other time deposits. These investments are set aside for employee retirement benefits of certain of the Company's subsidiaries. Derivatives As a result of the Company's global operating activities and variable interest rate borrowings, the Company is exposed to market risks from changes in foreign currency exchange rates and interest rates, which may adversely affect its operating results and financial position. When deemed appropriate, the Company minimizes its risks from foreign currency exchange rate and interest rate fluctuations through the use of derivative financial instruments. The principal market in which the Company executes its foreign currency and interest rate contracts is the institutional market in an over-the-counter environment with a relatively high level of price transparency. The market participants are typically large commercial banks. The contracts are valued using broker quotations or market transactions. Assets and liabilities of the Company are measured at fair value on a recurring basis as of September 30, 2024 and are summarized as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:39.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="9" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Fair Value Measurements at Reporting Date Using </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Description </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Quoted Prices in
Active Markets for
Identical Assets
(Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
Other
Observable
Inputs
(Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
Unobservable
Inputs
(Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Cash equivalents: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Money market funds </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">415</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">— </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Time deposits </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word,"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Equity securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word,"> <td style="text-indent:10pt;vertical-align:top;"> Available-for-sale securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word,"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Group insurance contracts </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Derivatives </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> <span style="white-space:pre-wrap;min-

width:fit-content;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Foreign exchange forward contracts </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - non-current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Pension and deferred compensation plan assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 20 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p

style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">468</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 416 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">52</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Derivatives </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Foreign exchange forward contracts-current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 11 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 11 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">— </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Reported as follows: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td>

align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 11 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">433</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 415 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">18</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">35</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">34</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> <span

style="min-width:fit-content;"> </td> </tr> </table> (1) The cash and cash equivalents amount presented in the table above does not include cash of $439 as of September 30, 2024.</p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Assets and liabilities of the Company are measured at fair value on a recurring basis as of December 31, 2023 and are summarized as follows:</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:justify;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:39.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.98%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Fair Value Measurements at Reporting Date Using</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Description</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Quoted Prices in
Active Markets for
Identical Assets
(Level 1)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Significant
Other
Observable
Inputs
(Level 2)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Significant
Unobservable
Inputs
(Level 3)</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Assets:</p></td> <td style="vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p 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style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Cash equivalents:</p></td> <td style="vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" 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style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:20pt;text-indent:0;font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Money market funds</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 356 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td

style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Time deposits </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Available-for-sale securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;">

bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate caps - current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:20pt;white-space:pre-wrap;vertical-align:top;"> Interest rate swaps - non-current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 41 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Pension and deferred compensation plan assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 19 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:30pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">439</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 356 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">83</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;">

Roman;margin-bottom:0;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Reported as follows: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> Cash and cash equivalents (1) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">368</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 356 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid 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wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td 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style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">66</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:8.5pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (1) The cash and cash equivalents amount presented in the table above does not include cash of $507 as of December 31, 2023. 415000000 415000000 0 0 7000000 0 7000000 0 1000000 1000000 0 0 6000000 0 6000000 0 3000000 0 3000000 0 8000000 0 8000000 8000000 0 8000000 0 20000000 0 20000000 0 468000000 416000000 52000000 0 4000000 0 4000000 0 11000000 0 11000000 0 15000000 0 15000000 0 422000000 415000000 7000000 0 11000000 0 11000000 0 433000000 415000000 18000000 0 35000000 1000000 34000000 0 15000000 0 15000000 0 439000000 356000000 356000000 0 0 12000000 0 12000000 0 6000000 0 6000000 0 2000000 0 2000000 0 3000000 0 3000000 0 41000000 0 41000000 0 19000000 0 19000000 0 439000000 356000000 83000000 0 5000000 0 5000000 0 5000000 0 5000000 0 368000000 356000000 12000000 0 5000000 0 5000000 0 373000000 356000000 17000000 0 66000000 0 66000000 0 5000000 0 5000000 0 507000000 The estimated carrying value and fair value of the Company's debt as of September 30, 2024 and December 31, 2023 are as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:40.46%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.78%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.78%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.78%;box-sizing:content-box;"></td> <td style="width:1%;box-

sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,529</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,538 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,953</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,965 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible Notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,400 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,401 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,929</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,939 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:right;">4,953 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,965</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table> 3529000000 3538000000 4953000000 4965000000 1400000000 1401000000 0 0 4929000000 4939000000 4953000000 4965000000 <div class="item-list-element-wrapper" style="display:flex;margin-top:12pt;justify-content:flex-start;align-items:baseline;margin-bottom:12pt;min-width:6.667%;text-align:left;">(5)<div style="width:100%;display:inline;">Derivatives and Net Investment Hedge</div></div><p style="margin-left:6.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">Foreign Exchange Forward Contracts</p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The Company hedges a portion of its forecasted foreign currency-denominated intercompany sales of inventory, over a maximum period of twenty-four months, using foreign exchange forward contracts accounted for as cash-flow hedges. To the extent these derivatives are effective in offsetting the variability of the hedged cash flows, and otherwise meet the hedge accounting criteria, changes in the derivatives' fair value are not included in current earnings but are included in other comprehensive income ("OCI") in stockholders' equity. These changes in fair value will subsequently be reclassified into earnings as applicable, when the forecasted transaction occurs. To the extent that a previously designated hedging transaction is no longer an effective hedge, any ineffectiveness measured in the hedging relationship is recorded in earnings in the period it occurs. The cash flows resulting from foreign exchange forward contracts are classified in the condensed consolidated statements of cash flows as part of cash flows from operating activities. The Company does not enter into derivative instruments for trading or speculative purposes.</p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The Company also enters into foreign exchange forward contracts to hedge against changes in the balance sheet for certain subsidiaries to mitigate the risk associated with certain foreign currency transactions in the ordinary course of business. These derivatives are not designated as cash flow hedging instruments and gains or losses from these derivatives are recorded immediately in other (income) expense, net.</p><div style="font-size:10pt;font-family:Times New Roman;"><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table summarizes the net notional values of foreign exchange forward contracts outstanding as of September 30, 2024 and December 31, 2023:</p><p style="margin-left:6.667%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:68.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.22%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Net Notional Value</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Derivatives designated as hedging instruments:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Foreign exchange forward contracts-cash flow hedges</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 116 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">178</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Derivatives not designated as hedging instruments:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Foreign exchange forward contracts-balance sheet hedges</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 239 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 155 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> <span style="white-space:pre-wrap;font-size:10pt;font-family:Times New

*Roman;min-width:fit-content;"> For both periods presented in the table, the Japanese yen and the South Korean won were the largest notional contracts for designated cash flow hedges, and the Euro was the largest notional contract for balance sheet hedges not designated as a hedging instrument. Net Investment Hedges On January 1, 2023, the Company designated certain Euro-denominated debt as a net investment hedge to hedge a portion of its net investments in certain of its entities with functional currencies denominated in the Euro. On January 22, 2024, the Company prepaid its USD Tranche A in full using, in part, a €250 incremental borrowing under its Euro Tranche B, each as defined and further described in Note 8. On January 22, 2024, the Company designated the additional €250 of its Euro Tranche B as a net investment hedge. As of September 30, 2024, the total principal amount outstanding under its Euro Tranche B was €798 and the entire balance was designated as a net investment hedge. As of December 31, 2023, the total principal amount outstanding under its Euro Tranche B was €593 and the entire balance was designated as a net investment hedge. For these net investment hedges, the Company records foreign currency remeasurement gains and losses within a component of OCI. Recognition in earnings of amounts previously recorded in accumulated OCI is limited to circumstances such as complete or substantially complete liquidation or sale of the net investment in the hedged foreign operations. Interest Rate Agreements The Company has various interest rate swap agreements maturing through January 31, 2029, that exchange a forward-looking term rate based on the variable secured overnight financing rate (“Term SOFR”) paid on the outstanding balance of its Term Loan Facility, as defined and further described in Note 8, to a fixed rate. The notional value of the agreements was $2,600 and $2,300 as of September 30, 2024 and December 31, 2023, respectively. The Company acquired USD London Interbank Offered Rate (“LIBOR”) interest rate cap agreements as a result of its acquisition of Atotech Limited (“Atotech”) on August 17, 2022 (the “Atotech Acquisition”) and had utilized these agreements to offset Term SOFR on its Term Loan Facility. The notional value of the agreements was $700 as of December 31, 2023 and expired on January 31, 2024. Effective June 30, 2023, the Company’s USD LIBOR based interest rate caps were converted to Term SOFR. The Company also had two USD LIBOR based swaps that were converted to Term SOFR, effective June 30, 2023. The conversions from USD LIBOR to Term SOFR did not have a material impact on the Company’s results of operations. The interest rate swaps are recorded at fair value on the balance sheet and changes in the fair value are recognized in OCI. To the extent these arrangements are no longer effective hedges, the hedging relationship will be discontinued and changes in the fair value of the hedging instruments from the last assessment period that were effective up to the current period will be recorded immediately in earnings. Amounts previously recorded in OCI will remain in OCI and will be reclassified to earnings when the interest payments impact consolidated earnings. If the Company determines that the interest payments are unlikely to occur, amounts previously recorded in OCI will be reclassified to earnings immediately. Changes in the fair value of interest rate caps were recorded immediately in earnings, as the Company did not designate these instruments as hedges and therefore these instruments did not qualify for hedge accounting. The cash flows resulting from interest rate agreements are classified in cash flows from operating activities. The following table summarizes the net gains (losses) on derivatives designated as cash flow hedging instruments:
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<td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td>
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<td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td>
<td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td>
</tr>
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<td style="vertical-align:top;"> Foreign exchange forward contracts-cash flow hedges: </td>
<td style="vertical-align:bottom;"> </td>
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<td style="vertical-align:bottom;text-align:center;"> </td>
<td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> Net (losses) gains recognized in accumulated OCI </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(7</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 28 </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;">) </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">36</p></td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net gains (losses) reclassified from accumulated OCI into interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 49 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 32 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> We expect an immaterial amount to be reclassified from OCI into cost of revenues during the next twelve months related to foreign exchange forward contracts. We expect a gain of approximately $16 to be recorded into interest expense during the next twelve months related to interest rate swaps.</p><div><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table summarizes the net gains (losses) on derivatives not designated as hedging instruments:</p><p style="margin-left:6.667%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.65%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.522%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended
September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended
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Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Foreign exchange forward contracts-balance sheet hedges:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net gains (losses) recognized in other (income) expense, net</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(5</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(9</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Interest rate caps:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net gains (losses) recognized in income</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr></table> Derivative instruments are subject to master netting arrangements. However, the Company has elected to record these contracts on a gross basis in the condensed consolidated balance sheet. The location and fair value amounts of derivative instruments reported in the condensed consolidated balance sheet is disclosed in Note 4. The following table summarizes the net notional values of foreign exchange forward contracts outstanding as of September 30, 2024 and December 31, 2023: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:68.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.22%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Net Notional Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Derivatives designated as hedging instruments: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Foreign exchange forward contracts-cash flow hedges </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">116</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 178 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Derivatives not designated as hedging instruments: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Foreign exchange forward contracts-balance sheet hedges </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">239</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 155 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 116000000 178000000 239000000 155000000 250000000 250000000 798000000 593000000 2600000000 2300000000 2022-08-17 700000000 2024-01-31 2 The following table summarizes the net gains (losses) on derivatives designated as cash flow hedging instruments: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.49%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.982000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.982000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.982000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.562000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Foreign exchange forward contracts-cash flow hedges: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net (losses) gains recognized in accumulated OCI </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (7 </td> <td style="white-space:nowrap;vertical-align:bottom;">)

</td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net gains (losses) reclassified from accumulated OCI into cost of revenues</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Interest rate hedges:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;word-break:break-word;"> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net (losses) gains recognized in accumulated OCI</p></td> <td style="background-color:#ffffff;white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (52 </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;">) </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17</p></td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (28 </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;">) </td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="background-color:#cff0fc;white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">36</p></td> <td style="background-color:#cff0fc;white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net gains (losses) reclassified from accumulated OCI into interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span

*style="color:#000000;min-width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">49</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 32 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> -7000000 -1000000 1000000 9000000 3000000 2000000 5000000 4000000 -52000000 17000000 -28000000 36000000 16000000 12000000 49000000 32000000 16000000 The following table summarizes the net gains (losses) on derivatives not designated as hedging instruments: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.65%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.522%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Foreign exchange forward contracts-balance sheet hedges: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net gains (losses) recognized in other (income) expense, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (5 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Interest rate caps: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-*

align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net gains (losses) recognized in income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> Derivative instruments are subject to master netting arrangements. However, the Company has elected to record these contracts on a gross basis in the condensed consolidated balance sheet. The location and fair value amounts of derivative instruments reported in the condensed consolidated balance sheet is disclosed in Note 4. 1000000 -5000000 1000000 -9000000 1000000 3000000 (6) Inventories Inventories consist of the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.08%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Raw materials </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">708</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 740 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Work-in-process </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 96 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 94 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Finished goods </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 136 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 157 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> <span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">940</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 991 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Inventories consist of the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.08%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Raw materials </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New 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style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 96 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 94 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Finished goods </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 136 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 157 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">940</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 991 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 708000000 740000000 96000000 94000000 136000000 157000000 940000000 991000000 (7) Goodwill and Intangible Assets Goodwill The Company's methodology for allocating the purchase price of an acquisition is determined through established and generally accepted valuation techniques. Goodwill is measured as the excess of the cost of the acquisition over the sum of the amounts assigned to tangible and identifiable intangible assets acquired less liabilities assumed. The Company assigns assets acquired (including goodwill) and liabilities assumed to one or more reporting units as of the date of acquisition. If the products obtained in an acquisition are assigned to multiple reporting units, the goodwill is distributed to the respective reporting units as part of the purchase price allocation process. Goodwill and intangible assets with indefinite useful lives are not amortized but are reviewed for impairment annually during the fourth quarter of each fiscal year or whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. To measure impairment, the Company compares the fair value of the reporting unit to its carrying amount, which includes goodwill. If the fair value of the reporting unit exceeds the carrying value of the reporting unit, no impairment exists. If the fair value of the reporting unit is less than the carrying value of the reporting unit, a goodwill impairment is recorded. <span style="color:#000000;white-

space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">Amortizable intangible assets and other long-lived assets are also subject to an impairment test if there is an indicator of impairment. When the Company determines that the carrying value of intangible assets or other long-lived assets may not be recoverable based upon the existence of one or more indicators of impairment, the Company uses the projected undiscounted cash flow method to determine whether an impairment exists, and then measures the impairment using discounted cash flows. The process of evaluating the potential impairment of goodwill, intangible assets and other long-lived assets requires significant judgment. The Company regularly monitors current business conditions and other factors, including, but not limited to, adverse industry or economic trends, restructuring actions and lower projections of profitability that may impact future operating results. The Company's stock price and any estimated control premium are factors affecting the assessment of the fair value of the Company's underlying reporting units for purposes of performing any goodwill impairment assessment. The changes in the carrying amount of goodwill and accumulated impairment loss during the nine months ended September 30, 2024 were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.440000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated
Impairment
Loss </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Beginning balance, January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,387</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,833</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,554 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Foreign currency translation and measurement period adjustments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Ending balance, September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,400</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (1,833 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,567 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> During the quarter ended June 30, 2023, the Company noted softer industry demand, particularly in the personal computer and smartphone markets, and concluded there was a triggering event at each of its electronics and general metal finishing reporting units, which together constitute MSD, and the equipment solutions reporting unit of PSD. For each of the three reporting units, the Company performed a quantitative assessment of goodwill using an equal weighting of the income approach and market approach. The

income approach was based upon projected future cash flows that were discounted to present value and an assumed terminal growth rate. The key underlying assumptions included forecasted revenues, which incorporated external market data, gross profit and operating expenses, as well as an applicable discount rate for each reporting unit. The market approach for each of the three reporting units incorporated observed multiples of guideline public companies. The market approach for the electronics and general metal finishing reporting units also incorporated multiples from guideline transactions.   Fair value estimates are based on a complex set of judgments about future events and uncertainties and rely heavily on estimates and assumptions that have been deemed reasonable by the Company's management. There are inherent uncertainties and management judgment required in these determinations. This quantitative assessment for the quarter ended June 30, 2023 resulted in the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"><tr style="visibility:collapse;"><td style="width:60.44%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:16.68%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:16.88%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"><td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Reporting Unit </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Goodwill Impairment </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td><td style="vertical-align:bottom;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Remaining Goodwill </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Electronics </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $</p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">826</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,420 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> General Metal Finishing </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 428 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 307 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Equipment Solutions </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 372 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 100 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr></table> In addition, the Company used an income approach to determine the fair value of the long-lived and indefinite-lived intangible assets within these reporting units (Level 3 within the fair value hierarchy). These valuations resulted in a $20 fair value and $152 impairment of completed technology within the equipment solutions reporting unit and a $72 fair value and $49 impairment of in-process research and development ("IPR&D") within the electronics reporting unit. After evaluating forecast updates and carrying values, the Company did not identify impairments at any other of its reporting units. For the completed technology valuation within the equipment solutions reporting unit, the forecasted future undiscounted cash flows were consistent with the Company's goodwill analysis, using an approximate seven year useful life, an 8% weighted-average forecasted revenue growth rate, and a discount rate of 13.5%. For the IPR&D intangible asset within the electronics reporting unit, the forecasted undiscounted future cash flows utilized were consistent with the Company's goodwill analysis, with estimated time to complete in-process projects of up to two years, and a discount rate of 12.5%. Intangible Assets The Company's intangible assets are comprised of the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"><tr style="visibility:collapse;"><td style="width:35.147%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:8.942%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.562000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.562000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:8.942%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.38%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:8.942%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:bottom;"> As of September 30, 2024: </td><td style="vertical-align:bottom;"><p style="font-size:8pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated Impairment Charges </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated Amortization </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Foreign Currency Translation </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Completed technology </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,268</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (152 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(473</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 640 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,072 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (442 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,618 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Patents, trademarks, trade names and other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 381 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (63 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:right;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (127 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:right;">(6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 185 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,721</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (216 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(20</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,443 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:35.248%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.969%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.469999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.469999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.969%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.969%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> As of December 31, 2023: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated
Impairment Charges </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated
Amortization Charges </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Foreign Currency Translation and Measurement Period Adjustments </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Completed technology </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,268</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (152 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td

style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(405</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">707</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Customer relationships</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,072</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(335</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(17</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,719</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Patents, trademarks, trade names and other</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">381</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(63</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(118</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(7</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">193</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,721 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(216</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (<span

style="color:#000000;white-space:pre-wrap;min-width:fit-content;">858 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(28</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,619 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> During the nine months ended September 30, 2023, $9 of IPR&D was written off to amortization expense as certain projects were cancelled.</p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">Aggregate amortization expense related to acquired intangible assets for the nine months ended September 30, 2024 and 2023 was $184 and $225, respectively.</p><div style="font-size:10pt;font-family:Times New Roman;"><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">Aggregate net amortization expense related to acquired intangible assets for future years is as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:74.02%;box-sizing:content-box;"></td> <td style="width:2.86%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Year</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amount</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2024 (remaining)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 64 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2026 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 250 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2027 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 249 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2028 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 249 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 246 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Thereafter </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,075 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr></table> The Company excluded from the above table intangible assets of $56 of indefinite-lived trademarks and trade names, which were not subject to amortization. The changes in the carrying amount of goodwill and accumulated impairment loss during the nine months ended September 30, 2024 were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:51.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.44000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td

style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated
Impairment
Loss </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Beginning balance, January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,387</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,833 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,554</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Foreign currency translation and measurement period adjustments</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Ending balance, September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,400 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,833</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,567 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>   4387000000 1833000000 2554000000 13000000 0 13000000 4400000000 1833000000 2567000000 This quantitative assessment for the quarter ended June 30, 2023 resulted in the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:60.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Reporting Unit </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Goodwill Impairment </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Remaining Goodwill </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Electronics </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 826 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,420</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">General Metal Finishing</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">428</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">307</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Equipment Solutions</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">372</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">100</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table> 826000000 1420000000 428000000 307000000 372000000 100000000 20000000 152000000 72000000 49000000 P7Y 0.08 0.135 P2Y 0.125 <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">The Company's intangible assets are comprised of the following: </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:35.147%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.562000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.562000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.942%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">As of September 30, 2024:</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Gross</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Accumulated Impairment Charges</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Accumulated Amortization</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Foreign Currency Translation</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Net</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Completed technology</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,268 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(152</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (473 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(3</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 640 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-

align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,072 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (442 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (11 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,618 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Patents, trademarks, trade names and other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 381 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (63 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (127 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 185 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,721</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (216 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,042</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (20 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,443 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:35.248%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.969%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.469999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.469999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td

style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.969%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.381%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.969%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> As of December 31, 2023: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated
Impairment Charges </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accumulated
Amortization Charges </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Foreign Currency Translation and Measurement Period Adjustments </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Completed technology </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,268</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 152 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(405</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 707 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,072 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (335 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 17 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,719 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Patents, trademarks, trade names and other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 381 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (63 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (118 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (7 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 193 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,721</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (216 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(858</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (28 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,619</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table> 1268000000 152000000 473000000 3000000 640000000 2072000000 1000000 442000000 11000000 1618000000 381000000 63000000 127000000 6000000 185000000 3721000000 216000000 1042000000 20000000 2443000000 1268000000 152000000 405000000 4000000 707000000 2072000000 1000000 335000000 17000000 1719000000 381000000 63000000 118000000 7000000 193000000 3721000000 216000000 858000000 28000000 2619000000 9000000 184000000 225000000 <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">Aggregate net amortization expense related to acquired intangible assets for future years is as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:74.02%;box-sizing:content-box;"></td> <td style="width:2.86%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:21.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Year</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amount</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2024 (remaining)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 64 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 254 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2026 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 250 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2027 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 249 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> <span style="color:#000000;white-

space:pre-wrap;min-width:fit-content;">2028 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 249 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 246 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Thereafter </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,075 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 64000000 254000000 250000000 249000000 249000000 246000000 1075000000 56000000 (8) Debt The Company's outstanding debt is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:66.993%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Short-term debt: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,479</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,860 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Debt issuance costs - Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (94 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (<span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">164 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Term Loan Facility, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,385 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,696 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Convertible Notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Debt issuance costs - Convertible Notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (27 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Convertible Notes, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,373 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> Total long-term debt, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,758</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,696 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Credit Facilities In connection with the completion of the Atotech Acquisition, on August 17, 2022 (the "Effective Date") the Company entered into a credit agreement with JPMorgan Chase Bank, N.A., as administrative agent and collateral agent, Barclays Bank PLC, and the lenders from time to time party thereto (the "Credit Agreement"). The Credit Agreement provided for (i) a senior secured term loan facility comprised of three tranches: a $1,000 loan (the "USD Tranche A"), a $3,600 loan (as further increased, refinanced and otherwise modified as described herein, the "USD Tranche B") and a €600 loan (as further increased and otherwise modified as described herein, the "Euro Tranche B" and together with the USD Tranche A and the USD Tranche B, the "Term Loan Facility"), each of which were borrowed in full on the Effective Date, and (ii) a senior secured revolving credit facility of $500 (as further increased and otherwise modified as described herein, the "Revolving Facility" and, together with the Term Loan Facility, the "Credit Facilities"), with the commitments under each of the foregoing facilities subject to increase from time to time subject to certain conditions. The proceeds of the Term Loan Facility were used on the Effective Date, among other things, to fund a portion of the consideration payable in connection with the Atotech Acquisition and to refinance the existing term loan and revolving credit facilities of the Company and certain indebtedness of Atotech. Initially, borrowings under the Credit Facilities bore interest at a rate per annum equal to, at the Company's option, any of the following, plus, in each case, an applicable margin: (a) with respect to the USD Tranche A, the Revolving Facility and the USD Tranche B, (x) a base rate determined by reference to the highest of (1) the federal funds effective rate plus 0.50%, (2) the prime rate quoted in The Wall Street Journal, or (3) a forward-looking term rate based on Term SOFR (plus an applicable credit spread adjustment) for an interest period of one month, plus 1.00%, and (y) a Term SOFR rate (plus an applicable credit spread adjustment) for the interest period relevant to such borrowing, subject to a rate floor of (1) with respect to the USD Tranche B, <span

style="font-size:10pt;font-family:Times New Roman;color:#000000;white-space:pre-wrap;min-width:fit-content;">0.50% and (II) with respect to the USD Tranche A and the Revolving Facility, 0.0%; and (b) with respect to the Euro Tranche B, a Euro Interbank Offered Rate ("EURIBOR") rate determined by reference to the costs of funds for Euro deposits for the interest period relevant to such borrowing adjusted for certain additional costs, subject to a EURIBOR rate floor of 0.0%. Initially, the applicable margins for borrowings under the Credit Facilities were (i) under the USD Tranche A, 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings, (ii) under the USD Tranche B, 1.75% with respect to base rate borrowings and 2.75% with respect to Term SOFR borrowings, (iii) under the Euro Tranche B, 3.00% and (iv) under the Revolving Facility, 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings. In addition to paying interest on outstanding principal under the Credit Facilities, the Company is required to pay a commitment fee in respect of the unutilized commitments under the Revolving Facility. The commitment fee is subject to adjustment based on the Company's first lien net leverage ratio as of the end of the preceding fiscal quarter. The Company must also pay customary letter of credit fees and agency fees. As of September 30, 2024, the commitment fee was 0.25% per annum, representing a downward adjustment from 0.375% as of June 30, 2024. On October 3, 2023 (the "First Amendment Effective Date"), the Company entered into the First Amendment to Credit Agreement (the "First Amendment"), which refinanced all of the $3,564 outstanding USD Tranche B to (i) decrease the applicable margin for the USD Tranche B to 1.50% with respect to base rate borrowings and 2.50% with respect to Term SOFR borrowings and (ii) remove the credit spread adjustment applicable to Term SOFR borrowings of the USD Tranche B. On January 22, 2024 (the "Second Amendment Effective Date"), the Company entered into the Second Amendment to Credit Agreement (the "Second Amendment"), pursuant to which the Company (i) borrowed additional USD Tranche B loans in an aggregate principal amount of $490 and additional Euro Tranche B loans in an aggregate principal amount of €250 (collectively, the "Incremental Tranche B Loans") and (ii) used a portion of the proceeds of the Incremental Tranche B Loans to prepay the USD Tranche A in full in an aggregate principal amount of $744. On February 13, 2024, the Company entered into the Third Amendment to Credit Agreement (the "Third Amendment"), pursuant to which the Company increased the available borrowing capacity under the Revolving Facility by $175(the "Incremental Revolving Commitments"). As of September 30, 2024, the available borrowing capacity under the Revolving Facility was $675. On July 23, 2024 (the "Fourth Amendment Effective Date"), the Company entered into the Fourth Amendment to Credit Agreement (the "Fourth Amendment"), pursuant to which the Company (i) refinanced its existing USD Tranche B loan and Euro Tranche B loan with a new $2,650 USD Tranche B loan and a new €800 Euro Tranche B loan, (ii) decreased the applicable margin for the USD Tranche B from 2.50% to 2.25% with respect to Term SOFR borrowings and from 1.50% to 1.25% with respect to base rate borrowings and (iii) decreased the applicable margin for the Euro Tranche B from 3.00% to 2.75%. On July 23, 2024, immediately prior to the effectiveness of the Fourth Amendment, the Company made a voluntary prepayment of $110 aggregate principal amount under the Term Loan Facility, consisting of $69 principal amount of its USD Tranche B loan and €38 principal amount of its Euro Tranche B loan. The USD Tranche B and the Euro Tranche B were issued on the Effective Date with original issue discount of 2.00% of the principal amounts thereof. The USD Tranche B was issued on the First Amendment Effective Date with original issue discount of 0.25% of the principal amount thereof. The Incremental Tranche B Loans were issued with original issue discount of 0.25% of the principal amount thereof. The Company incurred $242 of deferred financing fees and original issue discount related to the term loans under the Term Loan Facility funded on the Effective Date, which are included in long-term debt, net in the accompanying consolidated balance sheets and are being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company incurred $11 of deferred financing fees and original issue discount related to the USD Tranche B funded on the First Amendment Effective Date, of which $9 is included in long-term debt, net in the accompanying consolidated balance sheets and is being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company recorded an $8 loss on extinguishment of debt in connection with the First Amendment. The Company incurred $5<span style="color:#000000;white-space:pre-

wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;"> of deferred financing fees and original issue discount related to the Incremental Tranche B Loans funded on the Second Amendment Effective Date, of which $2 is included in long-term debt, net in the accompanying consolidated balance sheets and is being amortized to interest expense over the estimated life of the term loans using the effective interest method. The Company recorded a $9 loss on extinguishment of debt in connection with the Second Amendment. The Company recorded a $5 loss on extinguishment of debt in connection with the Fourth Amendment as a result of the acceleration of deferred financing and original issue discounts. Under the Credit Agreement, the Company is required to prepay outstanding term loans, subject to certain exceptions, with portions of its annual excess cash flow as well as with the net cash proceeds of certain of its asset sales, certain casualty and condemnation events and the incurrence or issuances of certain debt. If at any time the aggregate amount of outstanding loans, unreimbursed letter of credit drawings and undrawn letters of credit under the Revolving Facility exceeds the aggregate commitments under the Revolving Facility, the Company is required to repay outstanding loans and/or cash collateralize letters of credit, with no reduction of the commitment amount. The Company may voluntarily prepay outstanding loans under the Credit Facilities from time to time, subject to certain conditions, without premium or penalty other than customary “breakage” costs with respect to Term SOFR or EURIBOR loans; provided, however, that subject to certain exceptions, if on or prior to the date that is six months after the Fourth Amendment Effective Date, the Company prepays any loans under the USD Tranche B or the Euro Tranche B in connection with a repricing transaction, the Company must pay a prepayment premium of 1.00% of the aggregate principal amount of the loans so prepaid. Additionally, the Company may voluntarily reduce the unutilized portion of the commitment amount under the Revolving Facility. Prior to the repayment in full of the USD Tranche A, the Company was required to make scheduled quarterly payments each equal to 1.25% of the original principal amount of the USD Tranche A. The Company is required to make scheduled quarterly payments each equal to approximately $10 with respect to the USD Tranche B and approximately €2 with respect to the Euro Tranche B, in each case with the balance due thereunder on the seventh anniversary of the Effective Date. There is no scheduled amortization under the Revolving Facility. Any principal amount outstanding under the Revolving Facility is due and payable in full on the fifth anniversary of the Effective Date. All obligations under the Credit Facilities are guaranteed by certain of the Company’s wholly-owned domestic subsidiaries and are required to be guaranteed by certain of the Company’s future wholly-owned domestic subsidiaries, and are secured by substantially all of the Company’s assets and the assets of such subsidiaries, subject to certain exceptions and exclusions. Under the Credit Agreement, the Company has the ability to incur additional incremental debt facilities in an amount up to (x) the greater of (1) $1,011 and (2) 75% of consolidated last twelve months earnings before interest, taxes, depreciation, and amortization (“EBITDA”), plus (y) an amount equal to the sum of all voluntary prepayments of term loans under the Term Loan Facility, plus (z) an additional unlimited amount subject to pro forma compliance with certain leverage ratio tests (based on the security and priority of such incremental debt). Under the USD Tranche A and the Revolving Facility, so long as any USD Tranche A loans (or commitments in respect thereof) are outstanding as of the end of any fiscal quarter, the Company may not allow its total net leverage ratio as of the end of such fiscal quarter to be greater than 5.25 to 1.00 for the fiscal quarters ending December 31, 2023 through September 30, 2024, with an annual step-down of 0.25:1.00 and subject to a step-up of 0.50:1.00 for the four full fiscal quarter period following any material acquisition, not to exceed 5.50 to 1.00. In addition, in the event there are no loans outstanding under the USD Tranche A, as of the end of any fiscal quarter of the Company when the aggregate amount of loans outstanding under the Revolving Facility (net of (a) all letters of credit (whether cash collateralized or not) and (b) unrestricted cash of the Company and its restricted subsidiaries) exceeds 35% of the aggregate amount of all commitments under the Revolving Facility in effect as of such date, the Company may not allow its first lien net leverage ratio as of the end of each such fiscal quarter to be greater than 6.00 to 1.00. The USD Tranche B and the Euro Tranche B are not subject to financial maintenance covenants. The Credit Agreement contains a number of negative covenants that, among other things and subject to certain exceptions, restrict the ability of the Company and each of its subsidiaries to: incur additional indebtedness; pay dividends on its capital stock or redeem, repurchase or retire its capital stock or its subordinated indebtedness; make investments, loans and acquisitions; create restrictions on the payment of dividends or other amounts to the Company from the Company’s restricted subsidiaries or restrictions on the ability of the Company’s restricted subsidiaries to incur liens; engage in transactions with its affiliates; sell assets, including capital stock of its subsidiaries; materially alter the business it conducts; consolidate or merge; incur liens; and engage in sale-leaseback transactions. The Credit Agreement also contains customary representations and warranties, affirmative covenants and provisions relating to events of default. If an event of default occurs, the lenders under the Credit Facilities will be entitled to take various actions, including the acceleration of amounts due under the Credit Facilities and all actions permitted to be taken by a secured creditor. As of September 30, 2024, the Company was in compliance with all covenants under the Credit Agreement. The Company paid certain customary fees to and expenses of (i) JPMorgan Chase Bank, N.A., Barclays Bank PLC, BofA Securities, Inc., Citibank, N.A., HSBC Securities (USA) Inc. and Mizuho Bank, Ltd. in their respective capacities as lead arrangers and bookrunners in connection with the Credit Facilities on the Effective Date, (ii) JPMorgan Chase Bank, N.A. in its capacity as lead arranger in connection with each of the First Amendment, the Second Amendment, the Third Amendment and the Fourth Amendment and (iii) the lenders providing the Incremental Revolving Commitments pursuant to the Third Amendment. As described further below under “Convertible Notes,” on May 16, 2024, the Company completed a private offering of convertible senior notes. A significant portion of the net proceeds from the offering was used to repay approximately $1,206 of the USD Tranche B. As a result of the repayment, the Company recorded a $38 loss on extinguishment of debt. As of September 30, 2024, the weighted average interest rate of the Term Loan Facility was 6.9%. The Revolving Facility has a maturity date in August 2027 while the USD Tranche B and Euro Tranche B have a maturity date in August 2029. As of September 30, 2024, there were no borrowings under the Revolving Facility. Convertible Notes On May 16, 2024, the Company completed a private offering of $1,400<span

style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;"> aggregate principal amount of its convertible senior notes due 2030 (the "Convertible Notes"). The Convertible Notes were sold in a private placement under a purchase agreement, dated as of May 13, 2024 (the "Purchase Agreement"), entered into by and between the Company and each of Morgan Stanley & Co. LLC, J.P. Morgan Securities LLC, BofA Securities, Inc. and Mizuho Securities USA LLC, as representatives of the several initial purchasers named therein, for resale to persons reasonably believed to be qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933, as amended. The aggregate principal amount of the Convertible Notes sold in the offering was $1,400, which included $200 aggregate principal amount of the Convertible Notes issued pursuant to an option to purchase, within a 13-day period beginning on, and including, the date on which the Convertible Notes were first issued, which the initial purchasers exercised in full on May 14, 2024 and which additional purchase was also completed on May 16, 2024. The net proceeds from the offering were approximately $1,374 after deducting the initial purchasers' discounts and commissions and estimated offering expenses paid by the Company. The Company used approximately $167 of the net proceeds from the offering to pay the cost of the capped call transactions described below. The Company used the remaining net proceeds from the offering to repay approximately $1,206 in borrowings outstanding under the USD Tranche B, together with accrued interest, as well as for general corporate purposes. Indenture and the Convertible Notes On May 16, 2024, the Company entered into an indenture (the "Indenture") with respect to the Convertible Notes with U.S. Bank Trust Company, National Association, as trustee (the "Trustee"). Under the Indenture, the Convertible Notes are senior unsecured obligations of the Company and bear interest at a coupon rate of 1.25% per annum, with interest payable semiannually in arrears on June 1 and December 1 of each year, beginning on December 1, 2024. The Convertible Notes will mature on June 1, 2030, unless earlier converted, redeemed or repurchased in accordance with their terms. Subject to certain conditions, on or after June 5, 2027, the Company may redeem for cash all or any portion of the Convertible Notes at a redemption price equal to 100% of the principal amount of the Convertible Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the redemption date, if the last reported sale price of the Company's common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on, and including, the trading day immediately preceding the date the notice of redemption is sent. The conversion rate for the Convertible Notes is initially 6.4799 shares of the Company's common stock per one thousand dollars principal amount of the Convertible Notes, which is equivalent to an initial conversion price of approximately $154.32 per share. The conversion rate is subject to adjustment upon the occurrence of certain events. Upon conversion, the Company will pay cash up to the aggregate principal amount of the Convertible Notes to be converted and pay or deliver, as the case may be, cash, shares of common stock or a combination of cash and shares of common stock, at the Company's election, in respect of the remainder, if any, of its conversion obligation in excess of the aggregate principal amount of the Convertible Notes being converted. Prior to March 1, 2030, noteholders may convert all or any portion of their Convertible Notes only upon the occurrence of certain events and during certain periods, and thereafter, at any time until the second scheduled trading day immediately preceding the maturity date. If the Company undergoes a fundamental change (as defined in the Indenture) prior to the maturity date of the Convertible Notes, holders may require the Company to repurchase for cash all or any portion of their Convertible Notes at a fundamental change repurchase price equal to 100% of the principal amount of the Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date. The Indenture contains customary terms and covenants, including that upon certain events of default that are occurring and continuing, either the Trustee or the holders of at least 25% in aggregate principal amount of the outstanding Convertible Notes may declare 100% of the principal of, and accrued and unpaid interest, if any, on, all the Convertible Notes to be due and payable. As of September 30, 2024, the Convertible Notes are classified as a long-term liability, net of issuances costs, on the condensed consolidated balance sheet. The Convertible Notes were issued at par and costs associated with the issuance of the Convertible Notes are amortized to interest expense over the contractual term of the Convertible Notes. As of September 30, 2024, the effective interest rate of the Convertible Notes was 1.56%. Capped Call Transactions On May 13, 2024, in connection with the pricing of the Convertible Notes, and on May 14, 2024, in connection with the exercise in full by the initial purchasers of their option to purchase additional Convertible Notes, the Company entered into privately negotiated capped call transactions with certain of the initial purchasers of the Convertible Notes or their respective affiliates and other financial institutions. The capped call transactions are expected generally to reduce the potential dilution to the Company's common stock upon conversion of any Convertible Notes and/or offset any cash payments that the Company is required to make in excess of the principal amount of any converted Convertible Notes, as the case may be, with such reduction and/or offset subject to a cap initially equal to $237.42 per share, which represents a premium of 100% over the last reported sale price of $118.71 per share of the Company's common stock on The Nasdaq Global Select Market on May 13, 2024, and is subject to customary adjustments under the terms of the capped call transactions. The Company evaluated the capped call transactions and determined that they should be accounted for separately from the Convertible <span style="color:#000000;white-space:pre-

wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">Notes. The cost of $167 to purchase the capped call transactions was recorded as a reduction to additional paid-in capital in the condensed consolidated balance sheet as the capped call transactions are indexed to the Company's own stock and met the criteria to be classified in stockholders' equity.</p><div style="font-size:10pt;font-family:Times New Roman;"><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">The Company's interest expense is as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:36.093%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.857%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.857%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.857%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.337%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Term Loan Facility:</p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New 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style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">103</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 244 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Amortization of debt issuance costs as interest expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:right;">20 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 22 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total interest expense on Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">73</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;text-align:center;"> 110 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">264</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 313 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Convertible Notes: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contractual interest expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td 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Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New 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</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Other interest expense, net (1)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(14</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(17</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(43</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(47</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">64</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">93</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">230</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">266</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="margin-left:6.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">(1) Other interest expense, net primarily consists of interest (income) expense related to the Company's interest rate swap and interest rate cap agreements. </p></div><p style="margin-left:6.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">Lines of Credit and Borrowing Arrangements </p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Certain of the Company's Japanese subsidiaries have lines of credit and a financing facility with various financial institutions, many of which generally expire and are renewed at three-month intervals with the remaining having no expiration date. The lines of credit and financing facility provided for aggregate borrowings as of September 30, 2024 and December 31, 2023 of up to an equivalent of $21 and $14, respectively. There were <span

style="font-size:10pt;font-family:Times New Roman;color:#000000;white-space:pre-wrap;min-width:fit-content;">no borrowings outstanding under these arrangements at September 30, 2024 and December 31, 2023. Contractual maturities of the Company’s debt obligations as of September 30, 2024 are as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:80.236%;box-sizing:content-box;"></td> <td style="width:1.94%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.823%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Year </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2024 (remaining) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2025</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2026</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2027</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2028</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">50</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2029</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,316</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Thereafter</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,400</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div> <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">The Company’s outstanding debt is as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:66.993%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Short-term debt:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Term Loan Facility</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 50 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">93</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Long-term debt:</p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Term Loan Facility</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,479 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,860 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Debt issuance costs - Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (94 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (164 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;">   Term Loan Facility, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,385 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,696 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Convertible Notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;">   Convertible Notes, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,373 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-

left:15pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> Total long-term debt, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,758</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,696 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 50000000 93000000 3479000000 4860000000 94000000 164000000 3385000000 4696000000 1400000000 0 27000000 0 1373000000 0 4758000000 4696000000 2022-08-17 1000000000 3600000000 600000000 500000000 Initially, borrowings under the Credit Facilities bore interest at a rate per annum equal to, at the Company's option, any of the following, plus, in each case, an applicable margin: (a) with respect to the USD Tranche A, the Revolving Facility and the USD Tranche B, (x) a base rate determined by reference to the highest of (1) the federal funds effective rate plus 0.50%, (2) the prime rate quoted in The Wall Street Journal, or (3) a forward-looking term rate based on Term SOFR (plus an applicable credit spread adjustment) for an interest period of one month, plus 1.00%; and (y) a Term SOFR rate (plus an applicable credit spread adjustment) for the interest period relevant to such borrowing, subject to a rate floor of (I) with respect to the USD Tranche B, 0.50% and (II) with respect to the USD Tranche A and the Revolving Facility, 0.0%; and (b) with respect to the Euro Tranche B, a Euro Interbank Offered Rate ("EURIBOR") rate determined by reference to the costs of funds for Euro deposits for the interest period relevant to such borrowing adjusted for certain additional costs, subject to a EURIBOR rate floor of 0.0% 0.005 0.01 0.005 0 0 0.015 0.025 0.0175 0.0275 0.03 0.015 0.025 0.0025 0.00375 3564000000 0.015 0.025 490000000 250000000 744000000 175000000 675000000 (i) refinanced its existing USD Tranche B loan and Euro Tranche B loan with a new $2,650 USD Tranche B loan and a new €800 Euro Tranche B loan, (ii) decreased the applicable margin for the USD Tranche B from 2.50% to 2.25% with respect to Term SOFR borrowings and from 1.50% to 1.25% with respect to base rate borrowings and (iii) decreased the applicable margin for the Euro Tranche B from 3.00% to 2.75%. 2650000000 800000000 0.025 0.0225 0.015 0.0125 0.03 0.0275 110000000 69000000 38000000 0.02 0.02 0.0025 0.0025 242000000 11000000 9000000 -8000000 5000000 2000000 -9000000 -5000000 0.01 0.0125 10000000 2000000 1011000000 0.75 5.25 0.25 0.5 5.5 0.35 6 1206000000 -38000000 0.069 0 1400000000 1400000000 200000000 1374000000 167000000 1206000000 0.0125 semiannually 2030-06-01 1 1.30 P20D P30D The conversion rate for the Convertible Notes is initially 6.4799 shares of the Company's common stock per one thousand dollars principal amount of the Convertible Notes, which is equivalent to an initial conversion price of approximately $154.32 per share. The conversion rate is subject to adjustment upon the occurrence of certain events. 6.4799 154.32 1 0.25 1 0.0156 237.42 1 118.71 167000000 <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">The Company's interest expense is as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:36.093%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.857%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.857%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td 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style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Term Loan Facility:</p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> Contractual interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">103</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="font-size:9pt;color:#000000;white-space:pre-wrap;min-

width:fit-content;">244 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">291</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> Amortization of debt issuance costs as interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">20</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">22</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total interest expense on Term Loan Facility</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 73 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">110</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 264 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">313</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Convertible Notes:</p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> Contractual interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr>

<tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Amortization of debt issuance costs as
  interest expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total interest expense on Convertible Notes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 9 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:9pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Other interest expense, net (1)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (14 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(17</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (43 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(47</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> <tr style="height:9pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total interest expense</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 64 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">93</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 230 </td> <td

style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">266</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:9pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="margin-left:6.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:12pt;text-align:left;">(1) Other interest expense, net primarily consists of interest (income) expense related to the Company's interest rate swap and interest rate cap agreements. </p> 67000000 103000000 244000000 291000000 6000000 7000000 20000000 22000000 73000000 110000000 264000000 313000000 4000000 0 7000000 0 1000000 0 2000000 0 5000000 0 9000000 0 14000000 17000000 43000000 47000000 64000000 93000000 230000000 266000000 P3M 21000000 14000000 0 0 <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">Contractual maturities of the Company's debt obligations as of September 30, 2024 are as follows: </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:80.236%;box-sizing:content-box;"></td> <td style="width:1.94%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.823%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Year</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amount</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2024 (remaining)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2026 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2027 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2028 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 50 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,316 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Thereafter </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 13000000 50000000 50000000 50000000 50000000 3316000000 1400000000 (9) Product Warranties The Company provides for the estimated costs to fulfill customer warranty obligations upon the recognition of the related revenue. The Company's warranty obligations are affected by shipment volume, product failure rates, utilization levels, material usage and supplier warranties on parts delivered to the Company. Should actual product failure rates, utilization levels, material usage, or supplier warranties on parts differ from the Company's estimates, revisions to the estimated warranty liability would be required. The Company engages in extensive product quality programs and processes, including actively monitoring and evaluating the quality of its component suppliers. Product warranty activities were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:61.772%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.102999999999998%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.122999999999998%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-

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As of September 30, 2023, short-term product warranties of $16 and long-term product warranties of <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">$8 were included within other current liabilities and other non-current liabilities, respectively, within the accompanying condensed consolidated balance sheet. 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*period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">22</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 27 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Provision for product warranties </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 18 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Charges to warranty liability </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (18 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (11 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> End of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">22</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 24 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>
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style="white-space:pre-wrap;vertical-align:top;"> Accrued compensation and other employee-related obligations </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">134</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 159 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred revenue and customer advances </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 70 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 77 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income taxes payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 73 </td> <td style="white-space:nowrap;vertical-

align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 57 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 35 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 30 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 113 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 105 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">425</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000,"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 428 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 134000000 159000000 70000000 77000000 73000000 57000000 35000000 30000000 113000000 105000000 425000000 428000000 (11) Income Taxes The Company’s effective tax rates for the three and nine months ended September 30, 2024 were (4.0)% and 1.2% respectively. The Company’s effective tax rates for the three and nine months ended September 30, 2024 were lower than the U.S. statutory tax rate primarily due to the tax benefit related to the Company’s earnings mix, an increase in the U.S. deduction for foreign derived intangible income (“FDII”) and a one-time increase in research and development tax credits due to the filing of prior year amended returns for 2020 and 2021, partially offset by an expected increase in foreign withholding taxes and a waiver of deductions related to U.S. base erosion payments. The Company’s effective tax rates for the three and nine months ended September 30, 2023 were (75.3%) and 4.1%, respectively. The Company’s effective tax rate for the three months ended September 30, 2023 was lower than the U.S. statutory tax rate primarily due to the U.S. deduction for FDII and various tax credits. The Company’s effective tax rate for the nine months ended September 30, 2023 was lower than the U.S. statutory tax rate primarily due to the tax benefit related to the impairment of intangible assets and the aforementioned tax credits.   -0.04 0.012 -0.753 0.041 (12) Net Income (Loss) Per Share The following table sets forth the computation of basic and diluted net income (loss) per share: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:49.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.08%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td

style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Numerator: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">62</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 39 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">99</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (1,772 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Denominator: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Shares used in net income (loss) per common share – basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67.4 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67.2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66.8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> <span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">Effect of dilutive securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 0.2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 0.2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 0.3 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Shares used in net income (loss) per common share – diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67.6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67.1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67.5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 66.8 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Net income (loss) per common share: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.92</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.59 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.48</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (26.53 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.92 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-

space:pre-wrap;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.58</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.47 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(26.53</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> </tr> </table></div><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted-average number of common shares outstanding during the period. </p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Diluted net income (loss) per common share is computed by dividing the diluted net income (loss) available to common shareholders by the weighted-average number of shares of common stock and potentially dilutive shares of common stock outstanding during the period. The dilutive effect of equity awards is calculated based on the average stock price for the relevant period, using the treasury stock method. In periods in which a net loss is recognized, the impact of restricted stock </p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">units (“RSUs”) is not included as they are antidilutive. The dilutive effect of the Convertible Notes is calculated under the if-converted method. </p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">For the three and nine months ended September 30, 2024, the Company had an immaterial quantity of RSUs that were antidilutive and were excluded from the computation of diluted weighted-average shares. For the three and nine months ended September 30, 2024, the Convertible Notes were antidilutive and were excluded from the computation of diluted weighted-average shares. </p> <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">The following table sets forth the computation of basic and diluted net income (loss) per share:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:49.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.08%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p 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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net income (loss)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 62 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 39 </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">99</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (1,772 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Denominator: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Shares used in net income (loss) per common share - basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67.4 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67.2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66.8 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> Effect of dilutive securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 0.2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Shares used in net income (loss) per common share - diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67.6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67.1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 67.5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> <span style="min-width:fit-

content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 66.8 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Net income (loss) per common share: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.92</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.59 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.48</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (26.53 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.92</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.58 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.47</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (26.53 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> </table> 62000000 39000000 99000000 -1772000000 67400000 66900000 67200000 66800000 200000 200000 300000 0 67600000 67100000 67500000 66800000 0.92 0.59 1.48 -26.53 0.92 0.58 1.47 -26.53 (13) Stock-Based Compensation Prior to May 10, 2022, the Company granted RSUs to employees and directors under the 2014 Stock Incentive Plan (the “2014 Plan”). Following shareholder approval of the 2022 Stock Incentive Plan (the “2022 Plan” and, together with the 2014 Plan, the “Plans”) on May 10, 2022, the Company discontinued granting RSUs to employees and directors under the 2014 Plan and began granting them under the 2022 Plan. The Plans are administered by the Compensation Committee of the Company’s Board of Directors. The Plans are intended to attract and retain employees and directors, and to provide an incentive for these individuals to assist the Company to achieve long-range performance goals and enable these individuals to participate in the long-term growth of the Company. The total stock-based compensation expense included in the Company’s condensed consolidated statements of operations and comprehensive income (loss) was as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:38.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.520000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-

bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cost of revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Selling, general and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 27 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 34 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total stock-based compensation expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 11 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times

*New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:right;">37 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 43 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> At September 30, 2024, the total compensation expense related to unvested stock-based awards granted to employees and directors under the Plans that had not been recognized was $54. Stock-based awards include (i) time-based RSUs, (ii) performance-based RSUs based on the achievement of adjusted EBITDA targets (the “Adjusted EBITDA RSUs”), (iii) performance-based RSUs based on the Company’s total shareholder return relative to a group of peers over a three-year performance period (the “rTSR RSUs”) and (iv) employee stock purchase plan rights. The Company determines the fair value of time-based RSUs based on the closing market price of the Company’s common stock on the date of the award. The Company determines the original fair value of Adjusted EBITDA RSUs based upon the closing market price of the Company’s stock on the date of the award and adjusts the fair value quarterly during the first year based upon actual and forecasted results against Adjusted EBITDA targets. The Company estimates the fair value of rTSR RSUs using the Monte Carlo simulation model, which requires the use of highly subjective and complex assumptions, including the price volatility of the underlying stock. The Company estimates the fair value of employee stock purchase plan rights using the Black-Scholes valuation method. Such values are recognized as expense on a straight-line basis for time-based awards and rTSR RSUs and using the accelerated graded vesting method for Adjusted EBITDA RSUs, all over the requisite service periods. </p><div style="font-size:10pt;font-family:Times New Roman;"><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table presents the activity for RSUs under the Plans:</p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:59.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr><tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Quantity</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted Average
Grant Date
Fair Value
Per Share</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">RSUs – beginning of period</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.0</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 98.36 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Granted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">122.18</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested or forfeited</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.5</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 107.30 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> RSUs – end of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New*

Roman;margin-bottom:0;text-align:right;">1.0 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">104.49</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></div> <p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The total stock-based compensation expense included in the Company's condensed consolidated statements of operations and comprehensive income (loss) was as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:38.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.520000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended September 30,</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Cost of revenues</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Research and development</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Selling, general and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 27 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 34 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#fffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total stock-based compensation expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">37</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 43 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 2000000 1000000 5000000 4000000 2000000 2000000 5000000 5000000 7000000 10000000 27000000 34000000 11000000 13000000 37000000 43000000 54000000 P3Y The following table presents the activity for RSUs under the Plans: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:59.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:17.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Quantity </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted Average
Grant Date
Fair Value
Per Share </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> RSUs – beginning of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">98.36</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.5</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 122.18 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Vested or forfeited </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (0.5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> <span style="color:#000000;min-width:fit-

content;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">107.30</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">RSUs – end of period</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.0</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 104.49 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 1000000 98.36 500000 122.18 500000 107.3 1000000 104.49 (14) Stockholders' Equity Share Repurchase Program On July 25, 2011, the Company's Board of Directors approved a share repurchase program for the repurchase of up to an aggregate of $200 of its outstanding common stock from time to time in open market purchases, privately negotiated transactions or through other appropriate means. The timing and quantity of any shares repurchased will depend upon a variety of factors, including business conditions, stock market conditions and business development activities, including, but not limited to, merger and acquisition opportunities. These repurchases may be commenced, suspended or discontinued at any time without prior notice. The Company has repurchased approximately 2.6 shares of common stock for approximately $127 pursuant to the program since its adoption. During the three and nine months ended September 30, 2024 and 2023, there were no repurchases of common stock. Cash Dividends Holders of the Company's common stock are entitled to receive dividends when they are declared by the Company's Board of Directors. During each of the first three quarters of 2024 and 2023, the Company's Board of Directors declared a cash dividend of $0.22 per share, which totaled $44 for both the nine months ended September 30, 2024 and 2023. On November 4, 2024, the Company's Board of Directors declared a quarterly cash dividend of $0.22 per share to be paid on December 6, 2024 to stockholders of record as of November 25, 2024. Future dividend declarations, if any, as well as the record and payment dates for such dividends, are subject to the final determination of the Company's Board of Directors. 200000000 2600000 127000000 0 0 0 0 0.22 0.22 0.22 0.22 0.22 0.22 44000000 44000000 2024-11-04 0.22 2024-12-06 2024-11-25 (15) Business Segment and Geographic Information The Company has three reportable segments: VSD, PSD and MSD. The Company's CODM, which is the Company's Chief Executive Officer, utilizes financial information to make decisions about allocating resources and assessing performance for the entire Company, which is used in the decision-making process to assess performance and allocate resources to the three segments. Reportable Segments VSD delivers foundational technology solutions to leading edge semiconductor manufacturing, electronics and packaging and specialty industrial applications. VSD products are derived from the Company's core competencies in pressure measurement and control, flow measurement and control, gas and vapor delivery, gas composition analysis, electronic control technology, reactive gas generation and delivery, power generation and delivery, temperature sensing, and vacuum technology. PSD provides a full range of solutions including lasers, beam measurement and profiling, precision motion control, vibration isolation systems, photonics instruments, opto-mechanical components, optical elements, laser-based systems for flexible printed circuit board ("PCB") processing, and laser-based systems for high density interconnect PCB and package substrate manufacturing. MSD develops leading process and manufacturing technologies for advanced surface modification, electroless and electrolytic plating, and surface finishing. Applying a comprehensive systems-and-solutions approach, MSD's portfolio includes chemistry, equipment, and services for innovative and high-technology applications in a wide variety of end markets. The Company derives its segment results directly from the manner in which results are reported in its management reporting system. The accounting policies that the Company uses to derive reportable segment results are substantially the same as those used for external reporting purposes. The Company groups similar products within its three reportable segments. During the quarter ended March 31, 2024, the Company moved its OSP product line from the PSD segment to the VSD segment. The purpose of this realignment was to better align the OSP products with semiconductor related products within the VSD segment. Prior periods have been recast to reflect this change. The following table sets forth net revenues by reportable segment: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:47.7%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-

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style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> VSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">345</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 354 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,012</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,092 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> PSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 251 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 267 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 759 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 724 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> MSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 300 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 311 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 881 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 914 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">896</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 932 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,652</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,730 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> </tr> </table> The following table reconciles gross profit by reportable segment to net income (loss): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:47.7%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.48%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Gross profit by reportable segment: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> V5D </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">148</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 148 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">431</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 456 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> PSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 113 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 110 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 341 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 310 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> MSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 168 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 495 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 465 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total gross profit by reportable segment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 432 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 426 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,267 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,231 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Operating expenses: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 70 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 71 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 206 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 218 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Selling, general and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 167 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 167 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 498 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 514 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Acquisition and integration costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Restructuring and other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Fees and expenses related to amendments to the Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Amortization of intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 61 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 184 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 225 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Goodwill and intangible asset impairments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,827 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Gain on sale of long-lived assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid 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<td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 128 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 118 </td> <td

*style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 362 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,578 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Interest income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (6 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (17 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (10 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Interest expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 64 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 93 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 230 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 266 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Loss on extinguishment of debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 52 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other expense (income), net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income (loss) before income taxes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 60 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 100 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,848 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> (Benefit) provision for income taxes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (17 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (76 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">62</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 39 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">99</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (1,772 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> </tr> </table>
Interest income, interest expense and income tax (benefit) provision are not presented by reportable segment because the necessary information is not classified within the segments nor used by the CODM. The following table sets forth segment assets by reportable segment: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:54.94%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#fffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> September 30, 2024 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-

size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Accounts
 receivable, net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Inventories </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> VSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">180</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 510 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">690</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">PSD</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">169</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">267</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">436</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">MSD</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">260</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">163</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">423</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total segment assets</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 609 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">940</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,549 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:54.94%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> December 31, 2023 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accounts
 receivable, net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p

style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Inventories </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> VSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">181</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 553 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">734</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">PSD</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">171</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">283</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">454</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">MSD</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">251</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">155</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">406</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total segment assets</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 603 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">991</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,594 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The following table reconciles total segment assets to total assets: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:64.7%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.46%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total segment assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,549</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,594 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 861 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 875 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 258 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 227 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property, plant and equipment, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 770 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 784 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 247 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 225 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill and intangible assets, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,010 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,173 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 328 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 240 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,023</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 9,118 </td> <td style="white-

space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> </tr> </table> Goodwill associated with each of the Company's reportable segments is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:48.23%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.362%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#fffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> VSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> PSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> MSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Reportable segment: </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Gross goodwill, at December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">359</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,007 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,021</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,387 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Foreign currency translation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Gross goodwill, at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-space:pre-

wrap;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 358 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,009 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,033 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (141 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (390 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,302 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,833 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">217</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 619 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,731</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,567 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Geographic Area Information about the Company's operations by geographic area is presented in the tables below. Starting in the second quarter of 2024, the Company changed its basis of reporting geographical net revenues from the location in which the sale originated to the shipped-to location of the end customer. Prior periods have been recast to reflect this change, which was made to better align with how management reviews geographic net revenues. Intercompany sales between geographic areas are at tax transfer prices and have been eliminated from consolidated net revenues. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"><tr style="visibility:collapse;"><td style="width:47.7%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:9.940000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:9.940000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:9.940000000000001%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.48%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"><td style="vertical-align:bottom;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;"> </td><td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Net revenues: </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> United States </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">194</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 236 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">615</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 688 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> China </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 192 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 192 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 561 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 552 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> South Korea </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 89 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 93 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 260 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 262 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Taiwan </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 66 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-

align:bottom;text-align:center;"> 67 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 176 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 195 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Japan </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 65 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 177 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 208 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Singapore </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 60 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 52 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 176 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 230 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 224 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 692 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 649 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">896</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 932 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,652</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,730 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> Long-lived assets include property, plant and equipment, net, right-of-use assets, net and certain other assets. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:63.52%;box-sizing:content-box;"></td> <td style="width:1.8%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.440000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.8%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.440000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Long-lived assets: </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> United States </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">414</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 459 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> China </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 168 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 163 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Germany </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 138 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 149 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 350 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 326 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,070</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,097 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 3 3 3 The following table sets forth net revenues by reportable segment: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:47.7%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-

box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.48%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> VSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">345</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 354 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,012</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,092 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> PSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 251 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 267 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 759 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 724 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> MSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 300 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 311 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 881 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 914 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">896</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 932 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,652</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,730 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> The following table sets forth segment assets by reportable segment: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:54.94%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> September 30, 2024 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Accounts
 receivable, net </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Inventories </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> VSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">180</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 510 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 690 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> PSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 169 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 267 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 436 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> MSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 260 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 163 </td> <td style="white-

space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 423 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total segment assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">609</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 940 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,549</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="margin-left:6.667%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:54.94%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.860000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#fffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">December 31, 2023</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Accounts
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#000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Total</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">VSD</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 181 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">553</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 734 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#fffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> PSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 283 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 454 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> MSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 251 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 155 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid

#000000;text-align:center;"> 406 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total segment assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">603</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 991 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,594</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><p style="margin-left:6.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">Goodwill associated with each of the Company's reportable segments is as follows:</p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:48.23%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.362%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">VSD</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">PSD</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">MSD</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Total</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Reportable segment:</p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Gross goodwill, at December 31, 2023</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 359 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,007</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,021 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,387 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Foreign currency translation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">)

</td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Gross goodwill, at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 358 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,009 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,033 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (141 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (390 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,302 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,833 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">217</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 619 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,731</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,567 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 345000000 354000000 1012000000 1092000000 251000000 267000000 759000000 724000000 300000000 311000000 881000000 914000000 896000000 932000000 2652000000 2730000000 The following table reconciles gross profit by reportable segment to net income (loss): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:47.7%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-

box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.940000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.48%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Gross profit by reportable segment: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> VSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">148</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 148 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">431</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 456 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> PSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 113 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 110 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 341 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 310 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> <span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">MSD </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 168 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 495 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 465 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total gross profit by reportable segment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 432 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 426 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,267 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,231 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Operating expenses: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 70 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:center;"> 71 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 206 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 218 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Selling, general and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 167 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 167 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="min-

width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 498 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 514 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Acquisition and integration costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Restructuring and other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Fees and expenses related to amendments to the Term Loan Facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Amortization of intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 61 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 184 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 225 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Goodwill and intangible asset impairments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,827 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Gain on sale of long-lived assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income (loss) from operations </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 128 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 118 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 362 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,578 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Interest income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (6 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (17 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(10 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Interest expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 64 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 93 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 230 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 266 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Loss on extinguishment of debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td 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solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income (loss) before income taxes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 60 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 100 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,848 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p

style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">(Benefit) provision for income taxes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (17 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (76 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">62</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 39 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">99</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,772 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> </tr> </table> 148000000 148000000 431000000 456000000 113000000 110000000 341000000 310000000 171000000 168000000 495000000 465000000 432000000 426000000 1267000000 1231000000 70000000 71000000 206000000 218000000 167000000 167000000 498000000 514000000 3000000 3000000 6000000 14000000 1000000 1000000 6000000 13000000 2000000 0 5000000 0 61000000 68000000 184000000 225000000 0 0 0 1827000000 0 2000000 0 2000000 128000000 118000000 362000000 -1578000000 6000000 4000000 17000000 10000000 64000000 93000000 230000000 266000000 -5000000 -0 -52000000 0 -5000000 -7000000 3000000 -14000000 60000000 22000000 100000000 -1848000000 -2000000 -17000000 1000000 -76000000 62000000 39000000 99000000 -1772000000 180000000 51000000 690000000 169000000 267000000 436000000 260000000 163000000 423000000 609000000 940000000 1549000000 181000000 553000000 734000000 171000000 283000000 454000000 251000000 155000000 406000000 603000000 991000000 1594000000 The following table reconciles total segment assets to total assets: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:64.7%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.46%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.84%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total segment assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,549</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,594 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 861 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 875 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-

wrap;vertical-align:top;"> Other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 258 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 227 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property, plant and equipment, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 770 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 784 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 247 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 225 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill and intangible assets, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,010 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,173 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 328 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 240 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,023</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 9,118 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Goodwill associated with each of the Company's reportable segments is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:48.23%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.802000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.362%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> VSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> PSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> MSD </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">

  </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Reportable segment: </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Gross goodwill, at December 31, 2023 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">359</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,007 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,021</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,387 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Foreign currency translation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Gross goodwill, at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 358 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,009 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,033 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accumulated goodwill impairment, at December 31, 2023 and September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> <span

style="min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (141 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (390 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:center;"> (1,302 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,833 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill, net of accumulated impairment and foreign currency translation, at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">217</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 619 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,731</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,567 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>
1549000000 1594000000 861000000 875000000 258000000 227000000 770000000 784000000 247000000 225000000 5010000000 5173000000 328000000 240000000 9023000000 9118000000 359000000 1007000000 3021000000 4387000000 -1000000 2000000 12000000 13000000 358000000 1009000000 3033000000 4400000000 141000000 141000000 390000000 390000000 1302000000 1302000000 1833000000 1833000000 217000000 619000000 1731000000 2567000000
Intercompany sales between geographic areas are at tax transfer prices and have been eliminated from consolidated net revenues.
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<tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;">
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<td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td>
<td style="vertical-align:bottom;"> </td>
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<td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td>
<td style="vertical-align:bottom;"> </td>
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</tr>
<tr style="height:10pt;background-color:#cff0fc;word-break:break-word;">
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<td style="white-space:pre-wrap;vertical-align:bottom;"> </td>
<td style="white-space:nowrap;vertical-align:bottom;"> $ </td>
<td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 194 </td>
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align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">236</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 615 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 688 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> China </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 192 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 192 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 561 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 552 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> South Korea </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 89 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td 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style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> United States </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">414</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 459 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> China </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 168 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 163 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Germany </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 138 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 149 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 350 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 326 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,070</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,097 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 194000000 236000000 615000000 688000000 192000000 192000000 561000000 552000000 89000000 93000000 260000000 262000000 66000000 67000000 176000000 195000000 65000000 68000000 177000000 208000000 60000000 52000000 171000000 176000000 230000000 224000000 692000000 649000000 896000000 932000000 2652000000 2730000000 414000000 459000000 168000000 163000000 138000000 149000000 350000000 326000000 1070000000 1097000000 (16) Restructuring and Other The Company recorded restructuring and other charges of $1 and $6 during the three and nine months ended September 30, 2024, respectively, primarily related to severance costs incurred as a result of a global cost-saving initiative implemented in the fourth quarter of 2023. Restructuring and other charges for the nine months ended September 30, 2024 also included a $1 charge related to a legal matter. The Company recorded restructuring charges of <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">$1 and $13 during the three and nine months ended September 30, 2023, respectively, primarily related to severance costs incurred as a result of a global cost-saving initiative implemented in each of the first and second quarters of 2023. The activity related to the Company’s restructuring accrual is shown below: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:67.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.120000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"><p style="font-

size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restructuring accrual, beginning of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:nowrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:nowrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Charged to expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Payments and adjustments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restructuring accrual, end of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 1000000 6000000 1000000 1000000 13000000 The activity related to the Company's restructuring accrual is shown below: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:67.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.120000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word,"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word,"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restructuring accrual, beginning of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Charged to expense </td> <td

style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Payments and adjustments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:center;"> (10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:center;"> (10 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restructuring accrual, end of period </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 9000000 3000000 5000000 13000000 -10000000 -10000000 4000000 6000000 (17) Commitments and Contingencies Litigation The Company is subject to various legal proceedings and claims that have arisen in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Company's results of operations, financial condition or cash flows. (18) Subsequent Event On October 23, 2024, the Company made a voluntary prepayment of €200 principal amount, which equates to $216, of its Euro Tranche B loan under the Term Loan Facility.   200000000 216000000 The following table describes, for the quarterly period covered by this report, each trading arrangement for the sale or purchase of Company securities adopted or terminated by our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) that is either (1) a contract, instruction or written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) (a "Rule 10b5-1 trading arrangement") or (2) a "non-Rule 10b5-1 trading arrangement" (as defined in Item 408(c) of Regulation S-K).   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:93.0%;border-collapse:separate;"> <tr style="visibility:collapse;"> <td style="width:13.854%;box-sizing:content-box;"></td> <td style="width:13.854%;box-sizing:content-box;"></td> <td style="width:13.854%;box-sizing:content-box;"></td> <td style="width:13.854%;box-sizing:content-box;"></td> <td style="width:30.728%;box-sizing:content-box;"></td> <td style="width:13.854%;box-sizing:content-box;"></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="border-top:0.5pt solid #000000;border-right:0.5pt solid #000000;border-left:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Name (Title) </td> <td style="border-top:0.5pt solid #000000;border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Action Taken (Date of Action) </td> <td style="border-top:0.5pt solid #000000;border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Type of Trading Arrangement </td> <td style="border-top:0.5pt solid #000000;border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Nature of Trading Arrangement </td> <td style="border-top:0.5pt solid #000000;border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Duration of Trading Arrangement </td> <td style="border-top:0.5pt solid #000000;border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Aggregate Number of Securities </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="border-right:0.5pt solid #000000;border-left:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Gerald G. Colella (Chairman of the Board of Directors) </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Adoption (August 16, 2024) </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Rule 10b5-1 trading arrangement </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Sale </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Until November 14, 2025, or such earlier date upon which all transactions are completed or expire without execution </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Up to 40,000 shares </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;text-align:left;"> <td style="border-right:0.5pt solid #000000;border-left:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:center;">Jacqueline F. Moloney (Director) </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Adoption (September 10, 2024) </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Rule 10b5-1 trading arrangement </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Sale </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Until October 3, 2025, or such earlier date upon which all transactions are completed or expire without execution </td> <td style="border-right:0.5pt solid #000000;vertical-align:middle;border-bottom:0.5pt solid #000000;"> Up to 1,200 shares </td> </tr> </table> Gerald G. Colella Chairman of the Board of Directors August 16, 2024 true Sale Until November 14, 2025, or such earlier date upon which all transactions are completed or expire without execution November 14, 2025 40000 Jacqueline F. Moloney Director September 10, 2024 true Sale Until October 3, 2025, or such earlier date upon which all transactions are completed or expire without execution October 3, 2025 1200

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