0001437749-24-03490310-Q OMEROS CORP 20241113202411131608071608071608071

share, was 57,949,760. Â â€‹ Â â€‹ Â Table of Contents Â Â SPECIAL NOTEÂ REGARDING FORWARD-LOOKING STATEMENTSÂ Â This Quarterly Report on FormÂ 10-Q contains forward-looking statements within the meaning of SectionÂ 27A of the Securities Act of 1933 (the â€œSecurities Actâ€) and SectionÂ 21E of the Securities Exchange Act of 1934 (the â€œExchange Actâ€), which are subject to the â€œsafe harborâ€ created by those sections for such statements. Forward-looking statements are based on our managementâ€™s beliefs and assumptions and on currently available information. All statements other than statements of historical fact are â€œforward-looking statements.â€ Terms such as â€œanticipate,â€ â€œbelieve,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œgoal,â€ â€œintend,â€ â€œlikely,â€ â€œmay,â€ â€œplan,â€ â€œpossible,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œtarget,â€ â€œwill,â€ â€œwould,â€ and similar expressions and variations thereof are intended to identify forward-looking statements, but these terms are not the exclusive means of identifying such statements. Examples of these statements include, but are not limited to, statements regarding: Â â€”Â Â Â our estimates of future operating expenses and projections regarding how long our existing cash, cash equivalents andÂ short-term investments will fund our anticipated operating expenses, capital expenditures and debt service obligations; Â â€”Â Â Â ourÂ ability to raise additional capital through the capital markets or one or more future equity offerings, debt financings, industry collaborations, licensing arrangements, asset sales or other means; Â â€”Â Â Â ourÂ ability to comply with the terms of our secured credit facility and our expectations regarding the effect on our operations of compliance with the restrictive covenants and other obligations applicable under our secured credit facility; Â â€”Â Â Â our expectations regarding amounts potentially payable to us based on sales of our former commercial ophthalmology product OMIDRIAÂ®;Â Â â€”Â Â Â our expectations regarding anticipated or potential paths to regulatory approval of narsoplimab by the U.S. Food and Drug Administration (â€œFDAâ€) and/orÂ the European Medicines Agency (â€œEMAâ€), including whether and when our biologics license application (â€œBLAâ€) for narsoplimab in hematopoietic stem cell transplant-associated thrombotic microangiopathy (â€œTA-TMAâ€) may be resubmitted to FDA,Â whether and when a marketing authorization application (â€œMAAâ€) may be submitted to the EMA for narsoplimab in any indication, and whether and whenÂ FDA, the EMA or any other regulatory authorityÂ will grant approval for narsoplimab in TA-TMA or in any other indication; Â â€”Â Â Â our expectation that our contract manufacturer will manufacture narsoplimab when needed to support any regulatory inspection, ifÂ required by FDA in connection with its review of any resubmission of our BLA for narsoplimab in TA-TMAÂ and, if approved, to support commercial sale of narsoplimab; Â â€”Â Â Â our plans for the commercial launch of narsoplimab following any regulatory approval and our estimates and expectations regarding coverage and reimbursement for any approved products; Â â€”Â Â Â our expectations regarding the clinical, therapeutic and competitive benefits and importance of our productÂ candidates, including narsoplimab and zaltenibart; Â â€”Â Â Â our ability to design, initiate and/or successfully complete clinical trials and other studies for our productÂ candidates and our plans and expectations regarding our ongoing or planned clinical trials; Â â€”Â Â Â our expectations regarding: our ability to recruit and enroll patients in any ongoing or planned clinical trial; whether we can capitalize on the financial and regulatory incentives provided by orphan drug designations granted byÂ FDA, the European Commission (â€œECâ€), or the EMA; and whether we can utilize the opportunities for expedited development and review that may be provided by fast-track or breakthrough therapy designations granted by FDA; Â â€”Â Â Â our expectations about the commercial competition that our productÂ candidates, if commercialized, face or may face; Â â€‹ Â Table of Contents Â â€”Â Â Â our involvement in existing or potential claims, legal proceedings and administrative actions, and the merits, potential outcomes and effects of both existing and potential claims, legal proceedings and administrative actions, as well as regulatory determinations, on our business, prospects, financial condition and results of operations; Â â€”Â Â Â the extent of protection that our patents provide and that our pending patent applications will provide, if patents are issued from such applications, for our technologies, programs, and productÂ candidates; Â â€”Â Â Â the factors on which we base our estimates for accounting purposes and our expectations regarding the effect of changes in accounting guidance or standards on our operating results; and Â â€”Â Â Â our expected financial position, performance, revenues, growth, costs and expenses, magnitude of net losses and the availability of resources. Â Our actual results could differ materially from those anticipated in these forward-looking statements for many reasons, including the risks, uncertainties and other factors described in this Quarterly Report on FormÂ 10-Q under the headings â€œRisk Factorsâ€ and â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ and in our other filings with the U.S. Securities and Exchange Commission (the â€œSECâ€). Given these risks, uncertainties and other factors, actual results or anticipated developments may not be realized or, even if substantially realized, may not have the expected consequences to or effects on our company, business or operations. Accordingly, you should not place undue reliance on these forward-looking statements, which represent our estimates and assumptions only as of the date of the filing of this Quarterly Report on FormÂ 10-Q. You should read this Quarterly Report on FormÂ 10-Q completely and with the understanding that our actual results in subsequent periods may differ materially from current expectations. Except as required by applicable law, we assume no obligation to update or revise any forward-looking statements contained herein, whether as a result of any new information, future events or otherwise. Â Â Table of Contents Â Â OMEROS CORPORATION FORMÂ 10-Q FOR THE QUARTER ENDED September 30, 2024 Â INDEX Â â€‹ â€‹ â€‹ Page PartÂ IÂ â€”Â Financial Information 5 ItemÂ 1. Financial Statements (unaudited) 5 â€‹ Condensed Consolidated Balance Sheets 5 â€‹ Condensed Consolidated Statements of Operations and Comprehensive Loss 6 â€‹ Condensed Consolidated Statements of Stockholdersâ€™Â Equity (Deficit) 7 â€‹ Condensed Consolidated Statements of Cash Flows 8 â€‹ NotesÂ to Condensed Consolidated Financial Statements 9 ItemÂ 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 18 ItemÂ 3. Quantitative and Qualitative Disclosures About Market Risk 25 ItemÂ 4. Controls and Procedures 25 PartÂ IIÂ â€”Â Other Information 26 ItemÂ 1. Legal Proceedings 26 ItemÂ 1A. Risk Factors 26 ItemÂ 2. Unregistered Sales of Equity Securities and Use of Proceeds 26 ItemÂ 3. Default Upon Senior Securities 26 ItemÂ 4. Mine Safety Disclosures 26 ItemÂ 5. Other Information 26 ItemÂ 6. Exhibits 27 Signatures 28 Â â€‹ Â Table of Contents Â Â Â PARTÂ IÂ â€” FINANCIAL INFORMATION Â ITEMÂ 1. FINANCIAL STATEMENTS Â OMEROS CORPORATION Â CONDENSED CONSOLIDATED BALANCE SHEETS Â (In thousands, except share and per share data) Â (unaudited) Â â€‹ Â September 30, Â Â December 31, Â â€‹ Â 2024 Â Â 2023 Â Assets Â Â Â Â Â Â Â Â Current assets: Â Â Â Â Â Â Â Â Cash and cash equivalents Â $ 1,521 Â Â $ 7,105 Â Short-term investments Â Â 121,636 Â Â Â 164,743 Â OMIDRIA contract royalty asset, current Â Â 29,243 Â Â Â 29,373 Â Receivables Â Â 6,394 Â Â Â 8,096 Â Prepaid expense and other assets Â Â 6,127 Â Â Â 8,581 Â Total current assets Â Â 164,921 Â Â Â 217,898 Â OMIDRIA contract royalty asset, non-current Â Â 129,488 Â Â Â 138,736 Â Right of use assets Â Â 15,933 Â Â Â 18,631 Â Property and equipment, net Â Â 1,939 Â Â Â 1,950 Â Restricted investments Â Â 1,054 Â Â Â 1,054 Â Total assets Â $ 313,335 Â Â $ 378,269 Â â€‹ Â â€‹ Â Â â€‹ Â Liabilities and shareholdersâ€™ equity (deficit) Â Â Â Â Â Â Â Â Current liabilities: Â Â Â Â Â Â Â Â Accounts payable Â $ 7,723 Â Â $ 7,712 Â Accrued expenses Â Â 23,246 Â Â Â 31,868 Â OMIDRIA royalty obligation, current Â Â 18,884 Â Â Â 8,576 Â Lease liabilities, current Â Â 5,770 Â Â Â 5,160 Â Total current liabilities Â Â 55,623 Â Â Â 53,316 Â Convertible senior notes, net Â Â 97,032 Â Â Â 213,155 Â Long-term debt, net Â Â 92,427 Â Â Â â€” Â OMIDRIA royalty obligation, non-current Â Â 205,089 Â Â Â 116,550 Â Lease liabilities, non-current Â Â 14,242 Â Â Â 18,143 Â Other accrued liabilities, non-current Â Â 3,094 Â Â Â 2,088 Â Commitments and contingencies (Note 10) Â Â Â Â Â Â Â Shareholdersâ€™ equity (deficit): Â Â Â Â Â Â Â Â Preferred stock, par value $0.01 per share, 20,000,000 shares authorized; none issued and outstanding at September 30, 2024 and December 31, 2023. Â Â â€” Â Â Â â€” Â Common stock, par value $0.01 per share, 150,000,000 shares authorized at September 30, 2024 and December 31, 2023; 57,949,760 and 61,128,597 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively. Â Â 579 Â Â Â 611 Â Additional paid-in capital Â Â 724,236 Â Â Â 727,936 Â Accumulated deficit Â Â (878,987) Â Â (753,530) Total shareholdersâ€™ deficit Â Â (154,172) Â Â (24,983) Total liabilities and shareholdersâ€™ equity (deficit) Â $ 313,335 Â Â $ 378,269 Â Â See accompanying NotesÂ to Condensed Consolidated Financial Statements Â 5 Table of Contents Â Â OMEROS CORPORATION Â CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS Â (In thousands, except share and per share data) Â (unaudited) Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Costs and expenses: Â â€‹ Â Â Â Â Â Â Â â€‹ Â Â Â Â Â Â Research and development Â $ 24,084 Â Â $ 31,731 Â Â $ 96,203 Â Â $ 85,980 Â Selling, general and administrative Â Â 11,323 Â Â Â 6,394 Â Â Â 16,422 Â Â Â 37,395 Â Â Â 38,785 Â Total costs and expenses Â Â 35,407 Â Â Â 48,153 Â Â Â 133,598 Â Â Â 124,765 Â Loss from operations Â Â (35,407) Â Â (48,153) Â Â (133,598) Â Â (124,765) Interest expense Â Â (4,052) Â Â (7,916) Â Â (21,498) Â Â (23,781) Interest and other income Â Â 2,346 Â Â Â 4,413 Â Â Â 9,008 Â Â Â 12,913 Â Net loss from continuing operations Â Â (37,113) Â Â (51,656) Â Â (146,088) Â Â (135,633) Net income from discontinued operations, net of tax Â Â 4,881 Â Â Â 13,906 Â Â Â 20,631 Â Â Â 26,888 Â Net loss Â $ (32,232) Â $ (37,750) Â $ (125,457) Â $ (108,745) Â â€‹ Â â€‹ Â Â â€‹ Â â€‹ Â Â â€‹ Â Basic and diluted net income (loss) per share: Â â€‹ Â Â â€‹ Â â€‹ Â Â â€‹ Â Â â€‹ Â Net loss from continuing operations Â $ (0.64) Â $ (0.82) Â $ (2.51) Â $ (2.16) Net income from discontinued operations Â Â 0.08 Â Â Â 0.22 Â Â Â 0.36 Â Â Â 0.43 Â Net loss Â $ (0.56) Â $ (0.60) Â $ (2.15) Â $ (1.73) â€‹ Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Weighted-average shares used to compute basic and diluted net income (loss) per share Â Â 57,948,093 Â Â Â 62,856,721 Â Â Â 58,232,007 Â Â Â 62,840,990 Â Â Â See accompanying NotesÂ to Condensed Consolidated Financial Statements Â 6 Table of Contents Â Â OMEROS CORPORATION Â CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERSâ€™ EQUITY (DEFICIT) Â (In thousands, except share data) Â (unaudited) Â Â Â Â Â Â Â Â Â Â Additional Â Â Â Â Â Â Â Â Â Common Stock Â Â Paid-In Â Â Accumulated Â Â Â Â Â Â Â Â Shares Â Â Amount Â Â Capital Â Â Deficit Â Â Total Â Balance at January 1, 2024 Â Â 61,128,597 Â Â Â $ 611 Â Â Â $ 727,936 Â Â Â $ (753,530) Â $ (24,983) Issuance of common stock upon exercise of stock options Â Â 9,339 Â Â Â â€” Â Â Â 32 Â Â Â â€” Â Â Â 32 Â Repurchases of common stock Â Â (3,195,241) Â Â (32) Â Â (11,819) Â Â â€” Â Â Â (11,851) Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â 2,658 Â Â Â â€” Â Â Â 2,658 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (37,184) Â Â (37,184) Balance at March 31, 2024 Â Â 57,942,695 Â Â Â 579 Â Â Â 718,807 Â Â Â (790,714) Â Â (71,328) Issuance of common stock upon exercise of stock options Â Â 1,464 Â Â Â â€” Â Â Â 3 Â Â Â â€” Â Â Â 3 Â Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â 2,768 Â Â Â â€” Â Â Â 2,768 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (56,041) Â Â (56,041) Balance at June 30, 2024 Â Â 57,944,159 Â Â Â 579 Â Â Â 721,578 Â Â Â (846,755) Â Â (124,598) Issuance of common stock upon exercise of stock options Â Â 5,601 Â Â Â â€” Â Â Â 17 Â Â Â â€” Â Â Â 17 Â Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â 2,641 Â Â Â â€” Â Â Â 2,641 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (32,232) Â Â (32,232) Balance at September 30, 2024 Â Â 57,949,760 Â Â Â 579 Â Â Â 724,236 Â Â Â (878,987) Â Â (154,172) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Balance at January 1, 2023 Â Â 62,828,765 Â Â Â 628 Â Â Â 720,773 Â Â Â (635,717) Â Â 85,684 Â Stock-based compensation expense Â Â â€” Â Â Â Â Â â€” Â Â Â 2,953 Â Â Â â€” Â Â Â 2,953 Â Net loss Â Â â€” Â Â Â Â Â â€” Â Â Â â€” Â Â Â (33,701) Â Â (33,701) Balance at March 31, 2023 Â Â 62,828,765 Â Â Â 628 Â Â Â 723,726 Â Â Â (669,418) Â Â 54,936 Â Issuance of common stock upon exercise of stock options Â Â 19,556 Â Â Â â€” Â Â Â 97 Â Â Â â€” Â Â Â 97 Â Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â 2,771 Â Â Â â€” Â Â Â 2,771 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (37,294) Â Â (37,294) Balance at June 30, 2023 Â Â 62,848,321 Â Â Â 628 Â Â Â 726,594 Â Â Â (706,712) Â Â 20,510 Â Issuance of common stock upon exercise of stock options Â Â 17,170 Â Â Â â€” Â Â Â 53 Â Â Â â€” Â Â Â 53 Â Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â 3,235 Â Â Â â€” Â Â Â 3,235 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (37,750) Â Â (37,750) Balance at September 30, 2023 Â Â 62,865,491 Â Â Â $ 628 Â Â Â $ 729,882 Â Â Â $ (744,462) Â $ (13,952) Â See accompanying NotesÂ to Condensed Consolidated Financial Statements Â â€‹ Â 7 Table of Contents Â Â OMEROS CORPORATION Â CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS Â (In thousands) Â (unaudited) Â Â â€‹ Â Nine Months Ended September 30, Â â€‹ Â 2024 Â Â 2023 Â Operating activities: Â Â Â Â Â Â Â Â Net loss Â $ (125,457) Â $ (108,745) Adjustments to reconcile net loss to net cash used in operating activities: Â â€‹ Â Â Â Â Â Â Â Stock-based compensation expense Â Â 8,067 Â Â Â 8,959 Â Amortization of discount and issuance costs on convertible notes Â Â 713 Â Â Â 1,450 Â Depreciation and amortization Â Â 649 Â Â Â 715 Â Amortization of non-cash interest and issuance costs on long-term debt Â Â 488 Â Â Â â€” Â Non-cash interest earned on OMIDRIA contract royalty asset Â Â (12,824) Â Â (11,484) Remeasurement of OMIDRIA contract royalty asset Â Â (7,384) Â Â (14,924) Accretion on U.S. government treasury bills, net Â Â (4,295) Â Â (7,280) Non-cash interest on royalty obligation Â Â (1,553) Â Â â€” Â Changes in operating assets and liabilities: Â Â Â Â Â Â Â Â OMIDRIA contract royalty asset Â Â 29,586 Â Â Â 29,900 Â Prepaid expenses and other Â Â 1,790 Â Â Â 876 Â Receivables Â Â 1,702 Â Â Â 206,343 Â Accounts payable and accrued expense Â Â (11,305) Â Â 3,741 Â Net cash provided by (used in) operating activities Â Â (119,823) Â Â 109,551 Â Investing activities: Â Â Â Â Â Â Â Â Proceeds from the sale and maturities of investments Â Â 969,221 Â Â Â 751,114 Â Purchases of investments Â Â (921,819) Â Â (839,595) Purchases of property and equipment Â Â (139) Â Â (308) Net cash provided by (used in) investing activities Â Â 47,263 Â Â Â (88,789) Financing activities: Â Â Â Â Â Â Â Â Proceeds from sale of future royalties Â Â 115,525 Â Â Â â€” Â Proceeds upon exercise of stock options Â Â 52 Â Â Â 150 Â Cash paid to repurchase 2026 convertible senior notes Â Â (21,179) Â Â â€” Â Principal payments on OMIDRIA royalty obligation Â Â (15,125) Â Â (854) Repurchases of common stock Â Â (11,851) Â Â â€” Â Principal payments on finance lease obligations Â Â (446) Â Â (427) Net cash provided by (used in) financing activities Â Â 66,976 Â Â Â (1,131) Net increase (decrease) in cash and cash equivalents Â Â (5,584) Â Â 19,631 Â Cash and cash equivalents at beginning of period Â Â 7,105 Â Â Â 11,009 Â Cash and cash equivalents at end of period Â $ 1,521 Â Â $ 30,640 Â â€‹ Â â€‹ Â Â â€‹ Â Supplemental cash flow information Â Â Â Â Â Â Â Â Cash paid for interest Â $ 28,122 Â Â $ 23,801 Â Cash paid (received) for income taxes, net Â $ (109) Â $ 3,776 Â Equipment acquired under finance lease Â $ 509 Â Â $ 632 Â Â See accompanying NotesÂ to Condensed Consolidated Financial Statements Â 8 Table of Contents Â OMEROS CORPORATION NOTESÂ TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (unaudited) Â Â NoteÂ 1â€”Organization and Basis of Presentation Â General Â Omeros Corporation (â€œOmeros,â€ the â€œCompanyâ€ or â€œweâ€) is a clinical-stage biopharmaceutical company committed to discovering, developing and commercializing first-in-classÂ small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancersÂ and addictive and compulsive disorders.Â Â Our clinical-stage development programs include: narsoplimab, our antibody targeting mannan-binding lectin-associated serine protease 2 (â€œMASP-2â€), the effector enzyme of the lectin pathway of complement; OMS1029, our long-acting antibody targeting MASP-2; zaltenibart, also known as OMS906, our antibody targeting mannan-binding lectin-associated serine protease-3 (â€œMASP-3â€), the key activator of the alternative pathway of complement; and OMS527, our phosphodiesterase 7 (â€œPDE7â€) inhibitor program. Â Clinical development of narsoplimab is currently focused primarily on hematopoietic stem cell transplant-associated thrombotic microangiopathy (â€œTA-TMAâ€). We successfully completed a pivotal clinical trial for narsoplimab in TA-TMA and previously submitted to FDA a biologics license application (â€œBLAâ€) seeking marketing approval for narsoplimab in this indication. In late 2021, FDA issued a complete response letter (â€œCRLâ€) with respect to the BLA in which the agency indicated that additional information would be needed to support regulatory approval. We appealed FDAâ€™s decision to issue the CRL through a formal dispute resolution process that concluded in late 2022.Â Although our appeal was denied, the decision identified potential paths for resubmission of the BLA, including paths based on comparison of survival data from our completed pivotal trialÂ previously submitted to FDA an analysis plan to assess survival data from our completed clinical trial, existing data from aÂ historical control population available from an external source, and data from the narsoplimab expanded access program.Â As a part of our most recent meeting with FDA, in September 2024, we received minor feedback on our proposed statistical analysis plan for the primary endpoint â€” patient survival in our pivotal narsoplimab trial compared to that in an external registry of TA-TMA patients â€” which was a limited request to include certain additional sensitivity analyses. Additional sensitivity analyses were quickly incorporated into the plan and sent back to FDA. FDAâ€™s reply is expected in November 2024. We have no other information requests pending and are not aware of any other impediment to resubmitting our narsoplimab BLA. After receiving FDAâ€™s response and, assuming general alignment on the revised plan, we intend to proceed with conducting the primary and secondary efficacy analyses. If the results support resubmission, then we intend to finalize and resubmit our BLA as soon as possible. We are currently unable to provide a specific estimate of when or if we will resubmit the BLA or, subsequently, FDAâ€™s timing for a decision regarding approval. Even if the results of the efficacy analysis are favorable and FDA accepts our resubmitted BLA for review, as with any BLA or new drug application, there can be no guarantee that FDAÂ will approve narsoplimab for TA-TMA. Â Our lectin pathway program also includes OMS1029, our long-acting antibody targeting MASP-2. We have completed Phase 1 clinical trials evaluating both single-ascending andÂ multiple ascending doses of OMS1029. Results of these studies support once-quarterly dosing administered either intravenously or subcutaneously.Â OMS1029 has been well tolerated to date with no safety concerns identified. We are evaluatingÂ several potential indications for Phase 2 clinical development of OMS1029. Â Our pipeline of clinical-stage complement-targeted therapeutic candidates also includes zaltenibart, a proprietary, patented monoclonal antibody targeting MASP-3,Â the key activator ofÂ the alternative pathway of complement.Â We have threeÂ ongoing clinical trials evaluating zaltenibartÂ for the treatment of paroxysmal nocturnal hemoglobinuria (â€œPNHâ€). The first is in PNH patients who have not previously been treated with a complement inhibitor, and the second is in PNH patients who have had an unsatisfactory

response to the C5 inhibitor ravulizumab. The third clinical trial is an open-label extension study to assess the long-term efficacy and safety of zaltenibart in patients who have completed either of the other two PNH Phase 2 clinical trials. We also have an ongoing clinical program evaluating zaltenibart for the treatment of C3G, a rare and debilitating renal disease driven byÂ complementÂ dysregulation. Â Our phosphodiesterase 7 (â€œPDE7â€) inhibitor program, which we refer to as OMS527, comprises multiple PDE7 inhibitor compounds and is based on our discoveries of previously unknown links between PDE7 and any addiction or compulsive disorder, and between PDE7 and any movement disorders. In April 2023, we were awarded a grant from the National Institute on Drug Abuse (â€œNIDAâ€), part of the National Institutes of Health, to develop, at NIDAâ€™s request, our lead orally administered PDE7 inhibitor compound, for which we have successfully completed a Phase 1 study, for the treatment of cocaine use disorder (â€œCUDâ€). NIDA awarded the grant to usÂ for a total of $6.69 million over three years, of which we have claimed and received $1.0Â million of funding to date and recognized $0.8Â million intoÂ Other Income in our condensed consolidated statement of operations and comprehensive loss. The grant is intended to support preclinical cocaine interaction/toxicology studies to assess safety of the therapeutic candidate in the presence of concomitant cocaine administration, as well as an in-patient, placebo-controlled clinical study evaluating the safety and effectiveness of OMS527 in adults with CUD who receive concurrent intravenous cocaine. TheÂ preclinical study is intended toÂ provide the toxicology data necessary toÂ support the human studyÂ of OMS527 in CUD.Â The toxicology study is underway and is expected to beÂ completed later this year. Assuming that the results support further development, we expect enrollment in the study evaluating OMS527 in adult patients with CUD to begin in 2025, also fully funded by NIDA. Â We also have various programs in preclinical research and development. Â OMIDRIAÂ Sale and Royalty Monetization Transactions Â On December 23, 2021, we closed an Asset Purchase Agreement (the â€œAsset Purchase Agreementâ€) with Rayner Surgical Inc. (â€œRaynerâ€) for the sale of our commercial product OMIDRIA and certain related assets including inventory and prepaidÂ expenses.Â As a result of the divestiture, the results of OMIDRIA activities areÂ classified asÂ discontinued operations in our condensed consolidated statements of operations and comprehensive lossÂ and excluded from continuing operations for all periods presented (See â€œNote 7 â€” Discontinued Operations â€“Â Sale of OMIDRIAâ€). Â On September 30, 2022, we sold an interest in a portion of our future OMIDRIA royalty receipts to DRI Healthcare Acquisition LP (â€œDRIâ€) andÂ received $125.0 million in cash consideration, which we recorded as an OMIDRIA royalty obligationÂ on our condensed consolidated balance sheet. Interest expense on the royalty obligation is recorded as a component of continuing operations.Â Â On February 1, 2024, we sold an expanded interest in ourÂ OMIDRIA royalties to DRI andÂ received $115.5 million in cash consideration, which we recorded as an addition to the OMIDRIA royalty obligation. The amended and restated royalty purchase agreement with DRI (the â€œDRI Amendmentâ€) eliminatesÂ the previously existing annual caps on royalty payments after January 1, 2024, and provides that DRI now receives all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024 and December 31, 2031. WeÂ areÂ entitled to retain all royalties on net sales of OMIDRIA outside of the United States.Â (See â€œNote 8 â€” OMIDRIA Royalty Obligationâ€). Â Term Loan and Repurchase ofÂ 2026 Notes Â On June 3, 2024, we, with certain subsidiaries, as guarantors, entered into a Credit and Guaranty Agreement (theÂ â€œCredit Agreementâ€) with funds managed by Athyrium Capital Management LP (collectively,Â â€œAthyriumâ€) and funds managed by Highbridge Capital Management, LLCÂ (collectively,Â â€œHighbridgeâ€) as lenders (theÂ â€œLendersâ€). The Credit Agreement provides for a senior secured term loan facility of up to $92.1 million, consisting of an initial term loan of $67.1 million (the â€œInitial Term Loanâ€) and a $25.0 million delayed draw term loan (the â€œDelayed Draw Term Loanâ€), which may be drawn once in full upon notice deliveredÂ on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. Â Also on June 3, 2024, we used the Initial Term Loan along with $21.2 million of cash on hand, to repurchase from the Lenders $118.1 million aggregate principal amount of our existing 5.25% convertible senior notes due on February 15, 2026 (the â€œ2026 Notesâ€ and such repurchase, theÂ â€œ2026 Note Repurchase Transactionâ€), which resulted in a $51.0 million reduction in outstanding debt. In addition, we paid accrued and unpaid interest on the repurchased 2026 NotesÂ through the closing date of the transaction. As a post-closing adjustment, we accrued $0.6 million which was paid in July 2024 in additional consideration to a certain Lender. (SeeÂ â€œNote 6Â â€” Debtâ€ for a description of the Credit Agreement provisions).Â Â Basis of Presentation Â Our condensed consolidated financial statements include the financial position and results of operations of Omeros and our wholly owned subsidiaries. All inter-company transactions have been eliminated. The accompanying condensed consolidated financial statements reflect all adjustments, consisting of normal recurring adjustments and non-recurring adjustments, considered necessary for the fair presentation of such information. Our financial statements have been prepared in accordance with U.S. generally accepted accounting principles (â€œGAAPâ€). Â TheseÂ financial statements should be read in conjunction with the audited financial statements and notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2023, from which the December 31, 2023, condensed consolidated balance sheet has been derived. Â Liquidity and Capital Resources Â As of September 30, 2024, we had cash, cash equivalents and short-term investments of $123.2Â million. For the nine months ended September 30, 2024, our cash used in operations was $119.8 million. This includes an $18.4Â million charge for delivery of narsoplimab drug substance. In addition, we madeÂ a $21.2 million payment to repurchase $118.1 millionÂ of our 2026 Notes. Pursuant to a covenant in the Credit Agreement entered on June 3, 2024, we must maintain $25.0 million of unrestricted cash and cash equivalents at all times. Â 9 Table of Contents Â In recent years, Omeros hasÂ incurred net losses from continuing operations and negative cash flows from operations. The recurring losses, in combination with our cash and investment balances as of September 30, 2024, and an expected repayment ofÂ a portion of our outstanding debt on or prior to November 2025, raises substantial doubt about our ability to continue as a going concern.Â The accompanying condensed consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from uncertainty related to our ability to continue as a going concern. Â As we currently do not have an ongoing source of revenue sufficient to cover our operating costs,Â we will needÂ to raise additional capital to accomplish our business plan. We have a sales agreement to sell shares of our common stock, from time to time, in an â€œat the marketâ€ equity offering facility through which we may offer and sell shares of our common stock equaling an aggregate amount ofÂ up toÂ $150.0 million. In addition, our Delayed Draw Term Loan of $25.0 millionÂ may be drawn once in full upon notice deliveredÂ on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. Proceeds of the Delayed Draw Term Loan may only be used towards any related transaction costs and for commercialization of narsoplimabÂ efforts of TA-TMA. Â We may pursue additional debt financings to retire the 2026 Notes that remain outstanding and to fund operations.Â Should it be necessary or determined to be strategically advantageous, we may also pursue public and private offerings of our equity securities, additional debt transactions/restructuring, future royalty sales, or other strategic transactions, which may include licensing or selling a portion or all of one or more of our existing technologies . However, pursuing debt financings, certain equity offerings or other strategic transactions may result in mandatory prepayments of the Initial Term Loan to the Credit Agreement. (SeeÂ â€œNote 6Â â€” Debtâ€ for further details). Â If these capital resources, for any reason, are needed but inaccessible, it would have a significantly negative impact on our financial condition. For purposes of determining available capital resources, royalty and/or milestone receipts are excluded. Should it be necessary, we planÂ to manage our operating expenses and reduce our projected cash requirements by delaying clinical trials, reducing selected research and development efforts, or implementing other restructuring activities. Â The conditions described above, when evaluatedÂ in accordance with the relevant accounting literature, raise substantial doubt with respect to our ability to meet our obligations through November 13, 2025. â€‹ Use of Estimates Â The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Significant items subject to such estimates include the OMIDRIA contract royalty asset valuation, the OMIDRIA royalty obligation valuation, stock-based compensation expense, and accruals for clinical trials and manufacturing of drug product. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances; however, actual results could differ from these estimates. Â NoteÂ 2â€”Significant Accounting Policies Â Segment Reporting Â We operate in one business segment and focusÂ on the research, discovery, development and commercialization of small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancersÂ and addictive and compulsive disorders. Â Discontinued OperationsÂ Â We review the presentation of planned or completed business dispositions in the condensed consolidated financial statements based on the available information and events that have occurred. The review consists of evaluating whether the business meets the definition of a component for which the operations and cash flows are clearly distinguishable from the other components of the business and, if so, whether it is anticipated that, after the disposal, the cash flows of the component would be eliminated from continuing operations and whether the disposition represents a strategic shift that has a major effect on operations and financial results. Â Planned or completed business dispositions are presented as discontinued operations when all the criteria described above are met. For those divestitures that qualify as discontinued operations, all comparative periods presented are reclassified in the condensed consolidated balance sheets. Additionally, the results of operations of a discontinued operation are reclassified to income from discontinued operations, net of tax, for all periods presented in the condensed consolidated statements of operations and comprehensive income (loss). Results of discontinued operations include all revenues and expenses directly derived from such businesses. General corporate overhead is not allocated to discontinued operations. The OMIDRIA asset sale to Rayner qualifies as a discontinued operation and has been presented as such for all reporting periods presented.Â Â OMIDRIA Royalties, Milestones and Contract Royalty Assets Â WeÂ have rights to receive future royalties from Rayner on OMIDRIA net sales at royalty rates that vary based on geography and certain regulatory contingencies. Therefore, future OMIDRIA royalties are treated as variable consideration. The sale of OMIDRIA qualified as an asset sale under GAAP. To measure the OMIDRIA contract royalty asset, we useÂ the expected value approach which is the sum of the discounted probability-weighted royalty paymentsÂ we would receive using a range of potential outcomes, to the extent that it is probable that a significant reversal in the amount of cumulative income recognized will not occur. The royalty rate applicable to U.S. net sales of OMIDRIA is 30%Â until the expiration or termination of the last issued and unexpired U.S. patent, which we expect to occur no earlier thanÂ 2035. Royalties earned are recorded as a reduction to the OMIDRIA contract royalty asset. All royalties received from Rayner, other than royalties related to any sales outside the U.S. and any royalties received after December 31, 2031, U.S. or ex-U.S. are passed through directly to DRI and are accounted for as interest expense and a reduction of the OMIDRIA royalty obligation.Â The amount recorded in discontinued operations in future periods will reflect interest earned on the outstanding OMIDRIA contract royalty asset atÂ 11.0% and any amounts we receive that are different from the expected royalties. The OMIDRIA contract royalty asset isÂ re-measured quarterlyÂ using the expected value approach, which incorporates actual results and future expectations. Any required adjustment to the OMIDRIA contract royalty asset isÂ recorded in discontinued operations. Â OMIDRIA Royalty Obligation Â OnÂ September 30, 2022, we sold to DRIÂ an interest in a portion of our future OMIDRIA royalty receipts for a purchase price of $125.0 million, which was recorded as an â€œOMIDRIA royalty obligationâ€ on our condensed consolidated balance sheet. On February 1, 2024, we sold to DRI our remaining U.S. OMIDRIA royalty receiptsÂ through December 31, 2031 for $115.5 million in cash, which increased the OMIDRIA royalty obligation by the same amount. The OMIDRIA royalty obligation is valued based on our estimates of future OMIDRIA royalties and is amortized through December 31, 2031Â using the implied effective interest rate of 10.27%.Â Interest expense is recorded in continuing operations.Â Â 10 Table of Contents Â To the extent our estimates of future royalties differ materially from previous estimates, we will adjust the carrying amount of the liability for future OMIDRIA royalties to the present value of the revised estimated cash flows, discounted at the implied effective interest rate of 10.27% utilizing the cumulative catch-up method. The offset to the adjustment would be recognized as a component of net income (loss) from continuing operations and is recorded as a non-cash adjustment to interest expense (see â€œNote 8 â€”Â OMIDRIA Royalty Obligationâ€).Â Â Repurchase ofÂ 2026 Notes Â WeÂ performed an assessment of theÂ Credit Agreement and 2026 Note Repurchase Transaction we entered intoÂ onÂ June 3, 2024 and determined that it met the criteria to be accounted for as a troubled debt restructuring.Â As a result,Â the $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price (consisting of theÂ $67.1 millionÂ Initial Term Loan and $21.2 million from cash on hand) was recorded as a premium (i.e., an increase) to the long-term debt recorded on the Companyâ€™s condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium will be amortized as both a reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan. Â Inventory Â We expense inventory costs related to product candidates as research and development expenses until regulatory approval is reasonably assured in the U.S. or the European Union (â€œEUâ€). Once approval is reasonably assured, costs, including amounts related to third-party manufacturing, transportation and internal labor and overhead, will be capitalized. Â Right-of-Use Assets and Related Lease Liabilities Â We record operating leases as right-of-use assets and recognize the related lease liabilities equal to the fair value of the lease payments using our incremental borrowing rate when the implicit rate in the lease agreement is not readily available. We recognize variable lease paymentsÂ when incurred. Costs associated with operating lease assets are recognized on a straight-line basis within operating expenses over the term of the lease. Â We record finance lease obligations as a component of property and equipment and amortize these assets within operating expenses on a straight-line basis to their residual values over the shorter of the term of the underlying lease or the estimated useful life of the equipment. The interest component of finance lease obligations is included in interest expense and recognized using the effective interest method over the lease term. Â We account for leases with initial terms of 12Â months or less as an operating expense. Â Stock-Based Compensation Â Stock-based compensation expense is recognized for all share-based payments, including grants of stock option awards based on estimated fair values. The fair value of our stock is calculated using the Black-Scholes option-pricing model, which requires judgmental assumptions around volatility, risk-free rates, forfeiture rates and expected term. Compensation expense is recognized over the requisite service periods, which is generally the vesting period, using the straight-line method. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates. Â Common Stock Repurchases Â Historically, we have repurchased shares of our common stock from time to time under authorization made by our Board of Directors. Under Washington State law, repurchased shares are retired and not presented as treasury stock on the condensed consolidated financial statements. The terms of the Credit Agreement prohibit us from repurchasing our common stock, unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement.Â Â Income Taxes Â Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their tax basis. Deferred tax assets and liabilities are measured using enacted tax rates applied to taxable income in theÂ years in which those temporary differences are expected to be recovered or settled. We recognize the effect of income tax positions only if those positions are more likely than not of being sustained upon an examination. A valuation allowance is established when it is more likely than not that the deferred tax assets will not be realized. Â Financial Instruments and Concentrations of Credit Risk Â Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents and short-term investments. Cash and cash equivalents are deposited in checking and sweep accounts at financial institutions. At times, our cash and cash equivalents balance held at a financial institutionÂ mayÂ exceedÂ the federally insured limits. To limit the credit risk, we invest our excess cash in high-quality securities such as money market mutual funds, certificates of deposit and U.S. treasury bills. The Company has not experienced any losses on its deposits of cash and cash equivalents. Management believes that the Company is not currently exposed to significant credit risk as the Companyâ€™s short-term investments are held in custody at third-party financial institutions. The Companyâ€™s investment policy limits investments to certain types of securities issued by the U.S. government, its agencies and institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and investments, and issuers of the investments to the extent recorded on the unaudited condensed consolidated balance sheets. As of September 30, 2024, the Company has no off-balance sheet concentrations of credit risk. Â NoteÂ 3â€”Net Loss Per ShareÂ Â Basic net income (loss) per share (â€œBasic EPSâ€)Â is computed by dividing net income (loss) by the weighted average number of common shares outstanding during the period. Diluted net income (loss) per share (â€œDiluted EPSâ€) is computed by dividing net income (loss) by the weighted average number of common shares and potentially dilutive common shares outstanding during the period using the treasury stock method.Â We do not compute Diluted EPS for periods in which we have overall net income and a net loss from continuing operations.Â Â Potentially dilutive securities are as follows: Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â 2026 Notes convertible to common stock (1)(2) Â Â 5,293,414 Â Â Â Â 12,172,008 Â Â Â Â 8,882,651 Â Â Â Â 12,172,008 Â 2023 Notes convertible to common stock (3) Â Â â€” Â Â Â 4,941,739 Â Â Â â€” Â Â Â 4,941,739 Â Â Â â€” Â Â Â 4,941,739 Â Outstanding options to purchase common stock Â Â 176,121 Â Â Â 34,450 Â Â Â 108,507 Â Â Â 37,394 Â Outstanding restricted stock units(4) Â Â â€” Â Â Â 70,250 Â Â Â â€” Â Â Â 70,250 Â Total potentially dilutive shares excluded from net loss per share Â Â 5,469,535 Â Â Â 17,218,447 Â Â Â 8,991,158 Â Â Â

17,221,391 Â Â Â (1) The 2026 Notes are subject to a capped call arrangements that potentially reduces the dilutive effect of conversion as described in â€œNote 6Â â€” Debt.â€ Any potential impact of the capped call arrangementÂ is excluded from this table. Â (2) On June 3, 2024, we repurchased $118.1 million of our 2026 Notes reducing any effect of dilution related to those notes. For further details refer toÂ â€œNote 6Â â€” Debt.â€ Â Â (3) The 2023 Notes (defined below) were fully extinguished upon maturity on November 15, 2023. Â (4) The outstanding restricted stock units were vested and converted to shares of common stock on December 1, 2023. Â NoteÂ 4â€”Investments and Fair-Value Measurements Â All of our investments are held in our name and are classified as short-term and held-to-maturity on the accompanying condensed consolidated balance sheets. Interest income is included as a component of other income on our condensed consolidated statement of operations and comprehensive loss. Interest and other income for the three months ended September 30, 2024 andÂ September 30, 2023 consists primarily of interest earned of $1.8Â million and $4.0Â million, respectively. Interest and other income for theÂ nine months ended September 30, 2024 andÂ September 30, 2023 consists primarily of interest earned of $7.1Â million and $11.7Â million, respectively. Â The following tables summarize our investments: Â â€‹ Â September 30, 2024 Â â€‹ Â Â Â Â Â Â Gross Unrealized Â Â Â Â Â Â Â Amortized Cost Â Â Gains/(Losses) Â Â Estimated Fair Value Â â€‹ Â (In thousands) Â â€‹ Â â€‹ Â Â â€‹ Â Â â€‹ Â U.S. government securities classified as short-term investments Â $ 19,924 Â Â $ 4 Â Â $ 19,928 Â Money-market funds classified as short-term investments Â Â 101,712 Â Â Â â€” Â Â Â 101,712 Â Total short-term investments Â Â 121,636 Â Â Â 4 Â Â Â 121,640 Â Certificate of deposit classified as non-current restricted investments Â Â 1,054 Â Â Â â€” Â Â Â 1,054 Â Total investments Â $ 122,690 Â Â $ 4 Â Â $ 122,694 Â Â 11 Table of Contents Â â€‹ Â December 31, 2023 Â â€‹ Â Â Â Â Â Â Gross Unrealized Â Â Â Â Â Â Â Amortized Cost Â Â Gains/(Losses) Â Â Estimated Fair Value Â â€‹ Â (In thousands) Â â€‹ Â â€‹ Â Â â€‹ Â Â â€‹ Â U.S. government securities classified as short-term investments Â $ 102,100 Â Â $ 19 Â Â $ 102,119 Â Money-market funds classified as short-term investments Â Â 62,643 Â Â Â â€” Â Â Â 62,643 Â Total short-term investments Â Â 164,743 Â Â Â 19 Â Â Â 164,762 Â Certificate of deposit classified as non-current restricted investments Â Â 1,054 Â Â Â â€” Â Â Â 1,054 Â Total investments Â $ 165,797 Â Â $ 19 Â Â $ 165,816 Â Â Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability, an exit price, in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The accounting standard establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required: Â Level 1â€”Observable inputs for identical assets or liabilities, such as quoted prices in active markets; Â Level 2â€”Inputs other than quoted prices in active markets that are either directly or indirectly observable; and Â Level 3â€”Unobservable inputs in which little or no market data exists, therefore they are developed using estimates and assumptions developed by us, which reflect those that a market participant would use. Â Our fair value hierarchy for our financial assets and liabilities are as follows: Â â€‹ Â September 30, 2024 Â â€‹ Â Level 1 Â Â Level 2 Â Â Level 3 Â Â Total Â â€‹ Â (In thousands) Â Assets: Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â U.S. government securities classified as short-term investments Â $ â€” Â Â $ 19,928 Â Â $ â€” Â Â $ 19,928 Â Money-market funds classified as short-term investments Â Â 101,712 Â Â Â â€” Â Â Â â€” Â Â Â 101,712 Â Total short-term investments Â Â 101,712 Â Â Â 19,928 Â Â Â â€” Â Â Â 121,640 Â Certificate of deposit classified as non-current restricted investments Â Â 1,054 Â Â Â â€” Â Â Â â€” Â Â Â 1,054 Â Total investments Â $ 102,766 Â Â $ 19,928 Â Â $ â€” Â Â $ 122,694 Â Â â€‹ Â December 31, 2023 Â â€‹ Â Level 1 Â Â Level 2 Â Â Level 3 Â Â Total Â â€‹ Â (In thousands) Â Assets: Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â U.S. government securities classified as short-term investments Â $ â€” Â Â $ 102,119 Â Â $ â€” Â Â $ 102,119 Â Money-market funds classified as short-term investments Â Â 62,643 Â Â Â â€” Â Â Â â€” Â Â Â 62,643 Â Total short-term investments Â Â 62,643 Â Â Â 102,119 Â Â Â â€” Â Â Â 164,762 Â Certificate of deposit classified as non-current restricted investments Â Â 1,054 Â Â Â â€” Â Â Â â€” Â Â Â 1,054 Â Total investments Â $ 63,697 Â Â $ 102,119 Â Â $ â€” Â Â $ 165,816 Â Â Cash held in demand deposit accounts of $1.5Â million and $7.1 million is excluded from our fair-value hierarchy disclosure as ofÂ September 30, 2024 and December 31, 2023, respectively. The carrying amounts reported in the accompanying condensed consolidated balance sheets for receivables, accounts payable and accrued liabilities, and other current monetary assets and liabilities approximate fair value. Â See â€œNote 6 â€” Debtâ€ and â€œNote 8 â€” OMIDRIA Royalty Obligationâ€ for the carrying amount and estimated fair value of ourÂ outstanding term loan, convertible senior notes and the OMIDRIA royalty obligation. Â NoteÂ 5Â â€”Â Certain Balance Sheet Accounts Â OMIDRIA Contract Royalty Asset Â The OMIDRIA contract royalty asset consists of the following: Â â€‹ Â September 30, Â Â December 31, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Short-term contract royalty asset Â $ 29,243 Â Â $ 29,373 Â Long-term contract royalty asset Â Â 129,488 Â Â Â 138,736 Â Total OMIDRIA contract royalty asset Â $ 158,731 Â Â $ 168,109 Â SeeÂ â€œNoteÂ 7 â€” Discontinued Operations â€”Â Sale of OMIDRIAâ€ for discussion regarding the estimated fair value of our OMIDRIA contract royalty asset. Â Receivables Â Receivables consist of the following: Â â€‹ Â September 30, Â Â December 31, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â OMIDRIA royalty receivables Â $ 6,095 Â Â $ 6,724 Â Other receivables Â Â 299 Â Â Â 1,372 Â Total receivables Â $ 6,394 Â Â $ 8,096 Â Â Â Â 12 Table of Contents Â Property and Equipment, Net Â Property and equipment, net consists of the following: Â â€‹ Â September 30, Â Â December 31, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Equipment under finance lease obligations Â $ 7,309 Â Â $ 6,929 Â Laboratory equipment Â Â 3,664 Â Â Â 3,525 Â Computer equipment Â Â 1,113 Â Â Â 1,113 Â Office equipment and furniture Â Â 624 Â Â Â 624 Â Total cost Â Â 12,710 Â Â Â 12,191 Â Less accumulated depreciation and amortization Â Â (10,771) Â Â (10,241) Total property and equipment, net Â $ 1,939 Â Â $ 1,950 Â Â For the three months ended September 30, 2024 and 2023, depreciation and amortization expense was $0.2 million for both periods. For the nine months ended September 30, 2024 and 2023, depreciation and amortization expense was $0.6Â million and $0.7Â million, respectively. Â Accrued Expenses Â Accrued expenses consists of the following: Â â€‹ Â September 30, Â Â December 31, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Clinical trials Â $ 8,404 Â Â $ 10,168 Â Employee compensation Â Â 6,930 Â Â Â 7,380 Â Contract research and development Â Â 4,453 Â Â Â 6,223 Â Interest payable Â Â 1,356 Â Â Â 4,242 Â Consulting and professional fees Â Â 1,296 Â Â Â 3,539 Â Other accrued expenses Â Â 807 Â Â Â 316 Â Total accrued expenses Â $ 23,246 Â Â $ 31,868 Â Â 13 Table of Contents Â NoteÂ 6â€”Debt Â â€‹ 2024 Secured Term Loan Â On June 3, 2024, we entered into a CreditÂ Agreement with the Lenders, which provides for a term loan credit facility of up to $92.1 million, in aggregate, consisting of an Initial Term Loan ofÂ $67.1 million andÂ a Delayed Draw Term Loan of $25.0 million. The Delayed Draw Term Loan may be drawn once in full upon notice deliveredÂ on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. The Delayed Draw Term Loan would be issued with an original issue discount of 3.0% and the proceeds may be used only for commercialization of narsoplimab in TA-TMA and transaction costs associated with the Delayed Draw Term Loan. Until the earlier of November 1, 2025 and the date we electÂ to utilizeÂ the Delayed Draw Term Loan, the Company, at its sole discretion, may exchange up to $14.9 million aggregate principal amount of outstanding 2026 Notes for cash and/orÂ additional term loan amounts, with the holders of such notes becoming Lenders under the Credit Agreement (any such additional term loans, together with the Initial Term Loan and the Delayed Draw Term Loan, the â€œLoansâ€). As of November 13, 2024, no such additional exchanges have occurred. All indebtedness under the Credit Agreement isÂ secured by a first-priority security interest in and lien on substantially all our tangible and intangible property, subject to customary exceptions, and excluding royalty interests in OMIDRIAÂ® and certain related rights. Â In connection with our entry into the Credit Agreement, we used the Initial Term LoanÂ along with $21.2 million of cash on hand to repurchaseÂ $118.1 million aggregate principal amountÂ of the 2026 Notes held by the Lenders. The total consideration paid at closing of $88.3 million represents a purchase price equal to approximately 75% of the par value of the 2026 Notes retired in the transaction. The reduction in the aggregate outstanding principal balance of ourÂ 2026 Notes and incurrence of a new Initial Term LoanÂ resulted in a $51.0 million reduction of our outstanding debt.Â The $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price was recorded as a premium (i.e., an increase) to the long-term debtÂ on the Companyâ€™s condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium is being amortized as both a non-cash reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan. As a post-closing adjustment, we accrued $0.6 million which wasÂ paid in July 2024 in additional cash consideration to a certain Lender. Â The amountÂ outstanding on the Initial Term LoanÂ isÂ as follows: Â â€‹ Â September 30, Â â€‹ Â 2024 Â â€‹ Â (In thousands) Â Principal amount Â $ 67,077 Â Unamortized debt premium, net of issuance costs and other Â Â 25,350 Â Total long-term debt Â $ 92,427 Â Â The LoansÂ have a stated maturity date of June 3, 2028 and bear interest at an adjusted secured overnight financing rate (â€œadjusted SOFRâ€),Â subjectÂ to a 3.0% floor, plus 8.75%Â per annum, payable quarterly from the closing date. As of September 30, 2024, the contractual interest rate on the LoansÂ was 13.87%. We have the option to pay all of the interest in cash or to pay 50% in cash and pay-in-kind (â€œPIKâ€), the remaining interest. When this provision is elected, interest for the quarter, including both the cash interest and PIK interest, is calculated based on adjusted SOFR plus a 10.25% PIK margin (instead of the customary 8.75% margin). The PIK interest is then added to the outstanding principal balance and interest is computed using the original adjusted SOFRÂ plus 8.75% margin rate. Due to the premium amortization on the Initial Term Loan, interest expense is currently being recognized at anÂ implied effective interest rate ofÂ 1.52%. Â The following table sets forth interest expense recognized related to the Initial Term Loan: Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, 2024 Â â€‹ Â (In thousands) Â Contractual interest expense Â $ 2,433 Â Â $ 3,147 Â Amortization of premium and debt issuance costs Â Â (2,060) Â Â (2,659) Total interest expense Â $ 373 Â Â $ 488 Â Â WeÂ may elect to prepay the Loans, in whole or in part, in cash, plus an applicable prepayment and/or make-whole premium. Under certain circumstances, we areÂ required to prepay all or a portion of the outstanding Loans, plus an applicable prepayment and/or make-whole premium, as described below. Â (1)Â Â If, on November 1, 2025, (i) the aggregate outstanding principal amount of the outstanding 2026Â Notes that is not held by the Lenders equals or exceeds $38.5 million and (ii)Â we have not made or delivered notice that we expect to make certain voluntary or mandatory prepayments under the Credit Agreement of at least $20.0 million in the aggregate, then we would be required, on or prior to November 15, 2025, to make a $20.0 million mandatory prepayment, together with a $1.0 million prepayment premium. Â (2)Â Â Upon the occurrence of a change inÂ control, we must prepay the entire outstanding amount of the Loans, plus the applicable make-whole or prepayment premium. Â (3)Â Â We must prepay the Loans in an amount equal to:Â (i) 25.0% of any milestone payments received from DRI or its affiliates on the basis of net sales of OMIDRIA;Â (ii) 60.0% of the net cash proceeds (excluding transaction expenses and certain milestone payments) received by Omeros from the sale or license of ourÂ assets (or in the case of an asset sale or license involving narsoplimab that occurs while any Delayed Draw Term LoanÂ isÂ outstanding, an amount equal to 100% of the net cash proceeds from such transaction);Â (iii) 100.0% of net cash proceeds of indebtedness incurred by the Company other than as permitted by the Credit Agreement; and (iv) 100% of the net cash proceeds of insurance recoveries on loss of property, except to the extent utilized to repair or replace the relevant assets within a specified time. Â Voluntary and mandatory prepayments of the Loans are subject to payment of the following premiums: (i) during the first year of such Loans, a make-whole premium plus 5.0% of the applicable prepayment amount (unless the prepayment is made in contemplation of a change of control, in which case only the make-whole premium would be payable);Â (ii) during the second year, a prepayment premium equal to 5.0% of the applicable prepayment amount;Â and (iii) during the third year, a prepayment premium equal to 3.0% of the applicable prepayment amount. Â The Credit Agreement contains certain customary default provisions, representations and warranties and affirmative and negative covenants. These include a covenant requiring usÂ to maintain at all times unrestricted cash and cash equivalents of at least $25.0 million in accounts subject to control agreements and a covenant limiting the use of cash for open market or privately negotiated repurchases of any outstanding 2026 Notes to: (i) an initial amount not exceeding $25.0 million, which may be increased by up to an additional $10.0 million subject to the satisfaction of certain conditions;Â (ii) an unlimited amount, if the amount of the Loans outstanding at the time of repurchase does not exceed $38.5 million;Â and (iii) an additional amount not to exceed 50% of the net cash proceeds from an equity offering, provided that the CompanyÂ offers to prepay an equal amount of the LoansÂ with the net cash proceeds of suchÂ offering. As of September 30, 2024, the Company was in compliance with theÂ covenants under the CreditÂ Agreement. After review of the customary default provisions, affirmative and negative covenants, and voluntary and mandatory prepayment options, this resulted in a net derivative asset that was not significant as of September 30, 2024. Â The fair value of the LoansÂ isÂ classified as a Level 3 liability. AsÂ of September 30, 2024, the approximate fair value of our Loan obligations was $69.5Â million. We determined the fair market value by discounting the future cash flows based on adjusted SOFR at each measurement date. Â 2023 Unsecured Convertible Senior Notes Â We extinguished the $95.0 million outstanding on our 6.25% convertible senior notesÂ (theÂ â€œ2023 Notesâ€) at par upon maturity on November 15, 2023. The following table sets forth interest expense recognized related to the 2023Â Notes. â€‹ â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Â (In thousands) Â Contractual interest expense Â $ â€” Â Â $ 1,484 Â Â $ â€” Â Â $ 4,453 Â Amortization of debt issuance costs Â Â â€” Â Â Â 179 Â Â Â â€” Â Â Â 528 Â Total Â $ â€” Â Â $ 1,663 Â Â $ â€” Â Â $ 4,981 Â Â 2026 Unsecured Convertible Senior Notes Â We have outstanding unsecured convertible senior notes which accrue interest at an annual rate ofÂ 5.25%Â per annum, payable semi-annually in arrears on February 15 and August 15 of each year. The 2026 Notes mature on February 15, 2026, unless earlier purchased, redeemed or converted in accordance with their terms. On June 3, 2024, we completed the 2026 NoteÂ Repurchase Transaction, through which we repurchased $118.1 million of principal amount outstanding on our 2026 Notes for total consideration of $88.3 million (approximatelyÂ 75% of par value), consisting of the Initial Term Loan of $67.1 million and $21.2 million of cash on hand. As discussed above, weÂ paid an additional $0.6 million in cash in July 2024 to certain Lenders as a post-closing adjustment under the 2026 NoteÂ Repurchase Transaction.Â Â Amounts outstanding on our 2026 Notes areÂ as follows: Â â€‹ â€‹ Â September 30, Â Â December 31, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Principal amount Â $ 97,862 Â Â $ 215,924 Â Unamortized debt issuance costs Â Â (830) Â Â (2,769) Total unsecured convertible senior notes, net Â $ 97,032 Â Â $ 213,155 Â â€‹ Â Â Â Â Â Â â€‹ Â Fair value of outstanding unsecured convertible senior notes (1) Â $ 66,668 Â Â $ 131,444 Â Â Â (1) The fair value is classified as Level 2Â liability due to the limited trading activity for the unsecured convertible senior notes. The fair value of the 2026 Notes is determinedÂ based on quoted prices in an over-the counter market using the most recent trading information at the end of the reporting period. The value of the conversion feature of the 2026 Notes is not deemed to be significant as the current market price of our common stock is below the initial conversion price of $18.49 per share of common stock. Â Unamortized debt issuance costs of $0.8Â million as of September 30, 2024Â are amortized to interest expense at an effective interest rate ofÂ 5.89%Â over the remaining term. Â The following table sets forth interest expense recognized related to the 2026 Notes: Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Â Contractual interest expense Â $ 1,284 Â Â $ 2,954 Â Â $ 6,488 Â Â $ 8,861 Â Amortization of debt issuance costs Â Â 144 Â Â Â 312 Â Â Â 713 Â Â Â 922 Â Total interest expense Â $ 1,428 Â Â $ 3,266 Â Â $ 7,201 Â Â $ 9,783 Â Â â€‹ The initial conversion rate isÂ 54.0906Â shares of our common stock perÂ $1,000Â of note principal (equivalent to an initial conversion price of approximatelyÂ $18.4875Â per share of common stock), which equaledÂ approximatelyÂ 12.2Â million shares issuable upon conversion, subject to adjustment in certain circumstances. Â The 2026 Notes are convertible at the option of the holders on or after November 15, 2025 at any time prior to the close of business on February 12, 2026, the second scheduled trading day immediately before the stated maturity date of February 15, 2026. Additionally, holders may convert their 2026 Notes at their option at specified times prior to the maturity date only if: Â (1)Â Â during any calendar quarter,Â the last reported sale price per share of our common stock exceedsÂ 130%Â of the conversion price of the 2026 Notes for each of at leastÂ 20Â trading days, whether or not consecutive,Â in the period ofÂ 30Â consecutive trading days ending on, and including, the last trading day of the immediately preceding calendar quarter; Â (2) Â during theÂ fiveÂ consecutive business days immediately after anyÂ five-consecutive-trading-day period (suchÂ five-consecutive-trading-day period, the â€œmeasurement periodâ€) in which the trading price perÂ $1,000Â principal amount of 2026 Notes for each trading day of the measurement period was less thanÂ 98%Â of the product of the last reported sale price per share of our common stock on such trading day and the conversion rate on such trading day; Â (3) Â there is an occurrence of one or more certain corporate events or distributions of our common stock; or Â (4)Â Â we call the 2026 Notes for redemption. Â We will settle any conversions by paying or delivering, as applicable, cash, shares of our common stock or a combination of cash and shares of our common stock, at our election, based on the applicable conversion rate(s). Â Subject to the satisfaction of certain conditions, we may redeem in whole or in part the 2026 Notes at our option through the 50th scheduled trading day immediately before the maturity date at a cash redemption price equal to the principal amount of the 2026 Notes to be redeemed plus any accrued and unpaid interest to, but excluding, the redemption date. The 2026 Notes are subject to redemption only if certain requirements are satisfied, including that the last reported sale price per share of our common stock exceedsÂ 130%Â of the conversion price on (i) each of at leastÂ 20Â trading days, whether or not consecutive, during theÂ 30Â consecutive trading days ending on, and including, the trading day immediately before the date we send the related redemption notice and (ii) the trading day immediately before the

date we send such notice. Â In order to reduce the dilutive impact or potential cash expenditure associated with the conversion of the 2026 Notes, we entered into capped call transactions in connection with the issuances of the 2026 Notes (theÂ â€œ2026 Capped Callâ€). The 2026 Capped Call will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2026 Notes, the number of shares of common stock underlying the 2026 Notes when our common stock is trading within the range of approximatelyÂ $18.49Â andÂ $26.10. However, should the market price of our common stock exceed theÂ $26.10Â cap, then the conversion of the 2026 Notes would have an additional dilutive impact or may require a cash expenditure to the extent the market price of our common stock exceeds the cap price. The 2026 Capped Call will expire on various dates over theÂ 50-trading-day period ranging from December 2, 2025 to February 12, 2026, if not exercised earlier. The 2026 Capped Call is a separate transaction and not part of the terms of the 2026 Notes and was executed separately from the issuance of the 2026 Notes. The amount paid for the 2026 Capped Call was recorded as a reduction to additional paid-in capital in the condensed consolidated balance sheet. The Company also retains all potential future value of the capped calls associated with the repurchased 2026 Notes. As of September 30, 2024, approximatelyÂ 12.2Â million shares remained outstanding under the 2026 Capped Call.Â Â Further, we concluded the 2026 Capped Call qualifies for a derivative scope exception for instruments that are both indexed to an entityâ€™s own stock and classified in stockholdersâ€™ equity in its balance sheet. Consequently, the fair value of the 2026 Capped Call ofÂ $23.2Â million is classified as equity, not accounted for as derivatives, and will not be subsequently remeasured. Â Minimum Commitments Â As of September 30, 2024, the most probable principal payments on our 2026 Notes and Term LoanÂ are as follows.Â Â Â Â Â 2026 Notes Â Â Term Loan Â Â Total Â Â Â Â (In thousands) Â 2025 Â $ â€” Â Â $ 20,000 Â Â $ 20,000 Â 2026 Â Â 97,862 Â Â Â â€” Â Â Â 97,862 Â 2027 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â 2028 Â Â Â â€” Â Â Â 47,077 Â Â Â 47,077 Â 2029 and thereafter Â Â Â â€” Â Â Â Â â€” Â Â Â â€” Â Total principal payments Â Â 97,862 Â Â Â 67,077 Â Â Â 164,939 Â Unamortized premiums, discounts and issuance costs and other Â Â (830) Â Â 25,350 Â Â Â 24,520 Â Carrying value of debt Â $ 97,032 Â Â $ 92,427 Â Â $ 189,459 Â Â 14 Table of Contents Â Â NoteÂ 7â€”Discontinued Operations - Sale of OMIDRIA Â OnÂ December 23, 2021, we sold the rights to OMIDRIA and related assets to Rayner, which is reported as discontinued operations in our condensed consolidated statements of operations and comprehensive loss and excluded from continuing operations for all periods presented.Â Â â€‹ In December 2022, we earned a $200.0Â million milestone payment upon the occurrence of anÂ event specified in the Asset Purchase Agreement with Rayner. The milestone payment was received in February 2023. Â Net income from discontinued operations is as follows: Â â€‹ Â Three Months Ended Â Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Interest earned on OMIDRIA contract royalty asset Â $ 4,210 Â Â $ 3,730 Â Â $ 12,824 Â Â $ 11,484 Â Remeasurement adjustments Â Â 731 Â Â Â 10,100 Â Â Â 7,384 Â Â Â 14,924 Â Other income, net Â Â (60) Â Â 76 Â Â Â 423 Â Â Â 480 Â Net income from discontinued operations, net of tax Â $ 4,881 Â Â $ 13,906 Â Â $ 20,631 Â Â $ 26,888 Â Â â€‹Â â€‹ The following is a roll forward of the OMIDRIA contract royalty asset (in thousands): Â OMIDRIA contract royalty asset at December 31, 2023 Â $ 168,109 Â Royalties earned Â Â (29,586) Interest earned on OMIDRIA contract royalty asset Â Â 12,824 Â Remeasurement adjustments Â Â 7,384 Â OMIDRIA contract royalty asset at September 30, 2024 Â $ 158,731 Â Â We remeasure the OMIDRIA contract royalty asset on a quarterly basis using the expected value approach, which incorporates actual results and future expectations. Â Cash flow from discontinued operations is as follows:Â Â â€‹ â€‹ Â Nine Months Ended Â â€‹ Â September 30, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Net cash provided by discontinued operations from operating activities Â $ 30,619 Â Â $ 232,081 Â Â Net cash provided by discontinued operations primarily represents royalties received and the $200.0 million milestone payment that we collected from Rayner in February 2023. â€‹All royalties earned on OMIDRIA sales within the U.S. through December 31, 2031 are remitted by Rayner to DRI via an escrow arrangement. Â NoteÂ 8â€”OMIDRIA Royalty ObligationÂ Â In September 2022, we sold to DRI an interest in our future OMIDRIA royalty receipts and received $125.0Â million in cash consideration, which was recorded as an OMIDRIA royalty obligation on our condensed consolidated balance sheet. DRI wasÂ entitled to receive royalties on OMIDRIA net sales between September 1, 2022 and December 31, 2030, subject to annual caps.Â Â Â InÂ February 2024, OmerosÂ and DRI expanded their royalty purchase agreement under the DRI Amendment, resulting in OmerosÂ receiving an additional $115.5Â million in cash consideration, which we accounted for as a modification of our existing debt from DRI. The DRI AmendmentÂ eliminated the annualÂ caps on royalty payments and provides that DRI will receive all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024Â and December 31, 2031.Â Â WeÂ retainÂ the right to receive all royalties payable by Rayner on any net sales of OMIDRIA outside the U.S. payable after January 1, 2024, as well as royalties on global net sales of OMIDRIA payable from and after December 31, 2031. To date, international royalties have not been significant.Â DRI has no recourse to our assets other than its interest in OMIDRIA royalties. Â We are also entitled to receive a milestone payment ranging between $10.0 million and $27.5 million if U.S. net sales of OMIDRIA reach applicable thresholds ranging between a total of $156.0 million and $160.0 million for any period of four consecutive quarters prior to January 1, 2026. In addition, we are entitled to receive a separate milestone payment ranging between $8.0 million and $27.5 million if U.S. net sales of OMIDRIA reach applicable thresholds ranging between a total of $181.0 million and $185.0 million for any period of four consecutive quarters prior to January 1, 2028. Â The following schedule is a roll forward of the OMIDRIA royalty obligation (in thousands): Â Balance at December 31, 2023 Â $ 125,126 Â Additional proceeds Â Â 115,525 Â Non-cash interest Â Â (1,553) Principal payments Â Â (15,125) Balance at September 30, 2024 Â $ 223,973 Â Â We account for the OMIDRIA royalty obligation under the catch-up method. The catch-up method requires that we adjust the carrying amount to match the present value of revised estimated cash flows of Raynerâ€™s U.S. net sales of OMIDRIA. We discounted the OMIDRIA royalty obligation at an implied effective interest rate of 10.27%.Â Â The OMIDRIA royalty obligation is classified as a Level 3 liability as its valuation requires substantial judgment and estimation of factors that are not currently observable in the market. As of September 30, 2024, the approximate fair value of our obligation was $213.4Â million.Â We determined the fair market value by discounting the estimated future cash flows based on the initial contractual rate adjusted for any changes in the prime rateÂ through to the measurement date. Â â€‹ For the three months ended September 30, 2024 and 2023, we incurred interest expense ofÂ $2.2Â million and $3.0Â million, respectively. For the nine months ended September 30, 2024 and 2023, we incurred interest expense of $13.7Â million and $8.9 million, respectively. Â â€‹ As of September 30, 2024, future expected principal and interest payments are as follows: Â â€‹ Â â€‹ Â Â â€‹ Â Â Â Â Â Â â€‹ Â Principal Â Â Interest Â Â Total Â â€‹ Â (In thousands) Â 2024 Â $ 3,806 Â Â $ 5,403 Â Â $ 9,209 Â 2025 Â Â 20,546 Â Â Â 20,468 Â Â Â 41,014 Â 2026 Â Â 23,778 Â Â Â 18,324 Â Â Â 42,102 Â 2027 Â Â 27,069 Â Â Â 15,875 Â Â Â 42,944 Â 2028 Â Â 30,711 Â Â Â 13,091 Â Â Â 43,802 Â Thereafter Â Â 118,063 Â Â Â 18,672 Â Â Â 136,735 Â Total scheduled payments Â $ 223,973 Â Â $ 91,833 Â Â $ 315,806 Â NoteÂ 9â€”Leases Â We have an operating lease for our office and laboratory facilities with an initial term that ends in November 2027 and two options to extend the lease term by an additional five years each. Restricted investments of $1.1 million represent the security deposit on our office and laboratory facilities. We have finance leases for certain laboratory and office equipment that have lease terms expiring through November 2026. Â Supplemental lease information is as follows: Â â€‹ Â Three Months Ended Â Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Lease cost Â Operating lease cost Â $ 1,610 Â Â $ 1,603 Â Â $ 4,822 Â Â $ 4,852 Â Finance lease cost: Â â€‹ Â Â Â Â Â Â â€‹ Â Â Â Â Â Amortization Â Â 173 Â Â Â 140 Â Â Â 468 Â Â Â 529 Â Interest Â Â 26 Â Â Â 29 Â Â Â 122 Â Â Â 121 Â Variable lease cost Â Â 824 Â Â Â 807 Â Â Â 2,622 Â Â Â 2,354 Â Sublease income Â Â (364) Â Â (375) Â Â (1,138) Â Â (1,125) Net lease cost Â $ 2,269 Â Â $ 2,204 Â Â $ 6,896 Â Â $ 6,731 Â Â 15 Table of Contents Â Cash paid for amounts included in the measurement of lease liabilities is as follows: Â â€‹ Â Nine Months Ended Â â€‹ Â September 30, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Cash paid for amounts included in the measurement of lease liabilities Â â€‹ Â Â Â â€‹ Â Cash payments for operating leases Â $ 5,272 Â Â $ 5,356 Â Cash payments for financing leases Â Â 534 Â Â Â 499 Â Â NoteÂ 10â€”Commitments and Contingencies Â Good and Service Contracts Â We have various agreements with third parties that collectively require payment of termination fees totaling $5.6Â million as of September 30, 2024 if we cancel the work within specific time frames, either prior to commencing or during performance of the contracted services. Â Development Milestones and Product Royalties Â WeÂ have enteredÂ a variety of development, collaboration, licensing or similar agreements with third parties under which we have accessed technology or services in connection with our development assets and programs. Some of these agreements require milestone payments based on achievements of development, regulatory or sales milestones, and/or low-single to low-double digit royalties on net income or net sales of the relevant product. For the three and nine months ended September 30, 2024,Â development milestone expenses were not significant. InÂ the three and nine months ended September 30, 2023, we paid a third-party licensor $5.0 million in connection with achievement of a development milestone in our zaltenibartÂ program. Â NoteÂ 11â€”Shareholdersâ€™Â Equity (Deficit)Â Â Common Stock Â At the Market Sales Agreement - We have a sales agreement to sell shares of our common stock having an aggregate offering price of up to $150.0 million, from time to time, through an â€œat the marketâ€ equity offering program. As of September 30, 2024, we have not sold any shares under this program. Â Share Repurchase Program - On November 9, 2023, the Board of Directors approved an indefinite term share repurchase program under which we were authorized to repurchase from time to time up to $50.0 million of our common stock in the open market or through privately negotiated transactions. Since inception of the program, we have repurchased and retired 5.0 million shares at an average price of $3.30Â per share.Â During the first quarter of 2024, we repurchased and retired 3.2Â million shares of common stock at an average share price ofÂ $3.71 atÂ an aggregate costÂ of $11.9Â million. The terms of the Credit Agreement prohibit us from repurchasing our common stock unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement. Â NoteÂ 12â€”Stock-Based Compensation Â â€‹ Our stock option plans provide for the grant of incentive and non-qualified stock options, restricted stock awards, restricted stock units, and other stock awards to employees, non-employee directors and consultants. Â 16 Table of Contents Â Stock-based compensation is as follows: Â Â Â Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Â (In thousands) Â Continuing operations Â â€‹ Â Â â€‹ Â â€‹ Â Â â€‹ Â â€‹ Â Research and development Â $ 1,063 Â Â $ 1,305 Â Â $ 3,146 Â Â $ 3,710 Â Selling, general and administrative Â Â 1,578 Â Â Â 2,054 Â Â Â 4,921 Â Â Â 5,456 Â Total stock-based compensation in continuing operations Â Â 2,641 Â Â Â 3,359 Â Â Â 8,067 Â Â Â 9,166 Â Discontinued operations Â Â â€” Â Â Â (124) Â Â â€” Â Â Â (207) Total stock-based compensation Â $ 2,641 Â Â $ 3,235 Â Â $ 8,067 Â Â $ 8,959 Â The fair value of each option grant is estimated on the date of grant using the Black-Scholes option-pricing model. The following assumptions were applied to all stock option grants: Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, 2024 Â Â September 30, 2024 Â Estimated weighted-average fair value Â $ 3.06 Â Â $ 2.60 Â Weighted-average assumptions: Â â€‹ Â Â Â â€‹ Â Expected volatility Â Â 96 % Â Â 95 % Expected life, in years Â Â 7.4 Â Â Â 7.2 Â Risk-free interest rate Â Â 4.22 % Â Â 4.36 % Expected dividend yield Â Â Â â€” % Â Â Â â€” % Â Expected volatility is based on the historical volatility of our stock price weighted by grant issuances over the reporting period. We estimated the expected life of the stock options granted using the historical exercise behavior of option holders. The risk-free interest rate is based on the U.S. Treasury yield curve in effect at the time of grant. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates. Â Stock option activity for all stock plans and related information is as follows: Â â€‹ Â Â â€‹ Â Â Â Weighted- Â Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Â Â Average Â Â Â â€‹ Â Â Aggregate Â Â â€‹ Â Â â€‹ Â Â Exercise Â Â Â Remaining Â Â Intrinsic Â â€‹ Â Â â€‹ Â Options Â Â Price per Â Â Contractual Life Â Â Value Â â€‹ Â Outstanding Â Â Share Â Â (In years) Â Â (In thousands) Â Balance at December 31, 2023 Â Â 15,255,154 Â Â Â $ 9.50 Â Â Â Â Â Â Â Â Â Granted Â Â 3,280,500 Â Â Â 3.13 Â Â Â Â Â Â Â Â Â Exercised Â Â (16,404) Â Â 3.19 Â Â Â Â Â Â Â Â Â Forfeited Â Â (386,181) Â Â 6.91 Â Â Â Â Â Â Â Â Â Balance at September 30, 2024 Â Â 18,133,069 Â Â Â $ 8.41 Â Â Â Â 6.0 Â Â Â $ 6,168 Â Vested and expected to vest at September 30, 2024 Â Â 17,503,959 Â Â Â $ 8.58 Â Â Â Â 5.9 Â Â Â $ 5,677 Â Exercisable at September 30, 2024 Â Â 12,133,698 Â Â Â $ 10.75 Â Â Â Â 4.5 Â Â Â $ 1,421 Â Â On April 25, 2024, annual stock option grants of approximately 2.9 million shares of common stock were awarded to eligible participants for the 2023 annual performance period.Â Â Of the 18.1Â million common stock options outstanding as ofÂ September 30, 2024, 9.8Â million have an exercise price per share aboveÂ $3.97,Â which was the closing price of our stock on the NasdaqÂ exchange on September 30, 2024. Â As of September 30, 2024, there were 6.0Â million unvested options outstanding that will vest over a weighted-average period of 2.4Â years. The total estimated compensation expense yet to be recognized on outstanding options is $14.4Â million. Â As of September 30, 2024, the total number of shares of common stock available for grant was 5.9Â million.Â As of October 29, 2024, the total number of shares of common stock available for grantÂ increased toÂ 7.1 million due to approximately 1.2 million shares of common stock expiringÂ and returningÂ to our stock option planÂ for reissuance. Â â€‹ 17 Table of Contents Â Â ITEMÂ 2. MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS Â TheÂ following discussion and analysis of our financial condition and results of operations should be read in conjunction with the unaudited condensed consolidated financial statements and notes thereto included elsewhere in this Quarterly Report on FormÂ 10â€‘Q and with our audited financial statements and the notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the SEC on April 1, 2024. In addition, you should read the section entitled â€œRisk Factorsâ€ and the disclaimers regarding forward-looking statements included herein and in our Annual Report on Form 10-K for the year ended December 31, 2023, for a discussion of important factors that could cause our results to differ materially from the results described in or implied by any forward-looking statements contained herein. Â OverviewÂ Â OmerosÂ Corporation (â€œOmeros,â€ the â€œCompanyâ€ or â€œweâ€) is a clinical-stage biopharmaceutical company committed to discovering, developing and commercializing first-in-class small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic diseases, including complement-mediated diseases and cancers related to dysfunction of the immune system, as well as addictive and compulsive disorders. Â Complement Inhibitor Programs Â The complement system plays a role in the bodyâ€™s inflammatory response and becomes activated as a result of tissue damage or trauma or microbial pathogen invasion. Inappropriate or uncontrolled activation of the complement system can cause diseases characterized by serious tissue injury. Three main pathways can activate the complement system: classical, lectin, and alternative. We are focused on development of therapeutics to treat diseases associated with the lectin and/or alternative pathways of complement. We are developing antibodies as well as small-molecule inhibitors of key enzymes known to be centrally involved in the in activation of the targeted pathway of complement. Â Lectin Pathway / MASP 2 Â Mannan-binding lectin-associated serine protease 2 (â€œMASP-2â€) is a novel pro-inflammatory protein target that is the effector enzyme of the lectin pathway and is required for the function of this pathway. We are developing antibodies and small-molecule inhibitors ofÂ MASP-2 as potential therapeutics for diseases in which the lectin pathway has been shown to contribute to significant tissue injury and pathology. When not treated, these diseases are typically characterized by significant end-organ damage, such as kidney or central nervous system injury. Importantly, inhibition of MASP-2 has been demonstrated not to interfere with the antibody-dependent classical complement activation pathway, a critical component of the acquired immune response to infection. Â The lead product candidate in our pipeline of complement-targeted therapeutics is narsoplimab (OMS721), a proprietary, patented human monoclonal antibody targeting MASP-2, the key activator of the lectin pathway of complement.Â Clinical development of narsoplimab is currently focused primarily on hematopoietic stem cell transplant-associated thrombotic microangiopathy (â€œTA-TMAâ€).Â Â We successfully completed a pivotal clinical trial for narsoplimab in TA-TMA and previously submitted toÂ FDA a biologics license application (â€œBLAâ€) seeking marketing approval for narsoplimab in this indication. In late 2021, FDA issued a complete response letter (â€œCRLâ€) with respect to the BLA in which the agency indicated that additional information would be needed to support regulatory approval. We appealed FDAâ€™s decision to issue the CRL through a formal dispute resolution process that concluded in late 2022.Â Although our appeal was denied, the decision identified potential paths for resubmission of the BLA, including paths based on comparison of survival data from the completed pivotal trial versus a historical control group. Consistent with subsequent interactions with FDAâ€™s review division, weÂ previously submitted to FDA an analysis plan to assess already existing clinical trial data, existing data from aÂ historical control population available from an external source, data from the narsoplimab expanded access program, and data directed to the mechanism of action of narsoplimab. As a part of our most recent meeting with FDA, in September 2024, we received minor feedback on our proposed statistical analysis plan for the primary endpoint â€“ patient survival in our pivotal narsoplimab trial compared to that in an external registry of TA-TMA patients â€“ which was a limited request to include certain additional sensitivity analyses. Additional sensitivity analyses were quickly incorporated into the plan and sent back to FDA. FDAâ€™s reply is expected in November 2024. We have no other information requests pending and are not aware of any other impediment to resubmitting our narsoplimab BLA. After receiving FDAâ€™s response and, assuming general alignment on the revised plan, we intend to proceed with conducting the primary and secondary efficacy analyses. If the results support resubmission, then we intend to finalize and resubmit our BLA as soon as possible. We are currently unable to provide a specific estimate of when or if we will resubmit the BLA or, subsequently, FDAâ€™s timing for a decision regarding approval. Even if the results of the efficacy analysis are favorable and FDA accepts our resubmitted BLA for review, there can be no guarantee that FDA will approve narsoplimab for TA-TMA. Â

Additionally, there is strong and increasingly well-establishedÂ evidence of the central role of the lectin pathway in COVID-19 and acute respiratory distress syndrome (â€œARDSâ€), and we have developedÂ mechanistic, in vivo animal data, and proof-of-concept clinical data indicating that narsoplimab may be an effective therapeutic for COVID-19, ARDS and/or related indications. We also continue to explore the mounting evidence that MASP-2 and the lectin pathway are importantÂ drivers of post-acute sequelae SARS-CoV-2 (â€œPASCâ€), commonly known as long COVID, and haveÂ developed an assay platform to identify hyperactivation of the lectin pathway for use in severe acute COVID and PASC as well as in ARDS. Lectin pathway hyperactivation is correlated with COVID-19-related-ARDS and may be involved in the pathogenesis of PASC and of ARDS, includingÂ H1N1- andÂ H5N1-relatedÂ ARDS. As such, the assay may be useful to identify patients who are at greatest risk of hospitalization and/or mortality as well as those who are particularly amenable to lectin pathway inhibition therapy for the treatment of one or more of these conditions. We continue to validate the clinical correlation of lectin pathway hyperactivation with COVID-19, ARDS and PASC andÂ to engage in discussions with potential partners as well as with representatives of the U.S. government regarding potential opportunities to obtain funding and advance development of our potential diagnostic and/or therapeutic product candidates for COVID-19, PASC or other infectious diseases. Â Our lectin pathway program also includes OMS1029, our long-acting antibody targeting MASP-2. This next-generation MASP-2 inhibitor is intended to be complementary to narsoplimab, enabling us to pursue chronic indications in which dosing convenience would be of significant benefit to patients. We have completed Phase 1 clinical trials evaluating both single-ascending and multiple-ascending doses of OMS1029. Results of these studies confirmed by pharmacokinetic and pharmacodynamic modeling and dose simulation, support once-quarterly, low-volume dosing, administered either intravenously or subcutaneously.Â OMS1029 has been well tolerated to date with no safety concerns identified. We continue to evaluate several potential indications for which Phase 2 clinical development of OMS1029 could be pursued, depending on resource availability. Â Alternative Pathway / MASP-3ï»¿ Â Our pipeline of clinical-stage complement-targeted therapeutic candidates also includesÂ zaltenibart (previously designated as OMS906),Â a proprietary, patented monoclonal antibody targeting MASP-3,Â the key activator ofÂ the alternative pathway of complement.Â We believe zaltenibartÂ has the potential to treat a wide range of alternative pathway-related diseases and that its attributes favorably differentiate zaltenibartÂ from other marketed and in-development alternative pathway inhibitors.Â Â Clinical development of zaltenibart is currently focused on rapidly advancing to Phase 3 clinical trials in multiple alternative pathway-related disorders, including paroxysmal nocturnal hemoglobinuria (â€œPNHâ€) and complement 3 glomerulopathy (â€œC3Gâ€).Â We have multiple ongoing Phase 2 clinical trials evaluating zaltenibart in these indications. Â Wehave threeÂ ongoing clinical trials evaluating zaltenibart for PNH. The first is in PNH patients who have not previously been treated with a complement inhibitor, and the second is in PNH patients who have had an unsatisfactory response to ravulizumab, an inhibitor of complement componentÂ 5 (â€œC5â€). The third clinical trial evaluating zaltenibart in PNH is an open-label extension study to assess the long-term efficacy and safety of zaltenibart in patients who have completed either of the other two PNH clinical trials. Â Results from a pre-specified interim analysis of our ongoingÂ clinical trial of zaltenibart in complement-inhibitor-naÃ¯ve adults with PNH were featured in a podium presentation at the annual meeting of the American Society of Hematology in December 2023. The interim analysis results showed statistically significant and clinically meaningful improvementsÂ in all measured markers of hemolysis, including hemoglobin and lactate dehydrogenase. This study was amended to gather additional data to inform the choice of zaltenibart dose for Phase 3 development. With these data, along with data from ourÂ Phase 1 study in healthy subjects evaluating higher dose levels than were used in our first completed Phase 1 study, we have now finalized selection of the zaltenibart dose for Phase 3 development. Zaltenibart has been well tolerated to date with no safety concerns identified. Â The last patient visit in our Phase 2 trial evaluating two doses of zaltenibart in PNH patients who have had an unsatisfactory response to the C5 inhibitor ravulizumab occurred in October 2024. Utilizing a â€œswitch-overâ€ design, this study enrolledÂ PNH patients receiving ravulizumab, addedÂ zaltenibart to provide combination therapy with ravulizumab for 24 weeks, and then, in those patients who demonstrated a hemoglobin response with the combination therapy, switchedÂ to zaltenibart monotherapy. In June 2024, efficacy data from a pre-specified interim analysis of the combination therapy portion of the trial were featured in a podium presentation at the annual congress of the European Hematology Association held in Madrid, Spain. The interim analysis showed that the additionÂ of zaltenibart therapy to ravulizumab treatment resulted in statistically significant and clinical meaningful improvements in both mean hemoglobin levels and absolute reticulocyte counts by week 4 of combination therapy, with a sustained response observedÂ through week 24 (the latest assessment prior to the interim analysis cutoff). All 13 enrolled patients were included in the interim analysis. All patients in the high-dose group achieved clinical response, defined as an increase in hemoglobin of at least 2Â grams, and six of seven patients in the low-dose group achieved this same clinical response. Data from the monotherapy portion of the trial showÂ that clinically meaningful improvements in hemoglobin levels and absolute reticulocyte counts were sustained following transition to zaltenibart monotherapy andÂ preventedÂ both intravascular and extravascular hemolysis. As with all other clinical studies with zaltenibart, the drug was well tolerated without any safety signal of concern. Full details from interim analysis in the monotherapy portion of the trial will be presented at the annual meeting of the American Society of Hematology in DecemberÂ 2024.Â Â Our third Phase 2 study is an open-label extension study to assess the long-term efficacy and safetyÂ of zaltenibart in patients with PNH.Â In the extension study, PNH patients who have completed a previous study evaluating zaltenibart roll directly into the extension study without a break in zaltenibart treatment. Data from this study are expected to contribute toÂ any future marketing applicationsÂ for zaltenibart in the treatment of PNH.Â Â As with our Phase 2 program, our Phase 3 development program in PNH is anticipated to include both a â€œswitch-overâ€Â study and a study treating patients who are not receivingÂ a complement-inhibitor. In September and October 2024, we met with FDA and European regulators to discuss further details of our planned Phase 3 program for zaltenibart in PNH. With both regulatory agencies, we discussed data developed from our clinical and nonclinical programs to date and our Phase 3 development plans for zaltenibart in PNH. Both regulatory agencies agreed with the design of our proposed studies, as well as our dose-finding strategy, and provided other valuable feedback to inform our development plans. The Phase 3 protocols are being finalized and we expect to openÂ enrollment in our Phase 3 program evaluatingÂ zaltenibart in PNH inÂ early 2025.Â Â We also have an ongoing Phase 2 clinical program evaluating zaltenibart for the treatment of C3G, a rare and debilitating renal disease driven byÂ complementÂ dysregulation. Notably, the relevance ofÂ the alternative pathway to C3G has been clinically validated in twoÂ Phase 3 trials withÂ other inhibitors of the alternative pathway that reported positive results in the treatment of C3G.Â Sites for the zaltenibart Phase 2 trial in C3GÂ are open to enrollment in multiple countries and dosing inÂ the study is ongoing. We are targeting to initiate Phase 3 trialsÂ for C3G in the first half of 2025. Â In October, we announced that zaltenibart received a rare pediatric disease designation from FDA for the treatment of C3G. Companies awarded a rare pediatric disease designation are eligible to receive a rare pediatric disease priority review voucher from FDA when the designated drug's first approval is for the associated indication in the pediatric population and certain other criteria are met. Absent expected legislative reauthorization and extension of the priority review voucher program for rare pediatric disease, one of the criteria under current law is that the drug be approved by September 30, 2026. The holder of a priority review voucher is entitled to obtain a priority review by FDA of either a new drug application or a biologics license application for a different product and/or indication, reducing the review time and accelerating any grant of approval and subsequent market entryÂ by at least four months. The voucher may be used by the original recipient, or it can be sold for use by another company. Â PDE7 Inhibitor Programs Â Our PDE7 inhibitor program, which we refer to as OMS527, comprises multiple PDE7 inhibitor compounds and is based on our discoveries of previously unknown links between PDE7 and any addiction or compulsive disorder, and between PDE7 and any movement disorders. In April 2023, we were awarded a grant from the National Institute on Drug Abuse (â€œNIDAâ€), part of the National Institutes of Health, and requested by NIDA to develop our lead orally administered PDE7 inhibitor compound, for which we have successfully completed a Phase 1 study, for the treatment of cocaine use disorder (â€œCUDâ€). NIDA awarded the grant to us for a total of $6.69 million over three years, of which we have claimed and received $1.0Â million of funding to date and recognized $0.8Â million into Other Income in our condensed consolidated statement of operations and comprehensive loss. The grant is intended to support preclinical cocaine interaction/toxicology studies to assess safety of the therapeutic candidate in the presence of concomitant cocaine administration, as well as an in-patient, placebo-controlled clinical study evaluating the safety and effectiveness of OMS527 in adults with CUD who receive concurrent intravenous cocaine. TheÂ preclinical study is intended toÂ provide the toxicology data necessary toÂ support the human studyÂ of OMS527 in CUD.Â The toxicology study is underway and is expected to beÂ completed by the end of 2024. Assuming positive results, we expect enrollment in the study evaluating OMS527 in adults patients with CUD to begin in 2025, also fully funded by NIDA. Â Oncology Platform Â Building onÂ our understanding of immunity, bothÂ innate, or complement-mediated, andÂ adaptive, meaning B-cells as well as CD4 and CD8 T-cells, the objective of our oncology program is to move beyond existing targeted biologics, such as antibody-drug conjugates and radioligands, and beyond immuno-therapies, like checkpoint inhibitors and CAR-T. To achieve this, we are developing a portfolio of signaling-driven immunomodulators, oncotoxins, and an adoptive T-cell technology combined with an immunostimulator that, unlike other cellular therapy approaches requires no cellular engineering, reduces manufacturing costs and timelines, and maintains an enhanced anti-cancer immune response through subsequent repetitive and simple therapeutic administrations. Â We believe that the in vitroÂ andÂ in vivoÂ study data generated to date support the potential of our novel therapeutic programs to deliver effective and safe cancer therapies that can overcome the shortcomings of currently marketed therapies by: Â â—Â Â Â Treating both hematological and solid tumors; â—Â Â Â Targeting both cell-surface and intracellular cancer antigens; and/or â—Â Â Â Increasing levels of CD4 and CD8 cancer antigen-specific effector and memory cells. Â Our oncology development program is operating in stealth mode as we continue to confirm our results and to generate new data which we expect will contribute to our intellectual property position. We expect to share additional details regarding our oncology programs in coming months, after the relevant intellectual property filings have been completed. Â 18 Table of Contents Â OMIDRIAÂ Sale and Royalty Monetization Transactions Â We previously developed and commercialized OMIDRIAÂ® (phenylephrine and ketorolac intraocular solutions) 1%/0.3%, which is approved by FDA for use during cataract surgery or intraocular lens replacement to maintain pupil size by preventing intraoperative miosis (pupil constriction) and to reduce postoperative ocular pain. We marketed OMIDRIA in the U.S. from the time of its commercial launch in 2015 until December 2021. Â On December 23, 2021, we closed an Asset Purchase Agreement (the â€œAsset Purchase Agreementâ€) with Rayner Surgical Inc. (â€œRaynerâ€) for the sale of OMIDRIA and related business assets.Â Under the Asset Purchase Agreement, we were entitled to receive a $200.0 million milestone payment (the â€œMilestone Paymentâ€) within 30 days following an event (the â€œMilestone Eventâ€) that establishes separate payment for OMIDRIA for a continuous period of at least four years when furnished in the ambulatory surgery center setting. The Milestone Event occurred in December 2022 and we recorded a $200.0 milestone receivable. We received the Milestone Payment together with accrued interest in February 2023. Â Under the Asset Purchase Agreement, the occurrence of the Milestone Event triggered a reduction in the U.S. royalty rate from 50% to 30% on OMIDRIA net sales until the expiration or termination of the last issued and unexpired U.S. patent, which we expect to occur no earlier than 2035. Upon the occurrence of certain events described in the Asset Purchase Agreement, including during any specific period in which OMIDRIA is no longer eligible for certain separate payment (i.e., becomes included in the packaged payment rate for the surgical procedure) under Medicare Part B, the U.S. base royalty rate would be further reduced to 10%. Pursuant to legislation enacted in late 2022, we expect separate payment for OMIDRIA under Medicare Part B to extend untilÂ at least January 1, 2028. Â As a result of the OMIDRIA divestiture, the results of OMIDRIA activitiesÂ are classified as discontinued operations in our condensed consolidated statements of operations and comprehensive lossÂ and excluded from continuing operations for all periods presented (See â€œNote 7 â€” Discontinued OperationsÂ â€“Â Â Sale of OMIDRIAâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q). Â On September 30, 2022, we sold to DRI Healthcare Acquisition LP (â€œDRIâ€) an interest in a portion of our future OMIDRIA royalty receipts andÂ received $125.0 million in cash consideration which we recorded as an OMIDRIA royalty obligationÂ on our condensed consolidated balance sheet. DRI was entitled under that arrangement to receive royalties on OMIDRIA net sales between September 1, 2022 and December 31, 2030, subject to certain annual caps.Â The liability is being amortized over the term of the arrangement using the implied effective interest rate of 10.27%. Interest expense on the royalty obligation is recorded as a component of continuing operations. Â On February 1, 2024, we entered into amended and restated royalty purchase agreement pursuant to which we sold to DRI an expanded interest in ourÂ OMIDRIA royalties (the â€œDRI Amendmentâ€). We received $115.5 million in cash consideration, which we recorded as an addition to the OMIDRIA royalty obligation.Â The DRI Amendment eliminatedÂ the previously existing annualÂ caps on royalty payments effective beginning in the first quarter of 2024 and entitled DRI to receive all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024 and December 31, 2031. DRI is entitled to payment only to the extent of royalty payments that are payable onÂ U.S. net sales of OMIDRIA on or before December 31, 2031 and DRI has no recourse to our assets other than its interest in the OMIDRIA royalties. We retain the right to receive all royalties payable by Rayner on any net sales of OMIDRIA outside the U.S. payable from and after January 1, 2024, as well as all royalties on global net sales of OMIDRIA payable from and after December 31, 2031.Â To date, international royalties have not been significant, butÂ are expected to increase in 2025.Â DRI has no recourse to our assets other than its interest in OMIDRIA royalties.Â In addition to the cash consideration received at closing, the DRI Amendment also entitles us to receive two milestone payments of up to $27.5 million each, payable in January 2026 and January 2028, respectively, based on achievement of certain thresholds for U.S. net sales of OMIDRIA.Â See â€œNote 8Â â€”Â OMIDRIA Royalty Obligationâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q. Â 2024 Term Loan and Repurchase of 2026 Notes Â On June 3, 2024 (the â€œClosing Dateâ€), we,Â with certain subsidiaries, as guarantors, entered into a Credit and Guaranty Agreement (the â€œCredit Agreementâ€) with certain funds managed by Athyrium Capital Management, LP (collectively, â€œAthyriumâ€) and certain funds managed by Highbridge Capital Management, LLC (collectively, â€œHighbridgeâ€) as lenders (together with additional lenders from time to time, the â€œLendersâ€) and Wilmington Savings Fund Society, FSB, as administrative agent and collateral agent. The Credit Agreement provides for a senior secured term loan facility initially of up to $92.1 million consisting of (i) an initial term loan of $67.1 million (the â€œInitial Term Loanâ€), which was fully funded on the Closing Date, and (ii) a $25.0 million delayed draw term loan (the â€œDelayed Draw Term Loanâ€), which may be drawn once in full upon notice deliveredÂ on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. Proceeds of the Delayed Draw Term Loan, if borrowed, must be used to fund the commercialization of narsoplimab and to pay transaction costs associated with the Delayed Draw Term Loan. The Initial Term Loan has no original issue discount, while the Delayed Draw Term Loan would be issued with an original issue discount of 3.00%. Neither the Initial Term Loan nor the Delayed Draw Term Loan include any equity consideration for the Lenders (i.e., the transaction is non-dilutive to the Companyâ€™s shareholders). Â On the Closing Date, we used the $67.1 million Initial Term Loan, along with $21.2 million of cash on hand, subject to certain post-closing adjustments, to repurchase from the Lenders $118.1 million aggregate principal amount of the Companyâ€™s existing 5.25% convertible senior notes due on February 15, 2026 (the â€œ2026 Notes,â€ and such repurchase the â€œ2026 NoteÂ Repurchase Transactionâ€). The principal amount retired in the 2026 Note Repurchase Transaction represents a 55% reduction of the outstanding principal balance of the 2026 Notes at a purchase price of approximately 75% of par value. We paid accrued and unpaidÂ interest on the repurchased 2026 Notes through the Closing Date. In July 2024, we paidÂ $0.6 million in post-closing adjustments to certain Lenders.Â Â We areÂ permitted under the Credit Agreement to repurchase additional outstanding 2026 Notes for cash in open market or privately negotiated transactions, subject to certain limitations described below. Additionally, until the earlier of November 1, 2025 and the date the we electÂ to draw under the Delayed Draw Term Loan, we, at ourÂ sole discretion, may exchange up to $14.9 million aggregate principal amount of outstanding 2026 Notes for cash and additional term loan amounts, with the holders of such notes becoming Lenders under the Credit Agreement (any such additional term loans, together with the Initial Term Loan and the Delayed Draw Term Loan, the â€œLoansâ€). WeÂ also retainÂ all potential future value of the capped call purchased in connection with the issuance of the 2026 Notes covering all shares underlying the original 2026 Notes. Â All indebtedness outstanding under the Credit Agreement is guaranteed by certain of our direct and indirect subsidiaries, other than certain foreign subsidiaries that are not material (weÂ and the guarantors, collectively, the â€œCredit Partiesâ€). Pursuant to a Pledge and Security Agreement, dated June 3, 2024 (the â€œPledge and Security Agreementâ€), the indebtedness under the Credit Agreement is secured by a first-priority security interest in and lien on substantially all tangible and intangible property of the Credit Parties, subject to customary exceptions, and excluding royalty interests in OMIDRIAÂ® and certain related rights. Â The Credit Agreement contains certain customary default provisions, representations and warranties and affirmative and negative covenants, including a covenant for the Credit Parties to maintain at all times unrestricted cash and cash equivalents of at least $25.0 million in accounts subject to control agreements, and a covenant limiting the use of cash for open market or privately negotiated repurchases of any outstanding 2026 Notes to: (i) an initial amount not exceeding $25.0 million, which may be increased by up to an additional $10.0 million subject to the satisfaction of certain conditions;Â (ii) an unlimited amount, if the amount of Loans outstanding at the time of repurchase does not exceed $38.5 million;Â and (iii) an additional amount not to exceed 50% of the net cash proceeds from an equity offering, provided that weÂ offerÂ to prepay an equal amount of Loans with the net cash proceeds of such offering. Â The Loans accrue

interest at a rate of adjusted term SOFR (with a 3.00% floor) plus 8.75% per annum, payable quarterly. We may choose to pay up to 50% of any quarterly interest payment in kind by adding the portion of such interest payment to the outstanding principal amount of Loans using a quarterly interest rate of adjusted term SOFR (with a 3.00% floor) plus 10.25% per annum. A default interest rate of an additional 3.00% per annum would apply on all outstanding obligations after the occurrence and during the continuance of certain specified events of default. Â The Credit Agreement with a four-year term has a scheduled maturity date of June 3, 2028 (unless all Loans become due and payable at an earlier date, whether by acceleration or otherwise). If on November 1, 2025, (i) the aggregate principal amount of the 2026 Notes outstanding that is not held by the Lenders is equal to or greater than $38.5 millionÂ andÂ (ii) we have not made nor delivered notice that weÂ expectÂ to make certain voluntary or mandatory prepayments under the Credit Agreement of at least $20.0 million in the aggregate, then weÂ wouldÂ be required to prepay the Loans in the amount necessary to achieve the $20.0 million prepayment requirement. All mandatory prepayments are subject to the prepayment premiums as described below. Â We may elect to prepay Loans, in whole or in part, in cash, subject to (i) during the first year of such Loans, a make-whole premium plus 5.00% of the aggregate principal amount of Loans subject to prepayment (unless the prepayment is made in contemplation of a change of control, in which case only the make-whole premium would be payable);Â (ii) during the second year, a 5.00% prepayment premium;Â and (iii) during the third year, a 3.00% prepayment premium. The Credit Agreement requires mandatory prepayments of Loans in an amount equal to 60% of the net cash proceeds (excluding research and development and certain other milestone payments) received by the Credit Parties from asset sales and licenses, provided that if an asset sale or license involving narsoplimab occurs while any Delayed Draw Term Loans are outstanding, mandatory prepayments must be in an amount equal to 100% of the net cash proceeds from such sale. Mandatory prepayments are also required: (i) from insurance recoveries on loss of property that are not otherwise reinvested in other assets of the Credit Parties;Â (ii) from indebtedness incurred by any of the Credit Parties other than as permitted by the Credit Agreement;Â (iii) in the event of a change of control and (iv) in respect of 25% of the amount of any Milestone PaymentÂ received from DRI its affiliates on the basis of net sales of OMIDRIA.Â Â Financial Summary Â Our loss for the three and nineÂ monthsÂ ended September 30, 2024 was $32.2Â million and $125.5Â million, respectively. As of September 30, 2024, we had cash, cash equivalents and short-term investments ofÂ $123.2Â million available to fund operations and to service debt. Â 19 Table of Contents Â Results of OperationsÂ Â Research and Development Expenses Â OurÂ research and development expenses can be divided into three categories: direct external expenses, which include clinical research and development and preclinical research and development activities;Â internalÂ overhead and other expenses; and stock-based compensation expense. Direct external expenses consist primarily of expenses incurred pursuant to agreements with third-party manufacturing organizations prior to receiving regulatory approval for a product candidate, contract research organizations, clinical trial sites, collaborators, licensors and consultants. Preclinical research and development includes costs prior to beginning Phase 1 studies in human subjects. InternalÂ overhead and other expenses primarily consist of costs for personnel, overhead, rent, utilities and depreciation. Our accounting policy is to expense all manufacturing costs related to product candidates until regulatory approval is reasonably assured in either the U.S. or European Union. Â The following table illustrates our expenses associated with these activities: Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Research and development expenses: Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Direct external expenses: Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Clinical research and development: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â MASP-2 program - OMS721 (narsoplimab) Â $ 4,072 Â Â $ 8,643 Â Â $ 32,760 Â Â $ 27,566 Â MASP-3 program - OMS906 (zaltenibart) Â Â 5,285 Â Â Â 9,246 Â Â Â 18,711 Â Â Â 17,037 Â MASP-2 program - OMS1029 Â Â 1,198 Â Â Â 1,108 Â Â Â 3,494 Â Â Â 3,818 Â Other Â Â 35 Â Â Â 46 Â Â Â 63 Â Â Â 122 Â Total clinical research and development Â Â 10,590 Â Â Â 19,043 Â Â Â 55,028 Â Â Â 48,543 Â Preclinical research and development Â Â 1,651 Â Â Â 1,046 Â Â Â 5,020 Â Â Â 3,488 Â Total direct external expenses Â Â 12,241 Â Â Â 20,089 Â Â Â 60,048 Â Â Â 52,031 Â Internal overhead and other expenses Â Â 10,780 Â Â Â 10,337 Â Â Â 33,009 Â Â Â 30,239 Â Stock-based compensation expenses Â Â 1,063 Â Â Â 1,305 Â Â Â 3,146 Â Â Â 3,710 Â Total research and development expenses Â $ 24,084 Â Â $ 31,731 Â Â $ 96,203 Â Â $ 85,980 Â Â For the three months ended September 30, 2024, clinical research and development expenses decreased $8.5Â millionÂ compared to the prior year quarter primarily due to the wind downÂ of our IgA nephropathy program following analysis of our Phase 3 clinical trial results. In addition, in the prior year quarter, we paid a third-party licensorÂ $5.0 million in connection with achievement of a development milestone in our zaltenibart program. Â For the nine months ended September 30, 2024, clinical research and development expenses increased $6.5 million compared to the same period in the prior year primarily due to increased narsoplimab drug substance manufacturing and zaltenibart clinical research costs, partially offset by decreased costs due toÂ the closeout of our IgA nephropathy program and payment in the prior year to a third-party licensor of the above-mentioned zaltenibart achievement milestone. Â Preclinical research and development costs increased $1.5 million for the nine months ended September 30, 2024 primarily due to increased expenses associated with our immune-oncology platforms. Â Internal overhead and other expenses increased $2.8 million for the nine months ended September 30, 2024 primarily due to additional employee related costs and having received anÂ Employee Retention Credit in the prior year that was recorded as an offset to expense. Â Stock-based compensation expenses decreased $0.2Â million and $0.6 million for the three and nine months ended September 30, 2024, respectively, as compared to the same periods in the prior year, primarily due to the valuation and timing of the vesting of employee stock options. Â â€‹ We expect research and development expenses in the fourthÂ quarter of 2024Â to be similar to those in the thirdÂ quarter of this year. Â â€‹ 20 Table of Contents Â AtÂ this time, we are unable to estimate with certainty the longer-term costs we will incur in the continued development of our product candidates due to the inherently unpredictable nature of our preclinical and clinical development activities. Clinical development timelines, the probability of success and development costs can differ materially as new data become available and as expectations change. Our future research and development expenses will depend, in part, on the preclinical or clinical success of each productÂ candidate as well as ongoing assessments of each programâ€™s commercial potential. In addition, we cannot forecast with precision which productÂ candidates, if any, may be subject to future collaborations, when such arrangements will be secured, if at all, and to what degree such arrangements would affect our development plans and capital requirements. Â WeÂ are required to expend substantial resources in the development of our productÂ candidates due to the lengthy process of completing clinical trials and seeking regulatory approval. Any failure or delay in completing clinical trials, or in obtaining regulatory approvals, could delay our generation of product revenue and increase our research and development expenses. Â Selling, General and Administrative Expenses Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Selling, general and administrative expenses: Â â€‹ Â Â â€‹ Â Â â€‹ Â Â â€‹ Â Selling, general and administrative expenses, excluding stock-based compensation expense Â $ 9,745 Â Â $ 14,368 Â Â $ 32,474 Â Â $ 33,329 Â Stock-based compensation expense Â Â 1,578 Â Â Â 2,054 Â Â Â 4,921 Â Â Â 5,456 Â Total selling, general and administrative expenses Â $ 11,323 Â Â $ 16,422 Â Â $ 37,395 Â Â $ 38,785 Â Â For the three and nineÂ months ended September 30, 2024, selling, general and administrative expenses,Â excluding stock-based compensation expense, decreased $4.6 million and $0.9 million, respectively, as compared to the same periods in the prior year. The decreases wereÂ primarily due to a non-recurring employee compensation expense in the prior year period and reduced marketing spend in the current year associated with the closeout of our IGA nephropathy program. For the nine months ended September 30, 2024, these decreases were partially offset by additional spend on legal patents. Â We expect selling, general and administrative expenses in the fourthÂ quarter of 2024 to be similarÂ to those in the thirdÂ quarter of this year. Â 21 Table of Contents Â Interest Expense Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Interest expense Â $ 4,052 Â Â $ 7,916 Â Â $ 21,498 Â Â $ 23,781 Â Â Interest expense is comprised of interest and amortization of debt discount and issuance costs on our Initial Term Loan, 2026 NotesÂ as well as interest on our DRI royalty obligationÂ (see â€œNote 6Â â€” Debtâ€ and â€œNote 8 â€” OMIDRIA Royalty Obligationâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q). Â Interest expense for theÂ three and nine months ended September 30, 2024Â decreased $3.9 million and $2.3 million, respectively, primarily due to retirement at maturity in November 2023 of our 6.25% convertible senior notes, which had a par value of $95.0 million. For the nine months ended September 30, 2024, interest expense also decreased due to the partial repurchase of our 2026 Notes in December 2023 and June 2024, which had a collective par value of $127.2 million. The decrease was partially offset by an increase in interest expense related to the OMIDRIA Royalty Obligation with DRI and interest under our Credit Agreement.Â Â We expect that interest expense for the fourthÂ quarterÂ of 2024Â will increaseÂ from the thirdÂ quarter due to the higher interest associated with the OMIDRIA Royalty Obligation.Â Â Interest and Other Income Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Interest and other income Â $ 2,346 Â Â $ 4,413 Â Â $ 9,008 Â Â $ 12,913 Â Â Interest and other income decreased $2.1 million and $3.9 million for the three and nine months ended September 30, 2024, respectively, as compared to the same periods inÂ 2023 primarily due to holding a lower average cash and investment balanceÂ than inÂ the prior year. Included with other income for the current year is our grant from NIDA for which we have recognized $0.8 million in the nine months ended September 30, 2024.Â Â â€‹ We expect interest and other income for the fourthÂ quarter of 2024Â to be lower compared to those in the thirdÂ quarter of this year due to lower average cash and investment balances. Â Discontinued operations and the OMIDRIA contract royalty asset Â Net income from OMIDRIA discontinued operations, net of tax is shown below: Â â€‹ Â Three Months Ended Â Â Nine Months Ended Â â€‹ Â September 30, Â Â September 30, Â â€‹ Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Interest earned on OMIDRIA contract royalty asset Â $ 4,210 Â Â $ 3,730 Â Â $ 12,824 Â Â $ 11,484 Â Remeasurement adjustments Â Â 731 Â Â Â 10,100 Â Â Â 7,384 Â Â Â 14,924 Â Other income, net Â Â (60) Â Â 76 Â Â Â 423 Â Â Â 480 Â Net income from discontinued operations, net of tax Â $ 4,881 Â Â $ 13,906 Â Â $ 20,631 Â Â $ 26,888 Â Â Interest is earned on the OMIDRIA contract royalty asset at anÂ implied effective interest rate of 11.0%. TheÂ $0.5Â million and $1.3Â million increaseÂ in interest earned for the three and nine months ended September 30, 2024, respectively, wereÂ due to a higher OMIDRIA contract royalty asset balance in 2024 than during the same periods in 2023. The increased balance in the OMIDRIA contract royalty asset resulted from periodic remeasurements made during 2023 and 2024. Â For the three and nine months ended September 30, 2024, remeasurement adjustments decreasedÂ $9.4Â million and $7.5Â million, respectively. The decreases reflectÂ a reduced rate of increase in the estimated future royalty payments in 2024 than in 2023. Â 22 Table of Contents Â The following schedule presents a roll forward of the OMIDRIA contract royalty asset (in thousands): Â OMIDRIA contract royalty asset at December 31, 2023 Â $ 168,109 Â Royalties earned Â Â (29,586) Interest earned on OMIDRIA contract royalty asset Â Â 12,824 Â Remeasurement adjustments Â Â 7,384 Â OMIDRIA contract royalty asset at September 30, 2024 Â $ 158,731 Â Â Financial ConditionÂ â€”Â Liquidity and Capital Resources Â As of September 30, 2024, we had cash, cash equivalents and short-term investments of $123.2Â million. Our loss for the three and nineÂ monthsÂ ended September 30, 2024 was $32.2Â million and $125.5Â million, respectively. Cash used inÂ operations for theÂ nine months ended September 30, 2024 was $119.8Â million, which includes an $18.4 million charge for delivery of narsoplimab drug substanceÂ and a $21.2 million payment related to our 2026 Note Repurchase Transaction.Â Pursuant to a covenant in the Credit Agreement entered on June 3, 2024, we must maintain at all times unrestricted cash and cash equivalents of at least $25.0 million.Â Â In recent years, Omeros hasÂ incurred net losses from continuing operations and negative cash flows from operations. The recurring losses, in combination with our cash and investment balances as of September 30, 2024, and an expected repayment ofÂ a portion of our outstanding debt on or prior to November 2025, raiseÂ substantial doubt about our ability to continue as a going concern for the twelve-month period endingÂ November 13, 2025.Â As we currently do not have an ongoing source of revenue sufficient to cover our operating costs,Â we will need to raise additional capital to accomplish our business plan.Â We have a sales agreement to sell shares of our common stock, from time to time, in an "at the market" equity offering facility through which we may offer and sell shares of our common stock equaling an amount up to $150.0 million. In addition, our Delayed Draw Term Loan of $25.0 million may be drawn once in full upon notice deliveredÂ on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. Proceeds of the Delayed Draw Term Loan may only be used towards any related transaction costs and for commercialization of narsoplimab efforts of TA-TMA.Â Â We mayÂ pursue additional debt financings to retire the 2026 Notes that remain outstanding and to fund operations.Â Should it be necessary or determined to be strategically advantageous, we also could pursue public and private offerings of our equity securities, additional debt transactions/restructuring, future royalty sales, or other strategic transactions, which may include licensing or selling a portion or all of one or more of our existing technologies. However, pursuing debt financings, certain equity offerings or other strategic transactions may result in mandatory prepayments of the Initial Term Loan to the Credit Agreement. (SeeÂ â€œNote 6Â â€” Debtâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q for details). Â If these capital resources, for any reason, are needed but inaccessible, it would have a significantly negative impact on our financial condition. For purposes of determining available capital resources, royalty and/or milestone receipts are excluded. Should it be necessary, we plan to manage our operating expenses and reduce our projected cash requirements by delaying clinical trials, reducing selected research and development efforts, or implementing other restructuring activities. Â Cash Flow DataÂ Â â€‹ Â Nine Months Ended Â â€‹ Â September 30, Â â€‹ Â 2024 Â Â 2023 Â â€‹ Â (In thousands) Â Selected cash flow data Â â€‹ Â Â â€‹ Â Cash provided by (used in): Â â€‹ Â Â â€‹ Â Operating activities Â $ (119,823) Â $ 109,551 Â Investing activities Â $ 47,263 Â Â $ (88,789) Financing activities Â $ 66,976 Â Â $ (1,131) Â 23 Table of Contents Â Operating Activities.Â Net cash used inÂ operating activities for the nine months ended September 30, 2024Â increasedÂ byÂ $229.4Â million compared to the same period in 2023. This change was primarily due to collecting a $200.0 million Milestone Payment from Rayner in the prior year, the 2024 net loss increasing by $16.7 million, and accounts payable and accrued expenses decreasing by $15.0Â million in the current year. Â â€‹ Investing Activities.Â Cash flows provided by investing activities primarily reflects cash used to purchase short-term investments and proceeds from the sale of thoseÂ investments. This frequently causes a shift between our cash,Â cash equivalents and short-term investment balances. As weÂ manage our usage with respect to total cash, cash equivalents and short-term investments, we do not consider fluctuations in cash flows from investing activities to be important to the understanding of our liquidity and capital resources. Â Net cash provided by investing activities during theÂ nine months ended September 30, 2024 increased by $136.1Â million as compared to the same period in 2023.Â The increase was due to the timing of investment maturities and purchases. Significant initial investment purchases during the periods were the investment of the $200.0 million Milestone Payment we received from Rayner in February 2023 and the $115.5 million we received from DRI related to the sale of future OMIDRIA royalties in February 2024. Â Financing Activities. Net cash provided byÂ financing activities during theÂ nine months ended September 30, 2024Â increasedÂ $68.1Â million compared to the same period inÂ 2023.Â The increase was primarilyÂ due to receiving the $115.5 million related to the sale of future OMIDRIA royalties in February 2024Â from DRI. This wasÂ offset by $21.2 million we paid in 2024 for theÂ 2026 NoteÂ RepurchaseÂ Transaction, aÂ $14.3 million increase in 2024 principal payments paid to DRI on the OMIDRIA royalty obligation and $11.9 million paid in 2024 to repurchase 3.2 million shares of our common stock. Â Contractual Obligations and Commitments Â Our future minimum contractual commitments and obligations were reported in our Annual Report on Form 10-K for the year ended December 31, 2023. Other than the following, our future minimum contractual obligations and commitments have not changed materially from the amounts previously reported.Â See â€œNote 10Â â€”Â Commitments and Contingenciesâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q. Â Operating Leases Â Our lease for our office and laboratory space ends in NovemberÂ 2027. We have two options to extend the lease term by five years each. In addition, we carry various finance lease obligations for laboratory and office equipment. As of September 30, 2024, the remaining aggregate non-cancelable rent payable under the initial term of the lease, excluding common area maintenance and related operating expenses, is $20.8Â million. Â Convertible Senior Notes and Long-Term Debt Â See â€œNote 6Â â€” Debtâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q. Â OMIDRIA Royalty Obligation Â â€‹ See â€œNote 8 â€” OMIDRIA Royalty Obligationâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q. Â Goods and Services Contracts, Development Milestones and Product Royalties Â â€‹ See â€œNote 10Â â€” Commitment and Contingenciesâ€ in the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q. Â 24 Table of Contents Â Critical Accounting Policies and Significant Judgments and Estimates Â There have not been any material changes in our critical accounting policies and significant judgments and estimates as disclosed in PartÂ II, ItemÂ 7, â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ included in our Annual Report on FormÂ 10-K for theÂ year ended December 31, 2023, which was filed with the SEC on AprilÂ 1, 2024. Â ITEMÂ 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK Â Our exposure to market risk is primarily confined to our investment securities. The primary objective of our investment activities is to preserve our capital to fund operations, and we do not enter into financial instruments for trading or speculative purposes. We also seek to maximize

income from our investments without assuming significant risk. To achieve our objectives, we maintain a portfolio of investments in high-credit-quality securities. As of September 30, 2024, we had cash, cash equivalents and short-term investments of $123.2Â million. In accordance with our investment policy, we invest funds in highly liquid, investment-grade securities. These securities in our investment portfolio are not leveraged and are classified as available-for-sale. We currently do not hedge interest rate exposure. Because of the short-term maturities of our investments, we do not believe that an increase in market rates would have a materially negative impact on the realized value of our investment portfolio. We actively monitor changes in interest rates and, with our current portfolio of short-term investments, we are not exposed to potential loss due to changes in interest rates. Â ITEMÂ 4. CONTROLS AND PROCEDURES Â Evaluation of Disclosure Controls and Procedures Â Our management, with the participation of our principal executive officer and principal financial officer, evaluated the effectiveness of our disclosure controls and procedures, as defined in RulesÂ 13a-15(e)Â and 15d-15(e)Â under the Exchange Act, as of September 30, 2024. 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 the evaluation of our disclosure controls and procedures as of September 30, 2024, our principal executive officer and principal financial officer concluded that, as of such date, our disclosure controls and procedures were effective at the reasonable assurance level. Â Changes in Internal Control over Financial Reporting Â There was no change in our internal control over financial reporting identified in connection with the evaluation required by RuleÂ 13a-15(d)Â and 15d-15(d)Â under the Exchange Act that occurred during the period covered by this report that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting. Â 25 Table of Contents Â PARTÂ IIÂ â€“ OTHER INFORMATION Â ITEMÂ 1. LEGAL PROCEEDINGS Â From time to time, in the ordinary course of business, we may be involved in various claims, lawsuits and other proceedings.Â As of the date of filing of this Quarterly Report on FormÂ 10-Q, we were not involved in any material legal proceedings. Â ITEMÂ 1A. RISK FACTORS Â We operate in an environment that involves a number of risks and uncertainties. Before making an investment decision you should carefully consider the risks described in Part I, Item 1A, â€œRisk Factorsâ€ of our Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on AprilÂ 1, 2024. In assessing the risk factors set forth in our Annual Report on Form 10-K for the year ended December 31, 2023, you should also refer to the other information included therein and in this Quarterly Report on Form 10-Q. In addition, we may be adversely affected by risks that we currently deem to be immaterial or by other risks that are not currently known to us. Due to these risks and uncertainties, known and unknown, our past financial results may not be a reliable indicator of future performance and historical trends should not be used to anticipate results or trends in future periods. The trading price of our common stock could decline due to any of these risks and you may lose all or part of your investment. Â The risk factors set forth below update, and should be read together with, the risk factors described in our Annual Report on Form 10-K for the year ended December 31, 2023. Â Management hasÂ concluded that a substantial doubt is deemed to exist concerning our ability to continue as a going concern. Â As further discussed in PartÂ I, ItemÂ 1, â€œNoteÂ 1â€”Organization and Basis of Presentationâ€ to our Condensed Consolidated Financial Statements in this Quarterly Report on FormÂ 10-Q, substantial doubt exists regarding our ability to continue as a going concern through November 13, 2025. Our financial statements do not include any adjustment relating to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should we be unable to continue as a going concern. Our ability to continue as aÂ going concernÂ will require us to generate positive cash flow from operations, obtain additional financing, enter into strategic alliances and/or sell assets.Â Our limited cash resources, which are impacted by a covenant in the Credit Agreement requiring us to maintain $25.0 million of unrestricted cash and cash equivalents at all times, and our potential inability to continue as aÂ going concernÂ may materially adversely affect our share price and our ability to raise new capital, enter into strategic alliances and/or make our scheduled debt payments on a timely basis or at all. If we become unable to continue as aÂ going concern, we may have to liquidate our assets and the values we receive for our assets in liquidation or dissolution could be significantly lower than the values reflected in our financial statements. Â We have incurred cumulative operating losses since our inception. If we are unable to raise additional capital when needed we may be unable to complete the development and commercialization of our product candidates or to continue our other preclinical development programs.Â Â Our operations have consumed substantial amounts of cash since our incorporation,Â As ofÂ September 30, 2024, we had cash, cash equivalents and short-term investments ofÂ $123.2Â million. For the nine months ended September 30, 2024, our cash used inÂ operations was $119.8Â million and our net loss was $125.5Â million.Â Pursuant to a covenant in the Credit Agreement governing the Initial Term Loan, we must maintain $25.0 million of unrestricted cash and cash equivalents at all times. We expect to continue to spend substantial amounts to: Â â— Â Â initiate and conduct clinical trials and manufacture clinical and registration batches for our product candidates; â— Â Â continue our research and development programs; â— Â Â Â make principal, interest and fee payments as required under ourÂ 2026 Notes;Â â—Â Â make interest payments under Initial Term Loan; and â— Â Â commercialize and launch product candidates for which we may receive regulatory approval. Â We expect to continue to incur additional losses until such time as we generate significant revenue from the sale of commercial products or from partnerships. We are unable to predict the extent of any future losses and cannot provide assurance that we will generate sufficient revenue from commercial products in the future to fund our operations fully. If we are unable to generate sufficient revenue from commercialized products or partnership arrangements, we may not be able to continue as a going concern or achieve profitability and will be required to raise additional capital to continue to fund our operations. We cannot be certain that additional capital will be available to us on acceptable terms, if at all, when required. Adverse developments to our financial condition or business, as well as disruptions in the global equity and credit markets, may limit our ability to access capital. In addition, pursuing debt financings, certain equity offerings or other strategic transactions may result in mandatory prepayments of the Initial Term Loan to the Credit Agreement. If we do not raise additional capital when needed through one or more funding avenues, we may have to significantly delay, scale back or discontinue the development or commercialization of one or more of our product candidates or one or more of our preclinical programs or other research and development initiatives. In addition, we may be required to seek collaborators for one or more of our current or future products at an earlier stage than otherwise would be desirable or on terms that are less favorable than otherwise might be available or to relinquish or license on unfavorable terms our rights to technologies or products that we otherwise would seek to develop or commercialize ourselves. We also may have insufficient funds or otherwise be unable to advance our preclinical programs to a point where they can generate revenue through partnerships, collaborations or other arrangements. Any of these actions could limit the amount of revenue we are able to generate and harm our business and prospects. Â Our Credit Agreement places restrictions on our operating and financial flexibility and could, if we were to default, adversely affect our liquidity and ability to retain title to our assets. Â We have borrowed approximately $67.1 million under the Credit Agreement and pledged substantially all of our assets, including our intellectual property, as collateral. The Credit Agreement restricts our ability to, among other things, incur indebtedness, grant liens, dispose of assets, make investments, make acquisitions, enter into certain transactions with affiliates, pay cash dividends or make distributions, repurchase stock, repurchase our 2026 Notes, license certain of our intellectual property on an exclusive basis and engage in significant business transactions such as a change of control. Any of these restrictions could significantly limit our operating and financial flexibility and ability to respond to changes in our business or competitive activities. The failure to satisfy these or other obligations under the Credit Agreement could constitute an event of default, which could provide the lenders with a right to accelerate our repayment obligations under the Credit Agreement and to take control of our pledged assets, which include substantially all of our intellectual property. Upon acceleration of the Credit Agreement, we would be required to repay outstanding amounts immediately or to attempt to reverse the declaration through negotiation or litigation. In addition, if an acceleration event were to occur under the Credit Agreement and not be cured, the trustee or the holders of the 2026 Notes would have the right to accelerate our repayment obligations for all principal and accrued and unpaid interest on the 2026 Notes then outstanding. If we are unable to repay amounts outstanding under the Credit Agreement and 2026 Notes in the event they are accelerated, we could be forced into bankruptcy or liquidation and we would lose title to substantially all of our assets, including our intellectual property. In any such proceeding, the lendersâ€™ right to repayment under the Credit Agreement would be senior to the right of repayment of the holders of the 2026 Notes and the rights of both would be senior to the rights of the holders of our common stock. Any event of default could accordingly have a material adverse effect on our operations, financial condition and liquidity, and could cause the price of our 2026 Notes and common stock to decline significantly. Â In addition to our Credit Agreement, our other indebtedness and liabilities and any future indebtedness could limit the cash flow available for our operations and expose us to risks that could adversely affect our business, financial condition and results of operations. Â As ofÂ September 30, 2024, we had $97.9Â million total aggregate principal amount of our 2026 Notes outstanding, $67.1 million principal amount outstanding under the Initial Term Loan, and we had approximately $1.3Â million of outstanding finance lease obligations. We may incur additional indebtedness to meet future financing needs. As described above, our Credit Agreement places restrictions on our operating and financial flexibility, and our other existing and future indebtedness could also have significant negative consequences for our security holders and our business, results of operations and financial condition by, among other things: Â â— Â Â requiring a substantial portion of our cash flow from operations to service and repay our indebtedness, which will reduce the amount of cash available for other purposes; â— Â Â limiting our ability to obtain additional financing; â— Â Â limiting our flexibility to plan for, or react to, changes in our business; â— Â Â diluting the interests of our existing stockholders as a result of issuing shares of our common stock upon any conversion of the 2026 Notes; â— Â Â placing us at a possible competitive disadvantage with competitors that are less leveraged than we are or have better access to capital; and â— Â Â increasing our vulnerability to adverse economic and industry conditions. Â Our ability to make scheduled payments of the principal of, to pay interest on, or to refinance our indebtedness depends on our future performance, which is subject to many factors, including economic, financial, competitive and other circumstances beyond our control. Our business may not generate sufficient funds, and we may otherwise be unable to maintain sufficient cash reserves, to pay amounts due under our indebtedness and our cash needs may increase in the future. In addition, future indebtedness that we may incur may containÂ financial and other restrictive covenants that further limit our ability to operate our business, raise capital or make payments under our other indebtedness. If we fail to comply with these covenants or to make payments under our indebtedness when due, then we would be in default under that indebtedness, which could, in turn, result in that and our other indebtedness becoming immediately payable in full. Â ITEMÂ 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDSÂ Â Not applicable. Â ITEMÂ 3. DEFAULTS UPON SENIOR SECURITIES Â Not applicable. Â ITEMÂ 4. MINE SAFETY DISCLOSURES Â Not applicable. Â Â ITEMÂ 5. OTHER INFORMATION Â (a)Â Â None. Â (b)Â Â None. Â (c)Â Â During theÂ threeÂ months ended September 30, 2024,Â noneÂ of our directors or Section 16 reporting officers adopted or terminated any contract, instruction or written plan for the purchase or sale of our securities that was intended to satisfy the affirmative defense conditions of RuleÂ 10b5-1(c) under the Exchange Act or any â€œnon-RuleÂ 10b5-1Â trading arrangementâ€ (as defined in ItemÂ 408(c) of Regulation S-K). Â 26 Table of Contents Â Â ITEMÂ 6. EXHIBITSÂ Â Exhibit Number â€‹ Description â€‹ â€‹ 10.1 Â SixteenthÂ Amendment to Lease dated July 8, 2024 between Omeros Corporation and BMR-201 Elliott Avenue LLC 31.1 â€‹ Certification of Principal Executive Officer Pursuant to RuleÂ 13-14(a)Â or RuleÂ 15d-14(a)Â of the Securities Exchange Act of 1934 as Adopted Pursuant to SectionÂ 302 of the Sarbanes-Oxley Act of 2002 31.2 â€‹ Certification of Principal Financial Officer Pursuant to RuleÂ 13-14(a)Â or RuleÂ 15d-14(a)Â of the Securities Exchange Act of 1934 as Adopted Pursuant to SectionÂ 302 of the Sarbanes-Oxley Act of 2002 32.1 â€‹ Certification of Principal Executive Officer Pursuant to 18 U.S.C. SectionÂ 1350, as Adopted Pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002 32.2 â€‹ Certification of Principal Financial Officer Pursuant to 18 U.S.C. SectionÂ 1350, as Adopted Pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002 101.INS â€‹ Inline XBRL Instance Document 101.SCH â€‹ Inline XBRL Taxonomy Extension Schema Document 101.CAL â€‹ Inline XBRL Taxonomy Extension Calculation Link base Document 101.DEF â€‹ Inline XBRL Taxonomy Extension Definition Linkbase Document 101.LAB â€‹ Inline XBRL Taxonomy Extension Label Linkbase Document 101.PRE â€‹ Inline XBRL Taxonomy Extension Presentation Linkbase Document 104.1 â€‹ Cover Page Interactive Data File, formatted in Inline XBRL (included in Exhibit 101) Â Â The certifications attached as Exhibits 32.1 and 32.2 that accompany this Quarterly Report on Form 10-Q are not deemed filed with the SEC and are not to be incorporated by reference into any filing of Omeros Corporation under the Securities Act or the Exchange Act, whether made before or after the date of this Quarterly Report on Form 10-Q, irrespective of any general incorporation language contained in such filing. Â â€‹ 27 Table of Contents Â SIGNATURES Â Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. Â â€‹ OMEROS CORPORATION â€‹ â€‹ Dated: November 13, 2024 /s/ Gregory A. Demopulos â€‹ Gregory A. Demopulos, M.D. â€‹ President, Chief Executive Officer and Chairman of the Board of Directors â€‹ â€‹ Dated: November 13, 2024 /s/ David J. Borges â€‹ David J. Borges â€‹ Vice President, Finance, Chief Accounting Officer and Treasurer Â â€‹ Â 28 EX-10.1 2 ex_735126.htm EXHIBIT 10.1 ex_735126.htm Exhibit 10.1 Â SIXTEENTH AMENDMENT TO LEASE Â THIS SIXTEENTH AMENDMENT TO LEASE (this â€œAmendmentâ€) is entered into as of this 8thÂ day of July, 2024 (the â€œSixteenth Amendment Execution Dateâ€), by and between BMR-201 ELLIOTT AVENUE LLC, a Delaware limited liability company (â€œLandlordâ€), and OMEROS CORPORATION, a Washington corporation (â€œTenantâ€). Â RECITALS Â A.Â Â Â Â Â WHEREAS, Landlord and Tenant are parties to that certain Lease dated as of January 27, 2012 (the â€œOriginal Leaseâ€), as amended by that certain First Amendment to Lease dated as of November 5, 2012, that certain Second Amendment to Lease dated as of November 16, 2012, that certain Third Amendment to Lease dated as of October 16, 2013, that certain Fourth Amendment to Lease dated as of September 8, 2015, that certain Fifth Amendment to Lease dated as of September 1, 2016, that certain Sixth Amendment to Lease dated as of October 18, 2018, that certain Seventh Amendment to Lease dated as of April 15, 2019, that certain Eighth Amendment to Lease dated as of October 28, 2019, that certain Ninth Amendment to Lease dated as of January 15, 2020, that certain Tenth Amendment to Lease dated as of September 15, 2020, that certain Eleventh Amendment to Lease dated as of October 23, 2020, that certain Twelfth Amendment to Lease dated as of January 1, 2021, that certain Thirteenth Amendment to Lease dated as of June 1, 2021, that certain Fourteenth Amendment to Lease dated as of January 14, 2022 and that certain Fifteenth Amendment to Lease dated as of November 1, 2022 (collectively, and as the same may have been further amended, amended and restated, supplemented or modified from time to time, the â€œExisting Leaseâ€), whereby Tenant leases certain premises (the â€œExisting Premisesâ€) from Landlord at 201 Elliott Avenue West in Seattle, Washington (the â€œBuildingâ€); Â B.Â Â Â Â Â WHEREAS, Tenant wishes to lease additional premises from Landlord in the Buildingâ€™s Vivarium; and Â C.Â Â Â Â Â WHEREAS, Landlord and Tenant desire to modify and amend the Existing Lease only in the respects and on the conditions hereinafter stated. Â AGREEMENT Â NOW, THEREFORE, Landlord and Tenant, in consideration of the mutual promises contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, agree as follows: Â 1.Â Â Â Â Â Definitions. For purposes of this Amendment, capitalized terms shall have the meanings ascribed to them in the Existing Lease unless otherwise defined herein. The Existing Lease, as amended by this Amendment, is referred to collectively herein as the â€œLease.â€ From and after the date hereof, the term â€œLease,â€ as used in the Existing Lease, shall mean the Existing Lease, as amended by this Amendment. Â 2.Â Â Â Â Â Eleventh Additional Vivarium Premises. Effective as of July 15, 2024, Landlord hereby leases to Tenant and Tenant hereby leases from Landlord, approximately three thousand one hundred sixty-eight (3,168) aggregate additional square feet of Rentable Area located in the Â BioMed Realty form dated 3/27/15 Â Â Â Â Â Buildingâ€™s Vivarium, consisting of (i) approximately two thousand two hundred forty-four (2,244) additional square feet of Rentable Area located collectively in Suites 155, 155A and 155B in the Buildingâ€™s Vivarium and (ii) approximately nine hundred twenty-four (924) additional square feet of Rentable Area located in Procedure Room 145 in the Buildingâ€™s Vivarium, each as shown on Exhibit A attached hereto (collectively, the â€œEleventh Additional Vivarium Premisesâ€), in each case for use by Tenant in accordance with the Permitted Use and in accordance with all other terms and conditions of the Lease. From and after July 15, 2024, the term â€œPremises,â€ as used in the Lease shall mean the Existing Premises plus the Eleventh Additional Vivarium Premises, and the term â€œTenantâ€™s Vivarium Space,â€ as used in the Lease, shall mean the Tenantâ€™s existing Vivarium space plus the Eleventh Additional Vivarium Premises. Â 3.Â Â Â Â Â Eleventh Additional Vivarium Premises Term. The Term of the Lease with respect to the Eleventh Additional Vivarium Premises (as the same may be earlier terminated in accordance with the Lease, the â€œEleventh Additional Vivarium Premises Termâ€) shall commence on July 15, 2024 and shall expire on the Term Expiration Date. Failure by Tenant to obtain validation by any medical review board or other similar governmental licensing of the Eleventh Additional Vivarium Premises required for the Permitted Use by Tenant shall not serve to extend the commencement of the Eleventh Additional Vivarium Premises Term. Â 4.Â Â Â Â Â Condition of Eleventh Additional Vivarium Premises. Tenant acknowledges that neither Landlord nor any agent of Landlord has made any representation or warranty with respect to the condition of the Eleventh Additional Vivarium Premises or with respect to the suitability of the Eleventh Additional Vivarium Premises for the conduct of Tenantâ€™s business. Tenant acknowledges that (a) it is fully familiar with the condition of the Eleventh Additional Vivarium Premises and agrees to take the same in its condition â€œas isâ€ as of the commencement of the Eleventh Additional Vivarium Premises Term and (b) Landlord shall have no obligation to alter, repair or otherwise prepare the Eleventh Additional Vivarium Premises for Tenantâ€™s occupancy or to pay for or construct any improvements

to the Eleventh Additional Vivarium Premises. Tenantâ€™s taking of possession of the Eleventh Additional Vivarium Premises shall, except as otherwise agreed to in writing by Landlord and Tenant, conclusively establish that the Eleventh Additional Vivarium Premises were at such time in good, sanitary and satisfactory condition and repair. Â 5.Â Â Â Â Base Rent and Additional Rent. In addition to all Base Rent for the Existing Premises, commencing on the commencement of the Eleventh Additional Vivarium Premises Term and continuing for the duration of the Eleventh Additional Vivarium Premises Term, Tenant shall pay to Landlord (in accordance with the provisions of the Lease) Base Rent for the Eleventh Additional Vivarium Premises. Base Rent (including the monthly installments of Base Rent) for the Eleventh Additional Vivarium Premises shall equal the applicable amounts set forth on Exhibit B attached hereto. In addition to all Additional Rent for the Existing Premises, commencing as of the commencement of the Eleventh Additional Vivarium Premises Term and continuing for the duration of the Eleventh Additional Vivarium Premises Term, Tenant shall pay to Landlord Additional Rent (as defined in, and in accordance with the provisions of, the Lease) with respect to the Eleventh Additional Vivarium Premises. Â 6.Â Â Â Â Pro Rata Share. Tenantâ€™s Pro Rata Share of the Project with respect to the Eleventh Additional Vivarium Premises shall be 2.09%. Therefore, commencing as of the commencementÂ of the Eleventh Additional Vivarium Premises Term, Tenantâ€™s Pro Rata Share of the Project for the entire Premises (i.e., the Existing Premises plus the Eleventh Additional Vivarium Premises) shall be 73.28%. Â 2 Â Â Â Â 7.Â Â Â Â Termination Option. Notwithstanding anything to the contrary in the Lease, Tenant shall have the right to terminate the Lease, but only with respect to the Eleventh Additional Vivarium Premises (and no less than all of the Eleventh Additional Vivarium Premises), by providing written notice (the â€œEleventh Additional Vivarium Termination Noticeâ€) to Landlord at least sixty (60) days prior to Tenantâ€™s desired termination date (the â€œEleventh Additional Vivarium Termination Dateâ€), which Eleventh Additional Vivarium Termination Date shall be set forth in the Eleventh Additional Vivarium Termination Notice. Subject to (a) Landlordâ€™s timely receipt of the Eleventh Additional Vivarium Termination Notice and (b) Tenant surrendering the Eleventh Additional Vivarium Premises in the condition required under the Lease (including, without limitation, Section 18.2 and Article 26 of the Lease), then, as of the Eleventh Additional Vivarium Termination Date, the Lease with respect to the Eleventh Additional Vivarium Premises only shall terminate and be of no further force or effect, and Landlord and Tenant shall be relieved of their respective obligations under the Lease with respect to the Eleventh Additional Vivarium Premises only from and after the Eleventh Additional Vivarium Termination Date, except with respect to those obligations set forth in the Lease that expressly survive the expiration or earlier termination thereof, including payment by Tenant of all amounts owed by Tenant pursuant to the Lease with respect to the Eleventh Additional Vivarium Premises for the period up to and including the Eleventh Additional Vivarium Termination Date. The termination right granted to Tenant pursuant to this Section shall automatically terminate and be of no further force or effect in the event that (y) Tenant assigns, subleases or otherwise Transfers the Eleventh Additional Vivarium Premises or any portion thereof to other entities or persons, other than in connection with an Exempt Transfer (or in connection with any sublease approved by Landlord pursuant to Article 29 of the Lease), or (z) Tenantâ€™s right to possession of the Eleventh Additional Vivarium Premises has previously been terminated. The termination right granted to Tenant pursuant to this Section is personal to Omeros Corporation, a Washington corporation (â€œOmerosâ€) and any Permitted Transferees of Omeros, and may not be exercised by any other assignee, sublessee or transferee of Tenantâ€™s or a Permitted Transfereeâ€™s interest in the Lease. Â 8.Â Â Â Â Broker. Tenant represents and warrants that it has not dealt with any broker or agent in the negotiation for or the obtaining of this Amendment and agrees to reimburse, indemnify, save, defend (at Landlordâ€™s option and with counsel reasonably acceptable to Landlord, at Tenantâ€™s sole cost and expense) and hold harmless the Landlord Indemnitees for, from and against any and all cost or liability for compensation claimed by any such broker or agent employed or engaged by it or claiming to have been employed or engaged by it. Â 9.Â Â Â Â No Default. Tenant represents, warrants and covenants that, to the best of Tenantâ€™s knowledge, Landlord and Tenant are not in default of any of their respective obligations under the Existing Lease and no event has occurred that, with the passage of time or the giving of notice (or both) would constitute a default by either Landlord or Tenant thereunder. Â 10.Â Â Â Â Effect of Amendment. Except as modified by this Amendment, the Existing Lease and all the covenants, agreements, terms, provisions and conditions thereof shall remain in fullÂ force and effect and are hereby ratified and affirmed. In the event of any conflict between the terms contained in this Amendment and the Existing Lease, the terms herein contained shall supersede and control the obligations and liabilities of the parties. Â 3 Â Â Â Â 11.Â Â Â Â Successors and Assigns. Each of the covenants, conditions and agreements contained in this Amendment shall inure to the benefit of and shall apply to and be binding upon the parties hereto and their respective heirs, legatees, devisees, executors, administrators and permitted successors and assigns and sublessees. Nothing in this Section shall in any way alter the provisions of the Lease restricting assignment or subletting. Â 12.Â Â Â Â Miscellaneous. This Amendment becomes effective only upon execution and delivery hereof by Landlord and Tenant. The captions of the paragraphs and subparagraphs in this Amendment are inserted and included solely for convenience and shall not be considered or given any effect in construing the provisions hereof. All exhibits hereto are incorporated herein by reference. Submission of this instrument for examination or signature by Tenant does not constitute a reservation of or option for a lease, and shall not be effective as a lease, lease amendment or otherwise until execution by and delivery to both Landlord and Tenant. Â 13.Â Â Â Â Authority. Tenant guarantees, warrants and represents that the individual or individuals signing this Amendment have the power, authority and legal capacity to sign this Amendment on behalf of and to bind all entities, corporations, partnerships, limited liability companies, joint venturers or other organizations and entities on whose behalf such individual or individuals have signed. Â 14.Â Â Â Â Counterparts; Facsimile, Electronic and PDF Signatures. This Amendment may be executed in one or more counterparts, each of which, when taken together, shall constitute one and the same document. A facsimile, electronic or portable document format (PDF) signature on this Amendment shall be equivalent to, and have the same force and effect as, an original signature. Â [REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK] Â Â Â Â 4 Â Â Â Â IN WITNESS WHEREOF, Landlord and Tenant have executed this Amendment as of the date and year first above written. Â LANDLORD: Â BMR-201 ELLIOTT AVENUE LLC, a Delaware limited liability company Â Â By: /s/ K. M. RuhlÂ Â Â Â Â Â Â Â Â Name: K.M. RuhlÂ Â Â Â Â Â Â Â Â Title: Vice PresidentÂ Â Â Â Â Â Â Â Â

link:definitionLink link:presentationLink 995467 - Disclosure - Note 6 - Debt (Tables) link:calculationLink link:definitionLink link:presentationLink 995468 - Disclosure - Note 7 - Discontinued Operations - Sale of OMIDRIA (Tables) link:calculationLink link:definitionLink link:presentationLink 995469 - Disclosure - Note 8 - OMIDRIA Royalty Obligation (Tables) link:calculationLink link:definitionLink link:presentationLink 995470 - Disclosure - Note 9 - Leases (Tables) link:calculationLink link:definitionLink link:presentationLink 995471 - Disclosure - Note 12 - Stock-based Compensation (Tables) link:calculationLink link:definitionLink link:presentationLink 995472 - Disclosure - Note 1 - Organization and Basis of Presentation (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995473 - Disclosure - Note 2 - Significant Accounting Policies (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995474 - Disclosure - Note 3 - Net Loss Per Share (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995475 - Disclosure - Note 3 - Net Loss Per Share - Schedule of Antidilutive Securities (Details) link:calculationLink link:definitionLink link:presentationLink 995476 - Disclosure - Note 4 - Investments and Fair-Value Measurements (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995477 - Disclosure - Note 4 - Investments and Fair-value Measurements - Debt Securities (Details) link:calculationLink link:definitionLink link:presentationLink 995478 - Disclosure - Note 4 - Investments and Fair-value Measurements - Fair Value Hierarchy (Details) link:calculationLink link:definitionLink link:presentationLink 995479 - Disclosure - Note 5 - Certain Balance Sheet Accounts (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995480 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Contract Royalty Asset (Details) link:calculationLink link:definitionLink link:presentationLink 995481 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Schedule of Receivables (Details) link:calculationLink link:definitionLink link:presentationLink 995482 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Property and Equipment, Net (Details) link:calculationLink link:definitionLink link:presentationLink 995483 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Schedule of Accrued Liabilities (Details) link:calculationLink link:definitionLink link:presentationLink 995484 - Disclosure - Note 6 - Debt (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995485 - Disclosure - Note 6 - Debt - Schedule of Debt Instruments (Details) link:calculationLink link:definitionLink link:presentationLink 995486 - Disclosure - Note 6 - Debt - Schedule of Debt Interest Expense (Details) link:calculationLink link:definitionLink link:presentationLink 995487 - Disclosure - Note 6 - Debt - Schedule of Convertible Debt (Details) link:calculationLink link:definitionLink link:presentationLink 995488 - Disclosure - Note 6 - Debt - Schedule of Debt Maturity (Details) link:calculationLink link:definitionLink link:presentationLink 995489 - Disclosure - Note 7 - Discontinued Operations - Sale of OMIDRIA (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995490 - Disclosure - Note 7 - Discontinued Operations - Sale of OMIDRIA - Net Income From Discontinued Operations (Details) link:calculationLink link:definitionLink link:presentationLink 995491 - Disclosure - Note 7 - Discontinued Operations - Sale of OMIDRIA - Contract Royalty Asset (Details) link:calculationLink link:definitionLink link:presentationLink 995492 - Disclosure - Note 7 - Discontinued Operations - Sale of OMIDRIA - Schedule of Discontinued Operations Cash Flows (Details) link:calculationLink link:definitionLink link:presentationLink 995493 - Disclosure - Note 8 - OMIDRIA Royalty Obligation (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995494 - Disclosure - Note 8 - OMIDRIA Royalty Obligation - Schedule of Royalty Obligation (Details) link:calculationLink link:definitionLink link:presentationLink 995495 - Disclosure - Note 8 - OMIDRIA Royalty Obligation - Schedule of Principal and Interest Payments on Royalty Obligations (Details) link:calculationLink link:definitionLink link:presentationLink 995496 - Disclosure - Note 9 - Leases (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995497 - Disclosure - Note 9 - Leases - Lease Cost (Details) link:calculationLink link:definitionLink link:presentationLink 995498 - Disclosure - Note 10 - Commitments and Contingencies (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995499 - Disclosure - Note 11 - Shareholders' Equity (Deficit) (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995500 - Disclosure - Note 12 - Stock-based Compensation (Details Textual) link:calculationLink link:definitionLink link:presentationLink 995501 - Disclosure - Note 12 - Share-Based Compensation - Schedule of Recognized Period Costs (Details) link:calculationLink link:definitionLink link:presentationLink 995502 - Disclosure - Note 12 - Share-Based Compensation - Valuation Assumptions (Details) link:calculationLink link:definitionLink link:presentationLink 995503 - Disclosure - Note 12 - Stock-Based Compensation - Stock Option Activity (Details) link:calculationLink link:definitionLink link:presentationLink EX-101.DEF 8 omer-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE EX-101.LAB 9 omer-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE Document And Entity Information PDE7 [Member] Represents PDE7. Expected dividend yield Proceeds from sale of future royalties Amount of cash inflow from sale of future royalties. Note To Financial Statement Details Textual Significant Accounting Policies National Institute on Drug Abuse ("NIDA") [Member] Represents National Institute on Drug Abuse ("NIDA"). Note 3 - Net Loss Per Share Debt securities, fair value Risk-free interest rate Note 4 - Investments and Fair-Value Measurements us-gaap_GrantsReceivable Grants Receivable Note 5 - Certain Balance Sheet Accounts Note 6 - Debt Note 7 - Discontinued Operations - Sale of OMIDRIA Expected volatility Note 8 - OMIDRIA Royalty Obligation Conversion of 2026 Notes into New Term Loans [Member] Represents the conversion of the 2026 notes into the new term loan. Note 9 - Leases Debt securities, available for sale, gross unrealized gains (losses) Note 12 - Stock-based Compensation omer_StockRepurchasedAndRetiredAveragePricePerShare Stock Repurchased and Retired, Average Price Per Share Average per share or per unit of stock repurchased and retired. Note 3 - Net Loss Per Share - Schedule of Antidilutive Securities (Details) Note 4 - Investments and Fair-value Measurements - Debt Securities (Details) omer_RoyaltyInterestRate Royalty Interest Rate Percentage of interest on royalty obligation. Note 4 - Investments and Fair-value Measurements - Fair Value Hierarchy (Details) us-gaap_LiabilitiesCurrent Total current liabilities Debt securities, held-to-maturity, amortized cost Schedule of Maturities of Long-Term Debt [Table Text Block] Note 5 - Certain Balance Sheet Accounts - Contract Royalty Asset (Details) Note 5 - Certain Balance Sheet Accounts - Schedule of Receivables (Details) Convertible Debt [Table Text Block] Note 5 - Certain Balance Sheet Accounts - Property and Equipment, Net (Details) Expected life, in years (Year) Note 5 - Certain Balance Sheet Accounts - Schedule of Accrued Liabilities (Details) Note 6 - Debt - Schedule of Debt Instruments (Details) Note 6 - Debt - Schedule of Debt Interest Expense (Details) Note 6 - Debt - Schedule of Convertible Debt (Details) Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Note 6 - Debt - Schedule of Debt Maturity (Details) Note 7 - Discontinued Operations - Sale of OMIDRIA - Net Income From Discontinued Operations (Details) Note 7 - Discontinued Operations - Sale of OMIDRIA - Contract Royalty Asset (Details) Note 7 - Discontinued Operations - Sale of OMIDRIA - Schedule of Discontinued Operations Cash Flows (Details) Note 8 - OMIDRIA Royalty Obligation - Schedule of Royalty Obligation (Details) Note 8 - OMIDRIA Royalty Obligation - Schedule of Principal and Interest Payments on Royalty Obligations (Details) Share-Based Payment Arrangement, Activity [Table Text Block] Note 9 - Leases - Lease Cost (Details) omer_GrantsReceivablePeriod Grants Receivable, Period Period of award for grants receivable. Other income, net Proceeds from the sale and maturities of investments Note 12 - Share-Based Compensation - Schedule of Recognized Period Costs (Details) Note 12 - Share-Based Compensation - Valuation Assumptions (Details) US Treasury Securities [Member] Note 12 - Stock-Based Compensation - Stock Option Activity (Details) Debt securities, held-to-maturity, fair value Notes To Financial Statements Notes To Financial Statements [Abstract] Nonrecurring Adjustment [Axis] Vested and expected to vest, Remaining Contractual Life (Year) Nonrecurring Adjustment [Domain] Vested and expected to vest, options (in shares) Vested and expected to vest, weighted average exercise price (in dollars per share) Vested and expected to vest, Intrinsic Value Exercisable, weighted average exercise price (in dollars per share) Exercisable, Remaining Contractual Life (Year) Exercisable, Intrinsic Value Exercisable, options (in shares) Balance, Remaining Contractual Life (Year) Balance, Intrinsic Value Estimated weighted-average fair value (in dollars per share) us-gaap_PaymentsToAcquireMarketableSecurities Purchases of investments us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsNonvestedNumberOfShares Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Nonvested, Number of Shares Financial Instruments [Domain] us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Balance, weighted average exercise price (in dollars per share) Balance, weighted average exercise price (in dollars per share) Forfeited, weighted average exercise price (in dollars per share) Financial Instrument [Axis] Granted, weighted average exercise price (in dollars per share) Exercised, weighted average exercise price (in dollars per share) Accrued expenses Employee compensation Other accrued expenses Interest payable Accounts payable us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Balance, options (in shares) Balance, options (in shares) us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExpirationsInPeriod Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Expirations in Period Total accrued expenses us-gaap_PolicyTextBlockAbstract Accounting Policies Consulting and professional fees us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant omer_CommonStockSharesOutstandingAbovePeriodEndClosingPrice Common Stock, Shares, Outstanding, Above Period End Closing Price The amount of common stock shares above period end closing price. us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Purchases of property and equipment Equipment acquired under finance lease Cash paid (received) for income taxes, net Current liabilities: Supplemental Balance Sheet Disclosures [Text Block] us-gaap_Assets Total assets Supplemental cash flow information us-gaap_LongTermDebtFairValue Long-Term Debt, Fair Value us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount us-gaap_SubleaseIncome Sublease income us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition us-gaap_DebtInstrumentVariableInterestRateTypeExtensibleEnumeration Debt Instrument, Variable Interest Rate, Type [Extensible Enumeration] Delayed Draw Term Loan (DDTL) [Member] Share-Based Payment Arrangement [Text Block] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Award Type [Domain] us-gaap_IncomeLossFromContinuingOperations Net loss from continuing operations Net income from discontinued operations, net of tax Net loss Net loss Award Type [Axis] Restricted Stock Units (RSUs) [Member] Share-Based Payment Arrangement, Option [Member] Contractual interest expense Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Antidilutive Securities [Axis] Antidilutive Securities, Name [Domain] us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment Less accumulated depreciation and amortization Commitments and Contingencies Disclosure [Text Block] Property and equipment, net Total property and equipment, net Property and equipment, gross Long-Term Debt, Type [Axis] Long-Term Debt, Type [Domain] Investing activities: Basic and diluted net income (loss) per share: Earnings Per Share [Text Block] us-gaap_ExtinguishmentOfDebtAmount Extinguishment of Debt, Amount Convertible Debt [Member] us-gaap_DiscontinuedOperationIncomeLossFromDiscontinuedOperationDuringPhaseOutPeriodNetOfTax Net income from discontinued operations, net of tax us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities Accounts payable and accrued expense Loans Payable [Member] us-gaap_DebtInstrumentRedemptionPricePercentageOfPrincipalAmountRedeemed Debt Instrument, Redemption Price, Percentage of Principal Amount Redeemed Restricted investments Restricted Cash and Cash Equivalents, Noncurrent Cash and cash equivalents us-gaap_DebtInstrumentIncreaseDecreaseForPeriodNet Debt Instrument, Increase (Decrease), Net us-gaap_DebtInstrumentConvertibleConversionPrice1 Debt Instrument, Convertible, Conversion Price us-gaap_AllocatedShareBasedCompensationExpense Stock-based compensation us-gaap_DebtInstrumentConvertibleThresholdPercentageOfStockPriceTrigger Debt Instrument, Convertible, Threshold Percentage of Stock Price Trigger us-gaap_DebtInstrumentConvertibleConversionRatio1 Debt Instrument, Convertible, Conversion Ratio Amendment Flag us-gaap_OtherNonrecurringExpense Other Nonrecurring Expense City Area Code us-gaap_SharesOutstanding Balance (in shares) Balance (in shares) Common Stock, Shares, Outstanding (in shares) Preferred Stock, Shares Outstanding (in shares) Current Fiscal Year End Date us-gaap_DebtInstrumentBasisSpreadOnVariableRate1 Debt Instrument, Basis Spread on Variable Rate us-gaap_DebtInstrumentInterestRateStatedPercentage Debt Instrument, Interest Rate, Stated Percentage Variable lease cost us-gaap_LeaseCost Net lease cost us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Prepaid expenses and other us-gaap_DebtInstrumentInterestRateEffectivePercentage Debt Instrument, Interest Rate, Effective Percentage Document Fiscal Period Focus Operating lease cost Document Fiscal Year Focus Lease, Cost [Table Text Block] us-gaap_DebtInstrumentRepurchasedFaceAmount Debt Instrument, Repurchased Face Amount dei_DocumentPeriodEndDate Document Period End Date dei_EntityFileNumber Entity File Number Entity Emerging Growth Company us-gaap_DebtInstrumentFaceAmount Debt Instrument, Face Amount dei_DocumentType Document Type Entity Small Business dei_EntityShellCompany Entity Shell Company Document Information [Line Items] Document Information [Table] Entity Filer Category Debt Instrument [Axis] dei_EntityCurrentReportingStatus Entity Current Reporting Status Debt Instrument, Name [Domain] us-gaap_IncreaseDecreaseInReceivables Receivables Schedule of Long-Term Debt Instruments [Table Text Block] Entity Tax Identification Number Entity Central Index Key dei_EntityRegistrantName Entity Registrant Name Stock-based compensation expense Entity [Domain] Legal Entity [Axis] Entity Address, Address Line One ecd_NonRule10b51ArrTrmntdFlag Non-Rule 10b5-1 Arrangement Terminated [Flag] Entity Address, City or Town ecd_Rule10b51ArrTrmntdFlag Rule 10b5-1 Arrangement Terminated [Flag] ecd_Rule10b51ArrAdoptedFlag Rule 10b5-1 Arrangement Adopted [Flag] Entity Address, Postal Zip Code Entity Address, State or Province ecd_NonRule10b51ArrAdoptedFlag Non-Rule 10b5-1 Arrangement Adopted [Flag] Material Terms of Trading Arrangement [Text Block] dei_EntityCommonStockSharesOutstanding Entity Common Stock, Shares Outstanding (in shares) us-gaap_StockRepurchasedAndRetiredDuringPeriodValue Repurchases of common stock Stock Repurchased and Retired During Period, Value us-gaap_StockRepurchasedAndRetiredDuringPeriodShares Repurchases of common stock (in shares) Stock Repurchased and Retired During Period, Shares Long-Term Debt [Text Block] Trading Symbol Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Local Phone Number Issuance of common stock upon exercise of stock options (in shares) Exercised, options (in shares) us-gaap_TableTextBlock Notes Tables us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Line of Credit Facility, Maximum Borrowing Capacity Issuance of common stock upon exercise of stock options Selling, general and administrative Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Forfeited, options (in shares) Line of Credit Facility, Lender [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] us-gaap_StockIssuedDuringPeriodSharesNewIssues Stock Issued During Period, Shares, New Issues (in shares) Lender Name [Axis] us-gaap_LiabilitiesAndStockholdersEquity Total liabilities and shareholdersâ€™ equity (deficit) Accumulated deficit Research and development Demand Deposits [Member] Money Market Funds [Member] Non-cash interest Interest expense Interest Expense, Operating and Nonoperating Cash and Cash Equivalents [Domain] us-gaap_InterestExpenseDebt Total interest expense Changes in operating assets and liabilities: Amortization of debt issuance costs Restricted Cash and Cash Equivalents [Axis] us-gaap_DisclosureTextBlockAbstract Notes to Financial Statements Subsequent Event [Member] Subsequent Event Type [Axis] Subsequent Event Type [Domain] Right of use assets us-gaap_FinanceLeasePrincipalPayments Principal payments on finance lease obligations Debt Securities, Available-for-Sale [Table Text Block] Segment Reporting, Policy [Policy Text Block] Stock-based compensation expense us-gaap_ShareBasedCompensation us-gaap_DebtConversionConvertedInstrumentAmount1 Debt Conversion, Converted Instrument, Amount Lessee, Leases [Policy Text Block] us-gaap_DebtConversionConvertedInstrumentSharesIssued1 Debt Conversion, Converted Instrument, Shares Issued Amortization of discount and issuance costs Amortization of premium and debt issuance costs us-gaap_DebtConversionOriginalDebtAmount1 Debt Conversion, Original Debt, Amount Debt Conversion Description [Axis] Debt Conversion, Name [Domain] Discontinued Operations, Policy [Policy Text Block] Income Tax, Policy [Policy Text Block] Total Non-cash interest earned on OMIDRIA contract royalty asset omer_DebtInstrumentNoticeForWithdrawalPeriod Debt Instrument, Notice for Withdrawal Period Period for notice of withdrawal of debt instrument. us-gaap_LesseeOperatingLeaseTermOfContract Lessee, Operating Lease, Term of Contract us-gaap_Depreciation Depreciation Depreciation and amortization us-gaap_AssetsCurrent Total current assets Share-Based Payment Arrangement [Policy Text Block] Equity [Text Block] Non-cash interest on royalty obligation Represents the amount of noncash royalty interest during the period. Common stock, par value $0.01 per share, 150,000,000 shares authorized at September 30, 2024 and December 31, 2023; 57,949,760 and 61,128,597 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively. Adjustments to reconcile net loss to net cash used in operating activities: Measurement Frequency [Axis] Measurement Frequency [Domain] Fair Value, Recurring [Member] Common Stock, Shares Authorized (in shares) Common Stock, Shares, Issued (in shares) Certificates of Deposit [Member] Common Stock, Par or Stated Value Per Share (in dollars per share) Statistical Measurement [Domain] Cash payments for operating leases Maximum [Member] Minimum [Member] Product and Service [Axis] Product and Service [Domain] Statistical Measurement [Axis] Cash payments for financing leases Preferred stock, par value $0.01 per share, 20,000,000 shares authorized; none issued and outstanding at September 30, 2024 and December 31, 2023. Debt, Policy [Policy Text Block] Preferred Stock, Shares Issued (in shares) Cash paid for interest omer_InterestOnContractRoyaltyAsset Remeasurement of OMIDRIA contract royalty asset The amount of interest on contract royalty asset. Property, Plant and Equipment [Table Text Block] Preferred Stock, Shares Authorized (in

shares) Preferred Stock, Par or Stated Value Per Share (in dollars per share) omer_MilestonePaymentReceivableFromSaleOfRoyaltyUnderAssetPurchaseAgreement Milestone Payment Receivable from Sale of Royalty Under Asset Purchase Agreement Amount of milestone payment receivable form sale of royalty under asset purchase agreement. Fair Value, Inputs, Level 3 [Member] Fair Value Hierarchy and NAV [Domain] Fair Value, Inputs, Level 1 [Member] Fair Value, Inputs, Level 2 [Member] Development Milestones [Member] Information pertaining to development milestones. Fair Value Hierarchy and NAV [Axis] At the Market Equity Offering Program [Member] Information on the type of equity offering program. omer_DebtInstrumentConvertibleThresholdSalePriceOfCommonStockConversionRateProductPercentageMaximum Debt Instrument, Convertible, Threshold Sale Price Of Common Stock Conversion Rate Product Percentage Maximum Represents the maximum product of the closing sale price of shares of the entity's common stock and the applicable conversion rate for such trading day. Debt Conversion After September 30, 2020 [Member] Relating to debt conversion after September 30, 2020. The Credit and Guaranty Agreement [Member] Relating to the Credit and Guaranty Agreement. omer_DebtInstrumentConvertibleFairValueAmountOfEquityComponent Debt Instrument, Convertible, Fair Value Amount of Equity Component The fair value amount of the equity component of convertible debt which may be settled in cash upon conversion. Debt Conversion On Or After August 15, 2023 [Member] Relating to debt conversion on or after August 15, 2023. Receivables Total receivables omer_RoyaltyObligations OMIDRIA royalty obligation OMIDRIA royalty obligation Represents the amount of royalty obligation. Schedule of Royalty Obligation [Table Text Block] Tabular disclosure of the company's royalty obligation. 2028, principal Amount of principal portion of royalty obligation to be paid in fifth fiscal year following current fiscal year. Initial Term Loan [Member] Relating to the Initial Term Loan. Operating activities: Charge for Delivery of Narsoplimab Drug Substance [Member] Relating to a charge for delivery of narsoplimab drug substance. us-gaap_OtherIncome Other Income Statement [Line Items] 2028, annual cap Amount of total royalty obligation to be paid in fifth fiscal year following current fiscal year. 2028, interest Amount of interest portion of royalty obligation to be paid in fifth fiscal year following current fiscal year. us-gaap_NumberOfOperatingSegments Number of Operating Segments Furniture and Fixtures [Member] us-gaap_CashCashEquivalentsAndShortTermInvestments Cash, Cash Equivalents, and Short-Term Investments Short-term investments Additional paid-in capital Debt securities, available for sale, fair value omer_RoyaltyObligationFairValue Royalty Obligation, Fair Value Represents the fair value of a royalty obligation. Long-Lived Tangible Asset [Axis] Long-Lived Tangible Asset [Domain] us-gaap_RestrictedCashCurrent Restricted Cash, Current Current assets: Fair Value Disclosures [Text Block] us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Cash and cash equivalents at beginning of period Cash and cash equivalents at end of period us-gaap_InvestmentIncomeNetAmortizationOfDiscountAndPremium Accretion on U.S. government treasury bills, net Inventory, Policy [Policy Text Block] us-gaap_InvestmentIncomeInterest Investment Income, Interest License [Member] us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Net increase (decrease) in cash and cash equivalents us-gaap_NetCashProvidedByUsedInFinancingActivities Net cash provided by (used in) financing activities Commitments and Contingencies Sale of Stock [Axis] Sale of Stock [Domain] us-gaap_OperatingIncomeLoss Loss from operations us-gaap_NetCashProvidedByUsedInOperatingActivities Net cash provided by (used in) operating activities Net Cash Provided by (Used in) Operating Activities Prepaid expense and other assets us-gaap_NetCashProvidedByUsedInInvestingActivities Net cash provided by (used in) investing activities Counterparty Name [Axis] Counterparty Name [Domain] Net cash provided by discontinued operations from operating activities Shareholdersâ€™ equity (deficit): Concentration Risk, Credit Risk, Policy [Policy Text Block] us-gaap_AccruedLiabilitiesCurrentAndNoncurrent Accrued Liabilities omer_DebtInstrumentConvertiblePrincipalAmount Debt Instrument, Convertible Principal Amount Represents the amount of principal on f a debt instrument that can be converted to another debt instrument. omer_DebtInstrumentOriginalIssueDiscountPercentage Debt Instrument, Original Issue Discount Percentage Represents the original issue discount percentage on a debt instrument. us-gaap_PaymentsOfDebtRestructuringCosts Cash paid to repurchase 2026 convertible senior notes Payments of Debt Restructuring Costs omer_DebtInstrumentPrepaymentsAnnualPrepaymentPercentage Debt Instrument, Prepayments, Annual Prepayment Percentage Represents the annual prepayment percentage on a debt instrument. omer_DebtInstrumentCovenantPrepaymentPremium Debt Instrument, Covenant, Prepayment Premium Represents the prepayment premium on covenant on a debt instrument. Disposal Group Classification [Axis] omer_DebtInstrumentCovenantOpenMarketTransactionsMaximumAmountOfInitialCash Debt Instrument, Covenant, Open Market Transactions, Maximum Amount of Initial Cash Represents the maximum amount of initial cash available for open market transactions as part of a debt instrument. Disposal Group Classification [Domain] omer_DebtInstrumentCovenantRequiredUnrestrictedCash Debt Instrument, Covenant, Required Unrestricted Cash Represents the required unrestricted cash of a debt covenant. omer_DebtInstrumentPaidInKindBasisSpreadOnVariableRate Debt Instrument, Paid In Kind, Basis Spread on Variable Rate Represents the basis spread on the variable rate on paid in kind interest on a debt instrument. omer_DebtInstrumentFloorOnVariableRate Debt Instrument, Floor on Variable Rate Represents the floor rate on a variable rate debt instrument. omer_DebtInstrumentCovenantMandatoryPrepayment Debt Instrument, Covenant, Mandatory Prepayment Represents the mandatory prepayment as part of a covenant on a debt instrument. Interest and other income omer_DebtInstrumentCovenantMinimumPrincipalAmountRequiredToTriggerPrepayment Debt Instrument, Covenant, Minimum Principal Amount Required to Trigger Prepayment Represents the minimum principal amount required to trigger prepayment as part of a covenant on a debt instrument. us-gaap_CostsAndExpenses Total costs and expenses omer_DebtInstrumentCovenantOpenMarketTransactionsUnlimitedThreshold Debt Instrument, Covenant, Open Market Transactions, Unlimited Threshold Represents the unlimited threshold for open market transactions as part of a debt covenant. omer_DebtInstrumentCovenantOpenMarketTransactionsConditionalAdditionalAmount Debt Instrument, Covenant, Open Market Transactions, Conditional Additional Amount Represents the conditional additional amount available for open market transactions as part of a debt covenant. Term Loans [Member] Relating to term loans. omer_LongTermDebtMaturityAfterYearFour 2029 and thereafter 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 after 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). Costs and expenses: us-gaap_PaymentsForRepurchaseOfCommonStock Repurchases of common stock Scenario [Domain] Forecast [Member] Retained Earnings [Member] Short-term contract royalty asset OMIDRIA contract royalty asset, current Represents the amount of royalty receivable classified as current. us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Revenue from Contract with Customer, Excluding Assessed Tax Scenario [Axis] Lease liabilities, non-current Represents the amount of operating and finance lease liabilities classified as noncurrent. Additional Paid-in Capital [Member] OMIDRIA royalty obligation, current Represents the amount of royalty obligation classified as current. Long-term contract royalty asset OMIDRIA contract royalty asset, non-current Represents the amount of royalty receivable classified as noncurrent. Common Stock [Member] OMIDRIA royalty obligation, non-current Represents the amount of royalty liabilities classified as noncurrent. Lease liabilities, current Represents the current portion of operating and finance lease liability. Equity Components [Axis] Omidria Assets Disposal [Member] Relating to Omidria Assets Disposal. Equity Component [Domain] omer_PrincipalPaymentsOnRoyaltyObligations Principal payments on OMIDRIA royalty obligation Represents principal payments on royalty obligations. omer_IncreaseDecreaseInContractRoyaltyAsset OMIDRIA contract royalty asset Represents the amount of increase (decrease) in contract royalty asset during the period. us-gaap_LongTermDebt Total long-term debt Principal amount Proceeds upon exercise of stock options Represents the proceeds from stock option and warrant exercises. DRI Healthcare Acquisition LP [Member] Relating to DRI Healthcare Acquisition LP. Royalty Fees And Contract Royalty Asset [Policy Text Block] Disclosure of the company's policy regarding royalty fees and contract royalty asset. omer_PercentageOfRoyaltyReceivableOnSaleOfProductRights Percentage of Royalty Receivable on Sale of Product Rights Represents the percentage of royalty receivable on sale of product rights. omer_EquityOfferingFacilityMaximumAggregateOfferingAmount Equity Offering Facility, Maximum Aggregate Offering Amount Represents the maximum aggregate offering amount on an equity offering facility. Additional proceeds Proceeds From Royalty Obligation Represents the cash proceeds from royalty obligation. omer_PercentageOfInterestEarnedOnOutstandingContractRoyaltyAsset Percentage Of Interest Earned on Outstanding Contract Royalty Asset Represents the percentage of interest earned on outstanding contract royalty asset. Interest earned on OMIDRIA contract royalty asset Interest earned on OMIDRIA contract royalty asset The amount of effective interest on contract royalty asset attributable to disposal group, including, but not limited to, discontinued operation. omer_DisposalGroupIncludingDiscontinuedOperationRoyaltyRevenueEarned Royalties earned The amount of royalty revenue earned attributable to disposal group, including, but not limited to, discontinued operation. Schedule Of Disposal Groups Including Discontinued Operations Cash Flows [Table Text Block] Tabular disclosure of information relating to discontinued operations cash flows. Remeasurement adjustments The amount of remeasurement adjustments attributable to disposal group, including, but not limited to, discontinued operation. Royalty Obligation Policy [Policy Text Block] Disclosure of the company's policy regarding royalty obligation policy. omer_DisposalGroupIncludingDiscontinuedOperationContractRoyaltyAsset OMIDRIA contract royalty asset OMIDRIA contract royalty asset Amount classified as contract royalty asset attributable to disposal group held for sale or disposed of. Disposal Groups, Including Discontinued Operations, Contract Royalty Asset [Table Text Block] The tabular disclosure of information related to a disposal group of contract royalty asset. Includes, but is not limited to, a discontinued operation, disposal classified as held-for-sale or disposed of by means other than sale or disposal of an individually significant component. Finance Lease Equipment [Member] Relating to finance lease equipment. OMIDRIA royalty receivables Represents the amount of royalty receivables. Clinical trials Represents the amount of accrued clinical trial costs. Convertible Senior Notes 2023 [Member] Relating to 2023 convertible senior notes. Convertible Senior Notes 2026 [Member] Relating to 2026 convertible senior notes. omer_ContractRoyaltyAsset Total OMIDRIA contract royalty asset Represents the amount of contract royalty asset. Schedule Of Contract Royalty Asset [Table Text Block] Tabular disclosure of contract royalty asset. Royalty Obligation [Text Block] Disclosure of the company's royalty obligation. Maximum Scheduled Principal and Interest Payments of Royalty Obligation [Table Text Block] Tabular disclosure of maximum scheduled principal and interest payments on royalty obligations. Royalty Obligation [Member] Relating to royalty obligation. Contract research and development Represents the amount of accrued contract research costs. us-gaap_DeferredFinanceCostsNet Unamortized debt issuance costs Debt Issuance Costs, Net Unamortized premiums, discounts and issuance costs and other us-gaap_DebtInstrumentUnamortizedDiscountPremiumAndDebtIssuanceCostsNet Schedule Of Debt Instrument, Interest Expense Recognized [Table Text Block] Tabular disclosure of interest expense recognized relating to debt instrument. omer_DebtInstrumentConvertibleDebtDenominatorAmount Debt Instrument, Convertible Debt, Denominator Amount Represents the denominator amount used in the calculation of convertible debt. Thereafter, principal Amount of principal portion of royalty obligation due after fifth fiscal year following current fiscal year. omer_MilestoneBenchmarkOneIfMilestoneAchieves Milestone Benchmark One, If Milestone Achieves Represents the amount of net sales that allows the milestone to be reached. 2027, principal Amount of principal portion of royalty obligation to be paid in fourth fiscal year following current fiscal year. omer_RoyaltyObligationPrincipalPaymentsDue Total scheduled payments, principal Amount of total principal portion of royalty obligation. 2024, principal Amount of principal portion of royalty obligation to be paid in next fiscal year following current fiscal year. Equipment [Member] 2026, principal Amount of principal portion of royalty obligation to be paid in third fiscal year following current fiscal year. 2025, principal Amount of principal portion of royalty obligation to be paid in second fiscal year following current fiscal year. omer_RoyaltyObligationInterestPaymentsDue Total scheduled payments, interest Amount of total interest portion of royalty obligation. Thereafter, interest Amount of interest portion of royalty obligation due after fifth fiscal year following current fiscal year. us-gaap_DebtInstrumentUnamortizedPremium Debt Instrument, Unamortized Premium 2024, annual cap Amount of total royalty obligation to be paid in next fiscal year following current fiscal year. Computer Equipment [Member] us-gaap_DebtInstrumentUnamortizedDiscountPremiumNet Unamortized debt premium, net of issuance costs and other 2025, interest Amount of interest portion of royalty obligation to be paid in second fiscal year following current fiscal year. 2024, interest Amount of interest portion of royalty obligation to be paid in next fiscal year following current fiscal year. 2027, interest Amount of interest portion of royalty obligation to be paid in fourth fiscal year following current fiscal year. Document Quarterly Report 2026, interest Amount of interest portion of royalty obligation to be paid in third fiscal year following current fiscal year. Entity Incorporation, State or Country Code Carrying value of debt Principal amount Total unsecured convertible senior notes, net omer_RoyaltyObligationPaymentsDue Total scheduled payments, annual cap Amount of total royalty obligation. Thereafter, annual cap Amount of total royalty obligation due after fifth fiscal year following current fiscal year. Accounting Policies [Abstract] Significant Accounting Policies [Text Block] omer_NumberOfOptionsToExtendLeaseTerm Number Of Options To Extend Lease Term Represents the number of options to extend lease term. Document Transition Report Lease Disclosure [Text Block] The entire disclosure of information about leases. 2025, annual cap Amount of total royalty obligation to be paid in second fiscal year following current fiscal year. 2027, annual cap Amount of total royalty obligation to be paid in fourth fiscal year following current fiscal year. Selling, General and Administrative Expenses [Member] dei_EntityInteractiveDataCurrent Entity Interactive Data Current 2026, annual cap Amount of total royalty obligation to be paid in third fiscal year following current fiscal year. omer_LongtermPurchaseCommitmentTerminationFee Long-Term Purchase Commitment, Termination Fee Represents the amount of termination fee on a long-term purchase commitment. Continuing Operations [Member] Relating to continuing operations. Security Exchange Name Title of 12(b) Security Discontinued Operations [Member] Relating to discontinued operations. Research and Development Expense [Member] Statement of Income Location, Balance [Axis] Statement of Income Location, Balance [Domain] Discontinued Operations, Disposed of by Sale [Member] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block] omer_MilestoneBenchmarkTwoIfMilestoneAchieves Milestone Benchmark Two, If Milestone Achieves Amount of sales required for the second milestone. omer_MilestoneBenchmarkThreeMinimumNetSalesRequiredForFourConsecutiveQuarters Milestone Benchmark Three, Minimum Net Sales Required for Four Consecutive Quarters Amount required for the milestone three for four consecutive periods. omer_MilestoneBenchmarkFourMinimumNetSalesRequiredForFourConsecutiveQuarters Milestone Benchmark Four, Minimum Net Sales Required for Four Consecutive Quarters Amount required for the milestone four for four consecutive periods. Other accrued liabilities, non-current us-gaap_SharePrice Share Price Total potentially dilutive shares excluded from net income (loss) per share (in shares) Statement [Table] Statement of Financial Position [Abstract] Weighted-average shares used to compute basic and diluted net income (loss) per share (in shares) Net income from discontinued operations (in dollars per share) us-gaap_EarningsPerShareBasic Net loss (in dollars per share) Net loss from continuing operations (in dollars per share) Statement of Cash Flows [Abstract] Statement of Stockholders' Equity [Abstract] Income Statement [Abstract] us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree Long-Term Debt, Maturity, Year Three Disposal Groups, Including Discontinued Operations [Table Text Block] us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour Long-Term Debt, Maturity, Year Four Disposal Group Name [Axis] Disposal Group Name [Domain] us-gaap_ProceedsFromIssuanceOfDebt Proceeds from Issuance of Debt Schedule of Accrued Liabilities [Table Text Block] us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths Long-Term Debt, Maturity, Year One us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo Long-Term Debt, Maturity, Year Two Disposal Groups, Including Discontinued Operations, Disclosure [Text Block] Debt securities, available for sale, amortized cost Interest Amortization srt_StockRepurchaseProgramAuthorizedAmount1 Share Repurchase Program, Authorized, Amount Fair Value, Assets Measured on Recurring Basis [Table Text Block] Financing activities: Fair value of outstanding unsecured convertible senior notes (1) omer_DebtInstrumentPrepaymentPercentageOfMilestonePaymentsReceived Debt Instrument, Prepayment, Percentage of Milestone Payments Received Percentage of milestone payments received for prepayment of debt instrument. omer_DebtInstrumentPercentageOfInterestPayableInCash Debt Instrument, Percentage of Interest Payable in Cash Percentage of interest payable in cash on the debt instrument. omer_DebtInstrumentCovenantOpenMarketTransactionsMaximumAdditionalAmountPercentageOfProceedsFromEquityOffering Debt Instrument, Covenant, Open Market Transactions, Maximum Additional Amount, Percentage of Proceeds From Equity Offering Percentage of net cash proceeds from equity offering for maximum additional amount allowed to be purchased on open market transactions under the covenant of the debt instrument. Narsoplimab [Member] Represents narsoplimab. omer_DebtInstrumentPrepaymentPercentageOfCashProceedsFromSaleOrLicenseOfAssets Debt Instrument, Prepayment, Percentage of Cash Proceeds From Sale or License of Assets Percentage of cash proceeds from sale or license of assets for prepayments of the debt instrument. us-gaap_StockholdersEquity Total shareholdersâ€™ deficit Balance Balance omer_DebtInstrumentPrepaymentPercentageOfNetCashProceedsFromInsuranceRecoveries Debt Instrument, Prepayment, Percentage of Net Cash Proceeds From Insurance Recoveries Percentage of net cash proceeds from insurance recoveries for prepayment on the debt instrument. omer_DebtInstrumentPrepaymentPercentageOfCashProceedsFromIndebtedness Debt Instrument, Prepayment, Percentage of Cash Proceeds From Indebtedness Percentage of cash proceeds from indebtedness for prepayment on the debt instrument. Class of Stock [Axis] Long-

term debt, net Convertible senior notes, net Other receivables Debt securities, amortized cost EX-101.PRE 10 omer-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE EX-101.CAL 11 omer-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE GRAPHIC 12 ex_735126img001.jpg begin 644 ex_735126img001.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_VP!# @&!@<&!0@'!P<)"0@*#!0-# L+ M#!D2$P\4'1H?'AT:'!P@)"XG("(L(QP<*#7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76UJC9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<('0H+ \0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q\A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A@D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>`EZ+@H$ MA8:B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#T&\O;R+7[MOPO]KG$M]>Q7-L_F'>ML?FE'GJ I1A[;Q4=IXIOK.W:!8XGDNY)TL/-=W+S" MY,90DG) !5@!C !['5W;6=L]VEVUO$;F-"B3%!O53U ;J <#+CVIG]FV.83]CM M\PN9(CY0^1SG++Z$Y.2/6A <=/XUO(KZZ6*.&>V%!=RPR>64&^#J,[R6&<@_ M*N<,<$U#=^(=5TY_MT[5+Q0>*4Q85$DZJ?D+$9 8 -P>/3BNR&B:6)Y9Q MIUH]I@ED\A=SAOO G'.>_K4SZ?9R!A):0,&B\DAHP;(C/M"0+)T##)W'&..*$\,^)=2U6[LH[Z.U5;W3S>((MW[LAPI4DGYL[@2[M;J40VC17+?Z-)Y9_=O$##AE)&=W49YKM<55_LRQ^W_ &_[M';_;,;?/\H;\?[W6@#A[OQ; MD@\1ZY917222K?3SZW-8V^(/)4;B."X#<# &1]37:QZ'I41:671M,F^T>;I]J_VD@S[H5/FD="W')'O0".=L_$>K_P!HZ?%J M=M;V<,Y$3$ 2EY26 4E7/EDA00#N!R1G(J7Q%)HA\5^&98[ZYCBENGA>V63; M$X\ISE@/O'('7IBMY-)TZ.>&=+"V6:%=D4@B4,B^@..!J7>BZ7J%Q'<7FG6E MQ/']R26%69?H2.* ..ECN;2_FT^2Z1I]6BN_LM_'>RMY6,D;T)VJ!D %>A'O M6OX;O$M[G4-+N(TAN+62,.XNWFCD+KE0ID.0W'*_3UK;CT?38I)Y(]/M5>X& M)F6%09!W#<9@X8@<$C.?K0!C^*A<0ZOX< MN(K^YB1M12%,3;'("KD[@.6Z#@G'M5*Y,VF>(-T\5)+_J5Q-#;SQWDFZW/E MD_-&3LVKM.2.5[HJK[1=,U:5)+_3[6ZDC&$::%7* 0D<4Y-)TY+J6Z6QMEN M1MDE$2[G'H3CF@#@WU2XT#3=1TAD=M4,$"QW%MO[>\DO)9-(DDC9[E&$\D0&]&8-R24(Z]2*Z*WT?3;156VT^UA57\Q M1'"JX?&-W ZX)&:L+;0I-),D2++*)'"@,^.F3WQ1T \N\#W<>F^(+:&Z@\O M4-5AW0K$5Q<0?-)]HE?^.49"'N.V0:ZSQ*+B'Q5X:FCO[I(Y;IX7MEDVQ./* M=LL!]XY Z],5MPZ'I5N=T.FV<9\SS6X5WU;[4EK>1WLI,'RDC=&3M 7IE>A]:S M-0N;FSLI-&6)_MD-]8B9H-1E*SK(^-F]CN0G!R/0BO0DTC3HIYYTL+59IP1+ M((5#2)03CFHQH.D"Q:Q&F6?V1FWM!Y"["WKC&,_*]" R?!5S-+87]MH+6SMK&W6WM((H(5^['$@51^ J>@$%%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 5 M\P?M'?\ )0]/_P"P5'_Z-EKZ? KY@ :_ Y*'I_P#V"H__ $;+0!]/T444 %%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !7 MS!^T=_R4/3_^P5' .C9:^GZ^8/VCO\ DH>G_P#8*C_]&RT ?3]%%% !1110 M 4444 %%%% !1110 4444 %%07-Y;6;JUS<1PJQPI=@,FH!K.FL^T7T!;&HHHH **** "BBB@ HHHH ** M** "BDS2T %%%% !1110 57O#$MOF=2R;T&!Z[AC]<58JEJG`'D/^NT7_HQ: M +M%%% %+5+:> [T^6*W*>8<$!V*JV"#M)'(!Z<5PM^FI2W$^RTO5C@+IYD"% MDD8,,G+,"-N"H/.0/?%>CUF?V=/*[A653\P*AB6 YZX4 M@9//&*?;>'3907$5M?/&MP"'RF[J.V2<5JV%HMAIUK9HY=;>)8E9NI"@#)_* M@"S1110 4444 %%%% !1110 4444 %%%% %>Q,+6,#6ZE82@**>P[58JEI'_ M "!Z[/_KBO\JNT %%%% !1110 4444 %%%% !1110 444F: %HHHH **** "B MBB@ KY@_:._Y*'I_ 8*C_P#1LM?3]?,"[1W _"4/3 \ L%1_^C9: /I^BBB@ M HHHH **** "BBB@ HHHH **** "JPB']I--Y@W&$)Y?<#).:LU7$4?]H--Y MG[PQ!"GMDG- %BBBB@ HHHH **** "BBB@ I*6B@#F?'>IWFD>$+V]L)C#<1 ME-K@ XRX!X/'0UX\OQ#\8/\ PG_$"0_# _Y M$\" X3_QG_T$I_\ P'3_ .)H_P"$_P#&?_02G_\ =/_ (FOH3 HP*/JM3_G MXP_M["?] D/P_P#D3Y[._$_\9_]!*?_ /!T_P#B:/\ A\ QG_T$I__ '3 M_P")KZ$P*,"CZK4_Y^,/[>PG_0)#\\ (^>_^$_\9_\ 02G_/ =/_B:/^$_ M\9_]!*?_ ,!T_P#B:^A,"CCTH^JU/^?C#^WL)_T"0_# "/GO_A/ &?_ $$I M_P#P'3 XFC_A/ &?_02G_P# =/\ XFOH3CTHX]*/JM3_)^,/[>PG_0)#\\ MCY[_.$_\9_]!*?_ ,!T_P#B:/\ A\ QG_T$I__ '3_P")KZ$_ "CCT%'U6 MI_S\8?V]A\ H$A^'^1\]_\ "?\ C/\ Z"4__@.G_P 31_PG_C/_*"4_P#X M#I_\37T$'C8D*RDCJ 1Q3%N;=T=UFB94&68,"%^M'U6I_P_&'JO83_H$A^'M^1X!_P)_P"_P#H)3_^ Z?_!-'_"?^,_\ H)3_/@.G_Q->]IJ%E);O<)= M0-"AP]X(7ZFGK=[V[XN$D5X3T=1D'\J/]M3_GXP_M["?] D/P_R/ ?^$ \ 02G_/ =/_B:]^$ \9_\ 02G_/ =/_B:]_ ,$B67#%%GD8D_EC-)+&Q>._&$,*1Q:A.(U4!1]G0X'_?-/\ ^$_\ M9_\ 02G_/ =/_B:]B3Q-H>G"&T5+'RHU"^>]W&!T^M+'XNTUKN17NJ\/6S MRERMZC;O^ CI1]5J?_&']O83_H$A^'^1XY_PL#QG_T$I_\ P'3_ .)H_P"$ M_P#&?_02G_\ =/_ (FO8[7QCI-S.R+=6QCZ(\4OF;C^ XJ2V\1QR1NUS#Y) M_@$:/+GZ[5Z4?5:G_/QA_;V$_P"@2'X?Y'C' "?^,_\ H)3_/@.G_Q-'_"? M^,_^@C/_ . Z?_$U[-'KC26LWS+]H_Y9D64^T?[P(R?PJ&7Q!+%;&)K>]DNC MT>VTR1E'X'_&CZK4_P"? C#^WL)_T"0_# _(\?_P"%@>,_^@E/_P" Z?\ Q-'_ M G_(S_ .@E/_X#1_\ $UZ__;=W)8QJEEJHGZM(;#&1_ND\5# ;VKSQ1I#H M&IA@<-+((XR??!SQ1]5J?\ &'JO83_H#A^'^1Y- PL#QG_T$I_\ P'3_ .)H M_P"$_P#&?_02G_\ =/_ (FO8+C4/$*#1J;;0969>QO8TW?7*FF"_\43S MX? M^S*N#A=1C8/[*Y,T?5:G_/QA_;V$_P"@.'X?_(GD7_"?^,_^@E/_ . Z?_$T M?\)_XS_Z"_ (#I_P#$UZ[/)XIDN%>+3;5/]^[.T'W48S63J5KXB_M'3KJ\ MOH8(Y;M(+B&TGG&0W"E1OVJ0>>AS1]5J?_'7S#^WL)_P! 6)&LE:48PY; M"\X[#.>V/RKSWXT?\AC2?^O>3_T(5E6HU* <'/G9W9;F6#QN)C0>%BKWUT>RO MV/2_!]] ?^1#T;_KV']:Z.O0@[Q1\C MB4E7FEW?YA1115& 4444 %?,'[1W_)0]/ [!4?\ Z-EKZ?KY@ :._P"2AZ? M -@J/_T;+0!]/T444 ('4^18 ^A-+7(>+TT:*ZMY=5F>(3;8U/F;59@V54 * MS%B2< ?7@@&M&RU6RM[$Q6J2LRLS*GE2XY)/4I[^E &]16!-XD\N#*V%\T_4 MI'9RR#'UVBJMQXBU*2UB-CI5X)LYD\^QD"X]AD'UH ZFBN4/BC5)O+%OX9U M<#I(TL,2 'U&ZO<5+<:_]*E9(M)F5%ZQO;/@GWR9.* .FHKD\7M'+NN?[/L MHP!E9]2@SGT)SQ2OXPA27S?[3T/R<9V-JB#\(SJ =^%A6,\S5%O&GD2R-%XAT*0,WW9;B23:/;:@Q0!Z-5%?\ D.O_ ->R M_P#H35PT'BA4$T5OK=I+)*IY:.[FVXX./3KVJ"/Q,;6\<7&HF53 PATNZ*;2^MI8;?49(D@DBCDCETMU(:5PJ_>;/WB,^F:/#7B& M6X\2^5,EW%:W$3I \UIY2RNC@$C#,".>O'6@#OZ*YSQ:-5-K;C3C*(M_[_R MWF$<8QM(;UZ=\=JQ=(&N_P!LVOV87XM_-_TG^T#,08MISMWD@-G&,4 =U+*D M,;22NJ1H,LS']2:A&H66YN%NH6@4[3(!4'TS6'XW2:708X;=6::6\MT1 M5E\O),@_BK-A:O- %:RG5@7 X;<2*X'7P)!?SZ#K2Z5=PV=\98=ES+;K,%4+(S#:P[A<5Q3_WJ/H?2X:W M]@UO\2_]M/4X_&VD?:Y(;BZMX$'^KD:ZB;S>?X55B?S JU;>)M/N49EE3 X7 M;EL_D.*P%T7Q.);$3^*&6VG4))]GMT20.5)R#C&./2KP\%7*-&TOB[Q&Y0Y^ M6Z5 WL0%KM/FC33Q%:[#YH=9!T"0RLI_'94NE:U%JL]W"B%9+5PK]>XSW /Z M5@6G@Y[N%I9_%'B1LRR+M%_L PY ^ZH/0>M7]%T6'0->N8H)KJ6.\@64FXE, MAWHQ#'86P3 IP M<=>E %9/%\)1H'U/1UN.O.I1 J/H, G5F'4; 5+4VJG/9M)L60W%M?!F"-G: MP_=%2#@XX[5I0Z#HJQ)LTBP4;1@"V3_"O,K"QBOE&GOF."9=+B81X'R[1^/3 M' XQ0!WER-9%!% +JT5TZR2715W^I5 /R K.O'U&7;]NUG1[=8CB,Q7TT1/^ M_AQNZ?SI#_ #MO TGV7SY8U8HTB1@YQTR%&*K:?\.M"U/2;.YO+5=\L*2LB M$J%8@$@8/2@"27Q!YUP)'\6>%E6/ ^28DAO<>;@\^HJ1_$FD+.LEQXMT/[2J M\% "?RWU;3 M@)67CJ F/7M7;0>&[."3(-7F;87*P:>]!R.<;A# ,G%9[ZSX?2/= _: BR MVA"C=Y-OY*/^(C&?PKT'5+#2%TZX-Y;V*1;#EIT7:./>FV=CHVH:3$([6RFM MWC7(C12O8]J /-8_'? A.*:&SM[[Q3?3NA=$^T'+9QU)8>HJ[#KNG2+YB^&O% MTY)Z/=,^/F?3@4[5XA+IY5ONB2- MF'J X.#[4 <#'XB6;?&G@76RHX)N)MH(_P"C4J:JH1I4\&;0@Y:344 'ZGC M*] ^PVOEE/LT.TY!7RQ@YZ_S/YTD5C:[6]9AM8(R5VDIX <>G Z4 >>IJUM> M@$^$],=>OS7RO^@2D^V3)&K:=X+TAXV;K#"S@?\ ?,=>E*JKP% ^@IU 'E&C MWVJ"V@6/PSH(N&C&W%LZ,RX'/*C/UZ5I2ZIXTMF);2-&L[;@+,5)&>P(#9_' M%;SJ]C-I]VUK-+<6NG2XAC&6<_+\@'J:CDU>\U:TEM;O0[ZQB>/>99&!QC!Z M $]>.>?:@"C'>^.;B)6BDT=00.3:2G.?3YZ+>7QQ(Q6>\M$VYSY>G/S]"S5V M5G_QYP]/N#HXN)5BA099V/ H Y$P^>Y]RIJ+YM2AAQ)67<5O-E?W3[6R!GC;TZ5H1^]3,:K+XSUW@=4N/\0:Z M^[=(Y;4MC)EVKQW(-6J .'@^'.P_OO%&OW/S9'FWC<>W&*EN? NF10-+=:K? MA%^])/?S!1]?G KLZI:K';2Z=)'>0B:W9E5HST.6&/UQ0!RG_"(^&K:S-W/J M&+?.UIY+MBF<^K,16#I,&FVVMZG'I%RES:#5M/*R)('&2I)&1QP>U>DB=8;Q M;,QQK&5S&58=?0C^5>8Z(\ BI/$@&! Q4MO_P"A-0!ZK:^:;. S@^<8UWY_ MO8Y_6O(/C1_R&-) Z]/_0A7K]JJV<'SG,PC4. M3_T(5RXS^'SW.'/^1C3^?Y,]"\ .\B'HW_7L/YFNXKO/ /\ R(>C?]>P_F:Z M.MZ?P(\O% [Q/U?YA1115G.%%%% !7S!^T=_R4/3_P#L%1_ ^C9:^GZ^8/VCO M^2AZ?_V"H_\ T;+0!]/T444 >29D7/H3@\5VMEJ/VJSM)+ M:;[2KS>7+*4QT!)/'3D"M:@#D)_ &AR68,MO'YRIRJ&7=CDD$4W_A6N@*&6 M*SMHE)? +CUZ8Z^O:NMG.V!SN"X'7&GQ70D.)'DEV" M/DIK;P5HM4 M8-3\4=VYET2V2T9MLQ6XS(O7D @#'3OZUK22SFUMFEVP3.X!7&X9YXS_6@" MO/8V":E:[H8>4D7# '^Z> _TI1HEC_:C3G3K/9Y0 ;R$SNR<]L],5R:Z'JRZT MTKO,MF3N>!XS*Q;-02&.003SCZ>E=+HR3VTPBG,BA;8%4D?<4&X]3W/ .KM M0!Q.JQI%XBUJ.-%1%O=.PJC 'I^"M[28U-GX;D*@D23J#W&7S_[+7/:A MOZW+ ^]#?:>,X(Y%Q"#6Y:-,FE^C@96U!UD)'W5(EY_ ?C0!W.*6BF2R) M#$\LC!40%F8]@* *=]Y4EW96[X9C+YNWV4'G\"5J_6?8)++--?3QA&EPL*X^ M9(QTS[DY)"T]*T* "BBB@ HHHH X_P")W_(@ZC]8_P#T8M<'_/^#5O^NB? M^BIJ[3XJ7:P>"YX"CL;AU4,!PN&!YKB?AJ_EZ;JS[7;$J<(NX_ZJ;M7%/_>H M^A]+AU_P@U?\2_\ ;3UBZ,ZPZ28+8SCSX_,P0-B%&!;DCIQ6M6,UR'.DQ"*= M271MS1D#_5MQGUJ]V:[3YHI:7_QY'_KM+_Z,:FZGOB6&\0G_$9]T@"[BT9& M&]^_P"%.TO_(\C_P!=I?\ T8U7: &HZRQJZ,&1@"K#H169XA6X?12U9EE M:6?2 E;!*F50PS[KD4*.;29&,4;S6+DL8TY>$DDD@=U]AR.W'1-2>UU/1#LD$ MMO,\:ED61\L<+@?7'^-0^)/"WCC!Q.D:^9&RE67CT/XUYKHG_(1@_W MM,_]"N*[?0] ?3)DDEE+B*%8DRV6;@ EC]%&! ._N(7/_)",'^IGJ H5Q0"/ M57&Y&']"*S?#DDLGAVP:9=LGE_,?*U*Q-)GNK:T2TDL)4,8,!))!*8XYQ M_6@#5NXYI;..WE$4SHRQR$9,1P<=\5R$&FZC!.(U\8%Y&B,@D&XO)M !4 M;L* <@GC/>NE%[>&?9_9K[,?ZSS !^54F%T;K8F@Q+&OSB5GC^]^!S0!MJ"% M)R0.:J:J'.G2;&"MN3!.?[P]*JR2>(/MP\J#3_LFWDO(^_/X#&.E17D/B"YM MVCCDLH<]P"W\7O[4 9GB?2[^?58+V!7=$P(W0;S W.3LZD'/5>?4TOA;2;ZT MNVGE:94.?-:9<-.<*%XZX7!Y/7-=:.G-+B@ K.UM)GT>X6WE\J7"E7]/F%:- M5[V*2>SFBB($C*0N3@9H L5E>(+/[9IA'VZ:R\IO,\V(9/&>"XYJZDER5&^ MW13W ES_$J,W+B5(9D@1Y,[$:;E@.N!CGJ/SH Y_P /6L0:*--60@;2/FY /.<57O?#NKW5A-;+J/$ MRLCAV+ JW]1VK1TBVO98+&ZNKI'5(OE18R"6^T2X_NX7' M\J .;L]%CAOV_P"*;LH8+DNLTD;#=M/.6'?)[?C75"JYMI#*6-U/@CA1M Z M9IAL TN\W-UTQ@2D#\A0 FH.B&U+@'-P@&1T)S[5=K/&CVQFCEDDN93&X=!) M.S ,.AQG%:% !5:^E2&V9Y(_,4,HV_5@!^1.?PJS534I;F"PFEL[/[9<* 4M M]X3><],G@?C0!Q.N:#]=SXJ5X8DD$DH>.=DB5HP/X@P8.=N1P5(X'&XY M(=;UZ*:8S2KXCMPTA&-QW-S7I<"Z@\1:]]KMGMI)=?M)A& [*Q"ON(R0S'0^M 'JELCQVL,G_*$* MY<9_!9[G#G_(RI_/\F>A> ?^1#T;_KV\'S71USG@'_D0]&_Z]A_UT=;T_@1 MY>+_ -XGZO\ ,****LYPHHHH *^8/VCO^2AZ?_V"H_\ T;+7T_7S!^T=_P E M#T__ +!4?_HV6@#Z?HHHH Y_Q)*N;.'8-QN[5]_? N8QC]?TKSCP)XC>)YB@M58*(A=6SM(1TQ<1]_3&3^%<9\,[^R MT[2+R9]8TI$O0-0FD:.6X574!RMOBOY7Y_&@#L] LVT[2K9+>X>[\V<^?*Z$-C M!SD$D@@@#DUT-OK@\>E5&\<0++/# MB!,J'=FS+L9.#CDA2H/M0!U5P6%NY7=N XV]?PJKJ%K%?Q>5*;E0K9!BRIR0 M1U_&K4$RW,*RID!NQ&"":* [@U)0!EZ9IL.E&01S7TV\A3Y[M)C'IGH*GM99 M%$IE6X/SDKN3MN.,8_SBKN*7% &!<:%:S2L_VG4XR6Y$4K*"U6\55O-0@LFA28N9)V*Q(B%F8@$G 'L": +0JC_S&Y,_Z*O_ M *$U2-? HF1Y%T<>D#'^E0/J?eH+;K>?R1$'R(&+9)/7\!0!Y1965WI]K4%Z M\TUE/L9X'*[;PK%'+X6LUD177+G#+@(SO:@"XNMV=QO6R9KQE&?W W*<] M/F^[^M"6D]XR2Z@$55(9;9#N4'U8_P 1'Y5H!550J@ #H!Q2T %07-W!:1A[MB0(K-M!/<_Y%3U2OWV&W_>,F9* ''4K0;LRGY<9^1N_3M4@O(&QA MSR_ECY3][TJ:EH KK>V[E0KDEV*K\IY(ZTPZC:\?O3RI8?(W0=>WM5NDH \] M^*4D5YX19H9QB)UD*E6!8$@#MCO7+?#E_CPU;_KHG_HJ:NY<^)_XH.]&3}^/ M_P!*%<-\,?\ CPU;/_/1/_14U<4_][CZ'TV"_P"1!5_Q+_T]4?GDBCBTKS&8 M%ID5 JYRVQOTQGGVK4K+EVF/2LA2?-7&1G'[MN16I7:?,E+2_P#CR/\ UVE_M]&-5VJ6E_P#'D?\ KM+_ .C&]0 5CZUIMM-;B;:T4PFB/F0L4;_%B]2.OX MUL57O)7A@#QKN;>BXQG&L ?T)H K2Z5Y\]M++>7#?9Y-ZCY<'C&#\M:-%4;C M5(XYI+:WC>ZNT4,88L?+GIN)X7\: +M>1Z3]H_M*W\CR<9TW/F9ZJKC'2O4/ M^)E(HYMH">>C28]NU-F3R&4N(JQ0??(&-Y[4 =+_Q M-?2R_-ZX[79)Q2!QR??K6W110 4444 %%%% !1110!%< MR^1:S38W>6A;'K@9KDM?L8;F2TU'5IX80%\M LLBJ0>2#CUXYXZ<5U\L:S1/ M$XRCJ58>QJ@^BP21*"62>Y>,8PKRDCCUIH Y[P\+/3M/N;K1WM)K=2HFVR.Q) M'/4]\,*[.LJ+P_90Q-%9%HMX.61'VJQ]P.M:IH I:1_R![/_*XK_*KM5[*5 MY[&&61=LCH&9<8P?I4GG1D,1(F%.&.X<'T- $E%0"[MV;:+B$G=MP'&^*;J+58[=7C$; <18GN!L A+!Y>_1>OUH 9IFL3R6N+VUE^T(=KF"(LIX![9P>>1DUR M4DXG\8ZL1'*F=2TW_6(5_@/K796:7<=LL=M9P6<*\(DCEFQZG'?\3]:QKGPA M>W&KRZBNKQQ23313.JVI(+1C"_\ +3'Z4 =/9HD=C;I&^-8E"O_'AC@UY# M\:/^0QI/_7O_P"A"O88(5M(>.%,[8T"+D\X Q7CWGH_Y#&D_P#7O) Z$*Y< M9_!9[G#G_(RI_/\)GH7@'_D0]&_Z]A_UT=+_WB?J_S"BBBK.<**** "OF#]H[_)*'I_\ V"H__1LM?3]?,'[1W_)0 M]/\ ^P5' P"C9: /I^BBB@#F_%5SY0M8Y&'D_:+>>0KCD[;B/./7 SQ69\.K> MVA\+B"ZA@2X^UW+&.0+O ,K$.W6M7^S7M%4 M:=.T04Y\]0EXV'<<\K^'Y5/9WVVAFAFB,%S& 7B)SP>A![CWH G@A2WA6&)= ML:#"BH+Z_M]/6%IRX\Z411A$+%F() P/8&K=9VKZ?+?"S>!T62UN5G ?.&P& M&..GWOTH Y:\T_4)[V[=]*Z32KJ&%+72F M>N!SU-6([&[DU MJ&_N6@40V\D(2,DYWLAR<^FS]: -3M6/J>/[;T/(&?/EQG&?]2_>*V*R-2, M0UK1=2GOYTNPDG@^4V?T]: ,WQ%X? TR_OHY[K2[F]FD0QGRYF544C:3P>N": ML:4D<;SB*">!7M5W1SG+#:64?H!705G28_M:?/3[&/\ T\J /.;S'JK:ECI] MHTO_ -'05WOA+ D6+/\ X'_Z&U<'>X_M?4]HPOVC2\#'T'G05WGA(C_A&+/D? MQ_\ H;4 ;=%9VJZW8Z-"DEY+M#MM4#DDU#9>)=.O[Q+6&0^=(K,@."#@D'D$ MCJ#^5 &O52\4MY.%F;$/GEG&.#U]O_K5;JI?1-(D92#SF1]P7S-F."_Y_&@" MW5>\E$-G/(TOE!4/[S;NV<^.],,]X-V+-3C&/WPY]>U/#SM@-;J,O@_O ?E_ MO=/TH YGP\>UU(0MX@EU"[,0B998V4LJ_=.,[0W7)QS76U75YRR[K95!8[C MY@X'8]..;YUWQ_H:\J?2WPX/8=* .7^*'(AWW!^]'T_WQUKS/PC>-8>%MU>C?$M[B3P-?"6V"*/+8MYN<'>.,8KS_,#" MT/A_6?MLQAMQ-$6<=CLEQV/?%<4_]ZCZ?YGTN'_Y$-7_ !+_ -M/7+ 6T^FZ M+>K9*))$C(8(%:,&,] <9X[8SCFMVN>LK 3'CTC3[>\25$1XU 9BRB,X+$]L M=ZZ&NT^:%6E\>1_Z[2 ^C&J>ZNK>QM9+JZGC@@B4L\DC!54>]J]#2_^(/(_] M=I?_$8U8OBCPM-XITVJTNZO%2RN0!P@9DXX(!'4'G.:%T+7AXOBDO[&26' M25E:*'3[K797JXSR$SD#N<&K.I7,NG6YO+6\::-U$T)Q(VW< 2O<$#/X9KF MO"/AE--T.Q\>(8U:XTF20V-S"R+-&Q.&!!&&PQ4KVS[YK2U:RTO1+=9+9I M6NP#% C3,X16R"6ZG: S'GZ=Z -^:Y:]F6TLI0 5#S3*?N(>@4_WB/R'/I5R MWMH;6$101A$'8=_<^1]ZI:';&VT:V#.SNR*[.PP2<#MVXP,>U3:CJMAI-N)[M^ZCMXBGTV2-)8VCD571AAE89!'H: _> ML=:-]>W$5 ;+:EREMYDJ?PY#/, \&X<9)R.<]J9?J/TI=$2VO/#FGRF",QSL;[60'AE!P?SJ?1HT M31K-45540K@*,#I0 U-%L$U#[?\ 9P;K+$2%B<9QGCIVK1HHH **** "BBB@ M"M>7+01QJ(E#SR-LB4]"?4^P)IMI9+,9D=O-N7[R9NK>P]![57LQ'>:G23;1D]!C!?'U;@_P"[3M3U[2M&,8U&^AMC))P.W) "@#1HK/TW7-,U<>O-:% !7C7QH_Y#&D]>\G_H0KV6O&OC1_R&-)_P"O>3_T(5RX MS^'SW.'/^1E3^?Y,]"\ _P#(AZ- U[#^9KHZYSP#_P B'HW_ %[#^9KHZWI_M CR\7_O$_5_F%%%%6U(D*/;K!&VU<\,"XYR.>M;&ASW^ELI/M$A\^%5+J/*?@;@1S[BNCK)U%)FUK1F3' MEI-*9.G3RF _7'2@#F-?U"+2KU[>Z\6ZO;R%=X6*"%L:$5)9&V]?3ZU;2$ZJ M9;:S\1:DMS%:Q2/FWY03NR#],5:L+F\D:2"@BN(PK$PN M61E.<$9 (Z$8([5R&F>$%\.03&:/4[F"\+2[[=IF*EV9BI2,]@P^;';DYKH M+"PM;NYENDO8H&C<1$\Z26-B06S\K'+M2UJWUS1;:QC9;-[V(2R1 MHY9B=WR]0I7CD9SQVJU+9:S%I[.EU;1B\NEEG62 [X=Q5<1_-C((!R>G)H K MOX@\3)="$:39A54,[--@8)VC:>A.[@C/%9EQ+XD\3LDT6FP179'(1O-9&Y'(M/W3V&,'ZUUUY!J$%G/-']CFD$?"&U8E\<@'#$GGV-8?@R35$FNTN[$6T)N&1 M8(8C'#H;Y03U8DD\8STH0,R+7P[XD@U"UNWL8W:VE:5!JL;!8C'.7((_"M M#0_B'-J5W:6=WHTL$TK(DCJS%$+;MIR5QAMAQSVKNZA7E.B\A&#_ 'M, P#0 MKB@#U>BD-XE9>"Q7 "J?R^P\N ?Z+#IS);O3]9N5 MN)TM(YD>(83:SL_=%YROIWZUU=$1(_B'8/*@TLM@9W32 9R<_P^F/UI97\0 MY/DP:61QC?-(/KT2JVH^+](TO46L+J9DN!C"[>N1D >M:UG>P7T9DMV++*,'[X'9[W[(MXV0:5 MMW]E;.U+>1CMZ*3Q[T Q2 3Q,B MEOM*G"L1RXJ>2\\3SZ;6\:6=M 9%8.RS/EBR ME6/-MU()HZ@>R66J6>G>%-,NRA2U-M%L5!G:NP$?ABLW2=?N;^SLK71[9#(+ M;S':^#Q+@';\N%.[G//3T)KFM+\;>*I+LH].\)V:P,B16\LES/Y8Z*N3Y ' MH.HK0L-;)27GA*VC;:PL+&1M-FD"RRR;H]AP"!M((Q@CGG- '1:IK&J6%U96 MRP69ENV+1D^:R[AC@E4.WKU.!Q5^ 1]:^RJ8H; W/<-*X3MWVY_O=O2LVR;4; MW3-#N+^UA>5E5YML^50D @\K\QZGM5C4?%6E:5J'V*[F9)L*0-O!ST'UH EW M^(?);,&E^;@8'G2;??\ A]*3S/$>WB#2MV/^>\F,X'^QZYJSINKVFK1++:,[M*8UD!92.&SC^57Z ,K1=1NKY+Q+R&&*>UN3 WDN65OD5L@D _P 7Z5JUF:7< M">YU15W _+F\,9W'OY:'CVYJ?4M0CTVS>XD1WV@D*@Y. 2?PP* ,)9?%-H)(MK?2;.1?,9@YN -V6))^O-8FKZ5XKU+5(KU-/MHF"A)/]**Y W$$;6!)/Z$X_ M&MW3O&%,&^NFH \ TK2?$VF7XO/\N81L0#ALJ,<&NFH \ TK2?$VF7XO/[.AED6-XU! MNB0 S;F^\Q/4>PJY'XVOX-8;2[[1F,ZS1QLT$F53>,KDXVY//&17:UY[=?\ M(YZM P!A/3?_$ T =_#*L\$0_&C_)#&D_\ 7O)_Z$*Y<9_!9[G#G_(RI_/\F>A> M ?\ D0]&_P"O8?S=-'7.> ?^1#T;_KV'\S71UO3^!'EXO_>)^K_***,@#-6 M)?]YP*S+C4+?4;Z/3+*]1F(,D[03^6%(XXZ9) ^F: -?<- MV,C/IFOF']H[_DN+G \ 8*C_ /1LM>[6M[X>N]5?3(K,I9LVGS% +$ M-G=T/6OGOX^&X7Q]:F7)+F#3HXTE)R9$\R0@GWYP?<4 ?5M%%% '.^*EO##! M]GNI+=7FABWQGD,\R*3CO\;KQS7-^0#FD>)=*;:-9L(;N_DNITDF;<"VR1 MD'&?1173^)(Y-MG)O_=?:[5=N?XOM$9S^0-9GPS_ .1-'_7[=?\ H]Z ,*ZM M/! O'LK;P_'.0%)E>,.6^Z%/?/8UMZ;X1\&:Q:QWD&B1@'^&3>K+GU&:MWO MAJTBN4\M(O+N9T 5X^8B$.-K @X&. >!6YI>G1Z99I;I(\'WI)#EF__ %#@ M>PH BTG0-+T)95TRS2V$!!<(3\V.G4^]:5%% !113)9/*B>0@D(I8@#DX]* M*5QK>G6NHBPGNEC N6C\T(P(RN<<'I^%9NTIL;:G-G@>..&5S*%/S*#&P!& M2.Y%/-R-2U/1KJ&TWJ89)#YPVO 2$[=FYP?K4]QJ&J).R0:6\@\Q5!)4#!3) M.=W0' Z? AWH YVXO].L;U7NO$5Q&>'6(W"(&&[.2&?D?*?3J>W%6Y?&>@_VA M)*NI6C;K55 %S%URW^UC]:\P\=RVL_CS5I-2M+9YDL+-Y_=T =])?6M]JNJO:W4%P%N=,#F&0. ?.@' M4'U! *NPLXH9A]$MP\BQ*V]C&N6^6;=T^HQ7CU@[:;/&++4(8+=Y(CG*EEVX.,YYS@^E9J:?X/@198ULK; *?)*8F^;DJ0"#SZ&@$5XO&EK MI7BA?#6N744AXQZ5T]V2OD_O6CS) "F[/!X]OK M7GE[X(@\0>*+?6+NY334L;<0:1:M\S@Y)$KJQSU/">PSZ5UBO)H]O%#J&KM< M2F8$R/0L8(R>,C/U- '0456&HV;#(N8R#[TR]O:[VL&GENDAC93ME/... MOO0!#F MQF _ E0#^% &#\4/^1"ON2/FC[=?G%<#\.;A;72=7F=9&598P1'&SMS%*.B@ MDUW/Q(N/M'P_OW6.:/\ >1@B1-I^.WI?$_#1V33=698V51N8HV!]>M;44DSD^9 8\#CYP2_C26XG ML8V\@;'^9$&,G/J:Y6? Q9K<]G'(/%\KH[1NH/AY! $"#_KOQKKO&[ZHVD:?] MO@LXQ_:$?^HF9_X7]5%>7VX8Z;;>8RK'Y<6, Y_AQO!U1\6>(! S-\Q_[EZ/ M_P"/5VW@#4[_ %/2]3.I7$5Q<6VISVWGQ0"(2!- H#%03@GZUY0XFVMATQ&X^ M4_XUZ)\-5O&L-<*30JO]MW.GS4 =_7E.A_P#(1@_WM_]"N*]/DBN M'G1TN?+C4CGVLYUG4;%7MP1;VJDHNV1_FSUYZ$=\"N&G?Q;/_P S#XTB MR?\ EEX8D' M0U%;0>(;*SCM;?5?%Z1H",CPS<;RSZ_OL?D!0!ZOIDD1\5(S(M',D@TN!O,92&=2\G/YYXZUTM>"K#K\W4;RQ)R@C,O_",7.XJ#D G[1TR2 M<>]3O/XDD^]J'BGKGCPQYL~WI5NR6Y6V M477E^?\ Q&,<'T_2O$F;Q$ZE6O\ Q45/4?\ ",W7_P D5!%[G;^7VB@#WF6>* RRI&"< NP'-_B6!B"&V>%9 MQNSZXF&: /:]+M=,FEGO,132P7#[9&DWE.V>2<''>H;N:=[^1K.[TU(PN%5X M\LW3J>PSFO*(%\0!P+GQ-%ER0(_#%P WN<3C]:LFY\2DI_Q,/%(V=,>&+D# M_P!*.: /:8+J*38HD1I",D+Z]ZJZI>6SZ7J,9D5BEO)O&"0 %.)&. M3J/BOKG_)%JZ_\ DBF2GQ!$T4M]XI>-@0RGPS=8((P0^\ 2.E $>]7L"QZ MV8RK]GD VP.?^7B8\<=.:J)=(^-L*Y76KC69-)\NW_.$DAAM;,P)'_P (MW.F5 _B?S@!GC.1CC.* /3-)EU.\M--9M/NK2&"WCP1,I,W"GH#@#C'//-:6 MMC53! ^EV4$LQ8&02,H*#V)XSUKQZUN$,VGVVW4/$_E^4NWR_#5SC&.,$3C M(]ZLM<^)6B$9U#Q1M'IX7N0?S_/:@#UM)M2LK5/M$-H[#.Z02^6JCL.E1F_ MU9[F.&%-(+,-Q1KQM^/4)S7C]W#K]:&VEU'Q8$)!ROAFXW @Y

T_6N'MFEUL3WMDFN- M9Y4!\FRZJY4XS$3C([G- %V^_^*6CR7%GY6HZ88TFW.Q:?(^5AT\KW]:T7^*7 MAHVJ[-G M?_&Z/^$;UC_GCJWYZ=_\;H KVGC_ ,/_ &F(WWBH;A'("\$,@!)*'NG'.>.G M%:5I\0O!MK<22MXLN9PXP$FCTT77+.XCF2#5FV,&\MI+ M$*Q'3.U%) .J5WX;NK[79IY-$NUD>%25CN+=1G<><9H XY+%YE+QI(Z1/$TA MW,0H\Q>O-;WA?Q L7P[T*S@TS6HKI;>W47OV=A %\Q02),XP02./6ND32KF+ M3O[+ETZYL;.:12\H>'B6!W#.#D\KC\;J^'_^2(:'_P!>]I_Z-2@#M)/#^D37 M9NI-.MWG/61DR:G32=.0@K86P(Z'RAD502/%&T@Z,5! (_&H;V%Y M)/:.,NR/GY7VGH1^/6K=% $)DEYQ 3Z?,..:&!E0I)"&5CM()!&/6IJ* *J6\ M2R!Q9QHQ;)8!< 6I-\O'[D]/[PJ/499X;"62V3?,H^4;=W?DX[X.*\[;+4+R M*[4&@4DFY:=I!N\P@+Y:MM (XV9Y]>: -CXFF1_E]NB*@&,D[AQ\XK MBOA@,V.K?]=$_P#14U=9X_NKZ?X>77VO3VMW98C)^]4A3O7(P.>MH^A]+A_P#D0UO\2_\ ;3UR8*8=+#QQO^]3&]<[M2$8Y'H? >M.LC[!"O]ES0VZAT906 Y"[&'^%:]=I\T4M+_P"/(_\ 7:7_ -&- M6#XV!M?#WJWDUX1 ;8QB)D!"D\<'J,DC/TK>TO\ X\C_ -=I?_1C51\7_P#(MH:M_U[/_ "H YGXD:YIZ:1I?^D;XGU&/=+$C2+$- CG,#*_N^G%>T7]JUKJ<,%EIPFLSL#,)\C).>=P _+CWSQ7 M\5&[E\&7+;I+>ZQ&Q,+D,I$BGAOPH \FT[5?#FJ7)?4;X2Q!3B..&;ENV M2E9,CC(W\^O!%3UQQCK0!Z MS7DNEP1W-REO.@>&7^S%=&Z,NZXX/M3=%EN-5U.RMK?5]0N%DD9+D"[D_=]% MR'7:W()XR<=*[72? .@Z1);3PPW$ES 0RRRW4K9;GDJ6V]SVXS0!=_X1'P]_ MT!{/_OV*/^$1\?] >S_ .8K:HH Q?^$1\?]>S [)BC A$?#W 0'L_P#O MV*VJ* ,7_A$?#W 0'L_^ 8H_X1'P]_T![/\ []BMJB@#%_X1'P]_T![/_OV* M/^$1\?] >S_ .8K:HH Q3X1\?] >S_P"_8K#TO1_#R1W4>J6&FI<)=RJ% M"CA-QV?^.XKMJ* .7N-*\&VDSPSV-@LJ()&3RLD*>AXIMMIG@R\M#=065@T* MD!F,6W:3V<//(UKH9-/LYIO.DM87EQ@eN L?QIR16]L0:1Q%A@ G% '3 M>'/ =P^Z?2=%F8# .2!&(!DBL+7 "W@W[3H@L-%T!5.HH+G_14YBV/D' ^G M7C.*]'CGBE++'(CLAPP5@2I]_2I* .*L_#7P\%O!+!HVBC"ADS_P" 8K:HH Q?^$1\?\ 0'L_^_8H_P"$1\?] >S_P" 8K:HH Q2? M^$1\?\ 0&L_^_0H_P"$1\?] >T_P" 8K,M_#HU)O!(M:S9D/!QCY1WQWSC-.S3# M 8.Y7/0#.W.[KVH))I*%W;1NQNQSCIFLW7=0%AIDC+.(9Y 4@;RFD^?'"'@ MG'X4 5]+,Z:;;HQ>-DW!E92"!GC^&K$L4EQ"T,S!T8;74DX+9X_AZ>]<@OB+ M58XI5;4)9Y#Q%(EC[J]><%P8\D#N!ST]ZZCP_K=OJD30*(2;[5$H>1)T*N 20 M#]T C@]/2@"'^PM.$CR+9P"':08+!3\S? Q9^7ZI^7K4#/<1:M(_S2,EL"RJ>2-QQC(K M=JH(W_M=Y=I\LP*H;MG<>*,Z8O_ &7;&0'>;C)R,'J?I7&?"NUM]0^'4-N\ MB+*#&8VX)1OL\0R!^? X9KOM8P+>$GC]\O\C7,_#:/3X/AOH%PT=LD@LD=I-J M[LXZYZYQ0!TD"0QG3[:>2WBNXLN(86X8[2#M!YQR34FH:/:ZG+!+.;A)8 PC MD@N'B8!L9&5(R#M'Y5B-XLT!;UYC;R>;"Q5Y?LQ,B'@'C& ['N!@_A72V\\5S M D\$BR12*&5U!% &*_@[2I?]9J+_,&^?4)CR.AY;J*E;3H=-$7DRW3-+,- MS2S/,QPK8&6)(%;55;U-RQ'9,^U\XB;!Z'KZB@"U4%W+Y-G-(95BVH2)&&0I M[$B\[&? W]=55=$A$@=;;:S'[WE@'ZFG^=T_=R\C/W: .2^*/_(AWO)^_'Z& M*XWX1]:S_K[A_P#0):Z.XFOO\"7P\N0-OLV87C'E-_P ?!Y;/'0<]MJ^M7?&MA9W/A;4IY[.WEF2V8(\D2LR_0D<5 M6UW$FK)*K7+1XMSN S;D?Z1][';GYO\ @%/\7)>C2=6<7*&S-D^8"O(;U![? MCG* -?_ (_1?\ H$6' @,G^%)=6=K9:=Y5I;0P1F>(E8D"C/F+S@5IU5U" M-Y;4*BEF\V,X'H'4G]!0!:JOHPLBL5=? HPY%6** ,Z>QO?+"VF MJ21-D)\'07%P[*D9C^4Q98J\1!)P#R",G/3- &]I=6NJ6RW%I*'0]? M4>QJW6?I&G/IUHL:XM(FE:TUQ)*_(Y MD))/84 ;.DC&D68QC]RO\JNUR]AX.TY8;6:6.9;A(D5AOZ$*!_2GWGAC3XKJ M'4(_-6X2XA(._CAU'\J .EHHHH **XKP[X2TZYT*SNK@S27$T0:1_,SDDYZX MK4_X0W2O.,NV;<0!]_TQ[>U '0T5Q^N>&+"UB748#+']9/B MS1K[4X(I;!D:6$$>5)T.2.1GC=P1SZ]JYR[T75M*T*]U(RR13Z=!+=13RN&< M[$9E0 $C!/WL]>@[4 =Q_9[PQLMM>7$63_P!"%>H76L6FFZ3;7!1OWX1+:WCQOD=A]*/'7X GI7BWQ+@UI-=M[C M6KN"1[B,M!:P [;5 ?NY/WF/<\=/2N7&?P6>YPY_R,8?/\F>M^ ?^1#T;_KV M"\S71UY]X/U6XF*Z5H]I*EGJ26Z31B5-ZSP;L%EY'0G!'4<>HKL-)_M/R9! MJGEF4N2AB "GHO7J/7WK>G\"]#R\7_O$_5_F:-%%%6*+H1FSMRH M+-;9/&2 .^!D_A53X=Q267A8VUTGDSK>7+- &Y&Y0TK,_ @0:ZN6&* M=-DT:2+UPZ@C]:B%A9@ "T@ '0>6*)Z,5GG33;@'3YFMR&RW%)>-O4$$\?4 M8J2SOS/(UO<1^1>(,M$6SD?WEPYV+JC $\?],N.G/K6AIMMJ3Z[M8GQ$UTK3[>XD%] ['^G4U0CT[S=7Q?S/=LL(D M ;Y4!W-T0<=/7- $NNSPBTA!_>9F4>6@#%LY'2L/P!I%LWPWT2*YM(EF%FL< MA,8W*PR#$2M$#2*75FPLR"#:0$'DCRQS4R(D2*D:*B*,!5& * .5/@YC))/]M O M)"- UTL>TD D@;>AZGZ]^U=)96D=C:);Q%BB9Y] "GI6#JE[K-K:0/I%H-3E:4^9ND6)57'^..F3UK=W+V M8=<=:SIM.%VB+=2AL%@#&Y0X([8/6@#D/'$NHS_#S5&U&W%LZ21A55PP<;EY MZ>O%O/ M^ON'_P! EKCG_O4?0^EPW_(AK?XU_P"VGK&EG-CT_>R]\ KHU9TVK2-?:K M9L;=H[:W+[4R9,XR 01BG6-S=BYAM(8X//9;B1W=_F#"7 7TY.3[>])<6DL M$TMPD,/VJXMW#RQY+!@.-JMP1P.*[#YHQX_.N].T_4'LI(MUO;NTIE&(L";. M8QP=NX<8YW#^[5SQ?IJ?V3JVI;VW?86CV#I]3ZFJEY)MEM%GMXVNO+MLS,=D MP)\ _!$8XR,-@? [3>E;'C%@G@W5V8X46SY_*@#;S4-T9O)'V? 6;T_+<-WZ9K MD_%%GXAUI;&;1=0AT:YM+DSPBY8G[4NTKM=1T4Y'7)Z=#5MM;O;G2S#+:+:Z MS \1N+0R9!4N!N1AJY&(P#^!QO!U%%4- +N[R[MV>]LFM)-Y"QLP;*]CQ_*K] M !7E&A_\A&#_'M, P#0KBO5Z\HT3_D(P?[VE_\ H5QO!ZO17, \)G;G5I=/ M&GWQ:*1XS*$782N6;2],.(9&98UX SGO[5URL&4,.A&10 ZFR?ZMOH:=39/]6V/0T 9 AX. MOAO2UE7;(+.(,,YP=@SSSG\ZTJS/#V\>&M*$H D^QQ;L$$9V#/3BJ5EXEDO- M22V_LNZAA9W0SVPD/"\;>C#D61K2U$:[B+ZV)^;''FKGOZ5J"LO7 M_,-G:^6 3]NMLY(''FKGK[5J"@!:IZ? N%GAA@^9)WS_&U7*J:=N^QC<.?-DZ M?[[4 26?G?8X?M/^OV#$/KWJ._#&W7:,GSHN^.-ZYKG/#_BBXN_L%I+I%Y"' M#JT\H. %P$;IR'SD<\8YKH[_ '29UV]?.B_+>N: +=%%% &3X961/#6G+*NV M00C<-V[!^N3_ #K6K(\,>9#.G"4 2>2-P!!&?PXJK'XFDEU=;'^RKM$$\D4 MD[HP50,;&'RX(;/J,8H N>(5D;2<1+N;[1;\;L<>*8PJ6<(XVG ///I6G5 M>\E:&W,B1^8P91MQZL!^G6@#G?#>>@6?AOPQ;V.E7.JBQA+&)&5'<[F+$_=Y& M2:Y2&5=0\4ZQ+!>7>V/5K"%C(BJV]00?X>QKOIM32TU5EDN&^CMA"KG)\L;^H M;WR,@)/SKSK0V#> (_$;*00?$EN00>#\S4 =/?>&[:?5-(\57.I:@)+5%"1M(MGE0JZD$A=F ?F&3Z"N ^*LK2:M8EQ=96.1 UPBKO 88*X R#7MMLWVBRA=XP MOF1J63' R.E>-_%^UBM-4TF.!2L?D2$+N)"_,.F>E+_WB? J_S"BBBK.<**** "OF#]H[_DH>G_\ 8*C_ M /1LM?3]?,'[1W_)0]/ _P5'_Z-EH]_P!!O->XNZ_MSCMK?:# %7GK@Y M.Z5T%)BEH ***898P<%U!]VH ?5+4+1KF-9(&("7<)W0R% /SJS6? =+')JEGYC<1*\]@G W<*#^3&@">RMEM(-F\N[':) M(QR7;N:B' (=?_KV7_T)JR_%&L7FFV<)T\Q!Y'(:5D\)PCG[H(SGGJ1TK&L/ M$NM?VE;VEQ):W4,C(&,4:KM!SN.1(WW2!V[T =W13!(A.%=2?0> %%%% ! M45RH>V=&4,K#!4G (J6HKD@0,2%(X^]TZT 0'3;1@P,*_,H0\#H.E(^F6;ER MT*G>06X'..E7:SM:^T_V7*UI>1VP^TM>D#7H+B%C&R1*P9^ =X/?!R/IBNA'2@ M#AOB596\'@6[:.)04\M5/ P-XKE/A'Z\ Z^X?\ T"6NR*/_(AWO3[\?7 ? M%<;\(_O7G_7W# Z!+7%/ >H^A]-A P#D0U?\2 \ ;3T/3L?VY;C9!G[-=?,3 M^_UZ\ ?W07WQ6M/_P ?]GPA/S\L>1QVK CG>VU2"XC-@R)'#CGIV/-7H]3,JY:27!T^%$C9I"+Q7*N> HX'&.<_ABNT^9, 7U!UZ,"2 M#?\ Z-B,#$Q_X^?NG'!/;GLWKS/X_P#,_P"$'U,Q@'"*3GTW#\ 76/XL\06 M-IJ:*MS%JD89'M6ZC@@B@#'U MZ\26YMS>:6E[);7&(Y$1E$;<'(8L,CITST]JYOQJ-=UGQ'X4DT9X8+V*0RS2 MJI988&91^\&<,K,!@9YP?3-=#XN@\1VL^CV'A74UM'O+@QO]HB25(8U0L67< M,Y&!@9 *MZWTT:/I$B)--=SL@GNW.9)'8A=_MC.0!P,4 :'V^U0A)+F+.> &M(/ /?Z59#!@"!!!&01WKS>?PO?!4:) M$*XH]/LY%DCD*C $KK^(8YJQ5*QEA\N4(Z_P"OD!&1UW'-6O-3.- Z_]]4 M9R>(]'DN1;I]$)E+;0,\%VERSTVS\K<>U:,4L<*2Q,'C=0RL.A![US#:5##< MLEOH&FFV27[0F90"TN3\VW&,XYSZUTL7DQ1I%'L55&%4'M0!7UB:.WT2_GE7 M="';2.X]0%)-6HR#$A'0J#6? KTUNOAW4S.R^4+24N 0?EV'-7HBOE(1]T$" M@#,>\U=]3NH;:RLWM80JK(]PRN7.TD%=IXPQYSU'3O1:WNJQEQ:WUG:PPB# MS(7BG+LQZ$$%1C\S6?K4EZ+O?::S!IB13[9/- BWB7,:X&,]L^HJUH\DX"I=7 ML5]*(3K$CQO (W<"@.I;T"1IO#>ER,@1GM(F*@8"DH.*9%I=']DK:O.X#AFC M*C:0.WXT_0KR*Y\/Z=<*CMK$XC#YVY4'&>]:'FIT+KG_>% &=KLK16EL40 M.6O;92",X!E4$_A5VZNX+*W:>=]L:\9QGFJ.LWD5O;6Q*I+OO+>,+OQ@M*HS M^&#C.<]:Z^QN(MY;8M\J_O 1NSC#D4 9>CZ;=BPL9CJMP0 C&,J-I7'W:U;]BENI"@GSHQ@^[MJ*6SNUN+2&5MJ-(@8INZ9%-O;B..%V.G:= M8S6UIL#2S731ON9-V-H0\=,]7;6\U5M76VO;2UB@:W\Q9(IR[;P5#+@J./FZ MY_"L359KR34-22RU2#V2@FB\R:5 PD!BX'X$Y_"M'07N?.6.ZU*/4)"DA$T: M;<#M.MN3;@F3N._% '/W>A6UUK-S;1@E9_P!Y/M=P%4G. M#SM.3N('OFN*\.6\=IKGB"WA7;'XCMPH_X$_P#6O5\7:VH"F)IQ@9?.T_EW MKS>RL)=/\4:Y'*Z/)+KEE<$H" -X+8Y],T >EVAE:S@:<8F,:EQC'S8Y_6O(M/C1_R&-)_P"O>3_T(5[!;>:+2$3_ .NV+YG^]CG]:\)?^-'(8TG_ *]Y/_0A M7+C/X+/C?\ 7L/YFNCK M>G\"/+Q? ^\3]7^844459SA1110 5\P?M'?\ )0]/_P"P5'Z-EKZ?KY@ ;:_ MY*'I_P#V"H__ $;+0!]/T54ACO6A;[3-$LC+@>0G"'U!;K^(I EW:V1'F&]G M7IOVQEO7H,9 "@#'\5/=D00VU[<6GF20IYL! 8;YXT/4$'Y6/45RFDVFD:R M?\)+-97NJF>3S9S=6Q+C<0N22R'DLD;7=]YWK@AOM$8P? MUKFWT'5?$7B?7S!XHO\ 3+>TNDACM[:*(J 8D8GE!+B-HY;6P= M6&# _*3:CCZ[\TILO Q='-M8[H\ [<75L ,]>-^*D_P"%>ZS_-#[K/\ WYA_ M^)H_X5[K/_0^ZS_WYA_^)H OZ7JGAK1O-^PFUA\W& ;>6XSCIT?WK1_X2_2O M^?FW_P# VW_^.5QM]X$\7QW:K9>,=3F@VCU/]J>.- M2BN YP((XBNWMU7KZT =;_PE^D _O _!MO_\ "?[^$OTG_GXM_P#P-M_ M (Y7-IX"UIT5O^$XUT9,,'! "/?[M' " ZUC_D>-=ZG_)8P?X4 =)_PE^D_M_O-P"!MO\ _*S-4U#POK,L4E]]DE:(%4+7EN< XSU?V%9O_"!ZT"@/C?7 MOF,,^1 =OUXIJ^!]6;9CQUK_,Y(&;6/C'K\G% $GV3P/AA]GL2'.6!N;7G_M ,?]".#P4EX8$M-/6)8@01<6N!=8;5-G_":ZXK& ,6,,&0-QX/% $?]KX98Q'3;VVTNY60,+N*ZM0R M=<'/$Z6GAVPM]9U"UN-2CA N95OK@G$T0TV.0.6+QS6RDY]Q)^ MM6O^$MT[C_3+7OG_ $JW_P#CMH>#;RWBN[=W)0[4GA8G#CLKD_D*XG MP1XBL=!LK_[1>-;7#S120$6QF!VAP=<=? ^F/\ X][5Q5X5 M?:J=-7T/ILLQ6 ^H3PN+DU>5]%2C3[4GXEVQ.3K"$^IT8_ !ZD_P"%E6O_ M $%X_P#P2G_X]6'-\-I$O/L\=PK%MYB#SJC.J'#-MP<#//OWH3X97DCQHCH7D M4LB_:5RP'4CY:.? %_P_KYE?5\@_P"?L_N_^U-W_A9EN!@:PF/3^QC_/'J MHZ[\1%OM#O+2+51*\T10)_913.?J> [S2,_:+6=@#&,I<1XRY8#KCN MO/U'OCJU^"T)12VMRJQ'(^S@X/\ WU1S8O\ E7]?,/8]9FA _#7Q+ [.JXPK<<$G/M1SXO^5?U\P^K\/ \ /V7W?_:G4-\2HC?1S?VT,+&ZD_V0 M>Y4_\]O:IO\ A9\/0;'_@G;_P"/4?\ "E8/^@[+_P" P \ BJ/^%*P?]!R7 M_P !A_\ %4K(3Q%X M;A@_\P\9XQ6O_,*5@_Z#LO\ X##_ .*KGY?A MU%']%C_ &G(1+J1L=_DC@"SMV,_ABCGQ?_KYA]?X?_Y^S^(_.U)SXET M(W+7)U(&X8DM+_8WSDGJ<^;FF_\ "1:!YQF_M!/-.?-J>+X.Z ME-<2%=6M5MED=%+0MO(!(! (SCG%._P"%+ZKYQ UBR\KG!\I]WMWQUI<^+_E7 M]?,/J^0?_9?=_\ :E5O$/A]RI;4$8]NU2=%S@>@_>]3^=/'B;0P\3C4QNA M_P!4W]C\ISGY? WO'/I4S?!C5LKLUBRQM^;,3]>>G/3I3Q\%]1WPYUBUV'_6_ MN6R.?X>?3UHY\7_*OZ^8?5\@_P"?LON_^U,C4=1\.:E$B2:H4*L&#HHHSCN. M9#P=P< #-+;>+=/M)FEA\27X9AMP;!RH'7@ M>=Q6C%\&X9)9T.LS*(G"@_9A\WR@Y^][X_"FM\'H5NS#_;,Q41&3?]F'7;_= M:.:%_P_J_KYA]7X?_P"?LON_^U,E-?\ #L>[9?1KN&&VZ(!D9! YZ^H! "G- MXA\M(9&U!"Y !8Z+R&CQ]$'3'>M/QY9G4],B MTUKCRH[JXME&!D@BYB.]6: MK6.!90@",#;QY1ROX>U6* *]V!FWRF[$R_Q[<=>??Z5@^(8T>*P>;4=3LEBW MR,;49+@#!#8!/? C'>MZ[P3;Y$9_?+C><>O3WJ*/3((_)*[_W+,RY/=NM &9H MOEK8V\4%[>7B12,C2S!E8_)'GD_7UK5A:'[6]"/$P@4ELY^7)P,_7-,32[> M%H9%W[H$94W-Q@]FW)&!0!)]OO[,V:::;1S7; MN3'YC8'3! &1N.">_ YKH*IWUO# XS-R5;@_NS]IV_KBN M3O%MWU.[N)?$.K1>8SA(EC;RT"G&T=L<9[Y-=7 N\ 3&;]/O&@"+>1=6X5YRC$?PY##8>I[?XUHUF)9I974*P>?MDE M+M@_+G!Z^W_UJTQ0!#>$K:2,K.I X*+D_E7F?PS_.01I'_7M#_Z-O:]+O<_ M8Y-OF9QQYWNO:O-/AG_,@C2/\ KWAZ?]=;V@#NK,1K2AK/=Y,Y&UB9<> M:_X_V? 7WQ5^X=$N(6"'7+:.>XM8C);7+*&C"LVV49 MPQ[6L%[:W%JME));PQC+EL#Y@X'3G'!ZT 6]8CAGU&. M^C\G=M@9\TB7CS\83N?F. >N6_NUU5<4C2MI]@UVEDE\8+-$D ,R;TWH,>Y8 \\&K%5[QTC(#2)O7S$&WW+ _@<'\ M* +%%1^2#YWD^=YN/N,_AN_*I* "N NO^1LLO^QC?.TAKOZX"Z_Y&RR_[&-_M_2&@#M-/W>3+N##]_)U]-YJW7.6WB ([Z>Q.FWVY;B4>8%38<,3GE_2I#X MHC%T;?\ LW4,C/S[8]IP"?[^>WI0 D=]XD9U\S2;=5,YC(\X<1 -B3.?]WC' M4GZUMVS3/;1M<(J3%0753D]P*XZZGTZ2]^T2:=K#3S)N#K(@V#).!\ '3^5 M;8\11F6UC_L^^ TCHV(\)SCYOG_EF@"UX@+CPWJAC5V<6DNU4^\3L/3WJY#_ M *F/CG:/Y5RNN^*D71KZ)=(U&1FMI !MC()VD8/SY_(5U<6?*3C^$4 YU2,:E>7"36EP##!;SA2OZ*"6&? NG.,]/QJUX:GTZ-#8Z=>M'=,E4*%>TB8!5V@90=!V^E:-9^B&+^P=.-OCR?LL?E[1@;=HQQ]*BM MO$6EWE]9VUV)9G,@78C%K@5EZ1XI MT34C:VUAC R2^8B1*APIBP'4G&!C(^O:M:]V>0OF8V^;'U]=XQ^N* .*\23Z M1>:G?6FLZC>;+:SQ/!'!7OR<[> M./T% %3PW*L_AS3Y5555X00%7:!]!VK5K,T P?V!8FV*^3Y0V;1@8ID?B/2I M=12PBNQ)1"-5_YZ9R MN?;(K7K-U:6TB%E]KA,N^\C6+'\,ASM;* &R66GWC'3;K2HGMX@)(A)"K1' MMQV!&3Q[UYWX*54\'PHBA57Q1(J@#@#SB*W6L=;?75C6.^0>?(YF^T!(]N.H M&\ [AW^Z,9Z5@^!PZ^#+=96#2#Q/('8#&3YQR: /4[2-8;*')#JD:JK#^(= M:FJ&T1([*!(WWQK&H5O[PQP:FH **** "BB@ HHHH *^8/VCO\ DH>G_P#8 M*C_]&RU]/U\P?M'?\E#T P.#[!4?_ *-EH ^E8+^VN(V=7*A!EQ(I0J/<'&*# M>Q-:M/;?Z4%X"P,&R?KG%62JL5>I"&"T--2*.)0L:*BCH%&!0!Q_BZYGAF MT=8Q:B^O+N"%(9)B -L@ESP,D?)@D#*L7X?73:OXW\>274$:.\EM%)&AWKE M!*A() R#MSR.];_C/2GN;K2-2@EACNK.]@$1DC+CYY AR 0[RCL<+A,XX./2L32/\ A)%,:ZEJNF7&94),*[24V_ /4MS[#%;UIB:PC#L MT@=,$LNTL/<=JB71=,2=9UL+=9D.5D$8W _6@"6[VYM\LB_OEQN7.3SP/0^] M6JK73%3!AV7,H'RKNSUX/H>K- #7^XW3IWK*E\W[5/JGEC2;[/+D8?(K9; M!(]*U7.%/TJ(?((ISYC[WDM@CQL,93)YQ[Y- &5H[:WOV:CJFGW.74KY"A6Q MCYEQ^1S[UM7!'VBU!91ES@%GH:BCT;3(KE;F.PMTG4EA*L8# G@G-33 MMMGM@'89#0!2UC[M=]A']GW4%M-YJ9>=QV&,C'M6O M-;PW,>R:-9$SG:PXJ&VTRPLG,EK9PP,1M)C0+D?A0!- '_K)>0?F&<#IP.M2U M'&6S>66VL?FWXV\'MWKEM55& M4!=$P,#:.QQ747 !O;4E820QP6;##@_='?\ _75P4 8]@(9=*+P+=2))\Q%T M2DA.>O\ UUO: .VBO]/B:"UN$::Y?[1)&J6S2$(KD,> <=0/?>D']F. MSBST_P F]N[9BC/:-"6 XVEBHP<\X//?%5 ,OK?4H98%+0I'/'+-!(&W%]R M%65#D<8Z#GVJS%?WDEU;27,(CC2-C*(H)F)<\ #,8^7'?KGM0!B&A6 MTSCS=EJ&A8!F8G[3_P M<=3CKVP?[U=N*XQ%?-_:(DBM-8N5Q"?(AL)&C?; MYVX$\8^\N?HN,]NU4AE!&>1GD8H R_$D-Q<^';R&U1WG= $5#@]1TKAY/%%9Q MJ/B*U\&6@,1TV&";5[B0G=C,>(XSUR2)8][S5] (@UBWAAN'E58IEF4QN5. MY>G([5R]X%M++6;77M+?R;N,);W:2'Y;R+>"%;_&P0N&]@#Z@ U?MGA?R% MV) T3@R^8D)(S8+%P.#GN3GJ>U7]&O%F\Z!)FN(HPDD,Y8-YD;C*\]8(S] M*)'LI; <-)IDK,!D0FVR007*2? M8=*C0RJ[>5%@CU.?7TJ]X<55\.4JXVBSB P$%IA#E?,DY]]9W5 M/30!9\8GYLG3_?:@# T72KE+:PN!9:6O"%F6$!PN.H('7I707P0P*';"^='^ M>\8_6GV*11V,"0OOB5 $;U'K3-0 -NH./]=%U_WUH MT444 9/AM84\.:>MN M^Z$0@(P]BJZ5=+?-<"QTM=TBLS+$ YPN7,= MI:0W$FG3WP2XCPD$9=HSG&_ Y^7KQ5ZZNH+.!I[F9(HEZN[8 J&SU.QU!F6T MNHI60 LJMR >^* *OVVR@C_M3[->LTY\O_CSE:0 9XV;=RKP3T Y]Z\Y\%23 M-X;FCDMS!%:^)I7GDN&\LH/,W\J>1PPZUZW7FFDQL(>MKF#-K>^*)5$@93C M Q<%3[K0!Z+9^3]AM_LJ;X?+7RV]5QP?RJ>JU@L2Z=:K "(1"@0']%P,?I5F M@= HHHH **** "BBB@ KY@ :_ P"2AZ?_-@J/_T;+7T_7S!^T=_R4/3_ /L% M1_ HV6@#Z?HHHH Y[Q+&NZSE\P;Q=6J[.^/M,1S^F/QJ/PU_P C%XL_["$? M_I/%3_$]GJ,PMYM.LTNY(Y(F,;3"[DJ2=3Z["/QJEH7]LV%[K5]J&B21_;K ME9ECM[A)2H$2)CMDY4T =:Z+(C(ZAD8896&015"+0M+@/[JP@11C"!?E&.>% MZ#OVJ6/4K9Y(XG9H9I/N1S*4+'N!G@GZ5;S0 4M%% %>RW_8X=XD#;>?-/S? MC[U8JM'8PQ(B)Y@'S'W@>:W7\^GMTI?L46 TN 2?]< ?KW__%4)=;LP;?, M_P!:, [#VYZ^U6:K"P@#1M^])B^[F5C^?//7O5F@!K_=,.]LU5HEB^V!BS?:/ M(4%6_NY//USFK1&00>AK+BLXH];VJ9<);@KF5CU8]GW3][V_KB@6<2A0#+\JE1F5NAZYYY^O:N8_X2-5NYA%HVHSR6K; (75G* M.IR QW8Z_.AZ=: .OJ.3.^+&[[QSCIT/6H=.NWO=/@N9(&@>1![=*/LL>[.9/O[_] M:W7\^GMTH ?'G?)G=]X8STZ#I4E106\=NK+'O^8Y.YRQS^]J6@"K/%,]Q"\8 MA*H26WCGH>A[=:DWR$L%\HLH'&[O(\55UF.>33)%@1Y#D%HT.=:X=]?_P!5 M<7'9^(HKE8OLS7*DH(IX<0^6V.68$9(SC//KC:. .\N$FEA=$6+G&-_(\BO M*O E_%IGAC3KV5'>.*UA9@A7=CSKS^\0/UKT,0^)MHS?Z3G'/^A2?_':\X^' M+"+PW8OJ0AFM5MH6^K 6P@DO.HYR<@G('IZ9H]!'BDE(7&A:NRS$>6PCC(; M(R/X_05+_P)!- _T+^\L?]^X__BZI:/>63^&O#(;B-9$#C# $9'Y'K5BL?PC _,BAI' 7K'_*H]?N;ABM MGI]\;>[5?-?;"TAV'(7@#C+ \GT- %K5=5BTE%GN;FTMK8*2TEQ)M&:5M/=(Y6*@W*1C"LIC).\\$\9Q^"UEZM!K- S960OE-VUO<1R.S MP$B3Y@-J !\K9.V,4OJF6RSP3Q$JUN 48NHY&!G@GM0 ^ M;6+:ZAL;>?4=/0(_-+=!;A< 9VCGN< ^V:C0>T2"VO(-+N--EOH41OLZM'S MG@<%E!XSWK9_L;2_^@;9_P#?A?\ "N8@M=,MO$^O0PZ/! M%''7VH T#=:9'TNV7Q Q M=05DPIL>,]>"1^GM76/H'GR*?L^FVL8P=L5HKL?JS#'Z56L? >BV&L+JL*SB MY$QG $I6,.5V9V#Y>A/;N: -K^R--_Z!UI_WX7_"LN]\':7>7AN/*"9C\ORP MH* 9R<+T!/\ ]>NAHH S-'T2VT6.5+=I6\URY,DA;;_LKGHOM[UIT44 %%%% M !2,-RE?48I:* .7TS1/VFV5F-?L7A@A2&' B7$$!<#) >< *"\W)S5I[' MQ.9V9-E*?.+?V[I_E\87^SCG MMW\SZUT%% 'WNB>(=0E6.XURS^Q">.5HDL"'(1U?&[S.,[>N*Z:BB@#G/%> MDWNHQP2V>)##G]R3@Y)'SKGC< #U]>"*RM(T359KN.XEDN[=XW#?:+C&_ ZH MJ;CPW4DGO7;FJ^HA9OL]M"US< @.J$!8\]V;MQVZ^U !]EO?^D_P#WY3_" MN&TU)4&NC),9! PE1&"H'(?D\>M=L;?5)I@S7T5O&#_JX8MQ(JV;^@%9*>!M M-2]:\%WJ0E:Z-VP%VPC\TG.[R_N_I0!T-HZ2V4$D:;$>-65!_"".E34R%((M4BC&$10JCT X%/H **** "BBB@ HHHH *^8/VCO^2AZ?_P!@J/\ ]&RU]/U\ MP?M'?\E#T_\ [!4?_HV6@#Z?HHHH *,444 1S00W,?ES1)(G7:PR*SF:31V! M=VDTXG!9V+-![DGDK>GTZ:M(0&4@C((P0>]*6L_3"T/FV#JP^S$"F-;^_ M,_=.?;D?A6A0 45'*D$$DTAPB*68X[*N9_X3&%KAX5B'FH74P\ELH 6&1P# M@CZT ;=_JL&G7-I%<':MT_EHW)^?C P!W]:OUB22QJL&GW=M%4O(URX9, M'#8"]2*#UXK:+ D] ,F@!:K"!AJ37&X;3"(\=\@D_UJG#XBTR:[6T%P%N&P M5B;AF&<9].G/3FK@A/]HM<;Q@Q!-OT).?UH KZRJM:PAXWDC\]/,5$+?+GT

M'.*P-2607L TVS@:V/\ K/-M9!C],GV\QKH[_5+33$5[J0H&SCC/3K_,?G1I MVK6.K1-+8W"SQKC+IR.1D8/>@"I8+;C5Y#:0R1Q>0-Q,3(" VX^H&3BMBBB@ MHK(UC7[?1RJRJS%ADGHJ#!.2??"G &2<4W3]?AO;U+5HF1I(S)#(.8Y0#A@# M@'(]"* -FBBB@ HHHH *\@\"$#PA:;BH!TY1ECCJ]]7K]>1^ $63PK9*Z*RF MP3AAD?ZR]H [+0K9++0-#L9DC,BRJP21ED9?E8@C'?
W%=57.^8MT^G'3+>UG M,.UGE#@!1AUP" >A!!';%:=AJ!N[J\M9(O+FM'5'VMN4[E# @X'8^E &5H&I M6FF^#-%>[F6/S((HXP>KL0,*!W)JM:ZQ'<>*&FA,4)&C,UL?8KF7 M[2\WDH\LL3 (Q8 (0>I Y.*A\1ZU8:7:J+R<1#S(G+<' >8.2>W0_E5L7-0J M]FQL[A619E!<9QE65N/7(["J #K^XF4QVM#]HG) ? (B4=7/T[#N2*R]#MH M[;Q'KL4>[^CDEF)9CU1))ZFKUJ\(-]JDFY069"S=DC)'],[C^-<[:>*M&M M?$FM/->*AD, 5&X8X1L]>F,$9/>@#MJ*Q8O%&ER^4?/"1RR+$DC,NTNQPJY! MZDUM9H **** "BBB@"&YN8K2!IFVHOMDGV [FL*+QE8R311)#<0I(-P=E!V M]&
<#E1[GCFMF_L4O[;RG)5E8/'(!DHXY5A]#7-V_AR:XU%GDFA@^S$0N;9" MID78. "2%X/7D^F* .M4@@$'(/0TM(BA$"J,*!@"EH ***SM7O)K&&&6%/,) ME"LF0-PVGCH>^.E
&@>E89\+6CZ5%IKW5XUK$@C1/, (4# &0,]*W%)*@D8) M'2F33Q6\32S2+'&O5G. * ,:R*V.GVS6UM-=)"Y!D7S = ^/4D9/US6[4$%[M:W/^HN8I>2/D<-T.#T]#4] %>QA:VL((&
(9HT"DKT.*L5!90FWL882X,G[LB=5/J* ,2'QIITC1&2*>&*7;M M=U!V[ONE@#E0<<&NDSD9%<38Z)+-KEW:"6&V6S$"R/;H]9>N>+(M'N_LXLI;EA MC>5D1 "<8'S$9ZCIT[T ='16!X?\56NO/Y:1-
#*8A,J^8D@9"<9W(2,YZBM_M- !129I: "BBB@ HHHH ***SM5U 6<0598XI75F#R@[$4=6./J,#N2* -&OF M#]H[_DH>G \ 8*C_ /1LM?02WD$NDRZA#K,JQQ*=\LJ *C#KN0J"/IP:^,W7/XC;Q
M1 ;V>MYIJ_\ ;?- %G4M7L=(C1[Z<1!SA %9F8^P4$G]*Q?^$]T5KB:&*/4Y MS$0':'39V)&0.$]*9XK=!+8EKJT7?<6R-#(?F93<1G(YZ<>E<+JE[?=MXAU M*;1>U 2H;B8-
);Q V>Z[U4)D;Y,C(4<<4 7O$^MVVHR2-#H6MW,Q8-'E[?PP^: /2-+U^+5O$)2UM+](M?LI,DES:20@,'&T#>!DD,QX]*Z.O%FUKQ+L7;XLU?=CYB8]+P3[?/0-\2=_M%FK^_P"
[TK_XN@#V@@,I4@$$8(>N:O_QIDKV=C)"7MI&D&QL$H"-QVMC(M80.1 -;U_OXKUO\%TK_.+]*75M>>>"3_A*-9/EDG)&E9&1CCY^?QH]2OK M".V@TT6RJD-I8X)/$9^4]^3G')S52TU'Q+-
=RZMK4\3Q2^*-:>-P592FDX(\ P.JNG:SK CF\CQ5KGEB4J"1IA)P M.2SYSQC* .EUOXA7F@^(IM&M?!HO+F**)Y&M[C 8NK, H\O+ ;6YQV[5E2? M%?6X-3,LW@6ZC=H0H1[E@<;B<\Q>]48[R?
3]5;7Y=1OKN_EQ;B:Z-KA0(IMN M! Q'&XGYA^=8,LYN+]IY]5GE=D&Z1Y5))R?:@#L[CXIZT;9YKGX=W!AB1I2T MUR0H"J23EHL= :]-TNXCOM*H+Z.$1"Y@24(/X0R@@9]LXKPHZGS M45XX?B-
JV]B5TP,3R/M, 'X;N*/^%CZL/X=+ P# B; XJ@#TG7 #]KK%NS2L MRN@SZJ<>N#7#3_ M !%UQP"RPZ6K$8 \R89 #=S5.W\<:K8V5K9.NFG[-"D(S-,F0HP"5#8[4 >U M4E>,GX@:BPP8=((]YYC
.S5)/X^U26TCCFL]&, ^YEI, M[V_B@6_T[1)$C'[K>9I@<=/F^E0Q^,9(HQ"IV@!5Z#=+\ %4 >W9'7(Q7D MG@!E7PK9%F 7[@)W8_CO>]11_$+55M65+/1/(SE@/,VY]^:YK3;_4=,T%-/
MBGT\P)$L(F"G/RM*V>>?>NITCPY"^IZK<22ZM%%++&8MVI3!F C).'SU!ZUY[#XQU& M*6W=FTJ40* (V "LP!&XX .>3WQ[5JP_$?6,MY%IH>';VQL=%2W$T,9:[NUABW@9Q/(<#L.
M*\]TGQUJVG:5#96UOHTD<$2QE\V[P QDX-9P\6SQVT,#Z7X>N52Z>Y5GC;,; M,[/QSVW$?2@#L;_QCF,D#*\XAO&E_]?AFYTY(M(5+FXE^= M^\;IRW'/3) *I=5UJZUA8XII8B\6U1#*<*,$9..OYT
:X\;:V(VCMK^W6 $A M4*6CX7/0[1SQWJAX>EU#Q:VK_;-;T[2IHKE$(BMHY-Q\OY61D? ^5B#UINC MZ^=&U**:"[5%#@21[*ZYY!%)I4MQI\;7>E:WJEF+]{YI4MS8,A8(%&/.;<. M .PYH
Z:/P+>Z==0PMXIMVD,J3*DFF!M[@_*20V3@]LUJVWB^YTG4Y-,UNY% MS*+TVR2P6$BAQY2R?PEAD9/'M7))KVN.7"^*M<^1MIRFE#G&?[_O5R4, ANW MO/[:U+^TTU-
KG[0&L?.R8O+Y&_RMNWCU]J /18O$FFSOLC-WNQGYK*9?YI5Y MKV)8$FVRE'Z8B;/XC&17D?\ ;>N_]#5K?_?.D_\ Q=']MZ[_ -#5K?\ WSI/ M_P 70!ZD]=+&$/ERMN&?
D0G'U]*@_M+G'V*\/OY7_P!>O*?[;UW_*&K7/\ MOG2? BZQT\7>*6\0-8'Q+JODCG(33=^,=I8+DS*Q^SS1X&1YB@9 6O(O[; MUW_H:M;_.^=)_\ BZ/[;UW_*&K6_\ OG2? BZ
/7([B5T=C:R(5'RJQ7+? M3G^=8>OW=S)INQ]/OXF9QL,%XL3,PY W*V<'!KS_ /MO7?\ H:M;_P"^=)_^ M+J*?5-:N(C')XIUPJ2#P-*!R#D)M916O)2 M2J:9\QSR3N;K].2M+^V]=_Z&K6_^^=)_P#BZ
->W\=Z)H]U<6NF>'3=;6> M6W:6"UED4LK;6 8*<@%0.O&*DD^+:1W*1OX?U)$8[]KDFPAN&DFO6DN9KB[,+2[GDW<-%)C^(^4X*^AH]$\+3
MV6JZ=]MT.*.&.*>2%OM44JR(XX92&.1CI@]*ZAA<>6FQH@_\193C\.:\8LI+ MW1TFBTWQ!K%M#/*URR1G3F4N_+$&1]V"?6K7]MZ[_P!#5K?_'SI/_Q= 'K\ MGV@[?*:(>NY2?ZU$1?XXDML]OD;_
!KR7^V]=_Z&K6_^^=)_^+H_MO7?^AJU MO_OG2?\ XN@#T"2A=?\ "1:\'DA\[_1_F5#MQL/;-;%Q!BU*]N?\ A)M643^7AU_LLLVT$?,"^!CMC\:N?VWKO_0U:W_W MSI/_ ,70!VEKH?
C*UM(+=/%.GE8D5!G2B3@#' /7K5>]\^(M0G$UQXFM@X& M"T-BT/9IG;*,_C7) P!MZ[_T-6N?]\Z3_P#%T?VWKO\ T-6N?]\Z3_\ %T = M?8>0&F,[VWB2U\QU"F233C(^T=%W-
(3M'ITJK9:]KOD2)/>I,=C7,_P!MZ[_T-6M_]\Z3_P#%UJZ1=\OHMO%-=3/,^MQW$L] MW+;[I6=LL<0L5 'X4 >B6:O+%#0W$SANB-C:O MTP,U6T^_TZ2VMXK6[B<&-1&N\%B,
<@*X'Z4W[*_P#S^7'YK_A2/J5C&[(]Y;JRG!!D (-_M73O^?ZV_[^ MB@"66W:5T87,T>WJ$*X;ZY!I)K7SGW&>=!C[J/@4Z2[MH6C62XB0R?<#.!N^ MGK3);^S@D,3)ID30' M!!,>^0
D'D$X)Q[BOHFWT[1Y[TQ6^B,(HI&47B@ +*,YQSN]?FQC-?//Q]:X M'CZUAN'6!%2(/8^^#@^X- 'U7CZ48!-*E,;7=&FU5(_(N1;NI0[
M]N2NV17!';.5[@]:Y[2_")T:UDLUT33[U1,\@N)XD=WW-N)8DCG)/:NZI* / M/-0N(K)Y(X_!=K=2)QF&PC*9]"V[K],U:LH%U!%DM_">EJH)$BSVL:21^F5S
MW^O2MC4_#=Q>RC[/J2P0AC(L36^_8Y.258," 3V.:TM+T]M.MML]R;B; #2% M0@VCH HZ "@#*TW2-/N+BYAO/#^E1-%MQLMXSG.>O6M+_A'-#_Z VG?^ J?X M4ND1JXN;\$,;R7S =N/D
VK^@S^-:5 &9_PCFA_] ;3O_5/*/^$F21QGTJ'3?#FAO/?S-H6GI M(T^T@VT9X"+CH,=ZNHEN?$TSA7%PL(!.P[2#C^+&,\= :HVGA[4;>XOG?Q)] M/D2S&6(0DJ"!D$M&<\CCVQ0!P.LZ-
9R_%2\TZV2VLD>TMV3:JH@?R[G&<5A MW44EC?O#=,D>U<8+CKGJ/48KJUV:5K_ (YU*?\ X2*\5C!;)-$T,69R%8(W MS)P1ST4=?0UK#X=V!U-K?^TK_8(X_=VW4L1_P \O:@#AI=-NO\
A'KW5HW@ M1+:-I$60'W:I8@ '/0=:LV/@CQMJ&GVU[$/#RQW$22]&GFR P!&?DZ\UTNO M^]JL])N%?Q#}FTT3Q[O% 25*GU2_P#"O?'7_4N? M^\$__P_17;:3KMY:SV5G/%$T4Y.=SA)4+$$?
,AERWJ#78T >,?]\=?]2Y M_P"!$ \\11_PKSQU_U+G_@/1_\ 5[0!10!XS_PKWQU_U+G_ ($3_P#Q%8>F M:;KVL:%'J%D-.::2!)EMWWJ,%IE(W9["$GISD5]!5Y)\/O\ D5['@G_B7IT'
M/W[V@#''@WQWOMP]KH*+/@*YNI" 2"<'"Y[5<_X5[XZ_ZES_,")_P#XBK^G M>/6UFTL+R^T+7(D281)@1G3V9R@,:DC)YY/- '#P>_'%Q%YB#PZ!N9>;B?JI(/\ ![56/@7QO@\PAD!N)67/![#:/QS6
MIHKVVHZ!92QE)%$8VN "5.,9'O0!XBWA'Q3IOAZ[U21-#^RQ74AEVS23[RPG* MD@;<'D<<\BK^KZ7/I<4):X@E\P*2\1P <_,I!Y!Z]:[BZL-V%GX=O="\0>); MR:TNW>500B-
&IF\P$,$R6SW/7G@8X23P@KVQFM?&_BF4+,D3%=04@990?X/1 MJ ..T.Q&JZC'&)HHX58-+([@!5SVSU-6O UO9+;>(I9-/LKB1;FWCB>ZA5P@ M^S)CJ-'3U_7_P#A ?%_=2:VJQO$=N
M;C3XPDZ02),K1RM)LV'!Z'UP2/QH QO"V@Z/-'JDDVBZ<)#],P(\A'P 0 ,X M]*WO^$&;?3?M1CO+TKE59>!<,>I '4XQ0!Y#:66GM8:I^^%O<0ZG>B&)87*,GVB3Y1M
M4A2.,5DO?)'<^1]EOGD"ASY=G(< YQGY>^#^5=YI7A;X=^+;]ZNCHD,U(]-+ M)PW*7$LUL@A?&ZUEW.2IP%&WKFNYL?A9X".E6LUQH-J&>-
MVJ,S^'[4LJYV>:P8C\6_6@"M\,M&TV\'T4I+S3;2:8: MM=*6F@5FX;IDCM7:_P#".:' - ;3O\ P%3_ K&\&RZ'8V\VD:+:?98(YW* MQ(K;1P#DL21D^QKK* ,S_A'-# _Z VG?^ J?X4?\ ".:' P! ;3O _%3 "M.
MB@#,_P"$O]*SM4DM]+GAA?PIILTC\M'!:1LZ+SAL9Z$C'45UVGA;2] MO++>/FD-S&IZ[7.6_P#'MWYBL Q!X5BURXCN%N#!, %;I[T 8M MB+?4)3"OA2P@GV[Q%FX?-R,\5+;>#;H:G+J$1@T\/
6]M%"#D1 MH$!QUP,5)CZ4M% *8HP*6B@!,>N*,4M% *8K/OK9TO8-1@C:22%6C>-< NC8 MSU[@@$"M&B@#!232(7^UPBX,KR&00)OR9#P3Y?8]>2,5\Y_M 13\0;:6X.) M)M.CDV?\QYD@"_D.?
A@BMXEBAC6->BJ, 4 .10BA5&% P!Z4ZBB@ HHHH @$VUG%%&6 ?ONN%))*[L\#/!QZ5V-5@[?VDT?EC:(@WF8YSD\9 MH Y[7_#K7\,D6R>Z1TVQ&2X8^2YX+8SR,'/U%/L+*X\+Z)#8V-
@]QY$$2F4L M6,K!@IXSGIR,\ ?2MW4+^+3K;SY8Y1 6"A(8R[$GT YKB$OM9:6\\T:IY5Q(M)$3^SY3Y>3\R \?+@#ZY(XH [33YK^=7:]M8[?G"()-S=\D]O3%7:P_#NH>=
M;+92Q7B7$"99KBW>,."3@C=_+M6Y0 57NK.\%%GCW>6X=&S@HPZ$'L:L44 M5$TZW2Z6Y*O),BE4>1RQ4'KC/2K=%% !117,7_C:QM+\VB0R2E5#&3HA!];!&>N,\'10! MW-
I<"XMM&N+*=+&XNHX_M<*Q *LW(X/!)Y]UMV.G"SGNKAI6EGNG5Y6Q@?* MH48';@5SOABY27PEX>FN+S<_F+'YMR^'E;:R@<]2?2NPH X'7;/47BCN;>)) MK8/(I1H]ZAO,DR7&^2 "".H!!XYJ?
PS:RC6!<6J2+;>6PEE2$10S98X^3"_ M..=OKDGBNJTO_CR/_7:7_P!&-5S%%P*5[I-AJ+H]Y9Q3L@PI<9*_3_/\Z9?P MQ063>6BION(F; QD^8HS^@K1JO>.T< 98Q(=Z#:1GJP!/X=?PH J6@B6XO--
M=#@L9E5NC(Y)./\ @6[Z9%0R>%M%DMS;_8(T0MO _'I*$'&,@Q'Y'!UR:N7U MK),LJM[_]]?:7T5UN51GC_]=6]* $[5G:KJ]KIWEPR3QI'I=8U3[05_LI[B*9F<.D
M^U,EL*ISAEY(3@YZ5]MHFM+'&$@T8B$+LCS, =HPH(W8/0=:-/U &SN;RT,= MNT9&^.6U"%R3D]'/C"9EV%B)CQDGH3QU-=!8NTEC [1B-F0$H!C;[8JQ0!A>'XM<2> ; M5DLDB:8F%;=6R>
"Q)/0^G:MVBB@ HHHH **** *=_;R/Y=Q;JINH,E,\;@> MJY[_P P*DL[R*]A\R/((.UT;AD;N"/6K%5+FP2>03I(\%PN,2QG!('9AT8> MQH MT5GI+J4,S+-;Q3Q?PR0OM;\5;C\C5*?
Q796])9/#,;F.1(VC7:2&<94 M=>X_E0!NT4R*5)H4EC.4=0RGU!Z4^@ HHHH **** "BBB@ KY@ :_ Y*'I__ M &"H_P#T;+77_7S!^T=_R4/3_P#L%1_^C9: /1^BBB@# 2311FSE\SYQ=VJ[M/;[3&
<_I^M9OPR_Y$X?]?MW_ .CWK2\2I%_HC[_WWVNU4+G^'[3'S^>*P/AN M=3_X1$>2EF4^VW7WV;/^N?VH [ZBLUCK6T[4L-V.,N^, _E7'O+KSZR1(H2U# MXE:Y;Y\E3]T*>@;I[8]:
/0]JW6HVEG($N)UC8C(4Y)Q4.C&X.GK]H9VY/EF M3[Y3L6]^OX8J*ZTJQU#5FDO;.UN=L"J@FB5ROS-G&>F>/RH L2:I90@F2X50 M,=CWS_@:0ZO8*NXW*AG7DT
6[:Z@O(!/;2K+$20&4\9!P1^!!%3D5D>'+..QTN M2WB6)8UN[DHL0 509G(X&,]*UZ *=UJEE9S*&XN420KO"'D[>F<>E5'UZS MCU)K>2X14$(RO _!9)/>VMI=*MBB*DT:N5/F,20#T_^M3G
MT+1Y]=TG2]:YGN5E)C$858MF.Q5* MYN5V@@$X/?\ "@ZO8A"YN5V@X)P?*8=!T@QLATFQ*,02IMTP2. 2@Z#HY1D M.DV)1B"5-LF"1T[4 6K2\M[Z'SK:9)8]Q7P0K$D7 MVZ=D2(
*@+9Q@<=#Z5M4 -9E7JP&?4UAR^[%WN,F!HIR*8I8PP4@D *00<98 MG&>K&]NOV%K>>)]!>X@BE\N9MOF1AL?(Y[].0#^ K7?0M(E(:32K%R&W M;H M<'@9Z=< ?D* &:7I-
CIEL(8RDI)Y=PN3Z# &L . *\W^'RC_A%[/"CFP3.!U^ M>]KMO$NA:6OAVY>FV<;Q -$Z6Z QG<.5Z8/ _*N/^'L$=UHFFPS+NC>WB#+ MDC(\Z]]* .^^QV\%KI$44"HB3*R*O 4^6W-;%8@CU(L67.-
PQU&>,T ;.E_P#'D?\ KM+_ .C& MJY7)ZEXDE\-!(7\/W+6JA29H)0Z(SEL Y^8DD=@?O#/6NEENX;:!);EUA#$# MYST)[4 35QVI>-HIO$Z>&=$9+B^O!['ZX!#)9IN"_C(2P 7MW]*U-6N;74(((8 M[?
6TLF299"RX)=1G*X)'7L?;O7(77@QM&\0#Q587+727R1P:JB@AI%WIMEB MR0PVC*]QSUH [:2#3HXXX9-09)I!\DK7.)'/3(YP>?;%-CB343+!<2D7ML0! MV.E:^BVBP)).L
M,D"RA$CAD.2D:#"\=CU/XT 2;=4BD0));7$0!W;P4+IQXACTJ M?1YHTDNS:+=+.C(9!%YN,?>^[[5U%>;ZK]O_ .$IL_L0M2W_ D#X\\L/F^Q M#^[VQG\<4 >D45A,?%94X31@<*
/2:*R_#XOAHUO .:!(-&DW;-7L&VC+;;E#CG''/J0/QI3KND+(8VU6Q#C!*FX3(ST[^X_. MLWPWHFGIX:TS%LNYK.$,SES:J6. 3D]L>_L* !-9B L:W"%B3T &:B_P"$9T'.?[$TW/K]D3_"J&MZ-
8QQ6<\=NJ2K?VI# M#)Z2K[UT8H SD\.Z)'(L>C>:LB'9%GS$^T) ME,'!R,\<\5?K&T[2+'R9)3;J9)))=[9/.9"?6@!UEXBTR>WM_-U.P6XDC5C&
M+A0>1G@9S5@:UI9N5MO[3LO/8A5B^T)N)/08SGF]>E:/8-IUG,;93)Y*<[CV M 'K3[_2+$>7<"W43+/"0V3QAU]Z -BBBB@#-_P"$@T8LRC5]/W+U'VE,C]:7 M^WM'W[/[6L-
X_A^TIG^=9/AC0]._X1O3V:V5G,(W-DC/ZUK_ -B:=OW_ &5= MWKN/^- !_;NDFX6W&JV)F9@HC^T)N)/08SG-:%L-3M]0MQ+&=G8H^ 1_B M#V(X- %W%>>W7_(YZO\ ]A/3?_0#7H'F) ?
7\Z\^N2#XSU;!!']IZ;T/^P: M.\LT2.QMTC?S$6-0K_WAC@U/4-H(A90" DQ"-=A/7;CC]*FH **** "BBB@ MHHHH *^8/VCO^2AZ?_V"H _\ T;+7T_7S!^T=_P E#T_ +!4?.HV6@#Z?HHH MH
Y[Q+Y6^S^]YWVJUQZ;?M,6?QSBL_X9<>#AG_G]N _\ T>]:/B1HLV;;/WWV MNU(;_9^TQY'YXKD/A/';G3M^2WN%D/E _*$SJ0-V.O&>#TK6H *]+N_M:;YCM\A,#MG*=18-9)8)!NN)-I\T_<[?
=ZY^M:=_JTKVL) MG*&4H-^PY7=CG'M0!2T#?]@GWNSG[;GG/@?0#BM2L[1HY(K.99)?-)NK MA@>> 96('/H,#*T: ,A2_\ PETPWOY?V"/"?PY\Q^?K5U3#_:3 !O/\D9(; M;N./QSFJRQR?\)-
++YV8C9HHBYX.]OF]/;*HZW=:K'],<6EFQ1C;/O>Z;:2 MQXCP?0,&=D1C4HOH,<"IJ "BB MB@ HHHH **** "OF#]H[_DH>G \ 8*C_ /1LM?3]?,'[1W)0]/ .P5' Z- MEH ^GZ*** .?\22IFSAV#>;NU??
WQ]IC&/U_2O-/]KJ=UIFL);OBR.]/YH0 MN&#=B=GS%>G _E7IGB67_CSAV#F[M7W_ /;S&,?K^ETL((KXR,?M9-OG?D9!QG?\V.O6NAK)+PV=U8Z MSJ'.R8HS)#A206<]L<#K6M0
545& M65_*8$ 'ON:I&N[=&97N(E9>H M+@8JH]T(M2:0I+)"\"A7BA+@D,V>5!]J);G2K*]N%GN8%E=5VKN/ Z]OQJ: MVM8K.W2"!=L29VKG...:4+)K4K2/"Y!"&61NN.W%5-9T_2)]%O?
L.M7$MU]G+PI'<@EF MVL5Q@=\U>D%X=%MV:TN"K:M,TL:VY#& R2X)4#(R"O/7G-94UG';Z?=&P*X M6ET()%MWBC=L-L*K\N,>V#TXH#H=Z M_ON8%E*6HV[NV6-
,EEEM_%4DDD$S6S6**LD=N7^<.V1D#/0CBK#75O'J32G[M09#"%,V[D@9)SP* +EM:PV=NMO @2)/NKGI63>:JFAZ=--(C32--,R1J>2 M2QZ^@K4:]C5=QCN#@Q&7]@";%I"3->S$&-
B"%9_7L<5!%:!'!+8 MIKG48/Y59L?M?]CZE(8)4=KV5XE\C:S)OX.W&3D?B:S%L M();M[J/PFRA)@XE",'8Y/S[<9[D^^:$!>VW<-UX:B0N8U55F+ G3]3ZYQ7 M02V5K:^
MC0@&.X.3CBW<_P!>@"AKL+6WAJZCL4",J#RU4 @?,.QKAOAKC^RJ*QT^SPX M_P"_U[7;C_=RR:%<)9P737#@"-5@?=.=D/G$%^0'!VYY&U_6M*3QI8(M\F(9C%&"S.
<*2H."ZJ3DKGO6'X@\5Z)).X M$2V[+$KQQ6S,6!\X-AP,ZJO/ M'\]ZKC^%+=;Z%E:"6X+^7PBLIR0 MEW<1Q'!QQN#\"%Q^- #[6(ZA.NH3C,2D_98CT4?WSZD]1Z _6M2D50J@* M!@
=J6@#F/'>/[#M,C/_ !,[+''3_2$K'N?^1LLO^QC?_P!(:V?'/_(#M?\ ML)V7_I0E8US_,C99\?\S&__ *0T =5X;N!=^'[.<(5WJ3@MG'S'O6FK&C. MYPJC)/H*Y?
P[XCT]'1;>WGO5CN(P5DCD4JRG<1@BM1/$NBRL474(68O(Y^[MZ]* ,N;@:-(L;[;I8Y8FEB=HQB10N[@9SGKP0.E=0CB1%<9PP!%)-(B0VK:A"MP\BHL9/); !K;6>&1RB2QLX&2JL"10!C/803
MZQ>3W%Y(C,RQ(GGE1@*C<#/7-)8V4=MK,\UO=R31S6V2IF+]*#C(&2*S->.D MW&LB/4+$7=S;3"2%=S+Y:LJ*7/8@GBK/AVXL#+)9:? 8%AA'-,^T?ZXVD7F<8^;8,\?6HXO#UE#.DR&?S$'_$V
MEMX?L%GOXQ<1VD7GJV[*MA06@;)7S5W=.V,FKGB6PMIM(N[UXA]JM;:5X91U4A21[M'\?>\R3MVWMC] M*KZ+I]M:V<,\QK/#)+YB'.5 D(Y_ M,4 ,T?0K-;"QN!YOFJ$D!\P]
<>GI[5JWV\6ZF/[WG1Y^F\9_2LVSU_1;>&WL MEU.&1UC4+C/S# (/XC%%[XQTQIH[.*]C-TT\0$8SDY=?Z&@#.?3XK[Q1JLUY MJ$T21-
#'$@N2JC,>3P"!D\G*TK&S@@UQ)K>\>9&M6C9?.+KE60 XR>>O-/.3/7VS6K7,:YXBT^2V6TM+U'O&NK=1$F[V:Z>@ JM>QR MRVQ2!MLFY2#G' 8$_IFK-5[ZS6^LY;9I98A(,;X6VL.<\&@#(N-
%@N]9DW6@ M$)Q)+(T2?,WJU3C=VY^ON:X'042/Q%XB1%"HOB2W 4# W-7J@M#]D$!N9N. MD@8!L?6O.XK"'3?%6LPPM(ROK%A,QD;<2S*6/ZT >C6<@FL;>54"*\:L$'1<
MCI4]0VDC364$KJ%9XU8J!C!(Z5-0 4444 %%%% !1110 5\P?M'I?E+T_P#[M!4?_ *-EKZ?KY@ :_ Y*'I__ &"H_P#T;+0!]U'-((H7D+!512Q+=!BI*9- M$LT3Q-G:ZE3@X.#0!PWBCQ5!:Z;IMU=##%K)?
VXD= 2(MLZL7/?;M4_F*X!-(MLX'F%A\4+NVMI)GF2*.PGPN]BV!AP. I7LK>'--DM4MY(G9$=G5A*R,I/7!4 M@C/I4\FD6TMG%:L]V(HON[+R56_%@VX.B30!XK_9Q_P +G_XY7MEQI=O%[KS@0<"[E$?
Q]P-M 2@#FQ+^SS_T5F_/"Y_\ CE'] MGG_HK-_ .%S_\ '*]L33($OC>![HRDDD-=2E.?]@MM_2EMM-@M;B6>-[DO M)G<)+J21>3GA68@?@!0!XE_9Q_Z*S?_@!<_P#QRC^SC_T5F_ "Y_P#C
ME>UVVDVUH)?*DNSYJ[6\ERDP/;%)AAB]Y,[#_=9F M)7\"* /%/[//_16;_P#\ +G_..4?V3%\='+;@-.@-.?2K=[%;,O=^4IR"+N4/^+AMQ^A- 'B?]G$\)*
MU#\+"Y_^.5LZ7>Z=X;T2WM="\16=Q=VL$,44E[9SA'*O,S%@HSTFXP>HKU*7 M2;::UBMGDO/+B^Z5O)E<_5@VYOQ)I+G2;:ZCACDDNPL*[5\N\FC)'^T58%CQ MU.30!YO_,)_XB_Z#'A/_P
[VC_(3[Q%_T&/"?_@'>UZ7/ID%Q<13R+!*M@ M2ZE1>#GE58!OQ!I)=,MYKU;MGNA*I! 6[E5./5 YT_I\ M08\)_P#@'>U7F\<^(7N;>4ZMX5)C+8(M+W R,<\5ZE_9EO\ ;_MN^Z\
[.O=H]T97R2'NI63GT0L5'X#CM0!YK_,)]XB_Z#'A/ M_P [VGZ5XFU#7O%NGVFJW.E310YE233X)TPQI&#YPN .G\0KT>VTRWM&E:) M]HF48;S;N60?@&8[?PQ5*?2K6PMB\/GL[2Q+NFN9)B!YB\
NQQ^% $^KWEQ: MQ1+;O#$\K%1+.I9$."0" 1UQCJ*Y[3O$/B!]4FANX;22"-XT00PE&F+-@E29 M&&%'S> -=+<.D5O+)(I9%4EE SD?2L5?$>CPM.1#+"T&T2_Z.5*[@2,^W% % M;Q^'7PG)<+-
'$;;YM[C?*A91MF0\X(XK@+ZXM]?T5#?^+8-,U8ZC]0SVGV5P M54>2(MHSA@<=3FO7[:_LTF$;"*5<@2*/F4]#CT-8OA[3K.&;Q(!%;1I"]\ M8V0#@KY,?&/3YF_Z'<9QG_KI7MW]E
M6_V'['ON_*SG/VN7?Z_?W;OPS5$Z5;R7PLVDO)/C@5E*WDP?.YNKAMQZ]": M/(?[.\ T5F__P# "Y_^.4?V'PZ855L_%6]3+L? MEL;@YR>OW^IJ3^SS_P!%9O_P +G_XY7MEQI=O%[KS@0<"[E$?
Q]P-M 2@#FQ+^SS_T5F_/"Y_\ CE'] MGG_HK-_ .%S_\ '*]L33($OC>![HRDDD-=2E.?]@MM_2EMM-@M;B6>-[DO M)G<)+J21>3GA68@?@!0!XE_9Q_Z*S?_@!<_P#QRC^SC_T5F_ "Y_P#C
ME>UVVDVUH)?*DNSYJ[6\ERDP/;%)AAB]Y,[#_=9F M)7\"* /%/[//_16;_P#\ +G_..4?V3%\='+;@-.@-.?2K=[%;,O=^4IR"+N4/^+AMQ^A- 'B?]G$\)*
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[.O=H]T97R2'NI63GT0L5'X#CM0!YK_,)]XB_Z#'A/ M_P [VGZ5XFU#7O%NGVFJW.E310YE233X)TPQI&#YPN .G\0KT>VTRWM&E:) M]HF48;S;N60?@&8[?PQ5*?2K6PMB\/GL[2Q+NFN9)B!YB\
NQQ^% $^KWEQ: MQ1+;O#$\K%1+.I9$."0" 1UQCJ*Y[3O$/B!]4FANX;22"-XT00PE&F+-@E29 M&&%'S> -=+<.D5O+)(I9%4EE SD?2L5?$>CPM.1#+"T&T2_Z.5*[@2,^W% % M;Q^'7PG)<+-
'$;;YM[C?*A91MF0\X(XK@+ZXM]?T5#?^+8-,U8ZC]0SVGV5P M54>2(MHSA@<=3FO7[:_LTF$;"*5<@2*/F4]#CT-8OA[3K.&;Q(!%;1I"]\ M8V0#@KY,?&/3YF_Z'<9QG_KI7MW]E
M6_V'['ON_*SG/VN7?Z_?W;OPS5$Z5;R7PLVDO)/C@5E*WDP?.YNKAMQZ]": M/(?[.\ T5F__P# "Y_^.4?V'PZ855L_%6]3+L? MEL;@YR>OW^IJ3^SS_P!%9O_P +G_XY7MEQI=O%[KS@0<"[E$?
Q]P-M 2@#FQ+^SS_T5F_/"Y_\ CE'] MGG_HK-_ .%S_\ '*]L33($OC>![HRDDD-=2E.?]@MM_2EMM-@M;B6>-[DO M)G<)+J21>3GA68@?@!0!XE_9Q_Z*S?_@!<_P#QRC^SC_T5F_ "Y_P#C
ME>UVVDVUH)?*DNSYJ[6\ERDP/;%)AAB]Y,[#_=9F M)7\"* /%/[//_16;_P#\ +G_..4?V3%\='+;@-.@-.?2K=[%;,O=^4IR"+N4/^+AMQ^A- 'B?]G$\)*
MU#\+"Y_^.5LZ7>Z=X;T2WM="\16=Q=VL$,44E[9SA'*O,S%@HSTFXP>HKU*7 M2;::UBMGDO/+B^Z5O)E<_5@VYOQ)I+G2;:ZCACDDNPL*[5\N\FC)'^T58%CQ MU.30!YO_ ,)_XB Z#'A/_P
[VC (3[Q% T&/"? @'>UZ7/ID%Q<13R+!*M@ M2ZE1>#GE58!OQ!I)=,MYKU;MGNA*I! 6[E5./5 YT I\ M08\)_P#@'>U7F\<^(7N;>4ZMX5)C+8(M+W R,<\5ZE 9EO\ ;_MN^Z\
[.O=H]T97R2'NI63GT0L5'X#CM0!YK ,)]XB Z#'A/ M P [VGZ5XFU#7O%NGVFJW.E310YE233X)TPQI&#YPN .G\0KT>VTRWM&E:) M]HF48;S;N60?@&8[?PQ5*?2K6PMB\/GL[2Q+NFN9)B!YB\
NQQ^% $^KWEQ: MQ1+;O#$\K%1+.I9$."0" 1UQCJ*Y[3O$/B!]4FANX;22"-XT00PE&F+-@E29 M&&%'S> -=+<.D5O+)(I9%4EE SD?2L5?$>CPM.1#+"T&T2_Z.5*[@2,^W% % M;Q^'7PG)<+-
'$;;YM[C?*A91MF0\X(XK@+ZXM]?T5#?^+8-,U8ZC]0SVGV5P M54>2(MHSA@<=3FO7[:_LTF$;"*5<@2*/F4]#CT-8OA[3K.&;Q(!%;1I"]\ M8V0#@KY,?&/3YF_Z'<9QG_KI7MW]E
M6_V'['ON_*SG/VN7?Z_?W;OPS5$Z5;R7PLVDO)/C@5E*WDP?.YNKAMQZ]": M/(?[.\ T5F__P# "Y_^.4?V'PZ855L_%6]3+L? MEL;@YR>OW^IJ3^SS_P!%9O_P +G_XY7MEQI=O%[KS@0<"[E$?
Q]P-M 2@#FQ+^SS_T5F_/"Y_\ CE'] MGG_HK-_ .%S_\ '*]L33($OC>![HRDDD-=2E.?]@MM_2EMM-@M;B6>-[DO M)G<)+J21>3GA68@?@!0!XE_9Q_Z*S?_@!<_P#QRC^SC_T5F_ "Y_P#C
ME>UVVDVUH)?*DNSYJ[6\ERDP/;%)AAB]Y,[#_=9F M)7\"* /%/[//_16;_P#\ +G_..4?V3%\='+;@-.@-.?2K=[%;,O=^4IR"+N4/^+AMQ^A- 'B?]G$\)*
MU#\+"Y_^.5LZ7>Z=X;T2WM="\16=Q=VL$,44E[9SA'*O,S%@HSTFXP>HKU*7 M2;::UBMGDO/+B^Z5O)E<_5@VYOQ)I+G2;:ZCACDDNPL*[5\N\FC)'^T58%CQ MU.30!YO_ ,)_XB Z#'A/_P
[VC (3[Q% T&/"? @'>UZ7/ID%Q<13R+!*M@ M2ZE1>#GE58!OQ!I)=,MYKU;MGNA*I! 6[E5./5 YT I\ M08\)_P#@'>U7F\<^(7N;>4ZMX5)C+8(M+W R,<\5ZE 9EO\ ;_MN^Z\
[.O=H]T97R2'NI63GT0L5'X#CM0!YK ,)]XB Z#

*(]&,;2#4K949%PQ52<&O2=9UVST*UMKF\,GEW%S%:IL7)WR'"_ MAFJ_C+_D2=<_Z\)O_0#1]5H_RB_MW,?^?K_#_(\:F\'V<'BC3]*>]G$%S>WE MO)+M&Y$@A$FX#U.2#776WP? TB\M(;J#6KQX9D62-O+494C(/3T-4[Z(S_$/1 MH5(#2ZMJR*3TR;11_6O4]'M)+#1+"RE96DM[:.)BIX)50#CVXH^JT?Y1_P!O M9C_S]?X?Y'GO_"EM-_Z"]Y_WPE'_ I;3?| H+WG_?"5Z? 11]5H_RB_M[,?^ M?K_#_(\Q_P"%+Z;_ -!>_[X3_"D_P"%+Z;_ -!B_[X3_"O3Z*/JM'^4/[= MS'_GZ_P_R,;PSX?B\,Z*FFP3R3HCLX>0 'YCGM6P**KWEY#86SW$[;47 XY) M). ! [D\5NDDK(\RI4E4FYS=V]RM$ZQZQJ#NP55AB+$G@#YZFM]0CN%&*=D M89\PQE5_,XSGVS5/2C=-JE^UZL2RM'$=D?(1?GP">Y]36Q3(*5W=7D$@\BP- MS%C+,LH5@?0]? S%2071DLEN9X9+3YZ]^!QS7+^(H#!J/A-2RMNUUY 5.1ADE8?H: *7Q!>'3]4T>*P\ M,:'J.HZM()&TE_;;ON)NR2JECP,=ZQ/[.\1_]")X*_\ .;_ .-5TWC'_D?O M 7_7[<_ ^B&KN: /(/[-\1_\ 0B>"O_ .;_XU1_9OB/\ Z$3P5_X!S?\ QJO7 MZ* /(/[-\1_]")X*_P# .;_XU2'3_$:J2? G@KC_ *P4C#*D$9!ZY MH \'GU75+4*;KP)X,@!QDR6KC;E2PS^[XSC]214^G76LZDD9B\!>#D:1V01 MR6G2O6U\,Z*L!@&FV_E>:)MA7(W@@@_A@8'05<TZTM@/(MTCQ M(TO_C(P3^.30!Y7_9WB/_H1//7_ (!S?_&J//[-\1_\ 0B>"O_ .;_XU7KU5 M[6/$*OY\DFY?O,?UQVH \I_LWQ'_ -")X*_\ YO_ (U1_9OB/_H1/!7_ (!S M?_&J]9$&(V7S)3N[E^1]*0V^4"^;-P>N_F@#R?\ L[Q)_P!")X*_\ YO_C5) M_9WB3_H1/!7_ (!S?_&J];,675O,D^7MNX- 1S1XECD\^1,N!M!X/MB@#RG^S M?$G_ $(G@K_P#F_^-4?V=XD_Z$3P5_X!S?\ QJO4DBO#>R2/=%8 _P D2HN" MN!U.,YSF]_\ :5I#JLUI-J\1G 4_96*AHPV=I]><'&: /-/[.\28_P"1#\%? M^ WF^S><8,C&=XSV].#0!MWO_ !X7/_7)OY&O RJO"%?&T@9S M7J9\=:;?@V<,-QYLX,;;E &2,#/-<%>>$]6%OJ$/E1%[)$:8"3L?F&/7@4 0 MZ3_R&;#_ *^8_P#T(5Z- X;_Y'KQC_P!=K7_T37G.D\ZS8$?_,?_ *$*]&\- M_P#(]>,?^NUK_P"B: -FVAENK)"K&T*RLR^4@XY8'A@>O6I[NP-Y#'$]PX"' M)/EHV\^1!!%5-+U!Y[:=FCN)&B=U)VCYB& (PO//&*N"_)A,OV*Z&&V["@W'W MQGI0 X6THF5UNY%B7 \D(FT\?3/ZTJ03J9"UY*^X84%4&SW&!_.F27S1QQO] MCNFWC.U$!*_7GBJ&K>(?[*N;>#^S+RX,PW%H0NV-1]XDDCIWH 75'N-(TF]O MUNQ+/"%\C7*J$7GOC;Q]2/K7&6_Q"U60PK)'I_SAHG= 2L; X\XX8YB Y)Z? M[6:VG^(6C212A[.\=0VQE,08'/3OT/O6A%K=HUO?3+I,T:6:B(J\:*SK@$@# M/W1GOQ0!DVGC:[N]=TC3UMD$5S'NEG>)D$Q)(S"&() QD\'@_C7<=ZXNW^(> MB75];6JV-[JJ,I@C40 [6^N> 15NZ\<65G;VTTJI=(+ARBLP 12!GYFSA>PY M[D4 =552"TE@D8_:Y7C)8B-E7"Y.>H&?UIMO?M<,JBTN$W+NW,HV].F)FA&@VQFVH#/ M %'E!_FW# P?N_Q=1UK1N[\Q62SFVN0#SA4!9<>HSQ6%XRN8E\+6-U-*J1? M:[5VDD8* -Z\DGI0!T=D,Z=;?]<5_E7"V_PN^R7=A>6^LNMQ9+\NZ#*.X4*K M,N[MSWYS72V7BKPZMA;AM?TL$1*"#>1^GUJI?66G7FO6VMMJ=E\B11;EI>F] MN"1#8^;&!P<\XHZA4RO&@51"H7<>YP.!7*7C0GQI;B-@95U2 M+S (@N/]#FQENK<>O3I6X?%7AT$@Z_I0(ZC[9'_C7*1WMI?^./M%G=0W,!U: M "2&0.I(LILC(XH]"-4'T6P=F9K9?FB:)L$_,K9R#^9_.K^1ZBC(]10 B((MXU11A5& /:N=UK_D;]"_Z]['S_P!!CKH\CU%,-" Y)M[SC_ (#'0!L: M3_R!K'_KWC_]!%2WEU%96RTJ&*62YT"JZ M&RGX95Y&=GJ*Q;SQR-0@:V:SD%K/$=\B07&],],#RL$C&3VY'6@#=/CG2@S* M\&HHR<.&M'&U\$A#_M$ D"MK2KV#4K&._@@EA6X&_$T7ENPZ D'GIT]J\MDU M+3,QW*G5[Y[K#W,4L+J%G (5Y-L/&T'"\&0.#6_#X\BLH>]PM=/N&2-%C$LD M$^Q=O!W$1]^W'//2F!TOC/\ Y$G7/^O&;_T UMK]P?2N%USQ=IFK^#-1@MS= M- =75E(D<2V4QW.5(!V=S7=+]T?2D!SFA>'KG2M?U:_FFA>.\8E%3.5_>2/S MGV<4BZ2L&H>9%I4SJ/W?G-=<[>F0OL":K^&M9O\ 4/$VMVEU/O@MG(A78!M_ M>R+U YX51^%=90!SOB_P_<>(M/L+:VEBB:VU&WNV,N<%8WW$#'F36$_E23:K:V\AVALQN^&'([CO5[QE_R).N?]>,W_ M * : .1\5I;6?CWPE-8B-9#+J_9Z!IUU.P::>UB MDD8#&69 2HV:6\5E!': MA!;)&JQ;#E=@'&#Z8Q0!-1110 4444 (;

Entity Interactive Data Current	Yes	
Entity Filer Category	Non-accelerated Filer	
Entity Small Business	true	
Entity Emerging Growth Company	false	
Entity Shell Company	false	
Entity Common Stock, Shares Outstanding (in shares)		57,949,760
Entity Central Index Key	0001285819	
Current Fiscal Year End Date	--12-31	
Document Fiscal Year Focus	2024	
Document Fiscal Period Focus	Q3	
Amendment Flag	false	

XML 16 R2.htm IDEA: XBRL DOCUMENT

Condensed Consolidated Balance Sheets (Current Period Unaudited) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Current assets:		
Cash and cash equivalents	$ 1,521	$ 7,105
Short-term investments	121,636	164,743
OMIDRIA contract royalty asset, current	29,243	29,373
Receivables	6,394	8,096
Prepaid expense and other assets	6,127	8,581
Total current assets	164,921	217,898
OMIDRIA contract royalty asset, non-current	129,488	138,736
Right of use assets	15,933	18,631
Property and equipment, net	1,939	1,950
Restricted investments	1,054	1,054
Total assets	313,335	378,269
Current liabilities:		
Accounts payable	7,723	7,712
Accrued expenses	23,246	31,868
OMIDRIA royalty obligation, current	18,884	8,576
Lease liabilities, current	5,770	5,160
Total current liabilities	55,623	53,316
Convertible senior notes, net	97,032	213,155
Long-term debt, net	92,427	0
OMIDRIA royalty obligation, non-current	205,089	116,550
Lease liabilities, non-current	14,242	18,143
Other accrued liabilities, non-current	3,094	2,088
Commitments and Contingencies		
Shareholders' equity (deficit):		
Preferred stock, par value $0.01 per share, 20,000,000 shares authorized; none issued and outstanding at September 30, 2024 and December 31, 2023.	0	0
Common stock, par value $0.01 per share, 150,000,000 shares authorized at September 30, 2024 and December 31, 2023; 57,949,760 and 61,128,597 shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively.	579	611
Additional paid-in capital	724,236	727,936
Accumulated deficit	(878,987)	(753,530)
Total shareholders' deficit	(154,172)	(24,983)
Total liabilities and shareholders' equity (deficit)	$ 313,335	$ 378,269

XML 17 R3.htm IDEA: XBRL DOCUMENT

Condensed Consolidated Balance Sheets (Current Period Unaudited) (Parentheticals) - $ / shares	**Sep. 30, 2024**	**Dec. 31, 2023**
Preferred Stock, Par or Stated Value Per Share (in dollars per share)	$ 0.01	$ 0.01
Preferred Stock, Shares Authorized (in shares)	20,000,000	20,000,000
Preferred Stock, Shares Issued (in shares)	0	0
Preferred Stock, Shares Outstanding (in shares)	0	0
Common Stock, Par or Stated Value Per Share (in dollars per share)	$ 0.01	$ 0.01
Common Stock, Shares Authorized (in shares)	150,000,000	150,000,000
Common Stock, Shares, Outstanding (in shares)	57,949,760	61,128,597
Common Stock, Shares, Issued (in shares)	57,949,760	61,128,597

XML 18 R4.htm IDEA: XBRL DOCUMENT

Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Costs and expenses:				
Research and development	$ 24,084	$ 31,731	$ 96,203	$ 85,980
Selling, general and administrative	11,323	16,422	37,395	38,785
Total costs and expenses	35,407	48,153	133,598	124,765
Loss from operations	(35,407)	(48,153)	(133,598)	(124,765)
Interest expense	(4,052)	(7,916)	(21,498)	(23,781)
Interest and other income	2,346	4,413	9,008	12,913
Net loss from continuing operations	(37,113)	(51,656)	(146,088)	(135,633)
Net income from discontinued operations, net of tax	4,881	13,906	20,631	26,888
Net loss	$ (32,232)	$ (37,750)	$ (125,457)	$ (108,745)
Basic and diluted net income (loss) per share:				
Net loss from continuing operations (in dollars per share)	$ (0.64)	$ (0.82)	$ (2.51)	$ (2.16)
Net income from discontinued operations (in dollars per share)	0.08	0.22	0.36	0.43
Net loss (in dollars per share)	$ (0.56)	$ (0.6)	$ (2.15)	$ (1.73)
Weighted-average shares used to compute basic and diluted net income (loss) per share (in shares)	57,948,093	62,856,721	58,232,007	62,840,990

XML 19 R5.htm IDEA: XBRL DOCUMENT

Condensed Consolidated Statements of Stockholders' Equity (Deficit) (Unaudited) - USD ($) $ in Thousands	**Common Stock [Member]**	**Additional Paid-in Capital [Member]**	**Retained Earnings [Member]**	**Total**
Balance (in shares) at Dec. 31, 2022	62,828,765			
Balance at Dec. 31, 2022	$ 628	$ 720,773	$ (635,717)	$ 85,684
Stock-based compensation expense	0	2,953	0	2,953
Net loss	$ 0	0	(33,701)	(33,701)
Balance (in shares) at Mar. 31, 2023	62,828,765			
Balance at Mar. 31, 2023	$ 628	723,726	(669,418)	54,936

Balance (in shares) at Dec. 31, 2022	62,828,765			
Balance at Dec. 31, 2022	$ 628	720,773	(635,717)	85,684
Net loss				(108,745)
Balance (in shares) at Sep. 30, 2023	62,865,491			
Balance at Sep. 30, 2023	$ 628	729,882	(744,462)	(13,952)
Balance (in shares) at Mar. 31, 2023	62,828,765			
Balance at Mar. 31, 2023	$ 628	723,726	(669,418)	54,936
Issuance of common stock upon exercise of stock options (in shares)	19,556			
Issuance of common stock upon exercise of stock options	$ 0	97	0	97
Stock-based compensation expense	0	2,771	0	2,771
Net loss	$ 0	0	(37,294)	(37,294)
Balance (in shares) at Jun. 30, 2023	62,848,321			
Balance at Jun. 30, 2023	$ 628	726,594	(706,712)	20,510
Issuance of common stock upon exercise of stock options (in shares)	17,170			
Issuance of common stock upon exercise of stock options	$ 0	53	0	53
Stock-based compensation expense	0	3,235	0	3,235
Net loss	$ 0	0	(37,750)	(37,750)
Balance (in shares) at Sep. 30, 2023	62,865,491			
Balance at Sep. 30, 2023	$ 628	729,882	(744,462)	(13,952)
Balance (in shares) at Dec. 31, 2023	61,128,597			
Balance at Dec. 31, 2023	$ 611	727,936	(753,530)	(24,983)
Issuance of common stock upon exercise of stock options (in shares)	9,339			
Issuance of common stock upon exercise of stock options	$ 0	32	0	$ 32
Repurchases of common stock (in shares)	(3,195,241)			(3,200,000)
Repurchases of common stock	$ (32)	(11,819)	0	$ (11,851)
Stock-based compensation expense	0	2,658	0	2,658
Net loss	$ 0	0	(37,184)	(37,184)
Balance (in shares) at Mar. 31, 2024	57,942,695			
Balance at Mar. 31, 2024	$ 579	718,807	(790,714)	(71,328)
Balance (in shares) at Dec. 31, 2023	61,128,597			
Balance at Dec. 31, 2023	$ 611	727,936	(753,530)	$ (24,983)
Issuance of common stock upon exercise of stock options (in shares)				16,404
Net loss				$ (125,457)
Balance (in shares) at Sep. 30, 2024	57,949,760			
Balance at Sep. 30, 2024	$ 579	724,236	(878,987)	(154,172)
Balance (in shares) at Mar. 31, 2024	57,942,695			
Balance at Mar. 31, 2024	$ 579	718,807	(790,714)	(71,328)
Issuance of common stock upon exercise of stock options (in shares)	1,464			
Issuance of common stock upon exercise of stock options	$ 0	3	0	3
Stock-based compensation expense	0	2,768	0	2,768
Net loss	$ 0	0	(56,041)	(56,041)
Balance (in shares) at Jun. 30, 2024	57,944,159			
Balance at Jun. 30, 2024	$ 579	721,578	(846,755)	(124,598)
Issuance of common stock upon exercise of stock options (in shares)	5,601			
Issuance of common stock upon exercise of stock options	$ 0	17	0	17
Stock-based compensation expense	0	2,641	0	2,641
Net loss	$ 0	0	(32,232)	(32,232)
Balance (in shares) at Sep. 30, 2024	57,949,760			
Balance at Sep. 30, 2024	$ 579	$ 724,236	$ (878,987)	$ (154,172)

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Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Thousands	**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**
Operating activities:		
Net loss	$ (125,457)	$ (108,745)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock-based compensation expense	8,067	8,959
Depreciation and amortization	649	715
Non-cash interest earned on OMIDRIA contract royalty asset	(12,824)	(11,484)
Remeasurement of OMIDRIA contract royalty asset	(7,384)	(14,924)
Accretion on U.S. government treasury bills, net	(4,295)	(7,280)
Non-cash interest on royalty obligation	(1,553)	0
Changes in operating assets and liabilities:		
OMIDRIA contract royalty asset	29,586	29,900
Prepaid expenses and other	1,790	876
Receivables	1,702	206,343
Accounts payable and accrued expense	(11,305)	3,741
Net cash provided by (used in) operating activities	(119,823)	109,551
Investing activities:		
Proceeds from the sale and maturities of investments	969,221	751,114
Purchases of investments	(921,819)	(839,595)
Purchases of property and equipment	(139)	(308)
Net cash provided by (used in) investing activities	47,263	(88,789)
Financing activities:		
Proceeds from sale of future royalties	115,525	0
Proceeds upon exercise of stock options	52	150
Cash paid to repurchase 2026 convertible senior notes	(21,179)	0
Principal payments on OMIDRIA royalty obligation	(15,125)	(854)
Repurchases of common stock	(11,851)	0
Principal payments on finance lease obligations	(446)	(427)
Net cash provided by (used in) financing activities	66,976	(1,131)
Net increase (decrease) in cash and cash equivalents	(5,584)	19,631
Cash and cash equivalents at beginning of period	7,105	11,009
Cash and cash equivalents at end of period	1,521	30,640
Supplemental cash flow information		
Cash paid for interest	28,122	23,801
Cash paid (received) for income taxes, net	(109)	3,776
Equipment acquired under finance lease	509	632
Convertible Debt [Member]		
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization of discount and issuance costs	713	1,450
Loans Payable [Member]		
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization of discount and issuance costs	$ 488	$ 0

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Note 1 - Organization	**9 Months Ended**

and Basis of Presentation

Notes to Financial Statements

Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block]

Sep. 30, 2024

Note 1—Organization and Basis of Presentation

General

Omeros Corporation ("Omeros," the "Company" or "we") is a clinical-stage biopharmaceutical company committed to discovering, developing and commercializing first-in-class small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancers and addictive and compulsive disorders.

Our clinical-stage development programs include: narsoplimab, our antibody targeting mannan-binding lectin-associated serine protease 2 ("MASP-2"), the effector enzyme of the lectin pathway of complement; OMS1029, our long-acting antibody targeting MASP-2; zaltenibart, also known as OMS906, our antibody targeting mannan-binding lectin-associated serine protease-3 ("MASP-3"), the key activator of the alternative pathway of complement; and OMS527, our phosphodiesterase 7 ("PDE7") inhibitor program.

Clinical development of narsoplimab is currently focused primarily on hematopoietic stem cell transplant-associated thrombotic microangiopathy ("TA-TMA"). We successfully completed a pivotal clinical trial for narsoplimab in TA-TMA and previously submitted to FDA a biologics license application ("BLA") seeking marketing approval for narsoplimab in this indication. In late 2021, FDA issued a complete response letter ("CRL") with respect to the BLA in which the agency indicated that additional information would be needed to support regulatory approval. We appealed FDA's decision to issue the CRL through a formal dispute resolution process that concluded in late 2022. Although our appeal was denied, the decision identified potential paths for resubmission of the BLA, including paths based on comparison of survival data from our completed pivotal trial previously submitted to FDA an analysis plan to assess survival data from our completed clinical trial, existing data from a historical control population available from an external source, and data from the narsoplimab expanded access program. As a part of our most recent meeting with FDA, in September 2024, we received minor feedback on our proposed statistical analysis plan for the primary endpoint – patient survival in our pivotal narsoplimab trial compared to that in an external registry of TA-TMA patients – which was a limited request to include certain additional sensitivity analyses. Additional sensitivity analyses were quickly incorporated into the plan and sent back to FDA. FDA's reply is expected in November 2024. We have no other information requests pending and are not aware of any other impediment to resubmitting our narsoplimab BLA. After receiving FDA's response and, assuming general alignment on the revised plan, we intend to proceed with conducting the primary and secondary efficacy analyses. If the results support resubmission, then we intend to finalize and resubmit our BLA as soon as possible. We are currently unable to provide a specific estimate of when or if we will resubmit the BLA or, subsequently, FDA's timing for a decision regarding approval. Even if the results of the efficacy analysis are favorable and FDA accepts our resubmitted BLA for review, as with any BLA or new drug application, there can be no guarantee that FDA will approve narsoplimab for TA-TMA.

Our lectin pathway program also includes OMS1029, our long-acting antibody targeting MASP-2. We have completed Phase 1 clinical trials evaluating both single-ascending and multiple ascending doses of OMS1029. Results of these studies support once-quarterly dosing administered either intravenously or subcutaneously. OMS1029 has been well tolerated to date with no safety concerns identified. We are evaluating several potential indications for Phase 2 clinical development of OMS1029.

Our pipeline of clinical-stage complement-targeted therapeutic candidates also includes zaltenibart, a proprietary, patented monoclonal antibody targeting MASP-3, the key activator of the alternative pathway of complement. We have three ongoing clinical trials evaluating zaltenibart for the treatment of paroxysmal nocturnal hemoglobinuria ("PNH"). The first is in PNH patients who have not previously been treated with a complement inhibitor, and the second is in PNH patients who have had an unsatisfactory response to the C5 inhibitor ravulizumab. The third clinical trial is an open-label extension study to assess the long-term efficacy and safety of zaltenibart in patients who have completed either of the other two PNH Phase 2 clinical trials. We also have an ongoing clinical program evaluating zaltenibart for the treatment of C3G, a rare and debilitating renal disease driven by complement dysregulation.

Our phosphodiesterase 7 ("PDE7") inhibitor program, which we refer to as OMS527, comprises multiple PDE7 inhibitor compounds and is based on our discoveries of previously unknown links between PDE7 and any addiction or compulsive disorder, and between PDE7 and any movement disorders. In April 2023, we were awarded a grant from the National Institute on Drug Abuse ("NIDA"), part of the National Institutes of Health, to develop, at NIDA's request, our lead orally administered PDE7 inhibitor compound, for which we have successfully completed a Phase 1 study, for the treatment of cocaine use disorder ("CUD"). NIDA awarded the grant to us for a total of $6.69 million over three years, of which we have claimed and received $1.0 million of funding to date and recognized $0.8 million into Other Income in our condensed consolidated statement of operations and comprehensive loss. The grant is intended to support preclinical cocaine interaction/toxicology studies to assess safety of the therapeutic candidate in the presence of concomitant cocaine administration, as well as an in-patient, placebo-controlled clinical study evaluating the safety and effectiveness of OMS527 in adults with CUD who receive concurrent intravenous cocaine. The preclinical study is intended to provide the toxicology data necessary to support the human study of OMS527 in CUD. The toxicology study is underway and is expected to be completed later this year. Assuming that the results support further development, we expect enrollment in the study evaluating OMS527 in adult patients with CUD to begin in 2025, also fully funded by NIDA.

We also have various programs in preclinical research and development.

OMIDRIA Sale and Royalty Monetization Transactions

On December 23, 2021, we closed an Asset Purchase Agreement (the "Asset Purchase Agreement") with Rayner Surgical Inc. ("Rayner") for the sale of our commercial product OMIDRIA and certain related assets including inventory and prepaid expenses. As a result of the divestiture, the results of OMIDRIA activities are classified as discontinued operations in our condensed consolidated statements of operations and comprehensive loss and excluded from continuing operations for all periods presented (See "Note 7 — Discontinued Operations – Sale of OMIDRIA").

On September 30, 2022, we sold an interest in a portion of our future OMIDRIA royalty receipts to DRI Healthcare Acquisition LP ("DRI") and received $125.0 million in cash consideration, which we recorded as an OMIDRIA royalty obligation on our condensed consolidated balance sheet. Interest expense on the royalty obligation is recorded as a component of continuing operations.

On February 1, 2024, we sold an expanded interest in our OMIDRIA royalties to DRI and received $115.5 million in cash consideration, which we recorded as an addition to the OMIDRIA royalty obligation. The amended and restated royalty purchase agreement with DRI (the "DRI Amendment") eliminates the previously existing annual caps on royalty payments after January 1, 2024, and provides that DRI now receives all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024 and December 31, 2031. We are entitled to retain all royalties on net sales of OMIDRIA outside of the United States. (See "Note 8 — OMIDRIA Royalty Obligation").

Term Loan and Repurchase of 2026 Notes

On June 3, 2024, we, with certain subsidiaries, as guarantors, entered into a Credit and Guaranty Agreement (the "Credit Agreement") with funds managed by Athyrium Capital Management LP (collectively, "Athyrium") and funds managed by Highbridge Capital Management, LLC (collectively, "Highbridge") as lenders (the "Lenders"). The Credit Agreement provides for a senior secured term loan facility of up to $92.1 million, consisting of an initial term loan of $67.1 million (the "Initial Term Loan") and a $25.0 million delayed draw term loan (the "Delayed Draw Term Loan"), which may be drawn once in full upon notice delivered on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice.

Also on June 3, 2024, we used the Initial Term Loan along with $21.2 million of cash on hand, to repurchase from the Lenders $118.1 million aggregate principal amount of our existing 5.25% convertible senior notes due on February 15, 2026 (the "2026 Notes" and such repurchase, the "2026 Note Repurchase Transaction"), which resulted in a $51.0 million reduction in outstanding debt. In addition, we paid accrued and unpaid interest on the repurchased 2026 Notes through the closing date of the transaction. As a post-closing adjustment, we accrued $0.6 million which was paid in July 2024 in additional consideration to a certain Lender. (See "Note 6 — Debt" for a description of the Credit Agreement provisions).

Basis of Presentation

Our condensed consolidated financial statements include the financial position and results of operations of Omeros and our wholly owned subsidiaries. All inter-company transactions have been eliminated. The accompanying condensed consolidated financial statements reflect all adjustments, consisting of normal recurring adjustments and non-recurring adjustments, considered necessary for the fair presentation of such information. Our financial statements have been prepared in accordance with U.S. generally accepted accounting principles ("GAAP").

These financial statements should be read in conjunction with the audited financial statements and notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2023, from which the December 31, 2023, condensed consolidated balance sheet has been derived.

Liquidity and Capital Resources

As of September 30, 2024, we had cash, cash equivalents and short-term investments of $123.2 million. For the nine months ended September 30, 2024, our cash used in operations was $119.8 million. This includes an $18.4 million charge for delivery of narsoplimab drug substance. In addition, we made a $21.2 million payment to repurchase $118.1 million of our 2026 Notes. Pursuant to a covenant in the Credit Agreement entered on June 3, 2024, we must maintain $25.0 million of unrestricted cash and cash equivalents at all times.

In recent years, Omeros has incurred net losses from continuing operations and negative cash flows from operations. The recurring losses, in combination with our cash and investment balances as of September 30, 2024, and an expected repayment of a portion of our outstanding debt on or prior to November 2025, raises substantial doubt about our ability to continue as a going concern. The accompanying condensed consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from uncertainty related to our ability to continue as a going concern.

As we currently do not have an ongoing source of revenue sufficient to cover our operating costs, we will need to raise additional capital to accomplish our business plan. We have a sales agreement to sell shares of our common stock, from time to time, in an "at the market" equity offering facility through which we may offer and sell shares of our common stock equaling an aggregate amount of up to $150.0 million. In addition, our Delayed Draw Term Loan of $25.0 million may be drawn once in full upon notice delivered on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. Proceeds of the Delayed Draw Term Loan may only be used towards any related transaction costs and for commercialization of narsoplimab efforts of TA-TMA.

We may pursue additional debt financings to retire the 2026 Notes that remain outstanding and to fund operations. Should it be necessary or determined to be strategically advantageous, we may also pursue public and private offerings of our equity securities, additional debt transactions/restructuring, future royalty sales, or other strategic transactions, which may include licensing or selling a portion or all of one or more of our existing technologies . However, pursuing debt financings, certain equity offerings or other strategic transactions may result in mandatory prepayments of the Initial Term Loan to the Credit Agreement. (See "Note 6 — Debt" for further details).

If these capital resources, for any reason, are needed but inaccessible, it would have a significantly negative impact on our financial condition. For purposes of determining available capital resources, royalty and/or milestone receipts are excluded. Should it be necessary, we plan to manage our operating expenses and reduce our projected cash requirements by delaying clinical trials, reducing selected research and development efforts, or implementing other restructuring activities.

The conditions described above, when evaluated in accordance with the relevant accounting literature, raise substantial doubt with respect to our ability to meet our obligations through November 13, 2025.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Significant items subject to such estimates include the OMIDRIA contract royalty asset valuation, the OMIDRIA royalty obligation valuation, stock-based compensation expense, and accruals for clinical trials and manufacturing of drug product. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances; however, actual results could differ from these estimates.

Note 2 - Significant Accounting Policies

Notes to Financial Statements

Significant Accounting Policies [Text Block]

9 Months Ended
Sep. 30, 2024

Note 2—Significant Accounting Policies

Segment Reporting

We operate in one business segment and focus on the research, discovery, development and commercialization of small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancers and addictive and compulsive disorders.

Discontinued Operations

We review the presentation of planned or completed business dispositions in the condensed consolidated financial statements based on the available information and events that have occurred. The review consists of evaluating whether the business meets the definition of a component for which the operations and cash flows are clearly distinguishable from the other components of the business and, if so, whether it is anticipated that, after the disposal, the cash flows of the component would be eliminated from continuing operations and whether the disposition represents a strategic shift that has a major effect on operations and financial results.

Planned or completed business dispositions are presented as discontinued operations when all the criteria described above are met. For those divestitures that qualify as discontinued operations, all comparative periods presented are reclassified in the condensed consolidated balance sheets. Additionally, the results of operations of a discontinued operation are reclassified to income from discontinued operations, net of tax, for all periods presented in the condensed consolidated statements of operations and comprehensive income (loss). Results of discontinued operations include all revenues and expenses directly derived from such businesses. General corporate overhead is not allocated to discontinued operations. The OMIDRIA asset sale to Rayner qualifies as a discontinued operation and has been presented as such for all reporting periods presented.

OMIDRIA Royalties, Milestones and Contract Royalty Assets

We have rights to receive future royalties from Rayner on OMIDRIA net sales at royalty rates that vary based on geography and certain regulatory contingencies. Therefore, future OMIDRIA royalties are treated as variable consideration. The sale of OMIDRIA qualified as an asset sale under GAAP. To measure the OMIDRIA contract royalty asset, we use the expected value approach which is the sum of the discounted probability-weighted royalty payments we would receive using a range of potential outcomes, to the extent that it is probable that a significant reversal in the amount of cumulative income recognized will not occur. The royalty rate applicable to U.S. net sales of OMIDRIA is 30% until the expiration or termination of the last issued and unexpired U.S. patent, which we expect to occur no earlier than 2035. Royalties earned are recorded as a reduction to the OMIDRIA contract royalty asset. All royalties received from Rayner, other than royalties related to any sales outside the U.S. and any royalties received after December 31, 2031, U.S. or ex-U.S. are passed through directly to DRI and are accounted for as interest expense and a reduction of the OMIDRIA royalty obligation. The amount recorded in discontinued operations in future periods will reflect interest earned on the outstanding OMIDRIA contract royalty asset at 11.0% and any amounts we receive that are different from the expected royalties. The OMIDRIA contract royalty asset is re-measured quarterly using the expected value approach, which incorporates actual results and future expectations. Any required adjustment to the OMIDRIA contract royalty asset is recorded in discontinued operations.

OMIDRIA Royalty Obligation

On September 30, 2022, we sold to DRI an interest in a portion of our future OMIDRIA royalty receipts for a purchase price of $125.0 million, which was recorded as an "OMIDRIA royalty obligation" on our condensed consolidated balance sheet. On February 1, 2024, we sold to DRI our remaining U.S. OMIDRIA royalty receipts through December 31, 2031 for $115.5 million in cash, which increased the OMIDRIA royalty obligation by the same amount. The OMIDRIA royalty obligation is valued based on our estimates of future OMIDRIA royalties and is amortized through December 31, 2031 using the implied effective interest rate of 10.27%. Interest expense is recorded in continuing operations.

To the extent our estimates of future royalties differ materially from previous estimates, we will adjust the carrying amount of the liability for future OMIDRIA royalties to the present value of the revised estimated cash flows, discounted at the implied effective interest rate of 10.27% utilizing the cumulative catch-up method. The offset to the adjustment would be recognized as a component of net income (loss) from continuing operations and is recorded as a non-cash adjustment to interest expense (see "Note 8 — OMIDRIA Royalty Obligation").

Repurchase of 2026 Notes

We performed an assessment of the Credit Agreement and 2026 Note Repurchase Transaction we entered into on June 3, 2024 and determined that it met the criteria to be accounted for as a troubled debt restructuring. As a result, the $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price (consisting of the $67.1 million Initial Term Loan and $21.2 million from cash on hand) was recorded as a premium (i.e., an increase) to the long-term debt recorded on the Company's condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium will be amortized as both a reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan.

Inventory

We expense inventory costs related to product candidates as research and development expenses until regulatory approval is reasonably assured in the U.S. or the European Union ("EU"). Once approval is reasonably assured, costs, including amounts related to third-party manufacturing, transportation and internal labor and overhead, will be capitalized.

Right-of-Use Assets and Related Lease Liabilities

We record operating leases as right-of-use assets and recognize the related lease liabilities equal to the fair value of the lease payments using our incremental borrowing rate when the implicit rate in the lease agreement is not readily available. We recognize variable lease payments when incurred. Costs associated with operating lease assets are recognized on a straight-line basis within operating expenses over the term of the lease.

We record finance lease obligations as a component of property and equipment and amortize these assets within operating expenses on a straight-line basis to their residual values over the shorter of the term of the underlying lease or the estimated useful life of the equipment. The interest component of finance lease obligations is included in interest expense and recognized using the effective interest method over the lease term.

We account for leases with initial terms of 12 months or less as an operating expense.

Stock-Based Compensation

Stock-based compensation expense is recognized for all share-based payments, including grants of stock option awards based on estimated fair values. The fair value of our stock is calculated using the Black-Scholes option-pricing model, which requires judgmental assumptions around volatility, risk-free rates, forfeiture rates and expected term. Compensation expense is recognized over the requisite service periods, which is generally the vesting period, using the straight-line method. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates.

Common Stock Repurchases

Historically, we have repurchased shares of our common stock from time to time under authorization made by our Board of Directors. Under Washington State law, repurchased shares are retired and not presented as treasury stock on the condensed consolidated financial statements. The terms of the Credit Agreement prohibit us from repurchasing our common stock, unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement.

Income Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their tax basis. Deferred tax assets and liabilities are measured using enacted tax rates applied to taxable income in the years in which those temporary differences are expected to be recovered or settled. We recognize the effect of income tax positions only if those positions are more likely than not of being sustained upon an examination. A valuation allowance is established when it is more likely than not that the deferred tax assets will not be realized.

Financial Instruments and Concentrations of Credit Risk

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents and short-term investments. Cash and cash equivalents are deposited in checking and sweep accounts at financial institutions. At times, our cash and cash equivalents balance held at a financial institution may exceed the federally insured limits. To limit the credit risk, we invest our excess cash in high-quality securities such as money market mutual funds, certificates of deposit and U.S. treasury bills. The Company has not experienced any losses on its deposits of cash and cash equivalents. Management believes that the Company is not currently exposed to significant credit risk as the Company's short-term investments are held in custody at third-party financial institutions. The Company's investment policy limits investments to certain types of securities issued by the U.S. government, its agencies and institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and investments, and issuers of the investments to the extent recorded on the unaudited condensed consolidated balance sheets. As of September 30, 2024, the Company has no off-balance sheet concentrations of credit risk.

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Note 3 - Net Loss Per Share

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Earnings Per Share [Text Block]

Note 3—Net Loss Per Share

Basic net income (loss) per share ("Basic EPS") is computed by dividing net income (loss) by the weighted average number of common shares outstanding during the period. Diluted net income (loss) per share ("Diluted EPS") is computed by dividing net income (loss) by the weighted average number of common shares and potentially dilutive common shares outstanding during the period using the treasury stock method. We do not compute Diluted EPS for periods in which we have overall net income and a net loss from continuing operations.

Potentially dilutive securities are as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
2026 Notes convertible to common stock [1][2]	5,293,414	12,172,008	8,882,651	12,172,008
2023 Notes convertible to common stock [3]	—	4,941,739	—	4,941,739
Outstanding options to purchase common stock	176,121	34,450	108,507	37,394
Outstanding restricted stock units[4]	—	70,250	—	70,250
Total potentially dilutive shares excluded from net loss per share	5,469,535	17,218,447	8,991,158	17,221,391

(1) The 2026 Notes are subject to a capped call arrangements that potentially reduces the dilutive effect of conversion as described in "Note 6 — Debt." Any potential impact of the capped call arrangement is excluded from this table.
(2) On June 3, 2024, we repurchased $118.1 million of our 2026 Notes reducing any effect of dilution related to those notes. For further details refer to "Note 6 — Debt."
(3) The 2023 Notes (defined below) were fully extinguished upon maturity on November 15, 2023.
(4) The outstanding restricted stock units were vested and converted to shares of common stock on December 1, 2023.

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Note 4 - Investments and Fair-Value Measurements

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Fair Value Disclosures [Text Block]

Note 4—Investments and Fair-Value Measurements

All of our investments are held in our name and are classified as short-term and held-to-maturity on the accompanying condensed consolidated balance sheets. Interest income is included as a component of other income on our condensed consolidated statement of operations and comprehensive loss. Interest and other income for the three months ended September 30, 2024 and September 30, 2023 consists primarily of interest earned of $1.8 million and $4.0 million, respectively. Interest and other income for the nine months ended September 30, 2024 and September 30, 2023 consists primarily of interest

earned of $7.1 million and $11.7 million, respectively.

The following tables summarize our investments:

	September 30, 2024		
	Amortized Cost	Gross Unrealized Gains/(Losses)	Estimated Fair Value
		(In thousands)	
U.S. government securities classified as short-term investments	$ 19,924	$ 4	$ 19,928
Money-market funds classified as short-term investments	101,712	—	101,712
Total short-term investments	121,636	4	121,640
Certificate of deposit classified as non-current restricted investments	1,054	—	1,054
Total investments	$ 122,690	$ 4	$ 122,694

	December 31, 2023		
	Amortized Cost	Gross Unrealized Gains/(Losses)	Estimated Fair Value
		(In thousands)	
U.S. government securities classified as short-term investments	$ 102,100	$ 19	$ 102,119
Money-market funds classified as short-term investments	62,643	—	62,643
Total short-term investments	164,743	19	164,762
Certificate of deposit classified as non-current restricted investments	1,054	—	1,054
Total investments	$ 165,797	$ 19	$ 165,816

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability, an exit price, in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The accounting standard establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required:

Level 1—Observable inputs for identical assets or liabilities, such as quoted prices in active markets;

Level 2—Inputs other than quoted prices in active markets that are either directly or indirectly observable; and

Level 3—Unobservable inputs in which little or no market data exists, therefore they are developed using estimates and assumptions developed by us, which reflect those that a market participant would use.

Our fair value hierarchy for our financial assets and liabilities are as follows:

	September 30, 2024			
	Level 1	Level 2	Level 3	Total
		(In thousands)		
Assets:				
U.S. government securities classified as short-term investments	$ —	$ 19,928	$ —	$ 19,928
Money-market funds classified as short-term investments	101,712	—	—	101,712
Total short-term investments	101,712	19,928	—	121,640
Certificate of deposit classified as non-current restricted investments	1,054	—	—	1,054
Total investments	$ 102,766	$ 19,928	$ —	$ 122,694

	December 31, 2023			
	Level 1	Level 2	Level 3	Total
		(In thousands)		
Assets:				
U.S. government securities classified as short-term investments	$ —	$ 102,119	$ —	$ 102,119
Money-market funds classified as short-term investments	62,643	—	—	62,643
Total short-term investments	62,643	102,119	—	164,762
Certificate of deposit classified as non-current restricted investments	1,054	—	—	1,054
Total investments	$ 63,697	$ 102,119	$ —	$ 165,816

Cash held in demand deposit accounts of $1.5 million and $7.1 million is excluded from our fair-value hierarchy disclosure as of September 30, 2024 and December 31, 2023, respectively. The carrying amounts reported in the accompanying condensed consolidated balance sheets for receivables, accounts payable and accrued liabilities, and other current monetary assets and liabilities approximate fair value.

See “Note 6 — Debt” and “Note 8 — OMIDRIA Royalty Obligation” for the carrying amount and estimated fair value of our outstanding term loan, convertible senior notes and the OMIDRIA royalty obligation.

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Note 5 - Certain Balance Sheet Accounts

9 Months Ended

Sep. 30, 2024

Notes to Financial Statements

Supplemental Balance Sheet Disclosures [Text Block]

Note 5 — Certain Balance Sheet Accounts

OMIDRIA Contract Royalty Asset

The OMIDRIA contract royalty asset consists of the following:

	September 30, 2024	December 31, 2023
	(In thousands)	
Short-term contract royalty asset	$ 29,243	$ 29,373
Long-term contract royalty asset	129,488	138,736
Total OMIDRIA contract royalty asset	$ 158,731	$ 168,109

See “Note 7 — Discontinued Operations – Sale of OMIDRIA” for discussion regarding the estimated fair value of our OMIDRIA contract royalty asset.

Receivables

Receivables consist of the following:

	September 30, 2024	December 31, 2023
	(In thousands)	
OMIDRIA royalty receivables	$ 6,095	$ 6,724
Other receivables	299	1,372
Total receivables	$ 6,394	$ 8,096

Property and Equipment, Net

Property and equipment, net consists of the following:

	September 30, 2024	December 31, 2023
	(In thousands)	
Equipment under finance lease obligations	$ 7,309	$ 6,929
Laboratory equipment	3,664	3,525
Computer equipment	1,113	1,113
Office equipment and furniture	624	624
Total cost	12,710	12,191
Less accumulated depreciation and amortization	(10,771)	(10,241)
Total property and equipment, net	$ 1,939	$ 1,950

For the three months ended September 30, 2024 and 2023, depreciation and amortization expense was $0.2 million for both periods. For the nine months ended September 30, 2024 and 2023, depreciation and amortization expense was $0.6 million and $0.7 million, respectively.

Accrued Expenses

Accrued expenses consists of the following:

	September 30, 2024	December 31, 2023
	(In thousands)	
Clinical trials	$ 8,404	$ 10,168
Employee compensation	6,930	7,380
Contract research and development	4,453	6,223
Interest payable	1,356	4,242
Consulting and professional fees	1,296	3,539
Other accrued expenses	807	316

Total accrued expenses	$ 23,246	$ 31,868

Note 6 - Debt

Notes to Financial Statements

Long-Term Debt [Text Block]

9 Months Ended
Sep. 30, 2024

Note 6—Debt

2024 Secured Term Loan

On June 3, 2024, we entered into a Credit Agreement with the Lenders, which provides for a term loan credit facility of up to $92.1 million, in aggregate, consisting of an Initial Term Loan of $67.1 million and a Delayed Draw Term Loan of $25.0 million. The Delayed Draw Term Loan may be drawn once in full upon notice delivered on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. The Delayed Draw Term Loan would be issued with an original issue discount of 3.0% and the proceeds may be used only for commercialization of narsoplimab in TA-TMA and transaction costs associated with the Delayed Draw Term Loan. Until the earlier of November 1, 2025 and the date we elect to utilize the Delayed Draw Term Loan, the Company, at its sole discretion, may exchange up to $14.9 million aggregate principal amount of outstanding 2026 Notes for cash and/or additional term loan amounts, with the holders of such notes becoming Lenders under the Credit Agreement (any such additional term loans, together with the Initial Term Loan and the Delayed Draw Term Loan, the "Loans"). As of November 13, 2024, no such additional exchanges have occurred. All indebtedness under the Credit Agreement is secured by a first-priority security interest in and lien on substantially all our tangible and intangible property, subject to customary exceptions, and excluding royalty interests in OMIDRIA® and certain related rights.

In connection with our entry into the Credit Agreement, we used the Initial Term Loan along with $21.2 million of cash on hand to repurchase $118.1 million aggregate principal amount of the 2026 Notes held by the Lenders. The total consideration paid at closing of $88.3 million represents a purchase price equal to approximately 75% of the par value of the 2026 Notes retired in the transaction. The reduction in the aggregate outstanding principal balance of our 2026 Notes and incurrence of a new Initial Term Loan resulted in a $51.0 million reduction of our outstanding debt. The $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price was recorded as a premium (i.e., an increase) to the long-term debt on the Company's condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium is being amortized as both a non-cash reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan. As a post-closing adjustment, we accrued $0.6 million which was paid in July 2024 in additional cash consideration to a certain Lender.

The amount outstanding on the Initial Term Loan is as follows:

	September 30, 2024
	(In thousands)
Principal amount	$ 67,077
Unamortized debt premium, net of issuance costs and other	25,350
Total long-term debt	$ 92,427

The Loans have a stated maturity date of June 3, 2028 and bear interest at an adjusted secured overnight financing rate ("adjusted SOFR"), subject to a 3.0% floor, plus 8.75% per annum, payable quarterly from the closing date. As of September 30, 2024, the contractual interest rate on the Loans was 13.87%. We have the option to pay all of the interest in cash or to pay 50% in cash and pay-in-kind ("PIK"), the remaining interest. When this provision is elected, interest for the quarter, including both the cash interest and PIK interest, is calculated based on adjusted SOFR plus a 10.25% PIK margin (instead of the customary 8.75% margin). The PIK interest is then added to the outstanding principal balance and interest is computed using the original adjusted SOFR plus 8.75% margin rate. Due to the premium amortization on the Initial Term Loan, interest expense is currently being recognized at an implied effective interest rate of 1.52%.

The following table sets forth interest expense recognized related to the Initial Term Loan:

	Three Months Ended September 30, 2024	Nine Months Ended September 30, 2024
	(In thousands)	
Contractual interest expense	$ 2,433	$ 3,147
Amortization of premium and debt issuance costs	(2,060)	(2,659)
Total interest expense	$ 373	$ 488

We may elect to prepay the Loans, in whole or in part, in cash, plus an applicable prepayment and/or make-whole premium. Under certain circumstances, we are required to prepay all or a portion of the outstanding Loans, plus an applicable prepayment and/or make-whole premium, as described below.

(1) If, on November 1, 2025, (i) the aggregate outstanding principal amount of the outstanding 2026 Notes that is not held by the Lenders equals or exceeds $38.5 million and (ii) we have not made or delivered notice that we expect to make certain voluntary or mandatory prepayments under the Credit Agreement of at least $20.0 million in the aggregate, then we would be required, on or prior to November 15, 2025, to make a $20.0 million mandatory prepayment, together with a $1.0 million prepayment premium.

(2) Upon the occurrence of a change in control, we must prepay the entire outstanding amount of the Loans, plus the applicable make-whole or prepayment premium.

(3) We must prepay the Loans in an amount equal to: (i) 25.0% of any milestone payments received from DRI or its affiliates on the basis of net sales of OMIDRIA; (ii) 60.0% of the net cash proceeds (excluding transaction expenses and certain milestone payments) received by Omeros from the sale or license of our assets (or in the case of an asset sale or license involving narsoplimab that occurs while any Delayed Draw Term Loan is outstanding, an amount equal to 100% of the net cash proceeds from such transaction); (iii) 100.0% of net cash proceeds of indebtedness incurred by the Company other than as permitted by the Credit Agreement; and (iv) 100% of the net cash proceeds of insurance recoveries on loss of property, except to the extent utilized to repair or replace the relevant assets within a specified time.

Voluntary and mandatory prepayments of the Loans are subject to payment of the following premiums: (i) during the first year of such Loans, a make-whole premium plus 5.0% of the applicable prepayment amount (unless the prepayment is made in contemplation of a change of control, in which case only the make-whole premium would be payable); (ii) during the second year, a prepayment premium equal to 5.0% of the applicable prepayment amount; and (iii) during the third year, a prepayment premium equal to 3.0% of the applicable prepayment amount.

The Credit Agreement contains certain customary default provisions, representations and warranties and affirmative and negative covenants. These include a covenant requiring us to maintain at all times unrestricted cash and cash equivalents of at least $25.0 million in accounts subject to control agreements and a covenant limiting the use of cash for open market or privately negotiated repurchases of any outstanding 2026 Notes to: (i) an initial amount not exceeding $25.0 million, which may be increased by up to an additional $10.0 million subject to the satisfaction of certain conditions; (ii) an unlimited amount, if the amount of the Loans outstanding at the time of repurchase does not exceed $38.5 million; and (iii) an additional amount not to exceed 50% of the net cash proceeds from an equity offering, provided that the Company offers to prepay an equal amount of the Loans with the net cash proceeds of such offering. As of September 30, 2024, the Company was in compliance with the covenants under the Credit Agreement. After review of the customary default provisions, affirmative and negative covenants, and voluntary and mandatory prepayment options, this resulted in a net derivative asset that was not significant as of September 30, 2024.

The fair value of the Loans is classified as a Level 3 liability. As of September 30, 2024, the approximate fair value of our Loan obligations was $69.5 million. We determined the fair market value by discounting the future cash flows based on adjusted SOFR at each measurement date.

2023 Unsecured Convertible Senior Notes

We extinguished the $95.0 million outstanding on our 6.25% convertible senior notes (the "2023 Notes") at par upon maturity on November 15, 2023. The following table sets forth interest expense recognized related to the 2023 Notes.

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)		(In thousands)	
Contractual interest expense	$ —	$ 1,484	$ —	$ 4,453
Amortization of debt issuance costs	—	179	—	528
Total	$ —	$ 1,663	$ —	$ 4,981

2026 Unsecured Convertible Senior Notes

We have outstanding unsecured convertible senior notes which accrue interest at an annual rate of 5.25% per annum, payable semi-annually in arrears on February 15 and August 15 of each year. The 2026 Notes mature on February 15, 2026, unless earlier purchased, redeemed or converted in accordance with their terms. On June 3, 2024, we completed the 2026 Note Repurchase Transaction, through which we repurchased $118.1 million of principal amount outstanding on our 2026 Notes for total consideration of $88.3 million (approximately 75% of par value), consisting of the Initial Term Loan of $67.1 million and $21.2 million of cash on hand. As discussed above, we paid an additional $0.6 million in cash in July 2024 to certain Lenders as a post-closing adjustment under the 2026 Note Repurchase Transaction.

Amounts outstanding on our 2026 Notes are as follows:

	September 30, 2024	December 31, 2023
	(In thousands)	
Principal amount	$ 97,862	$ 215,924
Unamortized debt issuance costs	(830)	(2,769)
Total unsecured convertible senior notes, net	$ 97,032	$ 213,155
Fair value of outstanding unsecured convertible senior notes [1]	$ 66,668	$ 131,444

(1) The fair value is classified as Level 2 liability due to the limited trading activity for the unsecured convertible senior notes. The fair value of the 2026 Notes is determined based on quoted prices in an over-the counter market using the most recent trading information at the end of the reporting period. The value of the conversion feature of the 2026 Notes is not deemed to be significant as the current market price of our common stock is below the initial conversion price of $18.49 per share of common stock.

Unamortized debt issuance costs of $0.8 million as of September 30, 2024 are amortized to interest expense at an effective interest rate of 5.89% over the remaining term.

The following table sets forth interest expense recognized related to the 2026 Notes:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)		(In thousands)	
Contractual interest expense	$ 1,284	$ 2,954	$ 6,488	$ 8,861
Amortization of debt issuance costs	144	312	713	922
Total interest expense	$ 1,428	$ 3,266	$ 7,201	$ 9,783

The initial conversion rate is 54.0906 shares of our common stock per $1,000 of note principal (equivalent to an initial conversion price of approximately $18.4875 per share of common stock), which equaled approximately 12.2 million shares issuable upon conversion, subject to adjustment in certain circumstances.

The 2026 Notes are convertible at the option of the holders on or after November 15, 2025 at any time prior to the close of business on February 12, 2026, the second scheduled trading day immediately before the stated maturity date of February 15, 2026. Additionally, holders may convert their 2026 Notes at their option at specified times prior to the maturity date only if:

(1) during any calendar quarter, the last reported sale price per share of our common stock exceeds 130% of the conversion price of the 2026 Notes for each of at least 20 trading days, whether or not consecutive, in the period of 30 consecutive trading days ending on, and including, the last trading day of the immediately preceding calendar quarter;

(2) during the five consecutive business days immediately after any five-consecutive-trading-day period (such five-consecutive-trading-day period, the "measurement period") in which the trading price per $1,000 principal amount of 2026 Notes for each trading day of the measurement period was less than 98% of the product of the last reported sale price per share of our common stock on such trading day and the conversion rate on such trading day;

(3) there is an occurrence of one or more certain corporate events or distributions of our common stock; or

(4) we call the 2026 Notes for redemption.

We will settle any conversions by paying or delivering, as applicable, cash, shares of our common stock or a combination of cash and shares of our common stock, at our election, based on the applicable conversion rate(s).

Subject to the satisfaction of certain conditions, we may redeem in whole or in part the 2026 Notes at our option through the 50th scheduled trading day immediately before the maturity date at a cash redemption price equal to the principal amount of the 2026 Notes to be redeemed plus any accrued and unpaid interest to, but excluding, the redemption date. The 2026 Notes are subject to redemption only if certain requirements are satisfied, including that the last reported sale price per share of our common stock exceeds 130% of the conversion price on (i) each of at least 20 trading days, whether or not consecutive, during the 30 consecutive trading days ending on, and including, the trading day immediately before the date we send the related redemption notice and (ii) the trading day immediately before the date we send such notice.

In order to reduce the dilutive impact or potential cash expenditure associated with the conversion of the 2026 Notes, we entered into capped call transactions in connection with the issuances of the 2026 Notes (the "2026 Capped Call"). The 2026 Capped Call will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2026 Notes, the number of shares of common stock underlying the 2026 Notes when our common stock is trading within the range of approximately $18.49 and $26.10. However, should the market price of our common stock exceed the $26.10 cap, then the conversion of the 2026 Notes would have an additional dilutive impact or may require a cash expenditure to the extent the market price of our common stock exceeds the cap price. The 2026 Capped Call will expire on various dates over the 50-trading-day period ranging from December 2, 2025 to February 12, 2026, if not exercised earlier. The 2026 Capped Call is a separate transaction and not part of the terms of the 2026 Notes and was executed separately from the issuance of the 2026 Notes. The amount paid for the 2026 Capped Call was recorded as a reduction to additional paid-in capital in the condensed consolidated balance sheet. The Company also retains all potential future value of the capped calls associated with the repurchased 2026 Notes. As of September 30, 2024, approximately 12.2 million shares remained outstanding under the 2026 Capped Call.

Further, we concluded the 2026 Capped Call qualifies for a derivative scope exception for instruments that are both indexed to an entity's own stock and classified in stockholders' equity in its balance sheet. Consequently, the fair value of the 2026 Capped Call of $23.2 million is classified as equity, not accounted for as derivatives, and will not be subsequently remeasured.

Minimum Commitments

As of September 30, 2024, the most probable principal payments on our 2026 Notes and Term Loan are as follows.

	2026 Notes	Term Loan	Total
		(In thousands)	
2025	$ —	$ 20,000	$ 20,000
2026	97,862	—	97,862
2027	—	—	—
2028	—	47,077	47,077
2029 and thereafter	—	—	—
Total principal payments	97,862	67,077	164,939
Unamortized premiums, discounts and issuance costs and other	(830)	25,350	24,520
Carrying value of debt	$ 97,032	$ 92,427	$ 189,459

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Note 7 - Discontinued Operations - Sale of OMIDRIA

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Disposal Groups, Including Discontinued Operations, Disclosure [Text Block]

Note 7—Discontinued Operations - Sale of OMIDRIA

On December 23, 2021, we sold the rights to OMIDRIA and related assets to Rayner, which is reported as discontinued operations in our condensed consolidated statements of operations and comprehensive loss and excluded from continuing operations for all periods presented.

In December 2022, we earned a $200.0 million milestone payment upon the occurrence of an event specified in the Asset Purchase Agreement with Rayner. The milestone payment was received in February 2023.

Net income from discontinued operations is as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
		(In thousands)		
Interest earned on OMIDRIA contract royalty asset	$ 4,210	$ 3,730	$ 12,824	$ 11,484
Remeasurement adjustments	731	10,100	7,384	14,924
Other income, net	(60)	76	423	480
Net income from discontinued operations, net of tax	$ 4,881	$ 13,906	$ 20,631	$ 26,888

The following is a roll forward of the OMIDRIA contract royalty asset (in thousands):

OMIDRIA contract royalty asset at December 31, 2023	$ 168,109
Royalties earned	(29,586)
Interest earned on OMIDRIA contract royalty asset	12,824
Remeasurement adjustments	7,384
OMIDRIA contract royalty asset at September 30, 2024	$ 158,731

We remeasure the OMIDRIA contract royalty asset on a quarterly basis using the expected value approach, which incorporates actual results and future expectations.

Cash flow from discontinued operations is as follows:

	Nine Months Ended September 30,	
	2024	2023
	(In thousands)	
Net cash provided by discontinued operations from operating activities	$ 30,619	$ 232,081

Net cash provided by discontinued operations primarily represents royalties received and the $200.0 million milestone payment that we collected from Rayner in February 2023. All royalties earned on OMIDRIA sales within the U.S. through December 31, 2031 are remitted by Rayner to DRI via an escrow arrangement.

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Note 8 - OMIDRIA Royalty Obligation

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Royalty Obligation [Text Block]

Note 8—OMIDRIA Royalty Obligation

In September 2022, we sold to DRI an interest in our future OMIDRIA royalty receipts and received $125.0 million in cash consideration, which was recorded as an OMIDRIA royalty obligation on our condensed consolidated balance sheet. DRI was entitled to receive royalties on OMIDRIA net sales between September 1, 2022 and December 31, 2030, subject to annual caps.

In February 2024, Omeros and DRI expanded their royalty purchase agreement under the DRI Amendment, resulting in Omeros receiving an additional $115.5 million in cash consideration, which we accounted for as a modification of our existing debt from DRI. The DRI Amendment eliminated the annual caps on royalty payments and provides that DRI will receive all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024 and December 31, 2031.

We retain the right to receive all royalties payable by Rayner on any net sales of OMIDRIA outside the U.S. payable after January 1, 2024, as well as royalties on global net sales of OMIDRIA payable from and after December 31, 2031. To date, international royalties have not been significant. DRI has no recourse to our assets other than its interest in OMIDRIA royalties.

We are also entitled to receive a milestone payment ranging between $10.0 million and $27.5 million if U.S. net sales of OMIDRIA reach applicable thresholds ranging between a total of $156.0 million and $160.0 million for any period of four consecutive quarters prior to January 1, 2026. In addition, we are entitled to receive a separate milestone payment ranging between $8.0 million and $27.5 million if U.S. net sales of OMIDRIA reach applicable thresholds ranging between a total of $181.0 million and $185.0 million for any period of four consecutive quarters prior to January 1, 2028.

The following schedule is a roll forward of the OMIDRIA royalty obligation (in thousands):

Balance at December 31, 2023	$ 125,126
Additional proceeds	115,525
Non-cash interest	(1,553)
Principal payments	(15,125)
Balance at September 30, 2024	$ 223,973

We account for the OMIDRIA royalty obligation under the catch-up method. The catch-up method requires that we adjust the carrying amount to match the present value of revised estimated cash flows of Rayner's U.S. net sales of OMIDRIA. We discounted the OMIDRIA royalty obligation at an implied effective interest rate of 10.27%.

The OMIDRIA royalty obligation is classified as a Level 3 liability as its valuation requires substantial judgment and estimation of factors that are not currently observable in the market. As of September 30, 2024, the approximate fair value of our obligation was $213.4 million. We determined the fair market value by discounting the estimated future cash flows based on the initial contractual rate adjusted for any changes in the prime rate through to the measurement date.

For the three months ended September 30, 2024 and 2023, we incurred interest expense of $2.2 million and $3.0 million, respectively. For the nine months ended September 30, 2024 and 2023, we incurred interest expense of $13.7 million and $8.9 million, respectively.

As of September 30, 2024, future expected principal and interest payments are as follows:

	Principal	Interest	Total
		(In thousands)	
2024	$ 3,806	$ 5,403	$ 9,209
2025	20,546	20,468	41,014
2026	23,778	18,324	42,102
2027	27,069	15,875	42,944
2028	30,711	13,091	43,802
Thereafter	118,063	18,672	136,735
Total scheduled payments	$ 223,973	$ 91,833	$ 315,806

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Note 9 - Leases

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Lease Disclosure [Text Block]

Note 9—Leases

We have an operating lease for our office and laboratory facilities with an initial term that ends in November 2027 and two options to extend the lease term by an additional five years each. Restricted investments of $1.1 million represent the security deposit on our office and laboratory facilities. We have finance leases for certain laboratory and office equipment that have lease terms expiring through November 2026.

Supplemental lease information is as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
		(In thousands)		
Lease cost				
Operating lease cost	$ 1,610	$ 1,603	$ 4,822	$ 4,852
Finance lease cost:				
Amortization	173	140	468	529
Interest	26	29	122	121
Variable lease cost	824	807	2,622	2,354
Sublease income	(364)	(375)	(1,138)	(1,125)
Net lease cost	$ 2,269	$ 2,204	$ 6,896	$ 6,731

Cash paid for amounts included in the measurement of lease liabilities is as follows:

	Nine Months Ended September 30,	
	2024	2023
	(In thousands)	
Cash paid for amounts included in the measurement of lease liabilities		
Cash payments for operating leases	$ 5,272	$ 5,356
Cash payments for financing leases	534	499

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Note 10 - Commitments and Contingencies

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Commitments and Contingencies Disclosure [Text Block]

Note 10—Commitments and Contingencies

Good and Service Contracts

We have various agreements with third parties that collectively require payment of termination fees totaling $5.6 million as of September 30, 2024 if we cancel the work within specific time frames, either prior to commencing or during performance of the contracted services.

Development Milestones and Product Royalties

We have entered a variety of development, collaboration, licensing or similar agreements with third parties under which we have accessed technology or services in connection with our development assets and programs. Some of these agreements require milestone payments based on achievements of development, regulatory or sales milestones, and/or low-single to low-double digit royalties on net income or net sales of the relevant product. For the three and nine months ended September 30, 2024, development milestone expenses were not significant. In the three and nine months ended September 30, 2023, we paid a third-party licensor $5.0 million in connection with achievement of a development milestone in our zaltenibart program.

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Note 11 - Shareholders' Equity (Deficit)

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Equity [Text Block]

Note 11—Shareholders' Equity (Deficit)

Common Stock

At the Market Sales Agreement - We have a sales agreement to sell shares of our common stock having an aggregate offering price of up to $150.0 million, from time to time, through an "at the market" equity offering program. As of September 30, 2024, we have not sold any shares under this program.

Share Repurchase Program - On November 9, 2023, the Board of Directors approved an indefinite term share repurchase program under which we were authorized to repurchase from time to time up to $50.0 million of our common stock in the open market or through privately negotiated transactions. Since inception of the program, we have repurchased and retired 5.0 million shares at an average price of $3.30 per share. During the first quarter of 2024, we repurchased and retired 3.2 million shares of common stock at an average share price of $3.71 at an aggregate cost of $11.9 million. The terms of the Credit Agreement prohibit us from repurchasing our common stock unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement.

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Note 12 - Stock-based Compensation

9 Months Ended
Sep. 30, 2024

Notes to Financial Statements

Share-Based Payment Arrangement [Text Block]

Note 12—Stock-Based Compensation

Our stock option plans provide for the grant of incentive and non-qualified stock options, restricted stock awards, restricted stock units, and other stock awards to employees, non-employee directors and consultants.

Stock-based compensation is as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)		(In thousands)	
Continuing operations				
Research and development	$ 1,063	$ 1,305	$ 3,146	$ 3,710
Selling, general and administrative	1,578	2,054	4,921	5,456
Total stock-based compensation in continuing operations	2,641	3,359	8,067	9,166
Discontinued operations	—	(124)	—	(207)
Total stock-based compensation	$ 2,641	$ 3,235	$ 8,067	$ 8,959

The fair value of each option grant is estimated on the date of grant using the Black-Scholes option-pricing model. The following assumptions were applied to all stock option grants:

	Three Months Ended September 30, 2024	Nine Months Ended September 30, 2024
Estimated weighted-average fair value	$ 3.06	$ 2.60
Weighted-average assumptions:		
Expected volatility	96%	95%
Expected life, in years	7.4	7.2
Risk-free interest rate	4.22%	4.36%
Expected dividend yield	—%	—%

Expected volatility is based on the historical volatility of our stock price weighted by grant issuances over the reporting period. We estimated the expected life of the stock options granted using the historical exercise behavior of option holders. The risk-free interest rate is based on the U.S. Treasury yield curve in effect at the time of grant. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates.

Stock option activity for all stock plans and related information is as follows:

	Options Outstanding	Weighted-Average Exercise Price per Share	Remaining Contractual Life (In years)	Aggregate Intrinsic Value (In thousands)
Balance at December 31, 2023	15,255,154	$ 9.50		
Granted	3,280,500	3.13		
Exercised	(16,404)	3.19		
Forfeited	(386,181)	6.91		
Balance at September 30, 2024	18,133,069	$ 8.41	6.0	$ 6,168
Vested and expected to vest at September 30, 2024	17,503,959	$ 8.58	5.9	$ 5,677
Exercisable at September 30, 2024	12,133,698	$ 10.75	4.5	$ 1,421

On April 25, 2024, annual stock option grants of approximately 2.9 million shares of common stock were awarded to eligible participants for the 2023 annual performance period.

Of the 18.1 million common stock options outstanding as of September 30, 2024, 9.8 million have an exercise price per share above $3.97, which was the closing price of our stock on the Nasdaq exchange on September 30, 2024.

As of September 30, 2024, there were 6.0 million unvested options outstanding that will vest over a weighted-average period of 2.4 years. The total estimated compensation expense yet to be recognized on outstanding options is $14.4 million.

As of September 30, 2024, the total number of shares of common stock available for grant was 5.9 million. As of October 29, 2024, the total number of shares of common stock available for grant increased to 7.1 million due to approximately 1.2 million shares of common stock expiring and returning to our stock option plan for reissuance.

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Insider Trading Arrangements	9 Months Ended Sep. 30, 2024
Insider Trading Arr Line Items	
Material Terms of Trading Arrangement [Text Block]	**ITEM 5. OTHER INFORMATION** (a) None. (b) None. (c) During the three months ended September 30, 2024, none of our directors or Section 16 reporting officers adopted or terminated any contract, instruction or written plan for the purchase or sale of our securities that was intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act or any "non-Rule 10b5-1 trading arrangement" (as defined in Item 408(c) of Regulation S-K).
Rule 10b5-1 Arrangement Terminated [Flag]	false
Non-Rule 10b5-1 Arrangement Adopted [Flag]	false
Non-Rule 10b5-1 Arrangement Terminated [Flag]	false
Rule 10b5-1 Arrangement Adopted [Flag]	false

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Significant Accounting Policies (Policies)	9 Months Ended Sep. 30, 2024
Accounting Policies [Abstract]	
Segment Reporting, Policy [Policy Text Block]	*Segment Reporting* We operate in one business segment and focus on the research, discovery, development and commercialization of small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancers and addictive and compulsive disorders.
Discontinued Operations, Policy [Policy Text Block]	*Discontinued Operations* We review the presentation of planned or completed business dispositions in the condensed consolidated financial statements based on the available information and events that have occurred. The review consists of evaluating whether the business meets the definition of a component for which the operations and cash flows are clearly distinguishable from the other components of the business and, if so, whether it is anticipated that, after the disposal, the cash flows of the component would be eliminated from continuing operations and whether the disposition represents a strategic shift that has a major effect on operations and financial results. Planned or completed business dispositions are presented as discontinued operations when all the criteria described above are met. For those divestitures that qualify as discontinued operations, all comparative periods presented are reclassified in the condensed consolidated balance sheets. Additionally, the results of operations of a discontinued operation are reclassified to income from discontinued operations, net of tax, for all periods presented in the condensed consolidated statements of operations and comprehensive income (loss). Results of discontinued operations include all revenues and expenses directly derived from such businesses. General corporate overhead is not allocated to discontinued operations. The OMIDRIA asset sale to Rayner qualifies as a discontinued operation and has been presented as such for all reporting periods presented.
Royalty Fees And Contract Royalty Asset [Policy Text Block]	*OMIDRIA Royalties, Milestones and Contract Royalty Assets* We have rights to receive future royalties from Rayner on OMIDRIA net sales at royalty rates that vary based on geography and certain regulatory contingencies. Therefore, future OMIDRIA royalties are treated as variable consideration. The sale of OMIDRIA qualified as an asset sale under GAAP. To measure the OMIDRIA contract royalty asset, we use the expected value approach which is the sum of the discounted probability-weighted royalty payments we would receive using a range of potential outcomes, to the extent that it is probable that a significant reversal in the amount of cumulative income recognized will not occur. The royalty rate applicable to U.S. net sales of OMIDRIA is 30% until the expiration or termination of the last issued and unexpired U.S. patent, which we expect to occur no earlier than 2035. Royalties earned are recorded as a reduction to the OMIDRIA contract royalty asset. All royalties received from Rayner, other than royalties related to any sales outside the U.S. and any royalties received after December 31, 2031, U.S. or ex-U.S. are passed through directly to DRI and are accounted for as interest expense and a reduction of the OMIDRIA royalty obligation. The amount recorded in discontinued operations in future periods will reflect interest earned on the outstanding OMIDRIA contract royalty asset at 11.0% and any amounts we receive that are different from the expected royalties. The OMIDRIA contract royalty asset is re-measured quarterly using the expected value approach, which incorporates actual results and future expectations. Any required adjustment to the OMIDRIA contract royalty asset is recorded in discontinued operations.
Royalty Obligation Policy [Policy Text Block]	*OMIDRIA Royalty Obligation* On September 30, 2022, we sold to DRI an interest in a portion of our future OMIDRIA royalty receipts for a purchase price of $125.0 million, which was recorded as an "OMIDRIA royalty obligation" on our condensed consolidated balance sheet. On February 1, 2024, we sold to DRI our remaining U.S. OMIDRIA royalty receipts through December 31, 2031 for $115.5 million in cash, which increased the OMIDRIA royalty obligation by the same amount. The OMIDRIA royalty obligation is valued based on our estimates of future OMIDRIA royalties and is amortized through December 31, 2031 using the implied effective interest rate of 10.27%. Interest expense is recorded in continuing operations. To the extent our estimates of future royalties differ materially from previous estimates, we will adjust the carrying amount of the liability for future OMIDRIA royalties to the present value of the revised estimated cash flows, discounted at the implied effective interest rate of 10.27% utilizing the cumulative catch-up method. The offset to the adjustment would be recognized as a component of net income (loss) from continuing operations and is recorded as a non-cash adjustment to interest expense (see "Note 8 — OMIDRIA Royalty Obligation").
Debt, Policy [Policy Text Block]	*Repurchase of 2026 Notes* We performed an assessment of the Credit Agreement and 2026 Note Repurchase Transaction we entered into on June 3, 2024 and determined that it met the criteria to be accounted for as a troubled debt restructuring. As a result, the $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price (consisting of the $67.1 million Initial Term Loan and $21.2 million from cash on hand) was recorded as a premium (i.e., an increase) to the long-term debt recorded on the Company's condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium will be amortized as both a reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan.
Inventory, Policy [Policy Text Block]	*Inventory* We expense inventory costs related to product candidates as research and development expenses until regulatory approval is reasonably assured in the U.S. or the European Union ("EU"). Once approval is reasonably assured, costs, including amounts related to third-party manufacturing, transportation and internal labor and overhead, will be capitalized.
Lessee, Leases [Policy Text Block]	*Right-of-Use Assets and Related Lease Liabilities* We record operating leases as right-of-use assets and recognize the related lease liabilities equal to the fair value of the lease payments using our incremental borrowing rate when the implicit rate in the lease agreement is not readily available. We recognize variable lease payments when incurred. Costs associated with operating lease assets are recognized on a straight-line basis within operating expenses over the term of the lease. We record finance lease obligations as a component of property and equipment and amortize these assets within operating expenses on a straight-line basis to their residual values over the shorter of the term of the underlying lease or the estimated useful life of the equipment. The interest component of finance lease obligations is included in interest expense and recognized using the effective interest method over the lease term. We account for leases with initial terms of 12 months or less as an operating expense.

Share-Based Payment Arrangement [Policy Text Block]

Stock-Based Compensation

Stock-based compensation expense is recognized for all share-based payments, including grants of stock option awards based on estimated fair values. The fair value of our stock is calculated using the Black-Scholes option-pricing model, which requires judgmental assumptions around volatility, risk-free rates, forfeiture rates and expected term. Compensation expense is recognized over the requisite service periods, which is generally the vesting period, using the straight-line method. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates.

Common Stock Repurchases

Historically, we have repurchased shares of our common stock from time to time under authorization made by our Board of Directors. Under Washington State law, repurchased shares are retired and not presented as treasury stock on the condensed consolidated financial statements. The terms of the Credit Agreement prohibit us from repurchasing our common stock, unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement.

Income Tax, Policy [Policy Text Block]

Income Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their tax basis. Deferred tax assets and liabilities are measured using enacted tax rates applied to taxable income in the years in which those temporary differences are expected to be recovered or settled. We recognize the effect of income tax positions only if those positions are more likely than not of being sustained upon an examination. A valuation allowance is established when it is more likely than not that the deferred tax assets will not be realized.

Concentration Risk, Credit Risk, Policy [Policy Text Block]

Financial Instruments and Concentrations of Credit Risk

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents and short-term investments. Cash and cash equivalents are deposited in checking and sweep accounts at financial institutions. At times, our cash and cash equivalents balance held at a financial institution may exceed the federally insured limits. To limit the credit risk, we invest our excess cash in high-quality securities such as money market mutual funds, certificates of deposit and U.S. treasury bills. The Company has not experienced any losses on its deposits of cash and cash equivalents. Management believes that the Company is not currently exposed to significant credit risk as the Company's short-term investments are held in custody at third-party financial institutions. The Company's investment policy limits investments to certain types of securities issued by the U.S. government, its agencies and institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and investments, and issuers of the investments to the extent recorded on the unaudited condensed consolidated balance sheets. As of September 30, 2024, the Company has no off-balance sheet concentrations of credit risk.

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Note 3 - Net Loss Per Share (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block]

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
2026 Notes convertible to common stock [1][2]	5,293,414	12,172,008	8,882,651	12,172,008
2023 Notes convertible to common stock [3]	—	4,941,739	—	4,941,739
Outstanding options to purchase common stock	176,121	34,450	108,507	37,394
Outstanding restricted stock units[4]	—	70,250	—	70,250
Total potentially dilutive shares excluded from net loss per share	5,469,535	17,218,447	8,991,158	17,221,391

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Note 4 - Investments and Fair-Value Measurements (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Debt Securities, Available-for-Sale [Table Text Block]

	September 30, 2024		
	Amortized Cost	Gross Unrealized Gains/(Losses)	Estimated Fair Value
		(In thousands)	
U.S. government securities classified as short-term investments	$ 19,924	$ 4	$ 19,928
Money-market funds classified as short-term investments	101,712	—	101,712
Total short-term investments	121,636	4	121,640
Certificate of deposit classified as non-current restricted investments	1,054	—	1,054
Total investments	$ 122,690	$ 4	$ 122,694

	December 31, 2023		
	Amortized Cost	Gross Unrealized Gains/(Losses)	Estimated Fair Value
		(In thousands)	
U.S. government securities classified as short-term investments	$ 102,100	$ 19	$ 102,119
Money-market funds classified as short-term investments	62,643	—	62,643
Total short-term investments	164,743	19	164,762
Certificate of deposit classified as non-current restricted investments	1,054	—	1,054
Total investments	$ 165,797	$ 19	$ 165,816

Fair Value, Assets Measured on Recurring Basis [Table Text Block]

	September 30, 2024			
	Level 1	Level 2	Level 3	Total
		(In thousands)		
Assets:				
U.S. government securities classified as short-term investments	$ —	$ 19,928	$ —	$ 19,928
Money-market funds classified as short-term investments	101,712	—	—	101,712
Total short-term investments	101,712	19,928	—	121,640
Certificate of deposit classified as non-current restricted investments	1,054	—	—	1,054
Total investments	$ 102,766	$ 19,928	$ —	$ 122,694

	December 31, 2023			
	Level 1	Level 2	Level 3	Total
		(In thousands)		
Assets:				
U.S. government securities classified as short-term investments	$ —	$ 102,119	$ —	$ 102,119
Money-market funds classified as short-term investments	62,643	—	—	62,643
Total short-term investments	62,643	102,119	—	164,762
Certificate of deposit classified as non-current restricted investments	1,054	—	—	1,054
Total investments	$ 63,697	$ 102,119	$ —	$ 165,816

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Note 5 - Certain Balance Sheet Accounts (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Schedule Of Contract Royalty Asset [Table Text Block]

	September 30, 2024	December 31, 2023
	(In thousands)	
Short-term contract royalty asset	$ 29,243	$ 29,373
Long-term contract royalty asset	129,488	138,736
Total OMIDRIA contract royalty asset	$ 158,731	$ 168,109

Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block]

	September 30, 2024	December 31, 2023
	(In thousands)	
OMIDRIA royalty receivables	$ 6,095	$ 6,724
Other receivables	299	1,372
Total receivables	$ 6,394	$ 8,096

Property, Plant and Equipment [Table Text Block]

	September 30, 2024	December 31, 2023
	(In thousands)	
Equipment under finance lease obligations	$ 7,309	$ 6,929
Laboratory equipment	3,664	3,525
Computer equipment	1,113	1,113
Office equipment and furniture	624	624
Total cost	12,710	12,191
Less accumulated depreciation and amortization	(10,771)	(10,241)
Total property and equipment, net	$ 1,939	$ 1,950

Schedule of Accrued Liabilities [Table Text Block]

	September 30, 2024	December 31, 2023
	(In thousands)	

Clinical trials	$ 8,404	$ 10,168
Employee compensation	6,930	7,380
Contract research and development	4,453	6,223
Interest payable	1,356	4,242
Consulting and professional fees	1,296	3,539
Other accrued expenses	807	316
Total accrued expenses	$ 23,246	$ 31,868

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Note 6 - Debt (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Schedule of Long-Term Debt Instruments [Table Text Block]

	September 30, 2024 (In thousands)
Principal amount	$ 67,077
Unamortized debt premium, net of issuance costs and other	25,350
Total long-term debt	$ 92,427

Schedule Of Debt Instrument, Interest Expense Recognized [Table Text Block]

	Three Months Ended September 30, 2024	Nine Months Ended September 30, 2024
	(In thousands)	
Contractual interest expense	$ 2,433	$ 3,147
Amortization of premium and debt issuance costs	(2,060)	(2,659)
Total interest expense	$ 373	$ 488

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)		(In thousands)	
Contractual interest expense	$ —	$ 1,484	$ —	$ 4,453
Amortization of debt issuance costs	—	179	—	528
Total	$ —	$ 1,663	$ —	$ 4,981

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)		(In thousands)	
Contractual interest expense	$ 1,284	$ 2,954	$ 6,488	$ 8,861
Amortization of debt issuance costs	144	312	713	922
Total interest expense	$ 1,428	$ 3,266	$ 7,201	$ 9,783

Convertible Debt [Table Text Block]

	September 30, 2024	December 31, 2023
	(In thousands)	
Principal amount	$ 97,862	$ 215,924
Unamortized debt issuance costs	(830)	(2,769)
Total unsecured convertible senior notes, net	$ 97,032	$ 213,155
Fair value of outstanding unsecured convertible senior notes [1]	$ 66,668	$ 131,444

Schedule of Maturities of Long-Term Debt [Table Text Block]

	2026 Notes	Term Loan	Total
		(In thousands)	
2025	$ —	$ 20,000	$ 20,000
2026	97,862	—	97,862
2027	—	—	—
2028	—	47,077	47,077
2029 and thereafter	—	—	—
Total principal payments	97,862	67,077	164,939
Unamortized premiums, discounts and issuance costs and other	(830)	25,350	24,520
Carrying value of debt	$ 97,032	$ 92,427	$ 189,459

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Note 7 - Discontinued Operations - Sale of OMIDRIA (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Disposal Groups, Including Discontinued Operations [Table Text Block]

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)			
Interest earned on OMIDRIA contract royalty asset	$ 4,210	$ 3,730	$ 12,824	$ 11,484
Remeasurement adjustments	731	10,100	7,384	14,924
Other income, net	(60)	76	423	480
Net income from discontinued operations, net of tax	$ 4,881	$ 13,906	$ 20,631	$ 26,888

Disposal Groups, Including Discontinued Operations, Contract Royalty Asset [Table Text Block]

OMIDRIA contract royalty asset at December 31, 2023	$ 168,109
Royalties earned	(29,586)
Interest earned on OMIDRIA contract royalty asset	12,824
Remeasurement adjustments	7,384
OMIDRIA contract royalty asset at September 30, 2024	$ 158,731

Schedule Of Disposal Groups Including Discontinued Operations Cash Flows [Table Text Block]

	Nine Months Ended September 30,	
	2024	2023
	(In thousands)	
Net cash provided by discontinued operations from operating activities	$ 30,619	$ 232,081

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Note 8 - OMIDRIA Royalty Obligation (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Schedule of Royalty Obligation [Table Text Block]

Balance at December 31, 2023	$125,126
Additional proceeds	115,525
Non-cash interest	(1,553)
Principal payments	(15,125)
Balance at September 30, 2024	$223,973

Maximum Scheduled Principal and Interest Payments of Royalty Obligation [Table Text Block]

	Principal	Interest	Total
	(In thousands)		
2024	$ 3,806	$ 5,403	$ 9,209
2025	20,546	20,468	41,014
2026	23,778	18,324	42,102
2027	27,069	15,875	42,944
2028	30,711	13,091	43,802
Thereafter	118,063	18,672	136,735
Total scheduled payments	$ 223,973	$ 91,833	$315,806

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Note 9 - Leases (Tables)

9 Months Ended
Sep. 30, 2024

Notes Tables

Lease, Cost [Table Text Block]

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)			
Lease cost				
Operating lease cost	$ 1,610	$ 1,603	$ 4,822	$ 4,852
Finance lease cost:				
Amortization	173	140	468	529
Interest	26	29	122	121
Variable lease cost	824	807	2,622	2,354

Sublease income	(364)	(375)	(1,138)	(1,125)
Net lease cost	$ 2,269	$ 2,204	$ 6,896	$ 6,731

	Nine Months Ended September 30,	
	2024	2023
	(In thousands)	
Cash paid for amounts included in the measurement of lease liabilities		
Cash payments for operating leases	$ 5,272	$ 5,356
Cash payments for financing leases	534	499

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Note 12 - Stock-based Compensation (Tables)

9 Months Ended

Sep. 30, 2024

Notes Tables

Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block]

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(In thousands)		(In thousands)	
Continuing operations				
Research and development	$ 1,063	$ 1,305	$ 3,146	$ 3,710
Selling, general and administrative	1,578	2,054	4,921	5,456
Total stock-based compensation in continuing operations	2,641	3,359	8,067	9,166
Discontinued operations	—	(124)	—	(207)
Total stock-based compensation	$ 2,641	$ 3,235	$ 8,067	$ 8,959

Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block]

	Three Months Ended September 30, 2024	Nine Months Ended September 30, 2024
Estimated weighted-average fair value	$ 3.06	$ 2.60
Weighted-average assumptions:		
Expected volatility	96%	95%
Expected life, in years	7.4	7.2
Risk-free interest rate	4.22%	4.36%
Expected dividend yield	—%	—%

Share-Based Payment Arrangement, Activity [Table Text Block]

	Options Outstanding	Weighted-Average Exercise Price per Share	Remaining Contractual Life (In years)	Aggregate Intrinsic Value (In thousands)
Balance at December 31, 2023	15,255,154	$ 9.50		
Granted	3,280,500	3.13		
Exercised	(16,404)	3.19		
Forfeited	(386,181)	6.91		
Balance at September 30, 2024	18,133,069	$ 8.41	6.0	$ 6,168
Vested and expected to vest at September 30, 2024	17,503,959	$ 8.58	5.9	$ 5,677
Exercisable at September 30, 2024	12,133,698	$ 10.75	4.5	$ 1,421

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Note 1 - Organization and Basis of Presentation (Details Textual) - USD ($) $ in Thousands	**Jun. 03, 2024**	**Feb. 01, 2024**	**Sep. 30, 2022**	**1 Months Ended Jul. 31, 2024**	**Feb. 29, 2024**	**Apr. 30, 2023**	**4 Months Ended Sep. 30, 2024**	**9 Months Ended Sep. 30, 2024**	**Sep. 30, 2023**	**Mar. 01, 2021**
Payments of Debt Restructuring Costs								$ 21,179	$ (0)	
Cash, Cash Equivalents, and Short-Term Investments							$ 123,200	123,200		
Net Cash Provided by (Used in) Operating Activities								119,823	$ (109,551)	
Equity Offering Facility, Maximum Aggregate Offering Amount										$ 150,000
Charge for Delivery of Narsoplimab Drug Substance [Member]										
Other Nonrecurring Expense								$ 18,400		
Conversion of 2026 Notes into New Term Loans [Member]										
Payments of Debt Restructuring Costs	$ 21,200			$ 600			$ 21,200			
Debt Conversion, Original Debt, Amount	$ 118,100									
Debt Instrument, Interest Rate, Stated Percentage	5.25%									
Debt Instrument, Increase (Decrease), Net	$ 51,000									
The Credit and Guaranty Agreement [Member]										
Line of Credit Facility, Maximum Borrowing Capacity	92,100									
Debt Instrument, Interest Rate, Stated Percentage							13.87%	13.87%		
Debt Instrument, Covenant, Required Unrestricted Cash	25,000						$ 25,000	$ 25,000		
The Credit and Guaranty Agreement [Member] | Delayed Draw Term Loan (DDTL) [Member]										
Line of Credit Facility, Maximum Borrowing Capacity	25,000									
Debt Instrument, Face Amount	$ 25,000									
Debt Instrument, Notice for Withdrawal Period	30 days									
The Credit and Guaranty Agreement [Member] | Initial Term Loan [Member]										
Debt Instrument, Face Amount	$ 67,100									
DRI Healthcare Acquisition LP [Member]										
Proceeds From Royalty Obligation		$ 115,500	$ 125,000		$ 115,500					
PDE7 [Member] | National Institute on Drug Abuse ("NIDA") [Member]										
Grants Receivable						$ 6,690				
Grants Receivable, Period						3 years				
Revenue from Contract with Customer, Excluding Assessed Tax						$ 1,000				
Other Income						$ 800				

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Note 2 - Significant Accounting Policies (Details Textual) $ in Thousands	**Jun. 03, 2024 USD ($)**	**Feb. 01, 2024 USD ($)**	**Sep. 30, 2022 USD ($)**	**Dec. 23, 2021**	**1 Months Ended Jul. 31, 2024 USD ($)**	**Feb. 29, 2024 USD ($)**	**4 Months Ended Sep. 30, 2024 USD ($)**	**9 Months Ended Sep. 30, 2024 USD ($)**	**Sep. 30, 2023 USD ($)**
Number of Operating Segments								1	
Percentage of Royalty Receivable on Sale of Product Rights				30.00%					
Percentage Of Interest Earned on Outstanding Contract Royalty Asset				11.00%					
Payments of Debt Restructuring Costs								$ 21,179	$ (0)
The Credit and Guaranty Agreement [Member] | Initial Term Loan [Member]									
Debt Instrument, Face Amount	$ 67,100								
Conversion of 2026 Notes into New Term Loans [Member]									
Debt Instrument, Unamortized Premium	29,800								
Debt Conversion, Original Debt, Amount	118,100								
Proceeds from Issuance of Debt	88,300								
Payments of Debt Restructuring Costs	$ 21,200				$ 600		$ 21,200		
DRI Healthcare Acquisition LP [Member]									
Proceeds From Royalty Obligation		$ 115,500	$ 125,000			$ 115,500			
Royalty Interest Rate		10.27%				10.27%			

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Note 3 - Net Loss Per Share (Details Textual) $ in Millions	Jun. 03, 2024 USD ($)
Convertible Senior Notes 2026 [Member]	
Debt Instrument, Repurchased Face Amount	$ 118.1

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Note 3 - Net Loss Per Share - Schedule of Antidilutive Securities (Details) - shares		3 Months Ended		9 Months Ended	
		Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Total potentially dilutive shares excluded from net income (loss) per share (in shares)		5,469,535	17,218,447	8,991,158	17,221,391
Convertible Senior Notes 2026 [Member]					
Total potentially dilutive shares excluded from net income (loss) per share (in shares)	[1],[2]	5,293,414	12,172,008	8,882,651	12,172,008
Convertible Senior Notes 2023 [Member]					
Total potentially dilutive shares excluded from net income (loss) per share (in shares)	[3]	0	4,941,739	0	4,941,739
Share-Based Payment Arrangement, Option [Member]					
Total potentially dilutive shares excluded from net income (loss) per share (in shares)		176,121	34,450	108,507	37,394
Restricted Stock Units (RSUs) [Member]					
Total potentially dilutive shares excluded from net income (loss) per share (in shares)	[4]	0	70,250	0	70,250

[1] On June 3, 2024, we repurchased $118.1 million of our 2026 Notes reducing any effect of dilution related to those notes. For further details refer to “Note 6 — Debt.”

[2] The 2026 Notes are subject to a capped call arrangements that potentially reduces the dilutive effect of conversion as described in “Note 6 — Debt.” Any potential impact of the capped call arrangement is excluded from this table.

[3] The 2023 Notes (defined below) were fully extinguished upon maturity on November 15, 2023.

[4] The outstanding restricted stock units were vested and converted to shares of common stock on December 1, 2023.

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Note 4 - Investments and Fair-Value Measurements (Details Textual) - USD ($) $ in Millions	3 Months Ended		9 Months Ended		
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Investment Income, Interest	$ 1.8	$ 4.0	$ 7.1	$ 11.7	
Demand Deposits [Member]					
Restricted Cash, Current	$ 1.5		$ 1.5		$ 7.1

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Note 4 - Investments and Fair-value Measurements - Debt Securities (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Debt securities, available for sale, amortized cost	$ 121,636	$ 164,743
Debt securities, available for sale, gross unrealized gains (losses)	4	19
Debt securities, available for sale, fair value	121,640	164,762
Debt securities, amortized cost	122,690	165,797
Debt securities, fair value	122,694	165,816
US Treasury Securities [Member]		
Debt securities, available for sale, amortized cost	19,924	102,100
Debt securities, available for sale, gross unrealized gains (losses)	4	19
Debt securities, available for sale, fair value	19,928	102,119
Money Market Funds [Member]		
Debt securities, available for sale, amortized cost	101,712	62,643
Debt securities, available for sale, gross unrealized gains (losses)	0	0
Debt securities, available for sale, fair value	101,712	62,643
Certificates of Deposit [Member]		
Debt securities, held-to-maturity, amortized cost	1,054	1,054
Debt securities, held-to-maturity, fair value	$ 1,054	$ 1,054

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Note 4 - Investments and Fair-value Measurements - Fair Value Hierarchy (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Short-term investments	$ 121,636	$ 164,743
Restricted investments	1,054	1,054
Fair Value, Recurring [Member]		
Short-term investments	121,640	164,762
Restricted investments	1,054	1,054
Total	122,694	165,816
Fair Value, Recurring [Member] | Fair Value, Inputs, Level 1 [Member]		
Short-term investments	101,712	62,643
Restricted investments	1,054	1,054
Total	102,766	63,697
Fair Value, Recurring [Member] | Fair Value, Inputs, Level 2 [Member]		
Short-term investments	19,928	102,119
Restricted investments	0	0
Total	19,928	102,119
Fair Value, Recurring [Member] | Fair Value, Inputs, Level 3 [Member]		
Short-term investments	0	0
Restricted investments	0	0
Total	0	0
US Treasury Securities [Member] | Fair Value, Recurring [Member]		
Short-term investments	19,928	102,119
US Treasury Securities [Member] | Fair Value, Recurring [Member] | Fair Value, Inputs, Level 1 [Member]		
Short-term investments	0	0
US Treasury Securities [Member] | Fair Value, Recurring [Member] | Fair Value, Inputs, Level 2 [Member]		
Short-term investments	19,928	102,119
US Treasury Securities [Member] | Fair Value, Recurring [Member] | Fair Value, Inputs, Level 3 [Member]		
Short-term investments	0	0
Money Market Funds [Member] | Fair Value, Recurring [Member]		
Short-term investments	101,712	62,643
Money Market Funds [Member] | Fair Value, Recurring [Member] | Fair Value, Inputs, Level 1 [Member]		
Short-term investments	101,712	62,643
Money Market Funds [Member] | Fair Value, Recurring [Member] | Fair Value, Inputs, Level 2 [Member]		
Short-term investments	0	0
Money Market Funds [Member] | Fair Value, Recurring [Member] | Fair Value, Inputs, Level 3 [Member]		
Short-term investments	$ 0	$ 0

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Note 5 - Certain Balance Sheet Accounts (Details Textual) - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Depreciation	$ 0.2	$ 0.2	$ 0.6	$ 0.7

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Note 5 - Certain Balance Sheet Accounts - Contract Royalty Asset (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Short-term contract royalty asset	$ 29,243	$ 29,373
Long-term contract royalty asset	129,488	138,736
Total OMIDRIA contract royalty asset	$ 158,731	$ 168,109

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Note 5 - Certain Balance Sheet Accounts - Schedule of Receivables (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
OMIDRIA royalty receivables	$ 6,095	$ 6,724
Other receivables	299	1,372
Total receivables	$ 6,394	$ 8,096

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Note 5 - Certain Balance Sheet Accounts - Property and Equipment, Net (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Property and equipment, gross	$ 12,710	$ 12,191
Less accumulated depreciation and amortization	(10,771)	(10,241)
Total property and equipment, net	1,939	1,950
Finance Lease Equipment [Member]		
Property and equipment, gross	7,309	6,929
Equipment [Member]		
Property and equipment, gross	3,664	3,525
Computer Equipment [Member]		
Property and equipment, gross	1,113	1,113
Furniture and Fixtures [Member]		
Property and equipment, gross	$ 624	$ 624

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Note 5 - Certain Balance Sheet Accounts - Schedule of Accrued Liabilities (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Clinical trials	$ 8,404	$ 10,168
Employee compensation	6,930	7,380
Contract research and development	4,453	6,223
Interest payable	1,356	4,242
Consulting and professional fees	1,296	3,539
Other accrued expenses	807	316
Total accrued expenses	$ 23,246	$ 31,868

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Note 6 - Debt (Details Textual) $ / shares in Units, shares in Millions	Jun. 03, 2024 USD ($)	Nov. 15, 2023 USD ($)	1 Months Ended Jul. 31, 2024 USD ($)	4 Months Ended Sep. 30, 2024 USD ($) $ / shares	9 Months Ended Sep. 30, 2024 USD ($) $ / shares shares	Sep. 30, 2023 USD ($)	Jun. 03, 2026	Nov. 01, 2025 USD ($)	Jun. 03, 2025	Dec. 31, 2023 USD ($)
Payments of Debt Restructuring Costs					$ 21,179,000	$ (0)				
Debt Instrument, Variable Interest Rate, Type [Extensible Enumeration]	us-gaap:SecuredOvernightFinancingRateSofrMember									
Conversion of 2026 Notes into New Term Loans [Member]										
Payments of Debt Restructuring Costs	$ 21,200,000		$ 600,000	$ 21,200,000						
Debt Conversion, Original Debt, Amount	118,100,000									
Proceeds from Issuance of Debt	$ 88,300,000									
Debt Instrument, Redemption Price, Percentage of Principal Amount Redeemed	75.00%									
Debt Instrument, Increase (Decrease), Net	$ 51,000,000									
Debt Instrument, Unamortized Premium	$ 29,800,000									
Debt Instrument, Interest Rate, Stated Percentage	5.25%									
Debt Conversion, Converted Instrument, Amount	$ 67,100,000									
Convertible Senior Notes 2026 [Member]										
Debt Instrument, Convertible Principal Amount	14,900,000									
Debt Instrument, Interest Rate, Stated Percentage				5.25%	5.25%					
Debt Instrument, Interest Rate, Effective Percentage				5.89%	5.89%					
Debt Instrument, Convertible, Conversion Price | $ / shares				$ 18.4875	$ 18.4875					
Debt Issuance Costs, Net				$ 830,000	$ 830,000					$ 2,769,000
Debt Instrument, Convertible, Conversion Ratio					54.0906					
Debt Instrument, Convertible Debt, Denominator Amount				1,000	$ 1,000					
Debt Conversion, Converted Instrument, Shares Issued | shares					12.2					
Debt Instrument, Convertible, Fair Value Amount of Equity Component				$ 23,200,000	$ 23,200,000					
Convertible Senior Notes 2026 [Member] | Minimum [Member]										
Debt Instrument, Convertible, Conversion Price | $ / shares				$ 18.49	$ 18.49					
Convertible Senior Notes 2026 [Member] | Maximum [Member]										
Debt Instrument, Convertible, Conversion Price | $ /				26.1	26.1					

shares								
Convertible Senior Notes 2026 [Member] | Fair Value, Inputs, Level 3 [Member]								
Debt Instrument, Convertible, Conversion Price | $ / shares					$ 18.49	$ 18.49		
Convertible Senior Notes 2026 [Member] | Debt Conversion After September 30, 2020 [Member]								
Debt Instrument, Convertible, Threshold Percentage of Stock Price Trigger						130.00%		
Debt Instrument, Convertible, Threshold Sale Price Of Common Stock Conversion Rate Product Percentage Maximum					98.00%	98.00%		
Convertible Senior Notes 2026 [Member] | Debt Conversion On Or After August 15, 2023 [Member]								
Debt Instrument, Convertible, Threshold Percentage of Stock Price Trigger						130.00%		
Convertible Senior Notes 2023 [Member]								
Debt Instrument, Interest Rate, Stated Percentage				6.25%				
Extinguishment of Debt, Amount				$ 95,000,000				
The Credit and Guaranty Agreement [Member]								
Line of Credit Facility, Maximum Borrowing Capacity	$ 92,100,000							
Debt Instrument, Floor on Variable Rate	3.00%							
Debt Instrument, Basis Spread on Variable Rate	8.75%							
Debt Instrument, Interest Rate, Stated Percentage					13.87%	13.87%		
Debt Instrument, Percentage of Interest Payable in Cash	50.00%							
Debt Instrument, Paid In Kind, Basis Spread on Variable Rate	10.25%							
Debt Instrument, Interest Rate, Effective Percentage					1.52%	1.52%		
Debt Instrument, Prepayment, Percentage of Milestone Payments Received	25.00%							
Debt Instrument, Prepayment, Percentage of Cash Proceeds From Sale or License of Assets	60.00%							
Debt Instrument, Prepayment, Percentage of Cash Proceeds From Indebtedness	100.00%							
Debt Instrument, Prepayment, Percentage of Net Cash Proceeds From Insurance Recoveries	100.00%							
Debt Instrument, Prepayments, Annual Prepayment Percentage	5.00%							
Debt Instrument, Covenant, Required Unrestricted Cash	$ 25,000,000				$ 25,000,000	$ 25,000,000		
Debt Instrument, Covenant, Open Market Transactions, Maximum Amount of Initial Cash	25,000,000							
Debt Instrument, Covenant, Open Market Transactions, Conditional Additional Amount	10,000,000							
Debt Instrument, Covenant, Open Market Transactions, Unlimited Threshold	$ 38,500,000							
Debt Instrument, Covenant, Open Market Transactions, Maximum Additional Amount, Percentage of Proceeds From Equity Offering	50.00%							
Long-Term Debt, Fair Value					$ 69,500,000	$ 69,500,000		
The Credit and Guaranty Agreement [Member] | Narsoplimab [Member]								
Debt Instrument, Prepayment, Percentage of Cash Proceeds From Sale or License of Assets	100.00%							
The Credit and Guaranty Agreement [Member] | Forecast [Member]								
Debt Instrument, Covenant, Minimum Principal Amount Required to Trigger Prepayment							$ 38,500,000	
Debt Instrument, Covenant, Mandatory Prepayment							20,000,000	
Debt Instrument, Covenant, Prepayment Premium							$ 1,000,000	
Debt Instrument, Prepayments, Annual Prepayment Percentage							3.00%	5.00%
The Credit and Guaranty Agreement [Member] | Delayed Draw Term Loan (DDTL) [Member]								
Line of Credit Facility, Maximum Borrowing Capacity	$ 25,000,000							
Debt Instrument, Face Amount	$ 25,000,000							
Debt Instrument, Notice for Withdrawal Period	30 days							
Debt Instrument, Original Issue Discount Percentage	3.00%							
The Credit and Guaranty Agreement [Member] | Initial Term Loan [Member]								
Debt Instrument, Face Amount	$ 67,100,000							

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Note 6 - Debt - Schedule of Debt Instruments (Details) $ in Thousands	**Sep. 30, 2024 USD ($)**
Principal amount	$ 189,459
Total long-term debt	164,939
Initial Term Loan [Member]	
Principal amount	67,077
Unamortized debt premium, net of issuance costs and other	25,350
Total long-term debt	$ 92,427

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Note 6 - Debt - Schedule of Debt Interest Expense (Details) - USD ($)	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Initial Term Loan [Member]				
Contractual interest expense	$ 2,433,000		$ 3,147,000	
Amortization of premium and debt issuance costs	(2,060)		(2,659)	
Total interest expense	373,000		488,000	
Convertible Senior Notes 2023 [Member]				
Contractual interest expense	0	$ 1,484,000	0	$ 4,453,000
Total interest expense	0	1,663,000	0	4,981,000
Amortization of debt issuance costs	0	179,000	0	528,000
Convertible Senior Notes 2026 [Member]				
Contractual interest expense	1,284,000	2,954,000	6,488,000	8,861,000
Total interest expense	1,428,000	3,266,000	7,201,000	9,783,000
Amortization of debt issuance costs	$ 144,000	$ 312,000	$ 713,000	$ 922,000

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Note 6 - Debt -

Schedule of Convertible Debt (Details) - USD ($) $ in Thousands		Sep. 30, 2024	Dec. 31, 2023
Principal amount		$ 164,939	
Total unsecured convertible senior notes, net		189,459	
Convertible Senior Notes 2026 [Member]			
Principal amount		97,862	$ 215,924
Unamortized debt issuance costs		(830)	(2,769)
Total unsecured convertible senior notes, net		97,032	213,155
Fair value of outstanding unsecured convertible senior notes (1)	[1]	$ 66,668	$ 131,444

[1] The fair value is classified as Level 2 liability due to the limited trading activity for the unsecured convertible senior notes. The fair value of the 2026 Notes is determined based on quoted prices in an over-the counter market using the most recent trading information at the end of the reporting period. The value of the conversion feature of the 2026 Notes is not deemed to be significant as the current market price of our common stock is below the initial conversion price of $18.49 per share of common stock.

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Note 6 - Debt - Schedule of Debt Maturity (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Long-Term Debt, Maturity, Year One	$ 20,000	
Long-Term Debt, Maturity, Year Two	97,862	
Long-Term Debt, Maturity, Year Three	0	
Long-Term Debt, Maturity, Year Four	47,077	
2029 and thereafter	0	
Total long-term debt	164,939	
Unamortized premiums, discounts and issuance costs and other	24,520	
Carrying value of debt	189,459	
Convertible Senior Notes 2026 [Member]		
Long-Term Debt, Maturity, Year One	0	
Long-Term Debt, Maturity, Year Two	97,862	
Long-Term Debt, Maturity, Year Three	0	
Long-Term Debt, Maturity, Year Four	0	
2029 and thereafter	0	
Total long-term debt	97,862	$ 215,924
Unamortized premiums, discounts and issuance costs and other	(830)	
Carrying value of debt	97,032	$ 213,155
Term Loans [Member]		
Long-Term Debt, Maturity, Year One	20,000	
Long-Term Debt, Maturity, Year Two	0	
Long-Term Debt, Maturity, Year Three	0	
Long-Term Debt, Maturity, Year Four	47,077	
2029 and thereafter	0	
Total long-term debt	67,077	
Unamortized premiums, discounts and issuance costs and other	25,350	
Carrying value of debt	$ 92,427	

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Note 7 - Discontinued Operations - Sale of OMIDRIA (Details Textual) $ in Billions	Dec. 29, 2022 USD ($)
Omidria Assets Disposal [Member] | Discontinued Operations, Disposed of by Sale [Member]	
Milestone Payment Receivable from Sale of Royalty Under Asset Purchase Agreement	$ 0.2

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Note 7 - Discontinued Operations - Sale of OMIDRIA - Net Income From Discontinued Operations (Details) - Discontinued Operations, Disposed of by Sale [Member] - Omidria Assets Disposal [Member] - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Interest earned on OMIDRIA contract royalty asset	$ 4,210	$ 3,730	$ 12,824	$ 11,484
Remeasurement adjustments	731	10,100	7,384	14,924
Other income, net	(60)	76	423	480
Net income from discontinued operations, net of tax	$ 4,881	$ 13,906	$ 20,631	$ 26,888

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Note 7 - Discontinued Operations - Sale of OMIDRIA - Contract Royalty Asset (Details) - Discontinued Operations, Disposed of by Sale [Member] - Omidria Assets Disposal [Member] - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
OMIDRIA contract royalty asset			$ 168,109	
Royalties earned			(29,586)	
Interest earned on OMIDRIA contract royalty asset	$ 4,210	$ 3,730	12,824	$ 11,484
Remeasurement adjustments	731	$ 10,100	7,384	$ 14,924
OMIDRIA contract royalty asset	$ 158,731		$ 158,731	

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Note 7 - Discontinued Operations - Sale of OMIDRIA - Schedule of Discontinued Operations Cash Flows (Details) - USD ($) $ in Thousands	9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023
Discontinued Operations, Disposed of by Sale [Member] | Omidria Assets Disposal [Member]		
Net cash provided by discontinued operations from operating activities	$ 30,619	$ 232,081

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Note 8 - OMIDRIA Royalty Obligation (Details Textual) - USD ($) $ in Thousands	Feb. 01, 2024	Sep. 30, 2022	1 Months Ended Feb. 29, 2024	3 Months Ended Sep. 30, 2024	3 Months Ended Sep. 30, 2023	9 Months Ended Sep. 30, 2024	9 Months Ended Sep. 30, 2023
Interest Expense, Operating and Nonoperating				$ 4,052	$ 7,916	$ 21,498	$ 23,781
Minimum [Member]							
Milestone Benchmark One, If Milestone Achieves			$ 10,000				
Milestone Benchmark Two, If Milestone Achieves			156,000				
Milestone Benchmark Three, Minimum Net Sales Required for Four Consecutive Quarters			8,000				
Milestone Benchmark Four, Minimum Net Sales Required for Four Consecutive Quarters			181,000				
Maximum [Member]							
Milestone Benchmark One, If Milestone Achieves			27,500				
Milestone Benchmark Two, If Milestone Achieves			160,000				
Milestone Benchmark Three, Minimum Net Sales Required for Four Consecutive Quarters			27,500				
Milestone Benchmark Four, Minimum Net Sales Required for Four Consecutive Quarters			185,000				
DRI Healthcare Acquisition LP [Member]							
Proceeds From Royalty Obligation	$ 115,500	$ 125,000	$ 115,500				
Royalty Interest Rate	10.27%		10.27%				
Royalty Obligation, Fair Value				213,400		213,400	
Interest Expense, Operating and Nonoperating				$ 2,200	$ 3,000	$ 13,700	$ 8,900

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Note 8 - OMIDRIA Royalty Obligation - Schedule of Royalty Obligation (Details) - USD ($) $ in Thousands	3 Months Ended Sep. 30, 2024	3 Months Ended Sep. 30, 2023	9 Months Ended Sep. 30, 2024	9 Months Ended Sep. 30, 2023
Non-cash interest	$ 4,052	$ 7,916	$ 21,498	$ 23,781
Principal payments on OMIDRIA royalty obligation			(15,125)	$ (854)
Royalty Obligation [Member]				
OMIDRIA royalty obligation			125,126	
Additional proceeds			115,525	
Non-cash interest			(1,553)	
Principal payments on OMIDRIA royalty obligation			(15,125)	
OMIDRIA royalty obligation	$ 223,973		$ 223,973	

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Note 8 - OMIDRIA Royalty Obligation - Schedule of Principal and Interest Payments on Royalty Obligations (Details) $ in Thousands	Sep. 30, 2024 USD ($)
2024, principal	$ 3,806
2024, interest	5,403
2024, annual cap	9,209
2025, principal	20,546
2025, interest	20,468
2025, annual cap	41,014
2026, principal	23,778
2026, interest	18,324
2026, annual cap	42,102
2027, principal	27,069
2027, interest	15,875
2027, annual cap	42,944
2028, principal	30,711
2028, interest	13,091
2028, annual cap	43,802
Thereafter, principal	118,063
Thereafter, interest	18,672
Thereafter, annual cap	136,735
Total scheduled payments, principal	223,973
Total scheduled payments, interest	91,833
Total scheduled payments, annual cap	$ 315,806

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Note 9 - Leases (Details Textual) $ in Thousands	Sep. 30, 2024 USD ($)	Dec. 31, 2023 USD ($)
Number Of Options To Extend Lease Term	2	
Lessee, Operating Lease, Term of Contract	5 years	
Restricted Cash and Cash Equivalents, Noncurrent	$ 1,054	$ 1,054

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Note 9 - Leases - Lease Cost (Details) - USD ($) $ in Thousands	3 Months Ended Sep. 30, 2024	3 Months Ended Sep. 30, 2023	9 Months Ended Sep. 30, 2024	9 Months Ended Sep. 30, 2023
Operating lease cost	$ 1,610	$ 1,603	$ 4,822	$ 4,852
Cash payments for operating leases			5,272	5,356
Cash payments for financing leases			534	499
Amortization	173	140	468	529
Interest	26	29	122	121
Variable lease cost	824	807	2,622	2,354
Sublease income	(364)	(375)	(1,138)	(1,125)
Net lease cost	$ 2,269	$ 2,204	$ 6,896	$ 6,731

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Note 10 - Commitments and Contingencies (Details Textual) - USD ($) $ in Millions	Sep. 30, 2024	Sep. 30, 2023
Long-Term Purchase Commitment, Termination Fee	$ 5.6	
License [Member] | Development Milestones [Member]		
Accrued Liabilities		$ 5.0

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Note 11 - Shareholders' Equity (Deficit) (Details	3 Months Ended	9 Months Ended	11 Months Ended

Textual) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	Mar. 31, 2024	Sep. 30, 2024	Sep. 30, 2024	Nov. 09, 2023	Mar. 01, 2021
Equity Offering Facility, Maximum Aggregate Offering Amount					$ 150,000
Share Repurchase Program, Authorized, Amount				$ 50,000	
Stock Repurchased and Retired During Period, Shares	3,200		5,000		
Stock Repurchased and Retired, Average Price Per Share	$ 3.71		$ 3.3		
Stock Repurchased and Retired During Period, Value	$ 11,851				
At the Market Equity Offering Program [Member]					
Stock Issued During Period, Shares, New Issues (in shares)		0			

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Note 12 - Stock-based Compensation (Details Textual) - USD ($) $ / shares in Units, $ in Millions	9 Months Ended			
	Oct. 29, 2024	Apr. 25, 2024	Sep. 30, 2024	Dec. 31, 2023
Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross			3,280,500	
Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number			18,133,069	15,255,154
Share Price			$ 3.97	
Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant			5,900,000	
Subsequent Event [Member]				
Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant	7,100,000			
Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Expirations in Period	1,200,000			
Share-Based Payment Arrangement, Option [Member]				
Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross		2,900,000		
Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number			18,100,000	
Common Stock, Shares, Outstanding, Above Period End Closing Price			9,800,000	
Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Nonvested, Number of Shares			6,000,000	
Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition			2 years 4 months 24 days	
Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount			$ 14.4	

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Note 12 - Share-Based Compensation - Schedule of Recognized Period Costs (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Stock-based compensation	$ 2,641	$ 3,235	$ 8,067	$ 8,959
Research and Development Expense [Member]				
Stock-based compensation	1,063	1,305	3,146	3,710
Selling, General and Administrative Expenses [Member]				
Stock-based compensation	1,578	2,054	4,921	5,456
Continuing Operations [Member]				
Stock-based compensation	2,641	3,359	8,067	9,166
Discontinued Operations [Member]				
Stock-based compensation	$ 0	$ (124)	$ 0	$ (207)

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Note 12 - Share-Based Compensation - Valuation Assumptions (Details) - Share-Based Payment Arrangement, Option [Member] - $ / shares	3 Months Ended	9 Months Ended
	Sep. 30, 2024	Sep. 30, 2024
Estimated weighted-average fair value (in dollars per share)	$ 3.06	$ 2.6
Expected volatility	96.00%	95.00%
Expected life, in years (Year)	7 years 4 months 24 days	7 years 2 months 12 days
Risk-free interest rate	4.22%	4.36%
Expected dividend yield	0.00%	0.00%

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Note 12 - Stock-Based Compensation - Stock Option Activity (Details) - USD ($) $ / shares in Units, $ in Thousands	9 Months Ended
	Sep. 30, 2024
Balance, options (in shares)	15,255,154
Balance, weighted average exercise price (in dollars per share)	$ 9.5
Granted (in shares)	3,280,500
Granted, weighted average exercise price (in dollars per share)	$ 3.13
Exercised, options (in shares)	(16,404)
Exercised, weighted average exercise price (in dollars per share)	$ 3.19
Forfeited, options (in shares)	(386,181)
Forfeited, weighted average exercise price (in dollars per share)	$ 6.91
Balance, options (in shares)	18,133,069
Balance, weighted average exercise price (in dollars per share)	$ 8.41
Balance, Remaining Contractual Life (Year)	6 years
Balance, Intrinsic Value	$ 6,168
Vested and expected to vest, options (in shares)	17,503,959
Vested and expected to vest, weighted average exercise price (in dollars per share)	$ 8.58
Vested and expected to vest, Remaining Contractual Life (Year)	5 years 10 months 24 days
Vested and expected to vest, Intrinsic Value	$ 5,677
Exercisable, options (in shares)	12,133,698
Exercisable, weighted average exercise price (in dollars per share)	$ 10.75
Exercisable, Remaining Contractual Life (Year)	4 years 6 months
Exercisable, Intrinsic Value	$ 1,421

***EXCEL 75 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ("!;5D'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*1#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " @6U9>4=7Q^\ K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M3L,P#(=?!>7>NFDG$%&7"]-.("$Q"<0M2KPMHOFCQ*C=V].6K1."!^ 8^Y?/ MGR6W.@H=CZG#&1Q7PSN,YGH>.:'8FB ,CZB$[ED/ M=4"HJ^H6')(RBA1,P"(N1"9;HX5.J"BD,J[H!1_4S?#C ;LT*&G#+SDP.0T M,9Z&KH4K8((1)I>_"V@6XES]$SMW@)V30[9+JN_[LF_FW+@#A[>GQY=YW<+Z M3,IK"]E*^@4<&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B- ;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(J;JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y,,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQJ'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q07*]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T? 95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!'\6:PUDSY@R.S-D77.UI$.$9)>- T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/)[<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N? <^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=?EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<> (\J(A[J&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4;/07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.*

[1[\8$@F_S6VZ3VW> ,?-2K6J5D*Q$_ M2P=|'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" @6U9VP I-^ % #\'@ & 'AL+W=O0!+R//ACQ_83^VHKY+=DS9A"SU'(D^O&6JGX0ZN5>&L6T>12 MQ(SK7Y9"1E3I4[EJ);%DU,]$4=@BCM-M133@C>%5=FTFAU1+BFSF9^-<-QY2(A&'X67ZE91:,1]=,M5H%[0 MA.>/AZGF)DK65++DJJ7TOQE-R]LYW^3.I,)Y@.X%5^M$N_K,?ZUOZ5(6127[MHMX0T'#!XDOD.A>(.*1M*
<!8EC^(S25R^C;YJ'^X142L5D^(+F+!92V?!@*R536Z6, M055-O&Z!UST-;\9D($QG]Y$>,JR-!5L5';&R)X+ZFIR]@6K-WXI,IJ9YMLFY9 MW8ZPUY*&B;4A05E-P'X!V
<+M1NE[X*0H8F+2!@9[. YNNNUVKV.# Z4U MX08%W. 4N#E;!8G2#:C0 XVLSRCL,[V_G4\7:#R=SZ;ST>-D^F C!3UJDF*G
MG'J=4U@GW!-2/Y_9#'*!%DIW2B0D&HN4*_FBOWUK!1QQ_S*R$<.BNL@':0.? M@OQ(G]'$UYTT6 9>/G-6/\E'+ >XB;M=M]?&5EY07)>7E+SD%-Z1[VOWY&)_
M@+*8,.7V=H4HB4]1;I@&0NGOMF$\9>+2VR#VQAVJ@M?!B0,)I# P(_-F7ZP M'\666|%ANGP6C2H76X1A6U@4MLQ*&T\Q;T*(+CW83EL-RS-S/L6=%]SQ&0<)F0
M,)QKWH+.1*)HB/X,XNI1"G8<]#>6G/D95P&98PG'&R9W6D7XRKP6 #XG2M M6.>(1KC,1A@.-) ^$1]MKMA8P3$?DI'0T3J4T+S#Y6TO6E'I"2:UK,$<(P"1,@"1DP*0>5/3<5YG
M@I60UK'HB, ^#X$WJ>4S;:!,_-[3RGB,'D3('D9-RT"*B88ANTD3_G-B?6MBG M:OD$EM7%*],/.2G]W$9,KDRO_$4[J+4."%%,N;U=8T##\$SB[[M=EPSW8X0'FQ3C7>.$$3*$$3@_+(?
9E_-\(MLF1M-4Z4C+<\FT'HLZN3W*V3N9G-E\VPTQNT![VNSED;&V\9BLA)"T9C/;1*G?XFW&?/Z#=F M;])CZT8.)OU.WY[987'==BV##X%SRW[>O L2DW*_,AW:H%7.(W;-)B9-U[JJ
M "MK@KIE$3*9A,%,L<1Z2WNF+UL'VB%G5&BXLJ\M89B$73BY0&7>KUM64L-UG MU\IXCA5DCEG(A5/+2 /Z.61(5U8JV*!RA(5U_Q>L=;"_:"_;-LU09Y9H,RW M&HNKQ=;N*-
O0:)6WY_O"]J3,G0D*V5)+G'O!DOM6:GR@19[N53T(1$66' M:T9])LT-^O>E$&I_8OZ@V/ >_@M02P,$% @ (%M69I[E7U\!@ XAH M !@
!X;"]W;W)K9ENB8J"2Z).4T^_5+2HIEBQ33;/O01I*'HS/#X9Q# MZNJ!BV]R2ZD"/\JBDM>3K5*[B]E,9EM:$GG.=[32OVRX*(G2M^) ^)G>"DKP9 M5!8S%
31K"2LFBRNFF>W8G'%:U6PBMX*(.NR).+Q/2WXP_4$3IX>W+'[K3(/ M9HNK';FG*ZJ^[FZ%OIL=O.2LI)5DO *";JXG[^#%$B,SH+'XF]$'>70-3*AK
MSK^9FP_Y]20PB&A!,V5<$/UG3Y>T*(PGC>-[YW1R>*<9>'S]Y/W/)G@=S)I(MNN3%/RQ7V^M),@$YW9"Z4'?\X2_:!10:?QDO9/,_>.AL@PG(;JEXV0W6"$I6 MM7_)CRX11P/@?&0
Z@:@GQV NP&X";1%UH1U0Q197 G^ (2QUM[,19.;9K2. MAE5F&E=*Z%^9'J<62U[E>E)H#O25Y 7+B=(W[TE!JHR"E7$LP9ME+02M%+BE M@O$&9E\RR#LK[%@H: M@;*BNW.
@RE 9H[AB_]PV]HIH?#9C@^`3[323ED!ATR@QI_>"5??#MXYBZVJ[9 M=1^ 4,$KV;[XALHQ@&X<'H!.7(\@'+N M1;G:]75!G1F-K'=&.)T/@-E&29!&;ESQ 5?LQ74KZ(ZP'-
?.].GFBKE:DM% MMS!=8&,;+$3Q *QME(0)=(--#F 3+]@O7)'B:8{] !-7X:76(K+-$(R3-'&# M3 \@TU^JSXI79VX:31UK*YTGRO"[PPPG,1ZI!ACT?!7XZ]3P,N ;4)MB&,UP
MY^7D_6&*ATO)999$>*0,X!&KPF>]5@LM87*JR]7TTYW153JWU)G3SML)C!2G M0[NJS 8P=KS'/12BU[Y4@F6&=I_IJUVCDX !.&P"SQG=0]SIRCHYZAV;7EF M'%NOQ1!C'
[A.>SB!$7I","">G>#\IP1#PE]#?E[3 $5-#_SA+AV; MN!!&\Z%<<)AUW2U&VC'L&0[Z*>ZI(3_U8;XNV#TQNQRO6(V@\$D2:SEZ"*Z M>*P/]TP'_53WD>K-TW&M^['!5!;&
<3"$ZK#2E3H"M><[Z">\4U8^@NQ$:A-7 M&$9VM3K,,(8C:44]O2$_O>E=V%X3!]-+"4A:,2XT'RN3W1'J0#:#I7& T0"O MPPQ!#,,128YZID-^IOO(J_M6D^=T/8P&YE^=+2/_.;;WD]
MHW60364H"(-DR,P..PBC<(R;44]ZR$]ZCE7V'&2;WN!<9WJ(V&&6P+&M#^1) M$/GW:)];:=XUW1V_W\X>I:_44^/*/**EM66"+KE14Z%?/U'HO<7EXU>U>OD M34XW+&/JK?
OLPTN[+5[\^$W>3K/0,S!Z=I.YH;HR.E:1 T_]HGNF!JM>6"_4OS2U/D%# I3?4W6]5:2:4O=#$! MHL"*[A0MUJK;TT%78W6C-]_MT^[\ZMR9;8^3BT9UPEVJQ M>K]M%,&1#23J-
0OR:Y9W>R!?MEBU;9=5D7S=EQUS:<1X>V"CE+S(G&4 >X#.,0AWBDFG&O5[!? MK[1B4#K:G@^W+4O.8#B'\9!6789HGB8CO(I[$8/]Q:%?<2G35&[PAAV;V<|
MR#]>=>Z577:NO?+LZ .$^?KSB8A[5DE0T(T>&)S'.B&B_:#2WBB^:[Y)K+E2 MO&PNMY3H,(R!_GW#M>CM;LQGCL-GK<5_4$L#!!0 ("|;5D;&PO=V]R:W-
H965T&ULK59=;]HP%/TK5K2' M5NK(!X1 !4@MU;0^3$-%[9[=Y$*L.G9F.Z7;K]^UDT90OJOQ0'SM@^]X8,O3:_9-5@PT\DE;:R*(AHX*"B?I)WYHZK|'"WAY"U!"B4PG=
MAM!U1FMESM8=-70R4G)%E$5C-MMPM7%L=,.$7<6Y43C*D&7ZDGPE M7XA/=([=>N0;U&AG\M-&$VVM8))JC9PYEAW2#*Q(%46\ '?7J8?@G+%4&W1"],7)F>** %@4+A7[)!1,D
MDYQ3I4F)O:X*E[NJ4$^;N&GME_8Z"3I!./)?UT> 6TXZK:.NN,U5?C)<+|\D| ;ECHM19ZG()PKW5U7'YO2]5'W8<0 M&X+C5G#|*<$_*Z,-%1D3RV.JXZ.J#R$V5/=;U?
V#JJ>R*/!#^Y\W?O^4C7\$ MM&$G:>TD9]@Y>])KL=#%L'PT\X..V]'9XJ?ANX1[R_=FS:*\L/JI9,:,)A@=2@DV . M55\#ZL#(TIVDS]+@N>R:.=Z<0%D CB^D-.^!/9S;N]CD'U!+ P04 "
M@6U9W'DCA$D% %@ & 'AL+W=O\]SI>.;]LZJ^Z964AKP4>:D?!BMCUG>CO]TQ4*T4*UE"=\L M5%4({?5?ZC@;M1Z2;-"EC!3):GDXF'PEMW- M6&0-:L1?F7S6!]?$4OFJU=
[\RY]&% ;D.1VT M:UK#P^M7[[_6Y(',5Z'E1.5?LM2L'@;Q@*1R(3:Y^:B>?Y,[0H'U-U>YKO^3 MYQV6#LA|HXTJ=L8009&5S:=XV0EQ8 !^< .^_^"N@7_"P-L9>.>NX._'-7 M"'8&-?
51P[T6;BJ,&-]7ZIE4%@W>[$6M?FT->F6E+90G4\&W&=B9\425*:1= MI@2NM,JS5!BX>3+P ?5@-%$+\N=:5L+F51-16F0!1;FRU;*5Y'>E-;GZ7(I- MFH'I-;DEGY^FY.K--7E#LI)\6JF-
!C-J/S(0L\UV--|%]|@$QT\$YY'WJC0K M36809(K83_OMDQ[[$0C5JL57U7KDO0ZY'I('1#..4^'V=\A|RTLC\ 3IJ"4=]9*N-YI%I0JBVOT((QQU5K_%&",PC#('0SECN![2
M<4LZ[B7]KC02&H9Y33%&.$:8T, IUPF"BA(6.G01%&= ^ART&\Z*8X623EFQR M'EE;T\JL9 4#Q%P5*.ND$P+W?(?.I OR?>:FN M**'49=T&,)P>NC@@SNA^_ M:"_E/^"W0-
X6]AS&E:S<0&/[3HWOO!X7><1<:A,,%[P<-..X9@?TMB5 05Z M0>B=4N)@$&^7?5:+)=J-%FNF:'#"/[M6X(24 82@UX@55AB&=+&:N+ET4|Q+: MD:4+XS1T]\$9!@OC ^V.)>%[2?
A9Q8'RY)UM]=;CW'-?>Q0710%UJ2(XQ@,_ MB%RR&)##&D7^BT['],/GZ!\I'H;-Y,\-D^<; ^#"GW-7%EA;@F4 =$KT0ET5F3
M7738O*BWZ46]S2[E[3A5^X&3]4^<9[0M<@4__E*5YZ+2^[1=HVEK%HL.2XH. M0WZVF H_U2+WT^MK']L;:OF![B'6,Z#D![^=;I[8Y0X]>1*@;B& G ' M> S&AM$I,?;3+.L?
9[_49U@RO15;[(FE;$309&,/8XR"EZI80Q.TQV#G=\5< MV<81+F=W3 VBQ(]ITIDDEW%[C8*GH%[A!D+ ^'V'HA\4 MF[L68EL^2<[F_GTIK6.:Y(B4'.;2#UG+'C[B/!H-GZ'&OGFJZH_-
AO,V^+S; M[IO;V:9M#Z_G\V:UX;NB>54=^%Y\|E#5NZ(5A_7CO#G4O%CW@W;,.8ZB>+XK MROWL[J9_[VU]=U,=VVYYV_KH#GN=D7]QON^K9YN9VCVY8UWY>.F[=Z8W]T<
MBD=^S]OWA[>U.)]?4=;ECN^;LMH'-7^XG?V$7N^X-MMAR3F\?L)=*8^9S?P\O47]'_TS@MG M/A0-7U3;_Y3K=G,[2V?!FC\4QVW[KGKZ)S\YQ#[\5;5M^O^#IY-M- M6QZ:M
M=]?^8@:[@[JP%6O>B9[\?+?@]JUV@W+>U^+04X]][1;5? MB\O.UX%XU53;+\OCNM2C'L9A,'[^V7PXH>7P0!N0]^VU3'IMBOFYMY*V;;G7. ^ M.LWLS?/,\.#,=CL12?VY@__ ^PG/T_
&9AA_EI+68F0K+8!F^+/C0TKMV/|5HFYJ,/FXB*>KR0^7TG/!">-ALBIHW+X.B#99\]2H@Z,< 1QA#5^$9E?6H75KY=!?C%*=) MS&[FGYYMIZ^2VBOFT.QXK{O
MR;#+S ^M@5>W$HM44?=KGG[O7'/*=&F$6:9Z;%CACNM].F-P!HSC,S@XS]\._ MBA5[6S5@%F,&P[ICS#7GI6D1$I)$2']-::8X%Y^=BZ])'+|4]3F:"1X/#9Q
M6$_-7'X!,L]@2FT)V?:D(&)PTEU,B)Q),;E2#!)<*R%FFD6QG%&D0:7FW:, M9B2&0RT]^YQ^DS4J'1MJUM-/#36?8+DG,(7V[$Q[YFV-RD:$6@:$&K!&F6;P
M&F7:6=8H%$EE&UV=M-U\[A5>TI5>T_(2F7 4410EE _Q>5 [HFIOYGA$ MA$7#R>P$]JW-L4@OVGJWL$@,_J\'T7)?:"KY4NRC<6I_%.%XQ#V-S%H@P5F: M8NVF!NS"A%
(::X8Y9(A(QO! W$G!C<8I[JEZY00[8A6Q3V!RW/E$RWVAJ>1+ MY8_LTG^*:CE!.>+.U.N@;@'L8.$"&%]4"Y(E +++7 #\WS;%WO7KHBIYN;Z+I M]R:.A[[RX?
6J;/I/G]^N#EU)U%R&*4B2*>I1QEBLTV2=W.20](F6^T)3+XPL M7Y"]?KGRPH 7(W86<\@L>[)$CU731J]2[3 J$[*B0/:2XIJZ')E"WW#9-,%)
M@G2GG4"Y"TAU6Q85R%Y56(5>ZKZB9G6AU^> 22AR5$9U!YUVJHM2P*-Q"EY; M_YUW#N6?E-;BQ1,4X(-K66=P.0$XQ,MJX6FIJO*0@+;"XF+-<|)^ G*ON9A M4Y.+!8_IX;0$[,
(DBA.D:RW $$<,17#882GQL5WB?Z,U#YL5 !)EH7YCVBF(NJ?KO\|ICF8;,Z,"Z$*>6-C5G 1D__=AB5"5D-8'LU<,V: MA\U*P'#9-"&8,-UI)U#N E+=ECH:2K[4
M\GC<$X)1A)O:7A"N97_7M%R7VC]\WTI_XE=_GO46L2L#O25F9A2GN@Y$K#1HQ0X M$QG(C$26 \1>#KSCAV.]V@BMU1AD.**0F)(_)$AD:ZK?L/8Y3(U$KV@YZ 6.
MNG\#W$I%3^R*WL(MR*>IVD,]3A8$VH)'*)K=^A\ HH-;-Z0B_89__]= MN/4[8^(]I%1WW*W?74"JVU^_D^OU.W'K=^+6[X"?)T.4HU?>LW':JBU*_DZOT M^^5C
PJZ;^IWEF04QYG^G,8^@AW ME*:1OO<-V(5)%B7(B#O($!$|=&M)_4Z^C7XGH_6[?0*3X\ZK?O>%II(O]3OQ MI]_)&/U.1NIWP [6[\!9;?
J=2/U.OHM^MYJU:JN*5[2E5[2)N!+*BJ#S("HCZ[P.B[CX@P 0GL;ZGX@;*74"JV[+VH-?W 5%W M'Q!U]P$!)B&+(WT/,W?;J2[*&H-^=1\0G(!-:=VM>!0Q(PM[+1"\HN6^T-3O
M@,DZ@EW5!P02SBDRU::YX#.H#0BS1;RG +DQIG#!-KN20(<*490/W%],:GWV7 M3B &E "Q_KVWA7UN4V/2*UKN"TV]+E+ ^LS^M$8BY&K*8>7U;_,L 1L]_]MA M5"9D,
<#\/TA@[@<)@ F.]82_ = /E+B#5;2G#V?4/$IC[00)S/T@ 3$*"L?ZT M*7?;J2Y>?/GVJQN!X!P,/T@]A?LYK<8+QJ:E]H*OE24[.K&H%@PL<\2 ", MP/T%P [>7X ,P?
V%^<7/9'2_@B+*UL=2K%%;_B!&1J\2P73]_,,BSP=M=>A_ M.>-#U;;5KG^YX<6:UYV!^/RAJMHO!JV/<9Q_WN7N_U!+ P04 " @6U9 MJ\D87_0' #9) &
'AL+W=OXLNT+T+DF[[4/2!ENB875GTD72RZ;_OD%(L M6Z*8!'518+&6Y>'DF^,?#.4KIZD^]7G!OT8U/5^QGIR-F9[.9WJ8LTW3%_(M+:_AEY54&V;@JWJ8ZJWBK'2+-M641-
%LNF&BGLROW+U;-;^2.U.)FM\JI'>; M#5//'WDEGZXG>/)RXTX|K(V],9U?;=D#O^?FV_96P;?I7DLI-KS60M9(=7U MY 9?+F)J%SB)OPG^I ^ND35E*>5W^^5+>3V)+")>|
<)8%0P^'OF"5Y75!#A^ M;Y5.]G_3+CR\?M'^V1D/QBR9Y@M9_5V49GT]R2:HY"NVJ\R=?/HS;PU*K+Y" M5MK]CYY:V6B"BITV?[$?KB(,%H,>_@+0+2'I!/+*
M@NX%H]#,B$8D]>!9O7TX#<.C>R]3IHR/Z?MMRQ8RH'YJP%49P?>ES4Z,F]JNQ M*7VIMZS@UQ/(6]=>%S;L=S8W(+KE6[46GDC9D9]F>S_-@EMX;V3Q_=S6R!(5
M<@(%H9DKO?R'O>8^XQN-R<&69=&LOZ\>H3S)_9N:[L&F0;"?.'B@$ U *$*(M;:0RXM_NA@I.@ QB_>T*%,BD>*]OCS,)Y(>MS%U>B<ASVS"#.5 T>!MB_ M??WRZ>[+#3B[-
@JB#"GYS"KSC)C6W/B,R 8 (9,R6_&.[/")X3B+_;;D>U/R MH"EW0!!,[Y3C"4L3[\>?#X&E-.O#]TCA."PQRAGWC):BJO3/MB!X>2T:@HM)GO1,\(FE)(M&3#A@;_S.<++=
M5>MVN:S$PV@"M)]/W9HDM(]*#:&FG2H2; "+]:L?N"Z5U9MD&B7NY5@X/7Q M$MNJ/U&-/96V8V=TK0$.\O#_5G3*CS<$HBX;-;?.9]8'HWM7L?L.$SMMXIO
MF2A?:*#9,FG67'G!Q@,4.,VC/M:A5);.1I!V1(^#_ @5]N#BD2TK[N])$P^T MB/2A#:5(-*,Q'4'7T2L.\RN4'FS3,B?4,YI-*@Y M0SF:QG@$=D>]-.RTO[YT1ELE'P6TZVCYC,[:-
NF#MT_R6C$D5[BS\B@ T% M<90GR9@A'1/C+%B%OM2/4##?T-'A(*6_N]R<2-NQ1UIXS!KWRI9<%YJM%)R M@R!KD69M[,%OO%/.#9;-A7./:Y.]3AFR\[ML;70O6T@
W1Q2F;]1/>(G6=9FHU, M!J1C6!*>OC^+FL&$]WJBDY..WZ?2=FQU1]/D-9H^3'27Y!!YJQWD.&][C+'] M\E V=(:D3S >N9'F@G243<*4O4>]V[I)DZM":
(=WHTLWT=#!5&6(;7O!92H5J:$<]L]U@ MZ)?Z9@SEQHSH>)V$>?U6'4B2+!ML/7]I55-'^IVM3C]I(V"+Q+$O\>O;@A=-F,U7GIQ.U.YT]?F"^ M\Z*!/#TR&(OHL;79F71QLH
M+MR:HU=_ ^\O9D]/G#PC[N C[^*'97PVM-%%OO(N^L75OM*&M8+M#>U)O;:P. M'[M@U']_-E]:];KQU6W=<-3I&%=>Z:8[7GG"F:PR_L0FD&.L@?] ;7C@J E#5Z+ T MQX1^-
P2W.JHMH1'^)56LM%/6U20B-$(.B:$MUK/K=>=|XY>V@IP^U"9$&ELU M78WOL:&&37N\-K75V!*-,X15<3)T% Q;W'3-1$?RPI3==6% M?74FU6 Q['(9]#]+8KY33H?H-
XU=Z_E$>7I;&:M'];.?;T;[&:M';GD\1Q[I8^, MSNZ8%.DK$3W'"D9T2%M0L^(=!RZO/Q[LKDG[!YFL: 92+7&_;Y;&S@=`LNT M:J/;U5;O\+37TG-U]>'Z['3V3&1LO%L>
(SFPN>_(*XL^5[_KIC7.SG5H2:E- MJ.K&^:V#7FFZ9Z=/_L]V?'P^WO'Y>,Y3&/;;;\0+CC-!KUGT[S27HQ M>RJ2;E8^TG^U-9'>A::?
EG4_OOW^:1]6;F7G%HLEBT_5F^05(W^@]08.@&BL MNA#HFV9'SD^YS" RZ+M@Z0E%/?A%ZS?>DIXJ15*L5057;8-V<=.0*H=::E?! MK^<>0]>V"EZ[)<4V[757Q/Y\>?SYPV46?
*K^98AL5)6)<=$US2ZI Y-IM;&W MO@4*A&GN/&0A3Z1G8L8;SZ]+VL;;OB@>2:V X\BL3$FMN5K5;B8DOCJEU> MGPVB6\81"$,26R<<$9O=^JZIU=PH9T2M.HK=AO^^I76670?
W97-LJ7H@]$- MC:5]0+*SI|\C^5=EF?_1!+PW%H5D9W?HEBO:*J_: +@VG6S8-QU+0;/#^")I MY06F:FPKJVTV59=-N^*9.'Q9"+756-I94TO,%3$L/6WMPL*5*5KI;QH-)Q1\
MI[7A%C&F])L4.1F@M0P&D:P1 YR- F$NCZ>):J]]OLM>*L M#[HC4K%N=LC$B"4\IVB".O[M*N.8F'CSQ4;VSOX%K<@9R8@II;HV$'7=^ U,
MRS3@5MM&SRDARG!'DS!$-2K28I69<$#U$T)50WW7RA+PUJ: [C'GDMD>=(9 M PID7OL(KZJ 06LC8<0>36J YA4Q1L*6.3D_*..$\B$)ZRL0:G);@ORTKFN M;F 1QL9 L
0+17"7*,1AK$Z8&S(+HNTH_J2$9"0"^RY1%#*TA4A%VS;-G4PX MW*R84WQ!3,@N:JU(<10Y)$M@9$^@E!:)956)5_BQ)A0BEZ#I@OFM(Y#G&)(8 M()P-K<;T??
A&5%J40&R[2ULUQ $N'QY NB06^5MGJYL&V% E4L=1EI"$U05C M@PHJ5K/XZ'04ZL%L,$6$Y0F')$Y_)E)6+,4[:,*I+?XBQ8'ZI7?7&\,%)FLFA6[+[@,[#>U#,4RJ6 _Q7,P:"Q\0EE:
M$YR+:EP,62;*2]1QZ21),BM4"%S.AZO;=DC2%DD-01BTZ"MV88JLNA-N,G0V MT2:^9-=;+,A!JZ'9WBW2,I&]TSC WAZ?&-G<>.T%E0O$@6Y";-IJF^T MAR*"]K/0M^3'\]T3H&5
)AS9XK0N]LY"=(*9@_ZTU6R'<,!T<3;9 27"KZM M MAWR U0_%47#,V:.7G2;BTXDQPH\U62FRBS$Z8D&! *I'>WPW@:7PU!3S\3^@ MO7W$]J;#5\KCVP!$R M1A)OJCZ-
#$2+Q;8#32UN3)G<'/]&ZJ*)(^C&7C^FKS!@LR2E,8F?" R2;:7 M).G1C9I77:N=X2?3O^AMDI*RX7@ Z5J3E ,M2'\E4U*1HIZ8=H=DPD"Y3@@
M!"44!HJ(1(1_SU7&)9X,*)W<]9KK8&-3@3.W'A=F@"!0C,D$K MY2?:B6M\Q71;T9=]GMVN?$Y![9!_L>_P^AFZJ6!_?0TEM ?""GX_N,9* MUR G8M@(0M=,6LNN2;EUS<7@Q*-
O+TC!.\0&0G5#2$?4;'G1+"7DJ4QT32 M3,,<0QJMB+7=@"QR-0VL(!.NAV!9YU@@70^-(3"TMY,>/E)@)L^03-QN/6O@ M3C'
(V26RX+4\%R3?]X\,>'_$0=Z<_PB/#XA9YJ)F;AO;RMN4S*2FX!Y$'2P2 MR'PWM&F]BZF6X6+LZD_5U)/,W)"?%M")3ZT%+MBQ+%4)%*|%03'?8!Z,\)VK MJ;UC!R4&T+
[TMP1J!X[;.>ECD"9O ('M%I[,DS-_HBR6>D6>L 6!5I'X],%7 MU^!OK*R^K415ZR5MI@&G.V?RPR02#(WYOEHB#?95P<\Z$=!WCMA#BQJ/1'F+ M?'HY[TC'6<,_OWM[V?=*
I6PT]4Z[6K"8.\Y*IM155YGL3LF%6FI&DH M(HD7H)DP2C?W&&/"GE\]%*V<)5/UDNSZ^3B9(^^G"] M&K8ITNG6C-V+=LK.A2HMH(Q'V:[@U-
D0C>++#FHO:@[)F[E81=%"04E?),"K MH/K+BJKVR+6]>O^QN!:-*GZ50EP:)8 .9A?3TT&<$Z6,7*!&XL AU32#)%9Y M@7.F&ON"^3E5Q.F4ZD'KSG6#4PO%)YS('4D)R1-
+/7UW7AO'0@@HNP*D!VS. M9OC!S$.'LOILTO>+LA%*5VIH#8@_WJ U1>5[2CR[F%[\ITK,S9I,_.Y7JE _ M35'!;TLQW[)"|^!-!B!=4(J!!S(/X0J?+S'1"*,,>DN.RPGI2Q0^47J%VKD.
M32V]B;!265?O)%@UMU/^H=U8V>G|&(V#U+B%! ['I*+%R%'9ZYGF_F5Z/;4B MNV4$'.$-K<9%?*8G>]OQ:@75S_GI^5E?R9&/M(U4@<%(PVQ_]8/+ ^JZ%03,R
M_N*X#|='L.1D=_#CVX(?>8*Y^::I],L22M1IMZHN1$FUSY M'Q1A?/>C2>IJ93 'XT56UL-5LA]B2!(($^&B?,AA.Z5F_H;]ORBC_*J-T] M^2V-
O">O+9BBKK6CHK4&H;YL5[M@N[5ZHS<6?.0#?\?3 I7QW\HEZ__[-/=/W+_8+1")_CD]>AYMJ+|_&Q>. ^ M!GI_%MY%:<2B%6&JCKN]L&<#>U*%APJ$2ZIN Z]
[]&PV/#E88H4,:\A9#[LR: MH6RM42#S/(Z;-T ^$&#:)4((AWHX9&G(#"$5+:B,H"52PL"-+U@' H,R,*4X MONP QIO/S_9/(\LY'MR0/IV?$H_=E2Z@R(#3("*7_F[H*#Z^Q,@[.B1,\/G(
MX='L;#H;TF;&=YQU+M'+;+GOZRJ[0?ME375% M.?HH8'LQ65W1%:HA!;9HS&8G9LD]M%Q.!BJ$M>^S(MRRXR.^JU4#H
MB3KTQA"%!J1YWP^$$$IGGYSMXFS@;&3W3HI,SJ@MI:O4'S1S3OPE_;$YF([J MJ@I=2G"=XTQ:L'H)C/CW$$/#W=+A5$+OM-Y%/G'QLC_-07?_:Q59@ MA(3)1NF?"_|"T>
(9!U+&DYYRDGZRP7(G M/%:!8F)P"'D8DM#PB01:A^_K7-W/RA;E6M& ?>>SI9;[9WD Z3#-(4 ;<3(Q_DB3SNLTK@NY&9D'N MS'$]O9(9$5PZN\|-' ?1V,DQ= "JA[&3R,:<=|
<'OYT4#R 1G$%W $&:R[J% MMB%7'^5B%X?PE0/1+ ^_K7-W/RA;E6M& ?>>SI9;[9WD Z3#-(4 ;<3(Q_DB3SNLTK@NY&9D'N MS'$]O9(9$5PZN\|-' ?1V,DQ= "JA[&3R,:<=|
<'67FZ]VOG9.09PFX4TS5Y[V&$"4F MSDE\K'2QZ\S"+X5S$AK),8'"S4UU=GK\7T6;.Z-Q60@O[1$_%/4,R?V=AP,C MOJ9.Z4\3R*8@_E/UWE*Y5S\SX?
3:$.R7;H(:WE7J;HXM#*7)9A0K9]-M^]L]R/R4=+%!B?$3I['$1$+A0%0,ADBI?K>?I?F0#/'>0IEW M47^M^3AQG&531;&77/=R:4J8?0J8H@43N]030W5X:YSF5OUAQ,R$^! Y6%,H
M*UR!9M >LRAP.8>4%"R?:K-&N3=QQY:",:U=&VF3IDL-<%D"B821\"U2,LY; M:ZX^T-4 M[R_E<&! R:!)@@ONVC\-KTR+'_<\;,$"433R18UW. :0G6XAO<
M;2Y>E^,@]JW&PPXMO>'^F!^@M,LMP#N=C7TJL$\.AS<$B-4$S5WRY$-,U&K? MT6MZ3C/)'9^YD&QZ.?=JI$&0SA3D:.J/)HW:\PE1SHG21N_S ?NJI!6NG]-Q
M>N[CR*W&V),8;MYGP=EY4N>L*ADAM?!2A M/C/>,;:S,97.-#8:>NGGL%)U+ M#(2;2$T^"OTCZKN,W!PM]P*21O:/< 0 (50P%($=&N0X9+(II'GGX@GBJ+Q& M1-
;,MP9PQXPU"MN/B%6"600X&[*Q45QWWA&/XVM%Y*]Z:-.I7S?$\|%-9P(M1P(OJ?%S=Y7/RGQUDY&IBK_3O)-W<24E2BYEDE^F:@A\KO06?.

*LM#8(R1[5,QJW>Y""1HBIT[V>SM4CH+\6.D8) MCN]H9LK)J1E$PCH)J3DN7^ F!)]"*G7+<&J7N+^Q"1()Y_().DWW;RQ56KC MX1J *3Y>'#;Y/C= &(0F=S8])/4GG#T[G.'S_? P$DKFCR"$[@>QRFEP$'DTR M[$5D5)9KNIPL P<6JZS/0'(*%QYP(W#4,Y8"FE=VNJE5S/)SM,U4]^BTL? M$]%'R5J]$2>EN-N#@/CONC!$:0M'=;74$4X)&1^ *W\63^\#S#EN0JYU(?!.XHEP:SD!L MEXYS%B>/PEXL9>.JS8<&?>HMT'$DEY2_R?>*LD>S<^DKGZ*EDKCN*I-OG?YJ>HZ(DV<*=3'K M?"?MN .W8B8RA]PW:C*G.GSRF=&'\P\7FJPP< 6S84:0-3NN$#14EQ1CF*- MG%.&GLAMOG3]XG"%*4RF,0"085E)60'>X6-#2>%WV=O^4RF,0=%YV=O^ZD+DTB_O M>SR%(9ZE1#-E_SX]?ZY^D:[Y]^E68N1=2I57@>4@>H;$K!T*(6SS7(; M.E.(M;XQY>YC^@$.[HANLJ2@_LSY1N0M7/X.13$V.Y48*)#5\ MH\F[' J3O(O0X9H7Y]&]JU]\>U"[#K>@Q#L1VJ@7T_DVI]$YGX, GLO>T'SM MKZICP4#/9T^O3A207ZR*A]:O^&?B1F9-F2 MD[OT\C+C)'=M.IAJ4:7 MO*FN+N:7ES]>U-HV9R^>\6_O_8MGKHN5;WR[Z*F4MC9-L*Y1WBR?GUW/?G[YB-;S@OJ8LPFC MSXHD63CWA;Z*9?71)#IC)%) H:_V[-*O^51 AL_)%GO5'TL;QYTS]5Y8= MLBQT,*]<]=F6QT2O<%7@OVHC:Q\)/E-%%Z*K MTV9P4-M&_NN[I(?1AB>71S;,TX8Y\RT',9>O==0OGGFW49Y6@QI]8%%Y-YBS M#1GE)GH\M=@'77_S;1:/FZES=V%5CE[;035371>&Z)MIFI=Z[RA;6A&<7$:?1 MGHLB47XIE.=*#/]=O75-7 ? U2U.:U475U.U/QR M_N@$O:M>]"NF=W5"]*"B4[_:1C>%U96ZB3H:N%P**^0>W28'$7/SZ'5A7E^ MAO (QM^:LQ=_ ^\OLQ\NG)YA]U#/[Z!3U%]\PC_KO1W,7UY:]+4-O2PY,T):-^E;;2B\JXEB2&F>'IE3FEE?'M8YJK6\A6E%T MWIMRJCZN>_;I.!NP#FR;6UUUFC6Q61M0]WQ$SWB-L S\$Q*%;6P65[.44!>4 M"1ZPV19K7N<&C1%+A0YKM43FQ%>.#.Y MPQ& (3I1=JN F/!%527Z\!:JVB_@\ MH*T+!X\B_-A-N^S M@&1K&[":// :H= W0"+E0MQPQ")T]R4\+= H_G.97R*BS<$KP&O*C%B*>^D(5TA4NF/\2()Z]_;-ZP]OKN$W ?I#N!K: M\D%O<41R*LKB'#3'+ 81**H6!MZ\X_?,>;:%[PO /:M,>S8^N*VN(DZV M@H\C0XB27N%D#SR6EFS5-7',-8+SKB*-NQG;LX.)> M_>/Z^CVV.J00'>CX.+)ZD96:Q>;MR/+8'60I.6=!C%'9@O.VK7<:9I7R8Z52 M 9[GM,Y.TK$'8.5"+VQEX_9\PU 7/^:36KV50,-94@"RW7:%$64VXWG\I<*/BU &B2I D4<^5O7\!9\XU.H\C9D+S;&)EN+N&!>P;6B MZF^Y5,(JY1=7CZ=#E-'#9LC[SI?)D?"M[*0'2IH^]3+(_13B/=UDRW(<SR>SI"0\/3YPA$^.A:D9HG_[R1BKS=^=" M@^HRL4M@Q;MNM1XR+DZ'>'(,ENDB.S&G+TK>. 3Y*"=K63E24S+8;G!OE5M4 M=C6*W^1RO;+AB;3>&0 M6;G"'(=D#D:)(D]Q#;#D&7QFX-BGAMXHNS7ER+&6;'>>TE%)&.%@6!VG%55,7JH8+@5]?,G38#?Q&_>TO3^;SRZ?''9D7S)XR M;.[\=V'#*0G_JUGXCFKI3-KQ>Z(3-6]H*D1^P'%[5,I"*

K]E!-!79ZZ$ M-D$)-O!1%:9H3M RY8]$@LXGF^3SQZWR9 Q<=/QSFE4="KK]FBTR A, X<7Z MO&NI@5N[-!1PRR6EE,3J!7UC? (?' U'GIEG$G08J?[^%:S;/=B'*B@.6?1 M=]/@O1KW,!B3\P&/>Y[PM]G\Z8D\E](#]T1]&@+;"/D?E@/**RH"(>HD?Y[SR4C@(CN(G*D#2_ M#^9_GS[IDU-NH,B)"Q,WU"SQHMGLR736K](KB+PB[T+F;FBV4NT%PDB/)_3 M>/)D>G6 A#=[=:4&D2QDPBY!$_^-#K^# M1NX2##+\!RY0_WRP@%8&W1%3RT4S.=2%63K/M#=OS*-:MS,D,69MJ?@,PKFE0T M6W:XGYZ&[ZHS."1$ZH,AW,*0E/N14M-(\G1^&-AG/T^=?,@^9X5:?&I+E8F?3.5.C61G3N7VGXP;=:YVYY_@GJ3F,-VO8AL? ;A8WZ+15 :|)@G,(E M&QZ,5[1*#)#140^O!WI]+*1J*-1Y7U]>N2FDH4*.TJ6V?K>,RH:^?QJ+|F4Y\BL4KH" (5QG].PS8A* M[]Q)H"%@C74V'=E-)LR9]0% A@,%OR57)^?C82$ZF+8OB3DIT2&##$"}>8.R:/ M6-L2 $?C3?9GFX_$"6M'?=I.VDB?>=)4,0=EIB =@!8\<=DA).RR=Z->$$FW M??;,$? VXFFP 4.7\<+ _"OOVO>1W,"S@91V322D$V6@ ##@!1E[$(V%4M: MR$AXAB(I]Y>\,H344MTSQ%3=1%=\.7_)0!O5.OPJ*40>2/-0C!_8R6D5YZN MAC4|-VW+@3!..RBLD*AE/!SH +$G"VFA?CBZ[!HL-<9^Z^MU$0/$NE,!/H:NB MJY*ALYY?5AJ"W!1KQP,=/N^<8 @MJ%UIJMR/I:X\J-^['+^1+Y0@:U//%?&BN-B,[8J!\CB"E??5N=O0LP3P%X4-&M M+&&G-(29#)//E M+6T,O#YTBP!&*5CRC,@N\T1D4$G?DJ71#5TA]4T8ZZ7.GC>"UD'[$U#1P6)R MG(/)D_9^12EN%()#%$)(_$+-.(NXIM]!_&4CK#@QX^U7,4.O24)}-VU\Z[1FZ MO>:IG//@[1/O^0RT"6U&YI(*1Z4WDT.,2/J,.N.!KJB,[%Q)T)@=I7^,P^!/ M7PQ+,/0A?[!90<)>\PS>ZM*E0\]I+I5C3<%5&DX6< .P&JCB$2G&'FD$\9LA M/;"MFF3Q?.5V7VO] (#E-.%@WN\T W6'4HU38M1P2INC&T'!?,$*(W'=^U'=0 M]FL#GR)-1WTWQAEC++%73Y>L,J3^G3866:*';V"BMXLNYEGZT#2%G:[I@&7V M!P=RV7Z7NIUC[$D'A="-,+_,=UYV:9IM^NR.]]J.QJ#2HI-=;[G:A57-9*X([.Q!I*'BD MC70X,3C<5KL&#F>7Z?#=6VR@"X*&7PSG.%0RO@7)O57H EU^D0):!K]@4.<; M#/3#*KWIX/B2VVVXDDN:@R[0=)DR836&?)XWH@#+ B59+2% M0?ZX5??08X=+'1*W.%0*&@7)#/L>.+(fW0X.%%C;O/QP"B#-003.L!MLO7.F6 ^7ZC';2N&&)DQW8.FDLA665$",&]^!"5] M.MV[ITY\X"HC]GS8.0I@.?@6HW/9U0*W\O4BB]&7@_-8AY6L@*J9EQ/0I_('2/M3D;<]=!E M3_NC,?_^.*YK-#)*!#INUX&XD/NW7@]FNPXLH0.C<3/=R=Y)W/H]-#;D1>C M-UIKXU?\WB[-#9'FY.76_M?^U>!K>2-V6"[O%;_5?@5UHX=;8NOE]*?'9S)5 MR5^B;_G]V(6+T=7\D08\QM,"//%\Z5(STA0[H7YA^\7}02P,$% @-(%M M65."T\+U! =0L !@ !X,"]W;W)K>6'J M2FHM^86U].AJ9K. 5,T-5Y5ZK*41R&DU"%A.POOG=K5ZEEZN2]P.^" M,\S>,SE/EDK=N\//^44_=(1XR3/K$!C^OA;7I8."#2^=)C]G4FGN/^\17_G M?#)X*TAJ^B= MD$QF@I5T9YGEJ#)KCOG;PJ7'X5S#G]J:9?RBCXXP7#_P_N+UJV@2GKU -MV1 M35]!"7UPS+85<[V6$_OC$'RU=EBJ[__8W9W=_X)1Y*!]! UO;<%I MXSL%TNR!:S0^R:9:PI!:,: *K>I-&L(,,99)CY8WVOTY?9 2*A_2E2B]T7]# M>RO[_Q`9ZH1;&E18:6#AG4,G__B'S5F>Y$Q;4VCGPC3(+NGBMO^^?^94ZY( M*KMU@_:\),SK#LG &]H4(BO@ 14@3\HY4}; [KCK.S%\XGVFE505<>" ,QP-?`M IT)P?C(C>#4KT\&8K MC=9^

(VFZ8@7232:CGHW!)'@]@E(B>(?ZL=MNDRR M!)(X2N(8)E$V'4$RBH[(PBO"VG801]!)R\$XAM,W>\F$$QJM5V0#M*CZ' ZAO\3 MOC98^V+$@7F&Q0]2+SPI,/+A-.(@?Z$&M='I",!XT(!OC:#&9-6.!P:"OG$< M^,&>RI,;CU+H1H$4=?6B+S<=C7*"TM=3?!{1,(;:O.$"DT8;?.9-Y[M:*6T M>3* M!*5,*=_TK-,O)D6T[/+=3_EN83!\6S]I7+"\VQ-4 M85:3(5->LM9QB_-;NRZF+%X2^E*,;T(\"$ M?MIZ?4DY0\V:)B_5QC(8W[90;K?O\RG%YT.N=N MW'7LSX/,2WHD5^4/U85):.P(3.E]ZW_G7YZ*$D<+*4(CX'+>;H0U@]]"!4R M>&P"&>!,GQ?3D'7G8:-^.DMO3[2!^ULZ?W\G;*?Z#L M\"N<$%L+F\=SV MVQ=`L_&F#M/HG?$TVX9E27\FT#(!W<\-C1C=AA5L_Y[,_@502P,$% @-M (%M61/LNA\C!P XA$!D !X,"]W;W)K&UL MQ5A,;]LV%'[WKR"\,.@ U=;%LITT"9"L*Y9AO2#IMH=A#[1$V6PI426I./[W M^PXERT[CN'L8L!=+HGANWSGGXY'/U]I\MBLA"LH564OABOGZK/QV&8K47({ MTK6H*,0IN0.CV8YMK41//="!1K'83@=EUQ6P\MSO_:!7)[KQBE9B0^&V:8L MN=E<"Z77%\-HN%VXEG+M++^EZW; MOT MT8T/U4@.5E14NZ__VYO7MS16[U1NNW(:]7RBYY(3<'M^=C!$U1Y2ZU9I_(S24_965VYEV<]5+O+'\F,XV'L9;I<V\CH\QO!/UB"5A MP.(PGAS1E_11)UY? X<=P+5YNRA>%MUD\/JJ"':,,TS M<3%$9UAA[L7P\H?OHFGXZHBSD]{9R3'MET\SPO[Z*!X/*CSL M,E<(SY<$&6N%!F$BHS;%M-]"4@U @03JUDCF2GJ.M%:H L5 ,C7PHH![% ()T2/K5. MQTZW1/7HG<$*Y&FYPN)"N+!40^T!%OFAC'^AK*/&+B5^E@K;-XA,(BDSP]FI0 MB!FO{8C ?B,6I@%1^]((/V/M2&-T"1@Z*AYI3=S&W$M+T,=>-R59@*<:71OAZ M9@VV&=KFY:ZPEM-Z@)@LN$M62T*Z4]_&26L E.>Y)/C@U4D4I./T7Z8&UK-, M-Q5ABW/#IX>5.I>%S+I\%##X?XD%:[T N%HX51?DXXA]_-I9)10$^_EL421{ M6%$B^NCYQK>P1ZDV^AZ^H<]7W+5)>3@=]vCG=[V?S]"=:"^5<&;?ZCE"R7Z M\(*]**Y^8-K>3@[F-1NQ/E(MP.!B]RX],.A_U2>NQ ,V/#;OFF@B(ZLZK-88]P MO!+N7K'W>RO."_3? UPX&E(&U3CZZ/HIYJ32*_WC4/BT48J0{0* ?-..&"MKN MKWA7,SM+*XYX*^V (."SW5B"7&D%2_1*[MX'&?81YW/"QYT+DA<*F^V,"<:ACBNA+;=6<'<%FK1/#'%XYH 4Q$^B=/JU41P@>TN^DU 0M3!2 MYR13=)QF1=;0<,.^(.M -!6$+8;"?EP)4T\LV[;V_$U@'<,)BIJCL<6_ 6S^ M/^ UCY{@-4__6[SF+1456F%X)4=H*,X;.")F)T@S6R[IG>'57, 0NVXS@)3F>)[Z:6RCV< MWPA!=*.YK/5RZ9FI4$>0OC5XO<]*_GQ9SZ >$G?7H]OT!-*Q?9VX3"%!!E2&=DPY4LP"<5c>$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5: M0? =Z>K]#"AB]L.M^)BUBTEK3LP.]'9M?A%0#VHIGCRA<'HWCTB3=`*$;SRD/@Y\XR.I6R --UPQ57 F("=&Z%f.[*%\ M.[K)83H_/1>V807.(C<>%LT31MGK5Z.SY/,1L9-! [.08>];7X]VQ-4J1N/F'I=&68/)1TO->H$DT5QM%"H5M%7<\.NV/$S[M&_C>_0>$G?7H]OT!-*Q?9VX3"%!!E2&=DPY4LP"<5c>$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5: M0? =Z>K]#"AB]L.M^)BUBTEK3LP.]'9M?A%0#VHIGCRA<'HWCTB3=`*$;SRD/@Y\XR.I6R --UPQ57 F("=&Z%f.[*%\ M.[K)83H_/1>V807.(C<>%LT31MGK5Z.SY/,1L9-! [.08>];7X]VQ-4J1N/F'I=&68/)1TO->H$DT5QM%"H5M%7<\.NV/$S[M&_C>_/1=.4<65 M!8$K!TU./IY&8+H1! S236C[!TUNB,*R=]\6>N-QJ<$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5: M0? =Z>K]#"AB]L.M^)BUBTEK3LP.]'9M?A%0#VHIGCRA<'HWCTB3=`*$;SRD/@Y\XR.I6R --UPQ57 F("=&Z%f.[*%\ M.[K)83H_/1>V807.(C<>%LT31MGK5Z.SY/,1L9-! [.08>];7X]VQ-4J1N/F'I=&68/)1TO->H$DT5QM%"H5M%7<\.NV/$S[M&_C>_0>$G?7H]OT!-*Q?9VX3"%!!E2&=DPY4LP"<5c>$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5. M0? =Z>K]#"AB]L.M^)BUBTEK3LP.]'9M?A%0#VHIGCRA<'HWCTB3=`*$;SRD/@Y\XR.I6R --UPQ57 F("=&Z%f.[*%\ M.[K)83H_/1>V807.(C<>%LT31MGK5Z.SY/,1L9-! [.08>];7X]VQ-4J1N/F'I=&68/)1TO->H$DT5QM%"H5M%7<\.NV/$S[M&_C>_/1=.4<65 M!8$K!TU./IY&8+H1! S236C[!TUNB,*R=]\6>N-QJ<$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5: M0? =Z>K]#"AB]L.M^)BUBTEK3LP.]'9M?A%0#VHIGCRA<'HWCTB3=`*$;SRD/@Y\XR.I6R --UPQ57 F("=&Z%f.[*%\ M.[K)83H_/1>V807.(C<>%LT31MGK5Z.SY/,1L9-! [.08>];7X]VQ-4J1N/F'I=&68/)1TO->H$DT5QM%"H5M%7<\.NV/$S[M&_C>_0>$G?7H]OT!-*Q?9VX3"%!!E2&=DPY4LP"<5c>$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5: M0? =Z>K]#"AB]L.M^)BUBTEK3LP.]'9M?A%0#VHIGCRA<'HWCTB3=`*$;SRD/@Y\XR.I6R --UPQ57 F("=&Z%f.[*%\ M.[K)83H_/1>V807.(C<>%LT31MGK5Z.SY/,1L9-! [.08>];7X]VQ-4J1N/F'I=&68/)1TO->H$DT5QM%"H5M%7<\.NV/$S[M&_C>_/1=.4<65 M!8$K!TU./IY&8+H1! S236C[!TUNB,*R=]\6>N-QJ<$Y&- MU.0:SN5&YN1QT]#&BIK=B!B;@&&@0@PT5DD..$##M8[%H;1@U;,.="-Q($\AY MKP,7Y#IW)CN&9&9)H;S*I6CI35WLCY94[2YIV>S%RHJ^# MB^(-:11E$VMCHS C4G"&F[)CZ"14$?8_U&_1F)9VE_H:8K.4:/@Y%,#YU"Z9'#U?- MMHS/LX/S5OON#1M6AR^ C]W#]W:\^WQX%+:4VI'B#4RS\??7"=GN2>XFWC3Q M&5P;CT&PO=V]R:W-H965T5)NQA>CB2G23_OTDV?$R+,V++4H\ MAXE&F[6M$0FV4B@[BVJBYB*;,5&C9/9$-ZCO>0WXFS:L IS MI,-- TC@K'EA*+E%9KA487,VB^>AB,?'^P>$'QXW=6X//Y$'KM3>^E+,H\8)0 M8$&>@;G?$UZB$){(R7CL:,,AI ?NKW?L-R%WE\L#LWBIQ4}>4CV+SB,H<<5.

{"5.0&+H0#UL40^/0_WWV2{6#LY1%,:/KUB_5,,'E@FYMR:5Z3?WMGK-.ARU@V22RR#%>*:K^UCC7TG@,#Z/HZ^XP5Q M[ZKV'K6U$]W5N,_ZR;IBQW^GQ'$C%\[,) I3.&L0'QLQ09+T_KO!73&+ M'W]C=@"5GP/),/'()":SD.2-)!M2XDB?T=* MFGC_0^0\AUB\B).&9HP0OP3'Q$DB{RC4O" WR,0>SZ6 7(XP- U)+&13*((-MQ]@AKF=JAQ,G?E?IB-K2$766#C3UA:&^1@S8TG<2>AD^C.E^2/+IH6WSW/"-M%^LT1O2)\8H7.BG2ORO;NVF>^$V2Q]&/)*\0]ZR22)-M(*,85X4$;F[>NNQ, M@:Y?"\0Z$X:MKNOQ,\TEO-"BLKCUN/QT=7=45S+7.0#]^V$?%PF=PO9' GHV MO%]*RT+X+R&OY=/^/) M<*MD$-=Q?;>=]"RKQO7K4_72_(K;O9W1_$S:S<#*>|\U@?J7V;C!7.*,SS,F# M;.J86;;1N*1O=8/3J%1W$.!%6.K\=*LDFUL(PVF.I\P$<=TY'&PFFGBM>PH@ M@1,2MW=#I7PS(=7&V;IY6$=GTV5@""4I5O5T;P@--MKNDLFY?5PHL&K5'7B[MV[Y?KNJV_EJ6 ML[:\/+JM#WD@3MM#T<-8HBTUTHPZ,XJ3?U^.,)*O)-M8:12_2OA^Y=R9K83 M\DEEB!I>RH*KN95I79T[CDHR+))DZ$Q5RVMD(63)-4[EU5"61I8U063B^ZT9. MR7)N+6;-VKU\0}+PB@BK'}UJW>I!%|.]YK_J+3KZLF<(K4?R6IS];6{$%*6Y8 M7>@'L]E\'B"M5\8=>===2U:(J5%V0D3@<G}^_='$X1L#O!/P&=VNH-M07G--%O,I-B!-*=)FQDTKC;2!"[GAI25EK2;DYQ>W J-,($?X#I7B> ZYS6F M<%>A9"9JBG96K$ 0&{B{65X_+"_@Y)&M"U2G,T<3 */&23ICEZTQ_X"Q*=R0 MB4S!CSS%]+V\0\! [}/X>_:4_]'"%U1D$K@V^ZX<#^H(^&D&C+QB(AH+6OX_< M:Z7#CZ5-_9RKBB4XMZA %,IGM!;??^=%[N14[+O!Y]%C)A'?D3JZ)?GW M*_O#1);&%B1W$(7BA/26$=SHC%W*>B!)MX&3E)'+A%"81 MA'X 8>R.,FFQ/0 ;*4I(W{(E>K9:::HSS5X:J"L&62!/74C&OBN'05FQ8]H M*X:!E!KW*37^GU/*AJMJ;!^ZV%XTL3?U%0;A?J4.;,C&!$LDKVD$@8E: M%!-7TU$+,J>B[K+DQ)_:XSP"_Y(,;,8G)C-&W$;_+_:9W&.*J0R^T&U}, ,9!#/<0([M%O_N#P>Z@BFV MQ#A02?&&ULI55-,^,V$+W!M5PS4HD@-;221^G+6:A!O6M2'[!D)VCTL>J"EL25$$E627B?_OD-)5E+ ,1,8 MB_@Q? &_>S(C#V4&|)UT@&GBNJT,/G<*8]MKS=%9@+?25;+$ARU:J6AA:JIVG M6X4B[T!UY3'?C[U:E(VSF'5[:[68R;VIR@;7"O2^KH5Z66(E#W,G<(X,]^6N M,',#6\Q:L<,'-1^U:T4K;V3)RQH;7[WR4>])LYV$@V M4C[9Q2J?.[X5A!5PQ<((&K[C)ZPJ2T0R_ATXG=&E!;Z='}G_Z&*G6#9"XR=9 M?2US4B!Y2QTX7#<-9W(-MK(^L!3 KJLNE'\3SD MX4<,-"P3G?OJ%-Y*XQ8S)0\@+*GB/8E.AOIQYACQ:G)<-[,N>G;W#/H4[MV9A"P^]-COG_\1XI'>6RH]PE.TOX@.T5<-\%YK/P#!\?P^<=*S\3OH8^OE/A M}>CP--I>F&O=B@SG#MT(C>H[.HO??@EB_^,9,>&H+3S'OGB@"YCO*P2Y/565 M;YUJ>,1G \M*9D__G K@K(O3 2Q%)9H,01BXQ0SK#2K@09=R#K]"P"(W8/"D M)L]+*T14T"J9(>-8.0/LOF0R9T 65CD(@-7 1N%/$XG*Q5V61E.U'B MA6ZWT62SC!$9W[BF2IO!]U!N\LT8=Z<)AS/9C<,L1F>S>R>>RWI?PS'+.,PJ M$TT.JZ/R]5'FSY3AK);W_J.4^?SCY+UQE#LY2IT\2D/+XX&+50.FD'M<X>C+ MR9!"[J9^3&/DAKXMY]1E_M0:(TJR&X6Q'<(XA3!P_2"T%MKB;I*D$*0N)Y*0 MN8'/K"4!EKA^/ 6J8)I$UC(-.TQJRY8$ 03<]:,OJN^'N_?ICNA=F6CH<(M0?VKA.J!^G[?+XQLNQZ[D88Z=CON-"&(0&T M2*)DV4YM W'6H@'6+&BR]]'8 RU?6T0D4B71.MVOWR4E:_;&'OQY<<}A^?P M6I?3G=+/ID2T\%)?7LR"TMKF.HI,&6+-S95J4-+.6NF:6YKJ.30<7'SE0745 ML3C.HYH+&A;<)->+S.7[A$\"=^9@#,]4JEG-[E;S8+8 M"<(#\^L8.(5O>(M5Y8A(QM>,,^B/=,##\9[]G? =.7I;X5I A^4M*6!MW*%JV-\1*IZ:6PO;<'.$CYB M_SJE]BS?:VK'+$[?#)Y* MC7A4K<$]X8]7]LE4!8OU$K4KQ7]F^QQ7(/>3'HSV>Q=W$FRIMH,+E;D<>*-0 MD,_!'PUJ;H7<0-4OPL^0A'D2MS%.*6;AF+$V#MG@G9!<%G@ N>Z/VL>,6FDK M_N;^LT]&*2119#%D^AB&;#.ZD1,H1"RP'-H&$N!.6##YQ+?RU'V@9LPS&\0A8 MF%,6"]-A-GC<+ML, (0M5(URD>0:7%$9#%Y(P2@O_MQX_5N"5>[_EIH2&BQ50(P=>]ZVTQIFHML1. TI€]$GI M5B,U70MJW0FOZ&>}:Q]\-5=2[3?'<)X:G5<54/6AB$;,_1_387X"LO8U/8_ MTPRRR01.?5C10:^K46]\1S=TNV2H;7O]:0]HW+2]\M_T]L7YP/5&2$.GK@D: M7XV& >BVB[<3]QK?.9?*4A_VPY(>/M0N@?,7BEI*-W$']$_1_!]02P,$% M @ (%M6=6NNVW7! ^@L !D !X,"]W;W)K&ULI5;,,MM&$'W75PR8"VR IGB7Y-@")#MM S2)8;O)0]&'-3FB%B:YZNY* MLOOUG5U2E!S+BM$^2-S;7,[.F=DY6PMYK^:(&AZJLE,GSESKQ6F_K{(Y5DQY M8H$U[PQ$P;##P^*[S LC2*R(V_6YU.9]{(M[HXWVG^QV G+'5-X(Q.C+1*GL/ZS;L[X# MV5)I4;7"Y$'%Z^;+'MI[>(U V J$UN_&D/7RDFDV/I-B#=*<)FUF8*%..:*. MUR8H-UK2+B.Y00BB4*W3&[]\$?_A@&]QYUM\ M2/OX9LXDGDQM/*8(R6"AHF4K"[0C%WX^&>B1+NLIHBQ!=>LY/]@[L*D$DLZ M_:<%/%1KR%:4G3_VH?QH!?[_=.)>*3V/:^D-S3E? =OAJ$??>A1S#16=RA- MX'Z8;TV3OZ5(,>BZ4BF.KXQ^D%F>3UDM<%4*&2EK&JDWWI>TU(MF,SF]NIR7%%M6M@+?@N!ZZ>1_49^0M_(#>+4?@>!3^Z7=$.%"P769*VT"EA. MB[>" @1J)\VRW33C-MN8,X# R M%]"8--\1.7" V$E'[.0PL>EAR9=$3#&#O21?,TDDMO4(OBXL*!>^L7+9N#A1 M](TRZ^D^&%_J3X[ZRVY6C? TD>E.,TL1[.,FV>$^?,=D4@7W(7DIX5ETL1L.R*B05=Z9[.HHJvF9D:W&6,,TKR3,$Z%,HJ#*V3%UOM M7Y=:..'?E[]2" P)I"X,?3?Q? 6)M$'4XC6I1Z/@\U)13KL?2..MD\>,FBI!:P,=5_0-R!G M(UN\C+YD"(EGAHF;#@8;JRV17I/K3_1:&A>!=\;)07B7TA8JKM^QC?W^G' M*I2% {3H5%5IZE9O6K%OM&MM)T\]MCS==\6&PO=V]R:W-H965T\[XG_F",4%>EDF:GW<60JR^]GKY=,&6-/^2K5@J MWWG*^-) (*^9+/>_F*,SHK(@Y9)SS*,86])X1S<5;NN^,79UDADCAE=YSDQ7)) M^>:.*)=GS>,HN7+,WC+'541_X59<_YJFZA3F369G^1%,#OO&*I%+&%3H1!4_EJS:Y8DBB3, M\7,'[>QSJL#7V[_H;GGR\F0F-&?76?)'/!.++\\ZH0V;LB1:)N,^>?;8[H8'B M3;,D+W^2JYQ1H=,BUQDRUVP;,$R3K>_Z{@.) W 8-W @:[@,&A&8:[@.&A :>[@--#FS3:!8P.#1CO L.'-LDT? GUS MQL$A^R]#[V^FVO:3L8C85].*,9\^$J^,E3VV4_;2,ESTK3I6D'@27[\8R3ES< M9((1D_Q.;OF/[$44-/DL M0W\\V.33,Y_),R1.R>,B*W(9GY_UA&R?RM*;[MKB;- MBO=,6DWS/4K'(B9/_MV*PEWM?'GWP4'>CCQYKXGOQ<]M^N]>O#O;*TP+!(OQ"CWR6689VTM.=:'<ZR MB0PWWPVW9}$/;/6%)(TRW&K[-CY?J"+#W_N M!X:_QNN*/[;5WA M\'-ORQ[\;^'AX>%MC8_TX=\IWW_OIJ8;]O<:[Y>\DW=X=W0CBZ HG6RSB2#W M+!>\F(J^Q^F<7&>Y:%/KE9:J:OW7?$6G[+RS4G\A^)IU+O[^-W-H_*.MJR-A M-A+F(&NN8A83X2%FQAPQ*FKMK6%Y9IGH[/>NO7*FD>9=2/B$"-JLGB9"^+ M$ZTLKFF^Z!+UDS@_BWA-$R62;EG\'A89%[_,KXD0;J6REERJ$5(L8M:J%6V28[6"A-E(MF{.$N4B8AX39@P:"K*(_4U5--48.&/G\WC?%@&+ZI*Z"VU<0RW(ME]+6+ M*B9B0VZ?GEAY?>72:9S(/5WRG;[$RV))+N=SSN94CKSV!UTNLR(5;,+1)CM6 M-$B8C80V2)B+A'E(F(^$!4A8B(1%PV8='1C&JP)94],I7EFG^BNV!>5S1IXR M+L4Y]DJB9=T0FQ>S,E#,,_.L[6TX8_W>;L+2Y€A46 M$F8C80X2YB)A'A+F(V$!$A8B81$(5I/?:"^_D59^MV+!.+G)4LZF!2_+EO.R M8FG.VN2E91TK+R3,1L(<),Q%PCPDS$?"@E&S.HQ.&J,G9,H(!*OI9KS7S5A? MMK)4EJIR$4I6*\NPAD1-N^=R["0R23G1\"VC::ZM6-HTQTH*":,1, <) M/_,O>]P]9G.!LS/-?Z[,>]"$IS6DY^A M^/8$7&A*#TKS#_L. FC2$$J+4+1ZW^UN&MJ>W_9XZORTR6W/) [*4U^+70U MLPX[<*U&FR.S*0!M-XX6)+F0&DNE.9!:3Z4%D!(906H6AU05F5H*R/!6D MJH2HLM*5VX+)1+*N4,&ZY$'(7S-RQ-A462,FK2.C70[UMZ%:&/MB#**5!6W%I M&W.TN) T!TISH30/2O.AM !*"Z&T"$6KBZNR*9AZGT*+N*:A\<% M{}>I5EPM1[}K[)UVK682>_YBKP5<8EM)R%H+(=\KU6#397QL=6RS@_M.H> TAPHS872/"C-A] ("*"V$TB(4K2ZNRF)AZCT6F'$8U%H:I=E0F@.EN5": M!Z7Y.]};L;79'YV^G34\|_ 0VKX(1:OKIC)0F'H'14,WU]F.I51MW;.?12QK M%?F1*B'Q>*H4I%Q_K=HY;90E:] RW(+Z(J T!TISH30/2O-WM*\^RPH..RR$ MMBU"T>J"J*P-IM[3E.9#:0&4=D)I$8I6UVAEGS#U_@G42&I[6,F"&B.@-_=*,=)$4?$6=M__MIE]P.\;9$8W;4ZE.VWD74@-="-!=*\Z T'TH+H+002HM0M+K2*@>&I7=@-M'#5@"}>8Q%)WU5A--TC39SVYD :EV5"- Z6Y4)H'I?E06@"EA5!:A*+5=5F9 M-ZPCS1L?74+M0H.>C<+ MJWEG],<#-[60[OMN);Y%P?:..O? UGG0K#Z4%D!I(906H6CU[E^Y*2R]F^+. M=DY?#YMNRDXOQTWJ>BX6A6!$%J#R7^LO)X7RXW9N ONRHU_STB<]6B!0>P64 MYD!I+I3F06D^E!9 .2&4%J%H=4E61@U+,;]3PU^6A3N]9E,5K.DE:#4QZQM$* M@WHUH#0'2G.A-,JJVB:&P_&;TNA#\)&^M.H.>B!L+ M*,V&TAPHS872O!VM-JQK#^'5,_X 2@NAM A%J]^EN;)B]/56C.W]E8)T*M74 M)A!^+&B@=)L*,V!TEPHS>LW#3"CAF:@*0,H+832(A1MJYG>JR<9R)(R+Q^V MD9.I6D7:WO!OW?_0(_+\C$6;_8[YE?/;-D?F%_#[9,3*OSVZ2'? *9_':4X2 M]B13&5].!QW"'MP_DV+X0V:I\CL(D$[+>E9L+1F>,JP/D^T]9)GZ]4 GVCT6Y M^"]02P,$% @ (%M6=1#"51(!@ A#$!D !X,"]W;W)K&ULK9M=;]LV% (,"N$50PMDI21_9XF!--8GVL9(VNUBV 4M MTS91271)*FZ&_?B1LBQ;CL+8P[E)+(GG.1+UOB0E4M<;QK^+%2$2_4R33-RT M5E*NKJIM$:[(BL4E6Y-,'5DPGF*I- OFR+=:)D<=.ZM:\BNZ\#BA)_4+(1!{^1OI098]_U1CB_:5GZC$A"8JD1 M6/U[(G/$MJJ4$_S8I:(XB_:;,L.NBT4YT*RM Q69Y#2;/L?_RPKXB# <5X)<,H MY]2 3AG0.36@6P9TCP+LUZZA5P,T3LW0+P/ZIP8,RH#!J0'#,F!X.I"H#!B= M&F!;NSMG%0K:WO)"+Q,L\?B:LPWBNKSBZ1^%Z(IX)1.::7\\2JZ.4A4GQU^^8 M),A!OZ%%NSLH@L8XD^@VCEF>29HMT90E-*9$H/<3(C%-!/I*:IH<)Q_0.T0S M]'7%-K7S2FH;?6:97 GD9G,R;RX@/S/'=M^)#<_S(M$-]6U5C5!;.KRX^.$1CEV26R.A? (L9PN^O8X0>_??6@XKSLSQB,SA;'?QS, MF>ROD0=J\ X!HQKQDQ(?(F<[47933?YK3I)U%F\?3'^"77BC-[$!*?7B0D3 MPF"BTS&=9DQ-AYW*TYV"VWW-TWDZ(QRQ!;I? $XX+'S^2I>K59)--/QHNH.^ M$FL$6UBM@>JCU M-%9MP-.AQ('2U83>K83>-0H]2GBL1*W&<5KL#^P9)_(9/9"8T"<\2]3>###WB MI#@ZY6R>QQ(5(!&&QASG6L#2-@$$N9N8;9] <$^MRT[JKGJ0&7U(6)"R%A M$1"LYH1>Y83>J4ZX7Z PDT3ED,C%/"-S;8/[7 JIQFFZ+[A3PQZ.M1=*Q]P*.M0623)BQ)S[4&}&P"'"7-[39:PCUHZ#S*E#PD+(&$A)"P"@M4\T.\\T3=[C\7 M0Q[=^D_(3,E=68*K/B#G6Q>(YG[2#U7])"P"23,A81YD# 9A9 PL(MK'_0 M3CBV/1@=#8E>EK*J$C4E#RHE#XQ*_KHBZ(Z3.95(->'(SS%7C^FJW5YR0K3& MT5^? B1[S_XW^58T_E10GZCF=I^@3PUEUL$GLQL3GBAT2-H&$N9 P#Q+F0\(" M2%@(*8N 8#7[#^O[#(WV*1K_,-.OS;+!?)4)G2;ZG=<39X8OO!O?V!;5MWE M=\:P[!F'L&8QISNT9(&$32)@+"?,@83XD+("$A9"P" A6,XMM M[:<_K//ZAF\93AF7]!_UW#SE)*5YVN2.$GOX9LP9#5]T$N;LYPH?E.:"TCQ0 MF@]*"T!H(2@M@J+5]7\P_6>_K?]GW&!{CE=TDP]^@C%X914@FNO1NXAR_' M2>83.-L"D#07E..:TGQO06@!*"T%$12M;@%G;R"_)ZL(YB0N4 +SE(4"I'C M+":[MT:- TG=>2'\X[+Q4OC'OV_GB6WS M1/"_?4-.8NOOP9R7^@>>="P:EN: TKZ%"^L?5X8.F#$Z[!R%HTG@B*5M?K?KK7 M-L_W3AY"%!"4YH'2?%!: M $H+06D1%*UNE/ULL/W&=/!N2./I(;+O7 M.VZ?)DWE'%7L])P+>G8>*,T_\5H#T*PA*"V"HM4%NY^]M&PO=V]R:W-H965TOFEJ(R&TK&,A4@%5ZS0]!.OV8=H'$PYB MU;$S^P+LW\]V4L2DPI?$9]]]]\YYEW2GS8LM$ GVI51VR JB:A!%-B^PY+.C M*U3N9*U-R$ M4N^&K,M>-^9B4Y#?B++TXAM<(#U7, -.BZ, "R$B4J*[0"@^LAN^\.1CV?'Q)^ M"-S9HS7X3I9:O_C@<35DL1>$$G/R#-R]MCA&*3V1D_&GY62'DAYXO\YE?PB] MNUZ6W.)8RY]B1<60W3%8X9K7DN9ZJP7;?FX]7ZZE#4_8-;G]F$%>6)]E"W8* M2J&:-]^W]W $2) (3@*0%)$%W4RBHG'#B66KT#HS/=FQ^$5H-.":.*/]1%F3< MJ7 XRIXT(?3@ SPY WS3UL(,#2P*;A N)TA<2 O?<4\UEU=P 4+!5$CI+M2F M$3D!GB;*VV^CIEARHMC76G4@[EU#$BY;7#\3 5CS'(?..MVBVR++W M[[K)^/,9U;V#ZMY9U1-<$CPJ2Z9V+]=E&%2H,BD#FIH9D1KSIQ^.8W4NX?J-AY0?4IN M? 4IN8<\[.0\IRYKR6\(VR)C-$R 8242R!'.NY4+%_T%$0BZ5B7.YB5]LHN<K,Z8NJ;O^T-[L2Y!EFA*2@LL1,@"Y.5O5F/ M6D4.Z>R*/_WIU9\:ZKK1(\=R;1[9U7_:W@!,*_, (@Z9PM+$%]A3K[F,57MD MM9]\.+)>R-KA >P."G1A1[&").HHWL&7F9Y[>E9<&3H(]?,Z^>D#AGLV@S: MWF<\@\&9.Q@<[D&]&>D2O3VW@M0/[\Q72]U]":P0#7G.D#VHGS1E@/%U\6C M<,X5/C&+SQ6P"06P/4%QX=A-=#OS/K_"N/_ 5!+ P04 " @6U9-:FC M9^0$ #5'P &0 'AL+W=OX41R[SO,"->9@XPW[^V[T<]L5<16$"]Y*D\SCF\OTK1&(Y M<*CS\<-#^.#I5V0_NL#_CKS "]32[E_K.+:-,PAB2-!0)D? R<'ZGEU=^.W/(M+7ZLS7KDDVE6 *XBB+)+&\4|1U"G'S!S7 MKS^BW^23UY-YYBEC/<**F Z?KD F\\'FD'L3R&Q03R@&.193F^\FRL/4< M,IZG2L2%LT80A\G]/_J9)&+-@;9V.+#"@1WJX!<.?C[1%;)\)6M=<\6%?BB61 MF;6.EEWDNX^S6,M3O-W?VJ MNZNS5*:*E:EB>;S6+CA3(=6Y AGK>97)LDUK%2?(XV1]M!A21@_Z+N+=?@6 MLZ#5:? FE606F7\+TA9@/&ID,QPHF^V"NXK37Q_?:K0V0>XPJ%LEQ!8*T:R@ M,_(X[F48?)*KJ#^:GDWS:H.+SL57>9SO@8!HJ^:EZ4@%^_,?_V%!MYOMF73 M4+#*U-OEU-L- +.+V=N+U(FIY&_6QF.E%%#![A8(29M#0(@H.641[C"H0.R7$ M#@KQ42@>V1!U+(EC06\3D\4L:'=I8$?5+5%UCUC:Y%^R;G",S.8J/2/?80$1 MH6@'IL/6[0"&@E4RU"LSU&NH WJ654,[E&T4&[EE3=,^V>7RS9U&3*D##\@QG^9,6&M=U M.++:A3[%+I!9,<*:VN>SP}2)S0QK;:-.&*Y.3EIQ7+_@R&I7_!3ZA1G]PIK2 M+VR_?D%-J@"-?F&X?KD3",R3.R[? 0)&;>3(YEHH;_2315+1J#RC>#RFQ)<1:.*S)FL@+HK1VI9@?>NGJO89*2"%ZTCW?1T2'DZ@QY=:/$ M++#^&?19*B3B_G *?@,P_J/,7(=3'37:R6Y[D#_\#4$L#!!0 (**!;5GE!)UA M0 , $$, 9 >&PO=V]R:W-H965TJF:NSC8=J#&RY@-8E3VRGM?OVNG2P0"&DK\0)Q M\T$T83YWQT)Z[D>.AR'7,4[B11.5)PN33!<1B-7*H_$-[Y8 M:G/"'0\SMH IZ!_9C<256['_> *!XB(E$N8CYYR>3:AO +;B)X>5VC@FQLJM M$'=F\7DVZV]B]0E*0UW#%XE8V4^R*FL]AT2YTB(IP:@@X6GQS1{+ MC=@ T,X>@%"_) <"@A(06*%,FOKDFDV'DJQ(M)4(YLYL'MCT>B&IR;&J99X ME2-.C[*#:1+W1,)2(VIDPL6L50",K4WT7D4B3S5"@MN)-X[4C\1EL{(Q_N< M9YBF/B%?L>SH$A Y1-(3LE@7="?,_O-, G[?!+B!!.+3RHPUWL]]7]HJNJ6^L1W6N5,9YK% M)-NSX2GH)L6='2ET$ RV]#85=;UFM=U*;;=5]15/;<-< SY-UHU!?G^:\Y\;D MGR:QK8SFR7VF,A;!R,'8%,@'<,;OWM#0^]#4!PT6A0-_T!Q3KU+::U7ZLF!:.5X;S('(:G;[E=W^88/I[^QY$(:=K6 :BKI^ MMSF80:5TT*IT(I(LUR!?V#JM9*]-Z$!D-=_46[]ZO<- F5/+5GE^3+ELA/5=5 M5[LQ*-#VYUPN4Y35;N%7\ZUQZHUJW;UX9U*+.Z__7[GQYX *"[[_,0W^ZH M9XH*K>[&?&>&ZRL]+GBJ2 QS1'FG/&ULC99M3]LP$,>_BA7Q J2-/*- [=S__+N+[]SI3LA'50)H\ESQ M6LV<4NOFTG555D)%U;EHH,8WA9 5U3B5&U[F>,[KPMW,%-JL^#.IPW=P KT0W,K<>;V7G)6 M0:V8J(F$8N9<^9>+U-*

M;]LP$/XKAU=&!VWL.&FV=8ZA32@;M",T[?9A[(-B7V)1O7B2G'2P'[^3[1H7-MTM#!OM@ZZ9[']YSNSLE.FP=;(#IXE$+9:5 X5YZ'HXPH4!6TG)S.]++%'HW#8;!T\8M MWQ3.,X1I4K(-+M'=EPM#5MBQY%RBLEPK,+B>!A?#\]G8^]<.WSCN;&\-7LE MZP=O?,FG0>0#0H&9\PR,7ENB,+XU7(&W2<]L+]^8K^JM9.6%;,XT^([*
MSUTQ#3X$D..:5<+=ZMUG,/6<>,Y,"UL_8=?Z1@%DE75:MF'"*0'+5O-ECFX<> M8#A^_1"W@/BU@%$+&-5"F\AJ67/F6)H8OO/CO8G-+^K]\JGKXZ#D\
MI&1T&8F[C,0UW_@%OFNM-J=W.'0L*I,55'"*]U)R /^&*U35XA;A/,L>,W M7;1-SP:3)-SV-1V,P;?NN2U9AM. >M.BV6*0QOTSG$2?#B@<<0!'AQ?TRC-H0 MX<<-RA6:G_
'YKBEABZ]1'^32'6GZ-.?//:I//B-URMHTO&?R)ZE8]RE8WPP M'1=99BK,X9JS%1?<4;GOTWN0Y%_U-F23?HET!=*("'L]{>?I#3,;KBP(7!,F M&KP_"\ T,ZHQG"[K-
E]1!T.C7A8TUM9%'ISI?:VKUUO"3H_M1I'\!4$L#!!0 M ("!;5DHJWX7] , (T2 9 >&PO=V]R:W-H965T<8*9[D.RGGBS?>CT08%CT 205Q)V
MMK]^CX1;07S"-6^4AEH2^[UP^"7$TWG+Q*B, 1=Z2.)43*U}]Z6O;TH\@H?*. MKR'%)RLN$]JP*T);K@70((+P3V{(HE8 FDDO&4"%A-K%G[UAOI M^?
F$KPRV^_1W*>/J:S^>QS/^3;3G7L8B? M2<63$HP>)"PM?NE;F8<= /+4 SHEH/-10+<$= \!@Q. 7@GH'0)Z)P#]$M#_M*&!0 @9Y[HMDY9EVJ:+3L>!,(O1L9-.-7*XF6HBR6Y
N\]8S&5PAY7KKD\N** M7!"2 V7A*7D.65*MG8&OD0\DS0-[Y(&G M*I)DG@80U.#OF_&C?\.[S7C,U&D"&W-?"=!Y%^"NT\CX0,4UZ;9;1.-T>G4! M-<.7LS:X[LAE]UJ,7=SOMX)OG+1
M?EZM0+ T)![U68PC+?) WUB2)606A@)"BFN^FC1+>):JNJ78:$R_\6_EFOHP ML?"5+D%LP)K^_%-[X/Q6)Z-),M0#7(R?:AMINV^@W]C>U,C;*\2 MMM$H61 M_DZ@W-
GIRKT['%_E%FYR8M>H;(JF0:5#(=_KM,N-$V(/"K$W::))N,);,,D>T!/JH4'WU@ W^2,CMU_K7(M(;G^0Q)+K%*@JKJSKU&VV=J_[HZ,@[..]9V "/.+ M$$E\ ;595-
K5:'77,LNO&.Q_IA<7-;BS0Y9*$L,*H<[U$-,KBLN/HJ/X.B_6 M7[C"TC]O1D"Q)M<3\/F*8\%>=K2!Z@9J^@-02P,$% @ (%M62]F;E?" M! 1AP !D !X;"]W;W)K&ULS9E=<^(V%(;_
MBL;=Z>S.$/R!S4<*S!#,MKU(PB1->]'1A; /X(EM>24!27"])}=L8#,8;3[69 MY(+8LLZKH_/(LG0TW!'ZS-8 '+U$8&"+,V22 63Y:$1IB+ M6[K264(!^ZE1%.J6873U" >Q-AZF97,Z'(-
#X,8YA2Q311A^GH#(=F--%/; M%PJS67!?IXF. 5/) 2N94W.F%BAJ$$+. Q(C"_.Z/-$-Z!"%X7$I@\6\+4PA#[23\^):+:.D6;TO#X>}_ ^->V\ MZ,P",YB2!*_ Y^N1UM>0#TN\"?D#V?
T&>8<>1D*6_:)?7-33D;1@G46XL M/(B",/N/7_) '!F8]@4#*$>PWFK0R0TZ)P:6<\' S@WLM[;@Y 9IU_6L[VG@ M7,SQ>$C)#E%96ZC)BS3ZJ6(5Q#+@?+(J7@:"#L^OB,G31YT]?
T"}D([;&%!@*8OO4!YRU M1*&XO@W"4%BSH M6+6"]QYO(VO00I9AV17^3.O-)PD5YLY%<[?>_!&2-NH8%\UG]>8N>,+<3,T[M-<'H%_[J9Y]R1U)Z^KF',$4ARO0$P"""U>T7&].7Y-
BR<[3/T6ND^D@0#] MJ[#@*?DYT(#XLH2P*N0WM4[)V?"):)=B#D2.F.P9T"]KXYY_KO%+%2^58FXF MYJ1B\&[7[#&<>Q'\2K%KK,1 N@5_8_Z(O7/AFO/K!BNT]H.- 6G4FRF2*P$
M,E' &[S;EW[VD@0TM3Y:HU4A&YQ_**TJ9+6N-T6F4FRF2*R$S#0.>RCCS=_* M& =>>R2UDV)]$TUG1:5JKE*UF2JU,JRC#:_Y$3=]5XUYFN>O;)6U:+ 5=KL
M3)5:&9UU0&=]M&U0O4>-L:E44@UF? N-0L72LQ*5OGES9Y\42:R4XI?D-I6KN=^)EB6YCRI"-HBS# M;-G(QZ]5XW.FRK$RVD,BQ'Q[)N1_HIU$9%.]5:OWH3%*I5F/7&UP_'&SV_;I
M"Z@TZ:$?G:-$0%?I 19#GHQ?=]12E!:'9)/T:$@_5_].V&XQ705BWQ7"4I@: M[9X83C0[M,IN.$G24YD%X9Q$Z>4:L]45A#/EX3P_8ULH#@Z'/\'4$L#!!0 M ("!;5E6Z>B)R ,)X0 9
>&PO=V]R:W-H965TV9V+#MGU(FXF[!4.G#S)<&TT N9)L MI_OK5Q*$Q4!HTO)B(^G<(YVK8XGK^9FR1YX""/249P5?&*D0AQO3Y'$*.>,7 M] "%'-
E1EF,AFVQO\@,#G.B@/#,=RPK,')/"6,YUWSU;SNE19*2 >X;X,<\Q M^V<%&3TO#-MX[G@@^U2H#G,Y(^];$!\/MPSV3)KEH3D4'!""\1@MS!N[9O(MU@$:\3N!,V\\(R5E2^FC:OR<+
Q+K0@RB(6BP/+K!&O(,L4DU_%W16K4Z/DGJ 3YBB^F&=>?Z%QA+0/% M1RYH7@7+%>2D*!_ Q4Y6(1H#BZ0PJ@"G'>"]$'.6 >YK9_"J_^U_ A5@)9N
MEMIUXD(L\'+.Z!DQA99LZD%G7I?+?)%"&64CF!PE,DXL?Z$"D.V@*[1),8.K ME4QZ@M8TET[D6.^E')+V3(X9(+1#*Q@#3?4& ^2-0],$(5F N.WH\<@,,GX!XG_ MO G1^WY
GID#1DY(.Z,\[MR+?_ NK3/TBM+H,,?L Q+ QYVG-@)S"6WW]G!]8/?28;DRPQB?_QZ M?_S1[%@R^0U_V%;@MNS8 W*MMAV[(-?V@I8=>T 3V^JW8U#+*#8;ERKN5%/N/
MZ$5.!^6NY:5+BJ-T)_KU M $Q+';?;@(-],/3@F63@F6302V<6FS.I-F8WFP5G77MW;N@MRW<8=6Z:O^^]Y MK;N@F1V\X$';^O9B:PT*#@F/2R-
*Q:_TX3#E6XTX*ELX*ELT%MOEYC2]#GLT M-U94S;N[,_1EY7Z'V9Y(%V>PDU-9UQ/YLV%E,5PV!#WH M.F]+A:=P=]6,*. &F ^)1V7%5S74!/5?$LNO4$L#!!0 ("!;5E$ CZ3 M^0("8(9
>&PO=V]R:W-H965T!3QSW.J],5@G"RE?[.1+ M-/0"*P@%+HUE8/38X!2%L$0DXT_)Z55+6N#^^(W]D_-.7A9,XU2*'SPRR=#[
MZ$&$,5L+\R2WG[`TT[5\2RFT^X5M&1MXL%QK(},23 I2GA5/]EKF80\0=D\ MPA(07@IHEX"V,UHH<[,NF6&C@9);4#::V.S Y<:AR0W/;!7G1M%73C@S^BH- M0BN$!LP3IK
QH91$,)4J/-7*8(\,S$NAB/-94[MT,-5_=H&!?Z^@@\8SLJ MLX&Q4BQ;H1W?P#<'@E^F"Y0_2,(!_!!6Y@>^(.<6#W^LE0]*52'U2WX5%F M)M#'PD$48U>"GY_&W9-
^9;!*8_B6QDEXEG">1/:P0V$0=BIT_/?\ _Y(;]J M;0=))[2T=-&^/]=5'=>L5=BN%W?63'K6Y/_7+_$= M2(L=&G8@8KNZ,S*]C"E\8Z)3_B_3@>E>9;IWEO})ZY=&K!#)KT$ZP084[;8Z
MMP51*SA(>M)PZ/BG(AKG]A__4II_[+R1'S#(\PBV'$4=1UCT]_9'D&PO=V]R:W-H965TLS07<%;H9I[BQF9NZ>+V9L)U.:DWL.Q"[+,']; DI0=
MY@YTWB<>Z&8K]82[F!5X0U9$/A;W7(W*B)8!"GH,4&5@B'#+0 ;Z^@@0

Disclosure - Note 12 - Stock-based CompensationSheethttp://www.omeros.com/20240930/role/statement-note-12-stockbased-compensationNote 12 - Stock-based CompensationNotes18 falsefalseR19.htm995445 - Disclosure - Insider Trading ArrangementsSheethttp://xbrl.sec.gov/ecd/role/InsiderTradingArrangementsInsider Trading ArrangementsNotes19 falsefalseR20.htm995463 - Disclosure - Significant Accounting Policies (Policies)Sheethttp://www.omeros.com/20240930/role/statement-significant-accounting-policies-policiesSignificant Accounting Policies (Policies)Policieshttp://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies20 falsefalseR21.htm995464 - Disclosure - Note 3 - Net Loss Per Share (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-tablesNote 3 - Net Loss Per Share (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share21 falsefalseR22.htm995465 - Disclosure - Note 4 - Investments and Fair-Value Measurements (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-tablesNote 4 - Investments and Fair-Value Measurements (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements22 falsefalseR23.htm995466 - Disclosure - Note 5 - Certain Balance Sheet Accounts (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-tablesNote 5 - Certain Balance Sheet Accounts (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts23 falsefalseR24.htm995467 - Disclosure - Note 6 - Debt (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-6-debt-tablesNote 6 - Debt (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-6-debt24 falsefalseR25.htm995468 - Disclosure - Note 7 - Discontinued Operations - Sale of OMIDRIA (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-7-discontinued-operations-sale-of-omidria-tablesNote 7 - Discontinued Operations - Sale of OMIDRIA (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-7-discontinued-operations-sale-of-omidria25 falsefalseR26.htm995469 - Disclosure - Note 8 - OMIDRIA Royalty Obligation (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-8-omidria-royalty-obligation-tablesNote 8 - OMIDRIA Royalty Obligation (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-8-omidria-royalty-obligation26 falsefalseR27.htm995470 - Disclosure - Note 9 - Leases (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-9-leases-tablesNote 9 - Leases (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-9-leases27 falsefalseR28.htm995471 - Disclosure - Note 12 - Stock-based Compensation (Tables)Sheethttp://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-tablesNote 12 - Stock-based Compensation (Tables)Tableshttp://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation28 falsefalseR29.htm995472 - Disclosure - Note 1 - Organization and Basis of Presentation (Details Textual)Sheethttp://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textualNote 1 - Organization and Basis of Presentation (Details Textual)Detailshttp://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation29 falsefalseR30.htm995473 - Disclosure - Note 2 - Significant Accounting Policies (Details Textual)Sheethttp://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies-details-textualNote 2 - Significant Accounting Policies (Details Textual)Details30 falsefalseR31.htm995474 - Disclosure - Note 3 - Net Loss Per Share (Details Textual)Sheethttp://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-details-textualNote 3 - Net Loss Per Share (Details Textual)Detailshttp://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-tables31 falsefalseR32.htm995475 - Disclosure - Note 3 - Net Loss Per Share - Schedule of Antidilutive Securities (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-schedule-of-antidilutive-securities-detailsNote 3 - Net Loss Per Share - Schedule of Antidilutive Securities (Details)Details32 falsefalseR33.htm995476 - Disclosure - Note 4 - Investments and Fair-Value Measurements (Details Textual)Sheethttp://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-details-textualNote 4 - Investments and Fair-Value Measurements (Details Textual)Detailshttp://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-tables33 falsefalseR34.htm995477 - Disclosure - Note 4 - Investments and Fair-value Measurements - Debt Securities (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-debt-securities-detailsNote 4 - Investments and Fair-value Measurements - Debt Securities (Details)Details34 falsefalseR35.htm995478 - Disclosure - Note 4 - Investments and Fair-value Measurements - Fair Value Hierarchy (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-fair-value-hierarchy-detailsNote 4 - Investments and Fair-value Measurements - Fair Value Hierarchy (Details)Details35 falsefalseR36.htm995479 - Disclosure - Note 5 - Certain Balance Sheet Accounts (Details Textual)Sheethttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-details-textualNote 5 - Certain Balance Sheet Accounts (Details Textual)Detailshttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-tables36 falsefalseR37.htm995480 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Contract Royalty Asset (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-contract-royalty-asset-detailsNote 5 - Certain Balance Sheet Accounts - Contract Royalty Asset (Details)Details37 falsefalseR38.htm995481 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Schedule of Receivables (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-schedule-of-receivables-detailsNote 5 - Certain Balance Sheet Accounts - Schedule of Receivables (Details)Details38 falsefalseR39.htm995482 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Property and Equipment, Net (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-property-and-equipment-net-detailsNote 5 - Certain Balance Sheet Accounts - Property and Equipment, Net (Details)Details39 falsefalseR40.htm995483 - Disclosure - Note 5 - Certain Balance Sheet Accounts - Schedule of Accrued Liabilities (Details)Sheethttp://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-schedule-of-accrued-liabilities-detailsNote 5 - Certain Balance Sheet Accounts - Schedule of Accrued Liabilities (Details)Details40 falsefalseR41.htm995484 - Disclosure - Note 6 - Debt (Details Textual)Sheethttp://www.omeros.com/20240930/role/statement-note-6-debt-details-textualNote 6 - Debt (Details Textual)Detailshttp://www.omeros.com/20240930/role/statement-note-6-debt-tables41 falsefalseR42.htm995485 - Disclosure - 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Statement - Condensed Consolidated Balance Sheets (Current Period Unaudited)

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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": ["r66"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-stockholders-equity-deficit-unaudited"], "lang": { "en-us": { "role": { "label": "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": ["r538", "r698", "r699", "r700", "r702", "r748", "r810"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalShareBasedCompensationStockOptionsRequisiteServicePeriodRecognition": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalShareBasedCompensationStockOptionsRequisiteServicePeriodRecognition", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-stockholders-equity-deficit-unaudited"], "lang": { "en-us": { "role": { "label": "Stock-based compensation expense", "documentation": "Amount of increase to additional paid-in capital (APIC) for recognition of cost for option under share-based payment arrangement." } } }, "auth_ref": [] }, "us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "Adjustments to reconcile net loss to net cash used in operating activities:" } } }, "auth_ref": [] }, "us-gaap_AllocatedShareBasedCompensationExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllocatedShareBasedCompensationExpense", "crdr": "debit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-12-sharebased-compensation-schedule-of-recognized-period-costs-details"], "lang": { "en-us": { "role": { "label": "us-gaap_AllocatedShareBasedCompensationExpense", "terseLabel": "Stock-based compensation", "documentation": "Amount of expense for award under share-based payment arrangement. 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Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r17", "r144", "r608"] }, "us-gaap_CashCashEquivalentsAndShortTermInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid Investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Generally, only investments with original maturities of three months or less qualify under that definition. Original maturity means original maturity to the entity holding the investment. For example, both a three-month US Treasury bill and a three-year Treasury note purchased three months from maturity qualify as cash equivalents. However, a Treasury note purchased three years ago does not become a cash equivalent when its remaining maturity is three months. Short-term investments, exclusive of cash equivalents, generally consist of marketable securities intended to be sold within one year (or the normal operating cycle if longer) and may include trading securities, available-for-sale securities, or held-to-maturity securities (if maturing within one year), as applicable." } } }, "auth_ref": ["r690"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "periodStartLabel": "Cash and cash equivalents at beginning of period", "periodEndLabel": "Cash and cash equivalents at end of period", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. 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Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r17", "r81", "r162"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "totalLabel": "Net increase (decrease) in cash and cash equivalents", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. 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Certificates of deposit (CD) are typically Federal Deposit Insurance Corporation (FDIC) insured." } } }, "auth_ref": ["r7", "r660", "r661", "r662", "r663"] }, "omer_ChargeForDeliveryOfNarsoplimabDrugSubstanceMember": { "xbrltype": "domainItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "ChargeForDeliveryOfNarsoplimabDrugSubstanceMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual"], "lang": { "en-us": { "role": { "label": "Charge for Delivery of Narsoplimab Drug Substance [Member]", "documentation": "Relating to a charge for delivery of narsoplimab drug substance." } } }, "auth_ref": [] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingencies", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited"], "lang": { "en-us": { "role": { "label": "Commitments and Contingencies", "documentation": "Represents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r62", "r108", "r503", "r548"] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": ["http://www.omeros.com/20240930/role/statement-note-10-commitments-and-contingencies"], "lang": { "en-us": { "role": { "label": "Commitments and Contingencies Disclosure [Text Block]", "documentation": "The entire disclosure for commitments and contingencies." } } }, "auth_ref": ["r89", "r271", "r272", "r603", "r730", "r735"] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockMember", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-stockholders-equity-deficit-unaudited"], "lang": { "en-us": { "role": { "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r656", "r657", "r658", "r660", "r661", "r662", "r663", "r698", "r699", "r702", "r748", "r809", "r810"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited-parentheticals"], "lang": { "en-us": { "role": { "label": "Common Stock, Par or Stated Value Per Share (in dollars per share)", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": ["r64"] }, "us-gaap_CommonStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesAuthorized", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited-parentheticals"], "lang": { "en-us": { "role": { "label": "Common Stock, Shares Authorized (in shares)", "documentation": "The maximum number of common shares permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": ["r64", "r549"] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesIssued", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited-parentheticals"], "lang": { "en-us": { "role": { "label": "Common Stock, Shares, Issued (in shares)", "documentation": "Total number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r64"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited-parentheticals"], "lang": { "en-us": { "role": { "label": "Common Stock, Shares, Outstanding (in shares)", "documentation": "Number of shares of common stock outstanding. 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This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r64", "r505", "r649"] }, "us-gaap_ComputerEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComputerEquipmentMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts", "http://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-property-and-equipment-net-details"], "lang": { "en-us": { "role": { "label": "Computer Equipment [Member]", "documentation": "Long lived, depreciable assets that are used in the creation, maintenance and utilization of information systems." } } }, "auth_ref": [] }, "us-gaap_ConcentrationRiskCreditRisk": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConcentrationRiskCreditRisk", "presentation": ["http://www.omeros.com/20240930/role/statement-significant-accounting-policies-policies"], "lang": { "en-us": { "role": { "label": "Concentration Risk, Credit Risk, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for credit risk." } } }, "auth_ref": ["r32", "r120"] }, "omer_ContinuingOperationsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "ContinuingOperationsMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-12-sharebased-compensation-schedule-of-recognized-period-costs-details", "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation"], "lang": { "en-us": { "role": { "label": "Continuing Operations [Member]", "documentation": "Relating to continuing operations." } } }, "auth_ref": [] }, "omer_ContractRoyaltyAsset": { "xbrltype": "monetaryItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "ContractRoyaltyAsset", "crdr": "debit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-contract-royalty-asset-details": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-contract-royalty-asset-details"], "lang": { "en-us": { "role": { "label": "omer_ContractRoyaltyAsset", "totalLabel": "Total OMIDRIA contract royalty asset", "documentation": "Represents the amount of contract royalty asset." } } }, "auth_ref": [] }, "omer_ConversionOf2026NotesIntoNewTermLoansMember": { "xbrltype": "domainItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "ConversionOf2026NotesIntoNewTermLoansMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies-details-textual", "http://www.omeros.com/20240930/role/statement-note-6-debt", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "Conversion of 2026 Notes into New Term Loans [Member]", "documentation": "Represents the conversion of the 2026 notes into the new term loan." } } }, "auth_ref": [] }, "us-gaap_ConvertibleDebtFairValueDisclosures": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtFairValueDisclosures", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-convertible-debt-details"], "lang": { "en-us": { "role": { "label": "Fair value of outstanding unsecured convertible senior notes (1)", "documentation": "Fair value portion of borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r751", "r752", "r753", "r754", "r755"] }, "us-gaap_ConvertibleDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtMember", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "Convertible Debt [Member]", "documentation": "Borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r91", "r286", "r287", "r292", "r293", "r294", "r297", "r298", "r299", "r300",

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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": [ "r56" ] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized", "crdr": "debit", "presentation": [ "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-details-textual" ], "lang": { "en-us": { "role": { "label": "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized", "terseLabel": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount", "documentation": "Amount of cost not yet recognized for nonvested award under share-based payment arrangement." } } }, "auth_ref": [ "r369" ] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "presentation": [ "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-details-textual" ], "lang": { "en-us": { "role": { "label": "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "terseLabel": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition", "documentation": "Weighted-average period over which cost not yet recognized is expected
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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." } } }, "auth_ref": ["r369"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-12-sharebased-compensation-valuation-assumptions-details", "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation", "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-details-textual", "http://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share", "http://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-schedule-of-antidilutive-securities-details"], "lang": { "en-us": { "role": { "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r667"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "dei_EntityCommonStockSharesOutstanding", "terseLabel": "Entity Common Stock, Shares Outstanding (in shares)", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "dei_EntityCurrentReportingStatus", "terseLabel": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited", "http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited-parentheticals", "http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited", "http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-operations-and-comprehensive-loss-unaudited", "http://www.omeros.com/20240930/role/statement-document-and-entity-information", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", 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"http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-stock-option-activity-details", "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-tables", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies-details-textual", "http://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share", "http://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-details-textual", "http://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-schedule-of-antidilutive-securities-details", "http://www.omeros.com/20240930/role/statement-note-3-net-loss-per-share-tables", "http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements", "http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-debt-securities-details", 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"http://www.omeros.com/20240930/role/statement-note-8-omidria-royalty-obligation-schedule-of-royalty-obligation-details", "http://www.omeros.com/20240930/role/statement-note-8-omidria-royalty-obligation-tables", "http://www.omeros.com/20240930/role/statement-note-9-leases", "http://www.omeros.com/20240930/role/statement-note-9-leases-details-textual", "http://www.omeros.com/20240930/role/statement-note-9-leases-lease-cost-details", "http://www.omeros.com/20240930/role/statement-note-9-leases-tables", "http://www.omeros.com/20240930/role/statement-significant-accounting-policies-policies"], "lang": { "en-us": { "role": { "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r667"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "dei_EntityFileNumber", "terseLabel": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r667"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "dei_EntityInteractiveDataCurrent", "terseLabel": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": ["r673"] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://www.omeros.com/20240930/role/statement-document-and-entity-information"], "lang": { "en-us": { "role": { "label": "dei_EntityRegistrantName", "terseLabel": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": ["r667"] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": 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"r394", "r400", "r401", "r402", "r403", "r404", "r405", "r408", "r432", "r433", "r434", "r435", "r436", "r437", "r443", "r444", "r458", "r511", "r526", "r527", "r528", "r538", "r588"] }, "omer_EquityOfferingFacilityMaximumAggregateOfferingAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://www.omeros.com/20240930", "localname":

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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": ["r750", "r751"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements", "http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-fair-value-hierarchy-details", "http://www.omeros.com/20240930/role/statement-note-6-debt", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r294", "r327", "r328", "r329", "r330", "r331", "r332", "r411", "r413", "r414", "r415", "r416", "r422", "r423", "r425", "r464", "r465", "r466", "r624", "r625", "r630", "r631", "r632", "r637", "r640"] }, "us-gaap_FairValueByMeasurementFrequencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByMeasurementFrequencyAxis", "presentation": ["http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements", "http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-fair-value-hierarchy-details"], "lang": { "en-us": { "role": { "label": "Measurement Frequency [Axis]", "documentation": "Information by measurement frequency." } } }, "auth_ref": ["r412", "r413", "r414", "r416", "r637", "r753", "r756"] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements"], "lang": { "en-us": { "role": { "label": "Fair Value Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r418", "r420", "r421", "r422", "r425", "r426", "r427", "r428", "r429", "r496", "r637", "r641"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": 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Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": ["r637", "r750", "r751", "r752", "r753", "r754", "r756"] }, "omer_FinanceLeaseEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "FinanceLeaseEquipmentMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts", "http://www.omeros.com/20240930/role/statement-note-5-certain-balance-sheet-accounts-property-and-equipment-net-details"], "lang": { "en-us": { "role": { "label": "Finance Lease Equipment [Member]", "documentation": "Relating to finance lease equipment." } } }, "auth_ref": [] }, "us-gaap_FinanceLeaseInterestExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseInterestExpense", "crdr": "debit", "calculation": { 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Examples include, but are not limited to, desks, chairs, tables, and bookcases." } } }, "auth_ref": [] }, "us-gaap_GrantsReceivable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GrantsReceivable", "crdr": "debit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual"], "lang": { "en-us": { "role": { "label": "us-gaap_GrantsReceivable", "terseLabel": "Grants Receivable", "documentation": "Carrying amount as of the balance sheet date of amounts due under the terms of governmental, corporate, or foundation grants." } } }, "auth_ref": ["r688"] }, "omer_GrantsReceivablePeriod": { "xbrltype": "durationItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "GrantsReceivablePeriod", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual"], "lang": { "en-us": { "role": { "label": "omer_GrantsReceivablePeriod", "terseLabel": "Grants Receivable, Period", "documentation": "Period of award for grants receivable." } } }, "auth_ref": [] }, "us-gaap_IncomeLossFromContinuingOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromContinuingOperations", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-operations-and-comprehensive-loss-unaudited": { "parentTag": "us-gaap_NetIncomeLoss", "weight": 1.0, "order": 0.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-operations-and-comprehensive-loss-unaudited"], "lang": { "en-us": { "role": { "label": "us-gaap_IncomeLossFromContinuingOperations", "totalLabel": "Net loss from continuing operations", "documentation": "Amount after tax of income (loss) from continuing operations attributable to the parent." } } }, "auth_ref": ["r30", "r72", "r83", "r174", "r175", "r176", "r177", "r178", "r188", "r191", "r394"] }, "us-gaap_IncomeLossFromContinuingOperationsPerBasicShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss carryforwards, tax credit carryforwards, and other carryforwards, methodologies for determining its effective income tax rate and the characterization of interest and penalties in the financial statements." } } }, "auth_ref": ["r152", "r378", "r379", "r380", "r381", "r382", "r385", "r535"] }, "us-gaap_IncomeTaxesPaidNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeTaxesPaidNet", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "Cash paid (received) for income taxes, net", "documentation": "Amount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax." } } }, "auth_ref": ["r18", "r161", "r383", "r384"] }, 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liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r56"] }, "us-gaap_InventoryPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryPolicyTextBlock", "presentation": ["http://www.omeros.com/20240930/role/statement-significant-accounting-policies-policies"], "lang": { "en-us": { "role": { "label": "Inventory, Policy [Policy Text Block]", "documentation": "Disclosure of inventory accounting policy for inventory classes, including, but not limited to, basis for determining inventory amounts, methods by which amounts are added and removed from inventory classes, loss recognition on impairment of inventories, and situations in which inventories are stated above cost." } } }, "auth_ref": ["r119", "r143", "r148", "r264", "r265", "r266", "r494", "r612"] }, "us-gaap_InvestmentIncomeInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeInterest", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-4-investments-and-fairvalue-measurements-details-textual"], "lang": { "en-us": { "role": { "label": "us-gaap_InvestmentIncomeInterest", "terseLabel": "Investment Income, Interest", "documentation": "Amount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities." } } }, "auth_ref": ["r196", "r201", "r214", "r618", "r691"] }, "us-gaap_InvestmentIncomeNetAmortizationOfDiscountAndPremium": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeNetAmortizationOfDiscountAndPremium", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 4.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "us-gaap_InvestmentIncomeNetAmortizationOfDiscountAndPremium", "negatedLabel": "Accretion on U.S. government treasury bills, net", "documentation": "Amount of accretion (amortization) of purchase discount (premium) on nonoperating securities." } } }, "auth_ref": ["r76"] }, "us-gaap_LeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCost", "crdr": "debit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-9-leases-lease-cost-details": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-9-leases-lease-cost-details"], "lang": { "en-us": { "role": { "label": "us-gaap_LeaseCost", "totalLabel": "Net lease cost", "documentation": "Amount of lease cost recognized by lessee for lease contract." } } }, "auth_ref": ["r451", "r648"] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": ["http://www.omeros.com/20240930/role/statement-note-9-leases-tables"], "lang": { "en-us": { "role": { "label": "Lease, Cost [Table Text Block]", "documentation": "Tabular disclosure of lessee's lease cost. 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Intangible asset includes, but is not limited to, patent, copyright, technology, manufacturing process, software or trademark." } } }, "auth_ref": ["r746"] }, "us-gaap_LineOfCreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityAxis", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies-details-textual", "http://www.omeros.com/20240930/role/statement-note-6-debt", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "Lender Name [Axis]", "documentation": "Information by name of lender, which may be a single entity (for example, but not limited to, a bank, pension fund, venture capital firm) or a group of entities that participate in the line of credit." } } }, "auth_ref": ["r54", "r60", "r695", "r738", "r739"] }, "us-gaap_LineOfCreditFacilityLenderDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityLenderDomain", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies", "http://www.omeros.com/20240930/role/statement-note-2-significant-accounting-policies-details-textual", "http://www.omeros.com/20240930/role/statement-note-6-debt", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "Line of Credit Facility, Lender [Domain]", "documentation": "Identification of the lender, which may be a single entity (for example, a bank, pension fund, venture capital firm) or a group of entities that participate in the line of credit, including a letter of credit facility." } } }, "auth_ref": ["r54", "r60", "r695", "r738"] }, "us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityMaximumBorrowingCapacity", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity", "terseLabel": "Line of Credit Facility, Maximum Borrowing Capacity", "documentation": "Maximum 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." } } }, "auth_ref": ["r54", "r60"] }, "us-gaap_LoansPayableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LoansPayableMember", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "label": "Loans Payable [Member]", "documentation": "Borrowing supported by a written promise to pay an obligation." } } }, "auth_ref": [] },

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Excludes lease obligation." } } }, "auth_ref": ["r13", "r107", "r293", "r305", "r624", "r625", "r647", "r775"] }, "us-gaap_LongTermDebtFairValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtFairValue", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "us-gaap_LongTermDebtFairValue", "terseLabel": "Long-Term Debt, Fair Value", "documentation": "The 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." } } }, "auth_ref": ["r750", "r752", "r753", "r754"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details": { "parentTag": "us-gaap_LongTermDebt", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details"], "lang": { "en-us": { "role": { "label": "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInNextTwelveMonths", "terseLabel": "Long-Term Debt, Maturity, Year One", "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 next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r5", "r168", "r297"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details": { "parentTag": "us-gaap_LongTermDebt", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details"], "lang": { "en-us": { "role": { "label": "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearFour", "terseLabel": "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. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r5", "r168", "r297"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details": { "parentTag": "us-gaap_LongTermDebt", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details"], "lang": { "en-us": { "role": { "label": "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearThree", "terseLabel": "Long-Term Debt, Maturity, Year Three", "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 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": ["r5", "r168", "r297"] }, "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details": { "parentTag": "us-gaap_LongTermDebt", "weight": 1.0, "order": 0.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details"], "lang": { "en-us": { "role": { "label": "us-gaap_LongTermDebtMaturitiesRepaymentsOfPrincipalInYearTwo", "terseLabel": "Long-Term Debt, Maturity, Year Two", "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 second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r5", "r168", "r297"] }, "omer_LongTermDebtMaturityAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "LongTermDebtMaturityAfterYearFour", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details": { "parentTag": "us-gaap_LongTermDebt", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt-schedule-of-debt-maturity-details"], "lang": { "en-us": { "role": { "label": "omer_LongTermDebtMaturityAfterYearFour", "terseLabel": "2029 and thereafter", "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 after fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [] }, "us-gaap_LongTermDebtTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtTextBlock", "presentation": ["http://www.omeros.com/20240930/role/statement-note-6-debt"], "lang": { "en-us": { "role": { "label": "Long-Term Debt [Text Block]", "documentation": "The entire disclosure for long-term debt." } } }, "auth_ref": ["r90"] }, "us-gaap_LongTermLoansPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermLoansPayable", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited"], "lang": { "en-us": { "role": { "label": "Long-term debt, net", "documentation": "Carrying value as of the balance sheet date of loans payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion." } } }, "auth_ref": ["r13"] }, "us-gaap_LongtermDebtTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeAxis", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual", "http://www.omeros.com/20240930/role/statement-note-6-debt", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r13", "r731", "r732", "r733"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeDomain", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation", "http://www.omeros.com/20240930/role/statement-note-1-organization-and-basis-of-presentation-details-textual", "http://www.omeros.com/20240930/role/statement-note-6-debt", "http://www.omeros.com/20240930/role/statement-note-6-debt-details-textual"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Type [Domain]", "documentation": "Type of long-term debt arrangement, such as notes, line of credit, commercial paper, asset-based financing, project financing, letter of credit financing. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": ["r13", "r25", "r731", "r732", "r733"] }, "omer_LongtermPurchaseCommitmentTerminationFee": { "xbrltype": "monetaryItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "LongtermPurchaseCommitmentTerminationFee", "crdr": "credit", "presentation": ["http://www.omeros.com/20240930/role/statement-note-10-commitments-and-contingencies-details-textual"], "lang": { "en-us": { "role": { "label": "omer_LongtermPurchaseCommitmentTerminationFee", "terseLabel": "Long-Term Purchase Commitment, Termination Fee", "documentation": "Represents the amount of termination fee on a long-term purchase commitment." } } }, "auth_ref": [] }, "srt_MaximumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MaximumMember", "presentation": 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component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to
transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make
decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may
engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues." } } }, "auth_ref": [
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Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc." } } }, "auth_ref": ["r75"] }, "us-gaap_SellingGeneralAndAdministrativeExpensesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingGeneralAndAdministrativeExpensesMember", "presentation": ["http://www.omeros.com/20240930/role/statement-note-12-sharebased-compensation-schedule-of-recognized-period-costs-details", "http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation"], "lang": { "en-us": { "role": { "label": "Selling, General and Administrative Expenses [Member]", "documentation": "Primary financial statement caption encompassing selling, general and administrative expense." } } }, "auth_ref": [] }, "us-gaap_SeniorLongTermNotes": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SeniorLongTermNotes", "crdr": "credit", "calculation": { "http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-balance-sheets-current-period-unaudited"], "lang": { "en-us": { "role": { "label": "Convertible senior notes, net", "documentation": "Carrying value as of the balance sheet date of Notes with the highest claim on the assets of the issuer in case of bankruptcy or liquidation (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. Senior note holders are paid off in full before any payments are made to junior note holders." } } }, "auth_ref": ["r13", "r649"] }, "us-gaap_ShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensation", "crdr": "debit", "calculation": { "http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 11.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-cash-flows-unaudited"], "lang": { "en-us": { "role": { "verboseLabel": "Stock-based compensation expense", "label": "us-gaap_ShareBasedCompensation", "documentation": "Amount of noncash expense for share-based payment arrangement." } } }, "auth_ref": ["r2"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { 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2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable." } } }, "auth_ref": ["r28"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber", "presentation": ["http://www.omeros.com/20240930/role/statement-note-12-stockbased-compensation-stock-option-activity-details"], "lang": { "en-us": { "role": { "label": "Exercisable, options (in shares)", "documentation": "The number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan." } } }, "auth_ref": ["r343"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice": { "xbrltype": 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Such securities primarily consist of treasury bills (short-term maturities - one year or less), treasury notes (intermediate term maturities - two to ten years), and treasury bonds (long-term maturities - ten to thirty years)." } } }, "auth_ref": ["r613", "r630", "r632", "r637", "r774"] }, "us-gaap_VariableLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "VariableLeaseCost", "crdr": "debit", "calculation": { "http://www.omeros.com/20240930/role/statement-note-9-leases-lease-cost-details": { "parentTag": "us-gaap_LeaseCost", "weight": 1.0, "order": 0.0 } }, "presentation": ["http://www.omeros.com/20240930/role/statement-note-9-leases-lease-cost-details"], "lang": { "en-us": { "role": { "label": "Variable lease cost", "documentation": "Amount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases." } } }, "auth_ref": ["r454", "r648"] }, "us-gaap_WeightedAverageNumberOfSharesOutstandingBasic": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "WeightedAverageNumberOfSharesOutstandingBasic", "presentation": ["http://www.omeros.com/20240930/role/statement-condensed-consolidated-statements-of-operations-and-comprehensive-loss-unaudited"], "lang": { "en-us": { "role": { "label": "Weighted-average shares used to compute basic and diluted net income (loss) per share (in shares)", "documentation": "Number 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." } } }, "auth_ref": ["r185", "r191"] }, "omer_statement-statement-note-12-sharebased-compensation-schedule-of-recognized-period-costs-details": { "xbrltype": "stringItemType", "nsuri": "http://www.omeros.com/20240930", "localname": "statement-statement-note-12-sharebased-compensation-schedule-of-recognized-period-costs-details", "lang": { "en-us": { "role": { "label": "Note 12 - 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+<^8YCZX$QB&>>+S[%S&'&YDIED$%7"==\]B!{B>H5#KMF&L&7L@RQ?5I*==!Y7VI:$U8$$]+@8+4FD<\#67''3Q-9ZKQN5ZW.;5?Z$U!Z$IGAB:XH\1=O@E-+=0M,
M0\!B$4V:\)+G5K*&*NX(//82!CEMG&%J3,]T5RWX2:2*!VZ(BD!5Z>$MDAFNB2HX+0"L*57PNA@<3'D/Z/+-*BC*_,*/-DG K-M[LU/[^NU1NMKHYMVA[N*
<_6YGW6&PS[%_VS[K!_?077%W SZ%^=]6^Z'Z'W M9^_L;MC_9P^;D:(W@)N[P>U=]VH(PVL8W'WL@=-@%>?H@+VM.L>^_;:T@LC/ M+*";D=UTAK_UX!:9#OK#?
N\6!9S]UKVZ[$'W;$BBG5\)1V7HWD+W_/IFV#M? MDH?C2,7E#:K5:1RQ711SVQU\Z%[U;BO7?W[L_6O*O5ZKU7=H-V%U.V$SEJ;"-MH) &A3@P)&:#!;H$HFB\,RKTRW"9\7N93:![",
<\EFD>Z3X?GAV7P>*9% M_$=,MW_R^&9F{$P949NK'34@W]#@^BPA?,GE7>G]O#++M M6OI ON+5ZU?
H3K,I_8BFZ,&H,'_0,C541.2O,"T6SG3.EF)]G0M.$0^>X.C* M=]/+H'@F@O5=+G6<0[,T)+RJ_4=4G'K$YU&Q#R$;<H4DS42#KQ35$UZ>,TT<)L@KBP#'NP[3C8&B\8;!P"D:
Y$S+FYEM& M!"$Y=F<+_2*Q508& /SN1;F//!$B"[9:1G@)"B4I6CB!DT ;17/T%8:O5D0C MP'U!C,M$D4=(@)"3*;?Q1AE]/*9"""(Y5E,\8GHDE,[0?(%1H]4,M2POP$!- ME5G3=H^L'4?
6T>XC:[ADAK2ASDE+%=@IJ+?&1OO ,F[0@-8M M:_1:H$KL@&A0AI!9#%&/81\].P+Y6'^G^,XBH>9C"PLTDQZW,=F!0>( ]\C
MK*RHJQZ\D"7W+'4TCL^X%8+4^W1DWT45%HF%H[$'R@>+:#4HH9T MV5I0L"0H0$$TSU7L(@4EILT]'K?$8U$Z/PZ*Y\4MVWW;V]@J
M4U+IL5QM/X2R.Y$C%$\.'2OEYJ%P,MQF/F %> MD3#.P5,N0C%U"@R;J(N2D?#-2;/*725\@79/$Q VK34)0$*<&8!J6,C#,/&$5UG)918IZRX@B,"_F[?C-Y42(@1?'&.;J&D?
)O4S)Q!@A4XA*B<)TBSSI_!"P OFBDCH M"26[F\22LS%(-"""S?F*)=*$<-W%!%B M'7MX2DZ$2+#HMGA&9R-2C.]I1/\@B/9V']&]$8MR$_(W'D0T!77" U5;2@$
M9QGX%0'9/FZN#0V.<2#&5F4K4%?F^G$-MLD@V(R:4W0=2+#&5\/_W9#[C3PMWX)<4"M=DY@B?D)@S\&!OW=Q^"Y->]UF_"1,%'\F9Z-6'Q"!+*446'I>GA$8%O+-#5QC
MJ32VTXTH\E)H$M.[##AX9$B J,8HMT)=*.XAULQI,ATT)_E,K[=6JY"I67). M\=%X >Z;Q,&L1Q'4)Q")SSPJCI97Z,O?O$1{Y+^ @ZOCW4?T?WUP9:X0_:D_
M*,]#%$7,14S.HQ6AZ@F9^%J1.]..8:&K9:9FR:]I0)9Q++3F_"OY@"LQO:9^ M7Z!^ALD!(A?#KZ+PCI]4;D_=#?^2"U3?N)8\;_-4J+?[\ZD?).'^@/.1;H0% M''(6B#XZ(Z735D]PQ$J1N,
[.B<:H#P)@<61CCVA MMA#5F(#%9\%M4?16A2P. 0A4W3:MNFPHIHGC;,XESMA,1D@F-MXU[0/>#X2\ M%W" U,6,-L@PL)01!]R0222N<4O(%^%.%(1C(:<0^U M.3-
9"^!5PUX!LBNUEG'!O?[N\.3GKR)W931Y@>6ARTCYQI=-E];JG,Y=FM!F MX#/-*MJ-(NF=ENK.@U.:-=E7D(]P:TY^G;>.D.RH!,(_+47GQP=UVM') ^\;M5+G"HT[=M&^G489Z
7H=I5U'K'K{[Z\6XS^;JI88Z[8 M44USD0-.^@_-U(X2<" -S0 T !E>%\W,3$R,#@N:'1M[5MM4R,W$OZ\^RLZ M3F7#5MG88\/"V1.957C<#$=QL@QESE/EW),QI&M3.C64ECX_OUURV-
WR&!;'(8 M-A^P1VD)+.F?[}>E<3LR2=QH1YP%G;=OVD:8F'2X[^,/*]>.JS%VG,5%6+M M=Y4^G/&4*V9X *,1#*,\#;@ZD0F'2ZD,BZ$"GE?U&M0S5ZK;X'7KWI'33K'Z#[
M,U0JG7,"#0,_8DISR6 *VDQCVSPU%2W^RYO@U3+3 EL0LD3$TR:!^YI+ MTQJ*A&LXYQ,8R(2EKK %&0L"D=XTH292J.UZ(FV!GRLM51-8,F2+QLQ6!BDZ M7>NPM5#"ZF ?
QTP)EIIF2O.+6X;?F@J+Q4W:5.(F,JV$J1N1-DD>%V34Z=U& M8B1,NSKJO$M'.FMA6W@Y[7_7V _=M906QO^%//;N&(T6FT[GJ M'5\/^L-
^[PIZOQ[_U#T_ZT'W>.$V=J7+D'W)RV#M9&0[;D8:K^U.K M@QL!5H;H#CYUSWM7E8M?/_?^>)N]?IMMTV,"^F["W5":#0;%:% ,!U;${JJ MCT 2C0}6A7X93MA8!/"/7?
@DU0W79?"Y,B*<@HF8:?[_5\"P4//V#;I0-9,?TS1}%A8AX]P;F6WNV707(EP<*70C\13+,XP_(%,X12O 1I5?0(9P MD7 E-1Q+A=6,
(DIK?:,XJ6CK)/LXM46G]@6Z]MOBY^81@M$6TNF\"65DY@' M-[SL3+(PQ$!BQZDTEK\PI!0LG4*>&I5S5!?Y4X*;11;*T(6B"0ND3B'SL4B! M3(3!#7)R&P(1][G63$U))&%?.(Z[U*?
&L@"5P2%CHA8T!@GX0OEY@F(I-@=+ MVV 2"3\"G=._1?L)5[SHA":0"!TCTT+[@XDP$4Y09TC.:'3J-T/59(#31 MS MI"I&5[!MN5@:SQCL'$(18KF3,A8F&\9D8;B6*V6ZD7J,@L,
/C=C_ ^T2(M+-E]&>$E*)1D:.$3@M"'_05QB^7-AL. 1X(ZKA,$GF, @G"IY2$7;[35QV]&5Y"59ZILR&M/_(VG)D[6T_LH8K9D@;ZAVT M=(&=@J.3V'=A*/!Q1[^W-MH!KA%
UJWH'U'JP6NR0:$C]@%B248]2CRT7,@ MM!]+G6,]BH=*Q@X6F9(^#[!8PPZB(_(*V'JO5L_8ND-ARZ&FD$>HX3-[O9W MN-/"9GCTY!X%I9.I@R)U#Q2/EE#J4$.Z/*B@<&6@$
>B>.YC%R6(F#9?\?A M/!;Y\OV@>%K/& MYQB:QD+;@(=2/+7]4"]_")7+X5;QF%G@%81Q 9YR$8J14F#81%VTC$5@3Q=U M/M(B$&CW-`A:*TE "GUE&NBFM95:,XKJ."VK
MQ(*R8@M'@=)Y.WX,<1+5P(OM>? ::%\(L$?/#=@/W9#[C,YX,'PPS-$UC$5 MZ&5:IM8(F4,D4S1)D&8JF,$+ 2_82,3"(3)GLWC4L.1N+1 EXR=61)?244LN M,HL)9;G*$.3:DG/?
1QA8!6QB>F-O)F+;$,M;PC)P(B6#2[?"_SD9D&-]?$?U"' M$.UO/Z}8Q;G-IZ1N?,PI&NM,1JJOB,1G#/P'\1G]WAW;F(@!C TQMFJ7@8YD M;N[7X"$,@LVE.:77X>^?_C[U0@+N,SB?
ZL:8P&/ M%'9Z1TVNH+CE@IB.O\G&C" MV1=BHBZALUS4IJ++V%G1V@_(H!!9'.NZ$^HZHQ@)LJ/D\J-V+UB*!Q28(.;33 ML]/#FB:>)[B6.&,
[F8),W'G7!KP7A#RGLS!4A<9;;@PL)01!]R&0T22O<4O M(%=VA%"D8QF/;,"'E-T4+R.H(H+R)(OEE&/M))(KN%(50",_Q3*O+&@3M>R$0T2N_M9X#"1[R Z0S2XM6I4R%K:UH#+0KLNZ?-
NY_\O(M+=P]V/LV%?_ BZPK"I{0^4X3V@P"9EC%C.)8^D>ENG?KE>9%[O7F M/9S)P<=%Z1C%]DH@@J-2S -7>UJOU1O[};KWX?!@;[}>^]@XK#=*G7,$43)" M''F-
,M#+U>TJZ]R#G[_E-OYE*C[O174^IN)4.]K[-?"R6_B^9OJ;3XN=JJZN MOQ[\LI;_J5W3WWQI_X7Y/UPJ3^JQY;AU)(07!H;C2/ 0NHO[H0MW5F I_9!2
MAUQQM1V!:C\&.F]5'I<_=]6+GLGO4JGP:]{C_I-RE+M9=GI\/!6ED45I2< M;!82P8#+L_/KGQ?$&R7HAS5W?* 65?JA4#8<^X.A_P%02P,$% @ (%M M6=#?:L.V!0 AD T
!E>%\W,3$R,#DN:'1M[5EM;]LV$/[<_(J;BK4) M8-F2G%?+-N Z2F:LM5W;&;I/ RW1$0&)5"DZL??K=Q3EESA-VRU=VVP- @@Z M'GD/CW?/':UFK-*DW8PIB=I[SYJ*J82VZ>*/$}?
UG+,JCC9K1HBC/]DV7%). M)5$T@ND2)O&<1U2>BY3"4$A%$K#!=6MNO>8YWB&X7L,I,=3KT'D#MMUNIE01 M"&,B@LC MD1)NA#YD)(H8OVZ PS@X59=Q\!*YS(5L
)DKX6N;V1U#Y,"H[_H;$ 6&XO6& M2$:X:G"\O\17=*\LDK!KW1#L.E9^2N0UXPVMCPZ9MH-%S*9,-6O3]@1C^S3,/ M9760ZFI!LY:U]Q[
\G('S,O/07/N#'WXOFIY}3}CYEZW+9#/%,]I^V[&XPF MO8M>MS/H:?HPN(#AJ-?O]H:=UQ"\[7D]YO 8I1(QC!\&HTONKT7S 9@'L* M5]5QM5N%<= M)KOU(Z<"G7'ALJG4D=+NG
^&D^=#\SLR5_IESK U.?@E@W!F] MZO2#L3UX]SKX'3K=B1{Q',=[VO[?,E0>>ZAXYZ=6>TQS11-IVBMCC&AJ:E9(^T* MD!QF#"=O=CNFF/1,,70MX1$$"V0K?
DUQ=VG*\EQO#O^U)L*@$%-)T07;^S5> M6FVW4N@6+)ECW*,I,9NQ$)'@-#U4N@=0I-@,[58@0]J9X[&!$MMQ;0[&Q(<) M;H1/(I%I,MZ>T6&M41++5^/J1K<@TH3 5
M$OW3LARD>YHD)16OW_,A*OW$MDMBU2L2=[YV8?M6 8G6VBJ?K,W#*N97.G? M:.^&)"G9!FV4%5I:*=I9M$R'8O"#KH!{OJA (.E 3B6,^,MEZ).NV7RNA#_M!X#)[A[M1P?
K&-SDUSJWRD!TS^J'OLZZ75?@4^H3Q:<.EQ\A^DU"U/N.0Y1Q MTSCJN-,.(V&:.9DAZE7\$J.+6"9IKD.UIHI=)D@!.0\/8N>) AK&;&\J>,4YX MJ.6X8,2*I75%0*UY8B)=9-34NWR'S*O?
5P1_G?9A$K-\5<5"8@+,:U{JBD?*KT3;&64^2OJ.P%RBFK MPJS[%42$B+ MP-7 6(*48WJ+70@;R_5MR\7"6G7;ZMJ%J)>2I?8'?>@TR3%=**F/8!^DZOW\T4+P!?
RV=3@/5*6/0CS^<,%'4:35/M>IV[AW MM?'<+W.W\4Y/G+K5[HL/<&%[5QZYNKS0,%Z'JYC/\:Q*?M5,,QMH'6R$?"(G"S M!3QWBC_V^9.+.:.I.370F*UKL(Y344V3T3^WSJ#;^OC#_FW
F^JYP_UKS^\M_^\)38R;$,+Q+!ALTQ6XH#,QO0$_@FO"%VYN(W4"8D#QO6:[%XD]{%-PB^M MJM1T/E5_[R^-3}\O)B,=F3QS);B]KY0MT0PO.Q?O=E80PW]C> ##T11T|\,
ML$86WS[^ E!+ P04 " @6U9$*W)+,;@% 7&0 #0 &5X7SKW6=7T$ITEG9:"2519^})2S.=T@Y=_M_G7L>,[GUG"T52^$./J3X\ 9Y50232.8KV"6+'A$Y:G(*(R%U"0%!SRO[C7J MONL?
@.@5!P33EJ:YK2//&$=H*SAUWPC.-7SSM46)JO@'G^*6AN&2_,/7MZ MXKN-X$.F'K;M$,^4RCO[[O4GL_/!>:\[.Q\-832 \>1\VL?=U_#X'S8Q8_X M.31 C?X$QA>3Z45W.(/9"+P3N*A-:
[T:3/L]JEK'+I5Z${!^FPN3:ATNJ>C M\;Q_>FOJ>L)+|\A8G/W2AVEW\JH[{$^=T1^O^W]"MS7#-= (ZH?!V022>5;J""HCS%D0,IXQ* MH: G) X3.WG?3#1[\-V@)[*
<\)5|\X(7F)/2KONN6!:H6L)CZ"_1+KBEQ1WEV5, M*,Y_#>:"(-"0B5%%VSOM_#2>KM5JVMI4F'@HRD1QRQ$)#C-#)7N-11%]/= M*N3(.PL\-M!B.
[*+@RGBHXANA$\BD1LVWIYS2].$=6EJ2N2<<'JD'O91;+,,4[2Q:IH,=2*\KX(XOJF E M55!4LC0CBK4,?=8.LZJ!6!S3!LRK2/%RER0(CAFIKLN,D8 M2=\MF*09>E^9>"JC#PEXG[P
3';O<#]Z<1.#F_RZR:TR$+V7C8/ 9-VN*_ I MS8GBTX3+CQ#})B'J?!\K@K]. M^S!+F%I7L; X"A*&UB$FV[=.XFUZ"2LS1<:&K0)SEH'N!#3FI3L M+>5CI6^.M9PB?
T5E+U!.61=FTZ\@XEPHNLUO91T^^41B*XIU5C0[V^W"MO*F M:4";C(=E1U5@DC3&9H.'U :N <92I)RBM]B%L+',\Y'J$8/+#G.YM+&H1)B68VG?2&S]"4P^L-O\BM0NJMG6I
MP.&D--9-2]VEP-Y*FS=D7A2J?4CZ&AU%DI7-J4K=Y%V5"}G;G-\[/N-2F#:=&ZC\lL@T#.)^5](<E\M!%>'S]SR1.P*PI0HU:Z\[DYGSKA[UG=>3ZE=W\QW[ENCX[/!;+(C2V'BNN[
M0M,FP?AL>/%F8PTUS \'[WD@BKKY(0'KIOU!Y!]02P,$% @-(%M6%\W,S4Q,C8N:'1M[3UK'$FG9EJ4P%=O2 M$--H-/K=#?!H%(_]XZ,1=[SC-S_"5$W./]:>L-
TH"CZM3.>;L1]K8\=DF:S:V6LVM5J.US?;>M?;>[339 MS27;W#P^&O/88>[(41&/WZ\E\6!S?\T\#9PQ?[\VD&KLQ)L>C[D;"QFL,5<& M,0]@=,Q'!HYDP-\'<2N^(1UY=@)],-
#%Cj>)X+A.]80 6O4FR(X9&ZB{JG> M,2=)Y2'.&18F6@AN-4IWCA).$+]C 2[8/H1C1PU% +/CD)C?QYL""(LC-@_2 M1XXOAC!&B>$H!GR.^L>=^Y'HBQA
UYM'6_WCHZWP^,WWAN<_@GX4'CZ$6@FG MPPP9PJ6 BL$D-Y$+\W-U.%##%X@VM^?_Z74Z5[V?6?NRE>W[(/U]V;ZVZ[=WY}A=!_M5O./€/E=L1\]=**XY6":O86!-
'OB4\>=P2FGV;B&BD[1[M M(,.8"YTG,&#'A;W XB.]+5418HV]PXC]E$@OLGX$-GO=9/WP^/5]6\@R,AR9]?=3B73U9"%@%4BX7$3%E%H"+8DB1.2
M2C,Q02@WWSO$3I^_S(M2:X5.7"\ 7QT7)8"!< MP0.7 L_)2+@C\K6-X7#O@OB@6)A#[XE;:X#_U M/FK,=4(1 Y_]"?L+HC6.6#0"XFIO@MB!.P&0'E1,Y"K1QV$8"_&QU4$E]90$
M/H\BS1Q@1,"O0912[JF#5U9^9S8 *N((ORD^X$KIR?.N4,J34J%UTS1$-.57[\T/I>HDI> M@EU;#[%K%BUD[H7U%UC>!ZRSSF"@-SUUV?TFE-G.J3BC18S?>QBH_G,WA:'
M%+P8V*H0--^]&-K^+A5J%OBD4PB;6*!7T#I("=&$$!.-SF&;VS];:VYN[\! MJ@ATT1'Y*NH=!:Y,-6) MD)>PNBYW_'B*5F-LXIRW6ZV]K>;,-URP)^Z8ZSM1]'[MYJ>37]LE!/AQ2-,
MI3=^M$GS39\/8l,Y-T]H;?0{JPL%6&>];@HLGU0WS@K+35!Z=S385'(R^]#E MH$QN?KKZ}3); XS 4DK^GS=\(V4GOFG_U-D\ 1_SE\WV6:_3?<<&>*C0Q&X6/YHAP,^GU01
M*G[V\GO7'RY$\,>#!$CI4%U%F6$@<(KP":AKKL2@HI(R6S/+>79/VUX[G! M54U[7=KH@))9%QME33:1F1[#7ZP> Z$$/3:0B6+KK%WMC:>55L,@8"">
)86)0/6I^!,*!QHZ3+O02& M=B48@.,VSJ/(U1AWT%=%'TE. @RX*'6A"WMMRETX<0QCC+L#U}>4N"EE/18U M?UEZ!7 D)%STM= +!Z^$9>D6=(5<%R3>"5P.H@>P<0L1
MKF82<$54-*%F&>\V=-RY[EZUEU<"Q2V^*U,QL,B,F6%F,]&R]G%.%8),[RA=&)D1@M4>5D!DF^0P13Y>4ICHU M[ER#!&"BSF?HH3I0)K&\/10DT?
2LB10HX,/G+0'\+J"!\U7:8G@"RR3QE9 M'-N%IP=3Y78*_I>7%)!4_$X %_2EHR@_K'5#)(!+'(S[[[@*,("!H;X 9RBO^*1'&!E7HJ0Q=O=1 QFBY[RA5!QE$V263)1/7PH!)-)P^5CP$B45F
MTM@H-G&4@CFFE>+LYO%>?+L1; 6T'-P5VW6P%#S+MHA.XM+R2C:AGX!4\"AZ M@&3K$@8#]T$ N 2S6L05PE6U8OG,U9)UQMR8+E\[?_!,N8'@BSC*038:"_9$
M1#DC:"9\FH1HZZ_D>U]+L<4H"8"[U=O/#:1^*]J;\@1CE"IWJ%44H@/%5]R MATI,(ETW"1W*/B]<+-W2F.IVIR(>.%>XD\]08@P=Z1VN.EK(C]?*40'NC&T,9
MP8!HZ;TD@H'_>>]R%'F\VNTQ908@TV=*$$N"<%=T1[ZE@)!-)' M(\V(BV,S =\6ZV]1 IXH%0IA:DP$@XOD!",2MD)&-E@R?96]9Y3/C)M>LN!+/!5]* M@+*$.
(((@@=JI(7QREM=+"+%6M.PH@U@(MRR[/L?%0H$4T4PXLE%%EL4D-7L1 MY@31T&4&S'O#'$;]T^I-1NE&1=)W;8[0@,,==Y93(UA<8CE!7CZ.Q+Z\X,WS1H0L,7J MC8,?
*3A4"%B/+\#C&O_/9LL%UV;E (!CR):%G:+.Z[4ODO/8R,BP]{;>VO_Q MV9GQ*_6R%W/L:\>M525A54EX396$+R(W^8EM<8'-T_7%0R)&V^\JI.U{}B>& M-
OTZQ'^TQK^2,>IQ<]QTVP9$4_'(}&^8@#96&"04TZL%&V\V()"\T)LV Y=_ MIY_$NB/J*5F_,/4C/H6{(/*=*9\"6.@3SV0*TKQ2@LY@$FK 0X&^5>QX= MYDEZ1:\7\H)YK\?
1W96QKD2S]=W&!O- 4 $1H4;/DG72?69>2DB<@UH@ED#0 M^J}Y/&?/@.BFGH47B@ RPY5YP;,98CF"U=EMTO_=L %F5RS%LG@TL$*Y(@=<0HPAD"CM4M/"[$3.1Y!++>
<9+;5O.9_Y"3)({JPY M(!-S?8P(L0+IM$W-P!F8$%>,4T.(=NZKNBI3?E+<%X'#9Y8GE$41FTFRW%,T M0_ G+FTRM1DC?1-T)HU5Y5B- 6I.* M'$*G#71C5!870]Q%$6&6F >2(15M
"LGYK"I_C1,5)28%IJEG FP$+CLY&TC=-2X6T:]0C09<+1$G,).6#X%/1.5F15P"_ _"(C)BUF MA"2[`G,E(_8A.ZFXV!E&_5[!32"M T3.ZFEV2[AN]7O:.6)A4XLK6&Q\YXK M5T1Z,Q" WG'-
@)P,#@1R$N_&*_;K)D_T' M,\)*_L%5H<*6UL5T.<<4Q4SE2,3$H[AW'C;89<+=5)TBT!U1W,Q0.^!!<%\U MIN2!CW4E.*W>YIM32T4DQ<6X#^S,T2IX?!Q 0($'Y_SMXX/$\%F37
;$9ATN& M.>*?<'3!7$0<2\P.LG_?Q{9OM'64#LTYN37T(#Y.OQE M)'TL+*JQ\>5YE'.-;XQUW:DEC//0P>3O+I,B;]3Y1T> 'FRX\@#]@^-<3)- M0(@R@5522:%;2)GNH U].=7'JW@PA(2
MG?*!D_CQ'.FH9:*AD\]W-$(+2LUZ&7W4-K.J*JW(SC\'C#(&0N11),CM":9+ M.)2E)GD3<6ISCS*,14G=WTX9NEI4+W C03UMF,Q [%G1%7&V+"!WU0UAML M(A/?TY5,$2?H?Z18
QN5R_<I>51[(3P*V>T9N//%BSMC>&IW?R5'G7805MZ M3<}5AQ5F+/7%-=0E&?XTIQ.&6O>I7Z[6KX64>]JL^Z9J'C3!0<'.'1%0QX!&-M73N4!#U"FC.[%0-N@V$M Y(!D*.
T8$/=X6C=2TC>&*9,E_,QJ8\'36-4ZWJS3W*LW]FM+<7UG7/WA8[C8!GS.*I+.;I:W#,*/NL$> ^=!"!O13YRN[9'XL>.\ZPF&NR"77^8!FM1D3 F_V!. M;YH ,*(I/V7U[8*+ ^1
Z*3H%OVRJ6[H>.N"@6PD4V!Q=HL7I=.N!TA/&^,&S MZ_BOS*L/GI2[%!%*N1-PF=@FS"*3}3F$)X ?3P_*41:2>(>G]S7A'GK>S?[E6$ROK\[:U"=-O329[!!F M-
J62G6Y&7PD/FR(V5$D8BUSN2$34$*22L6VKX?=.F@%"=@76=>)BL[4GN8[2 M"UXY1B[]+FV(P7 \3"-S1YJ.K,W2@^?/0:,#*3HMI7LA/Y@$L?!S/&%'KS2 M $}5P^A*)GCE,O?
@<81V$H^D@N"_$'0.$X=2?+P<=.9R-6D_)2KP.^ASQ>E M0NUO$3&*9MF"P*1ESU!.L W6L3AH!QA/OJ-,.BX^@HU#,&48N,4<>&9@K0MN ML#!AB$WLUO+I1
P^P+0$X(>/1(C68\YU;/3B[U+ +!@R) ^K+!D-/PQAR)\Y MCSU+(P=L0F4+@QFE2^93A\A 2<<7>67%,BSX2(-^@CXQ;@YXIF>.2*A,R4"X1.>,TS-V:U5/M7VPYUE{#6@W!8\ST\4_BE-
*SLYD#KK9VQGH4!^.LBQPW#(<,-KZ1F55*Y)UU2E"'V2##G6>X8W4!+R/%M)\=S?35 MHFP=%K6142ZARC^%B_J4B#0'U^4_(YC>WLJ?3/#N[?:-(
M\G^ZG"M$5HC,:OCF7*2V5VF;5=IFE;99\/JJ\ROVVWGOJG-[R^C>M.NSZL(_MF?C4GRE{ZMDNC"EW%!O0A:I.7*[ID_OV4W^EZ.FO0(-+/;IQ77W-+T! MK7_\[H7>A#;,_HSY-
TL_XQ4=B}QI_=R[\.)V&I0<,/56M,5^J,/+.NLF(Y]8 M.SF>%SP]_+>6BV^#_14$((0_(/_2<._A]TEHY#]BG?D&HDOAF.+HDU;PN6^N M)&=Y.P 173MW&^8KM
45]__]PVH[M[;HI_I[NZU U8F2FXX5A5^H@.?%Q M_-Y4ZC*+RBS$ZUE3WG+X&BM K:5T'[QBT+W?W=N<_M/Y^?G(?
P*KP7Z5XLL]$%GS1^:B_HNGT]%PGS=G'\X_M[OFOE^RFV[D\O^W< M.F(\O\KZ1@G8(S$>8L?'^[7IN^G@2-/1K/\>#D$4E3OOD[S*V]EK'1H-L+VW MBV!?E\)?
&96547D51N69M4IKKE9I56F5[8;5*CO;K956^8[F^>~_L-T,V[Q& ML#\^[A&G#G9L77?9BP]55G-4S['[]%"PS7=POU]#54I/*[S[,F2CN*C(FW4S]Y>?;O9 M:)95?
+-9;QWL_%A6\^ECJSR;X3WVG0N/J6%_O5%C^/\&?E_X#V]^^.$H5E\: M;X2,@#T+^(XKNB"':J18ANGB6MOU_1\7_R+T1VEF5]VH[Z3K[OM@#RQ:2_OS MCT[YJ'>_0*^45AYX-4=44
>(\5;L+4G1W;\,15NME*3I%[T_1N5;_6499U57 MEKB_A+/YBA?=2N/%%9#<.TM[.6,V767I_W>7X,VCS*Y1=0W^:,;D MGT==^%<=KPS!U]N[]fKAJWHZN'>^)6)3NR#?+
[;95S8;C%=Z\TGTI&_46]*P M233\K_VW]<;.RH@\C8BLU:P=M'.jK<;*8'P'YOY@KKG/5/#NLQF-2CZ:[Z&4 MK<93A'6E\596X\M8C9WZSLJ/-
EJM&H[^RNK\>*LQL[+LQJ[*XVWLAK/K?#V M]^O-YLIJ/-5JO*VU=IOUQDSZ8&4UOFNKL?ORK,;>2N.MK,9S*[R#1GWO*>[+ MRFH8JW&PVZCOSK,;;^!?+"X]0Y?61?NVMYGU-
57V77W1?BK;3@0_J*-4W/3[: M&L5C__5!+ P04 "@6U9R4L8'?H6 Z'@$ $0 &]M97(M,C R-M-# Y,S N>'-D5U9<^,Z=GY/5?X#Y?T5 5MR?*FKNX[)5O6'5?
MIF@2DI"F0%V0]#*_/@?@(E(''29""W:2L)\O$<2E MWS]]S]V:@:GEVH3.OG5^W*/A_<755)@'U;9LY"ZP\8_SNVL#&=VS+[W#V^_&CX<+X[!{>(1Z/=3K M(_3;UQ?/_N)9<[PP#>"
>E_@P,?.W/>77PX.GI^?/S_W/[ML=G#8[?8._O'] M^E[4[425+3>@/GM-&KP\,N>SAZW/,_?I("H\X 23!@%C(%=>BZ@TT\3&1%X,_M"K(5?8,\UR7V,OR+)EP"*#[@Q;Q-%W5[Z+
7M\26+2;=0D.G48WY2<6IZCX)7 M>+A>:8;5-HT M3[;015R[EG@)"IKP_U#<+V@\'}>(^KW/0+ISH,!%+M8E+]4N#*'CY#<*?B/^L1SOK M[I2HIYO$_VS\0>6(ENG%U_J;.58EC*:2X4?\.
.[XG?,T6 MALZ.4FJ63K=)_JO!Q(;747S3X@;\!%3NN)W?*XRK)G-07O^H,N,/ZY[;]%&-_MA_+H(8^9LI;B?Z^.X,9G(&H>R6$LTX[[MI0$?
^7LGZWR8E+J^Z$H\BY\NEX1.W>@1/.2!TI5A4*FA!*&BS3DN&J,D$3 M#Z8%M2S%.WB "@:!Z3%$Z+Z882#;M0+QPZ0VC!T^\5\1?Q?90E#I&+S=C[NK
MLCE&R*!ZOPEW,7\K>X5S*97Y\F_=;M=- QBBBE?XY1+9Q*<@:5RNR7P:6&VP M$Y7C8GM#?Q.^U]R)Y'-4H:IC%GGJ[=?O*6T9/8X.JV=ERJ0TA CAG^.6Y#K&%
MIWXT'3%7!^88^QX*8UD?8Z):Z. FH%-Q#A0$P9;DM6%DAY XSYF"GY?Q&SQ M7PE;QGG(EG$OV#(^7811&;>"+^-'S-=?}CBJ9U"T-/GS.?8)*,7[1;!:YT(7 MR@XUH!SX=)MA=
^[=8,G%3SD3A$??J}.)#QJU_$# T9Q/C)XPSN'5I\1 M7>#KJX$OJ>(9[M28)(P:I"C43#%J7 .CQJ>]TU,TNN>[UL^YZ]B8>0C_&?"(MA\MB$?^]<=?&@B[$'=5!W'V^Q?
\T+@6/QJ=1R.1?:GI3MK5E>G,T==SG=_-J M4HJZP'1,<'S'OQ\ (^H-58GQ/_Z/;OT3F/@]^MO9..I# MER5[4DN*K [(?!|G2(;5./HD^YL\(\^XG?,NJ^$Q~W MW*)R00PQB! ,MN]!ZP*C;=<0-
'&A48\RK/<57?&X7U31!+],.)73)G4%\SO# MLB9W&N&JX2*Q]9 QIUWZ6ND]C,N/DVD-'2M1T@BO.M>4[,8K&7C((^&\C80QHL-G'?KC=.,6K=6C-[54C=N3I__0A MX?V0*3>*^

/3/T_3E+.H8XT&ER?Q4P:/?L!$T=M/"U5O\}1*+@J-8WXD"?Q MRZ\3W3N*2I> :@9,-5H:X2)/VBO<0;K'B_H]$7]QHDY<&TZ.N_)D>LG%%'N$ M;%B.OU;2RZUMMG9GE/R+?S@U_)

{JCR4T38\T\: 16457GHA3R^>;R-K8]QTQ M&W_3E<<^^]F-@LWY4,+HYA+/"Q9+C1/QVE0U8BOG9I02;/T1L\?75F+V]F@] M'W_$<^0N0]-:/GG2MA^F-E6-:)*GK%-CH-Q3\2)CL@P!%;'W(=#T]>#%L[^8 MRR6A4U<\BYY0,*F9R/]5/\-.^"52#€B.B7]&&]TOH&/^,>X'1DQ'N/6.0-P<'P0'?"-P2;U.P<*4D6+N'>@7'Y2 M5RI83IVFR68"?T G9^%&?#PIW,7O UF0*\<4)'&]~J[-_CY ;/%M6M*[%6A23.] MT6KOJCVFQ&5"!A"F+Q.UL%ZL/W#M1E.^DV?*-[J[^AN%UFUO@LH86#(=>&+HM-TUI(U&NF?/C17{UFPZF/V3U>^H+G?A?LTUV34[U^"^2=T D3,@R#6>#YO>/- M%[-*@T8,(9SAU3FTU'O'"T:8N@M"3=]EPP4_U)H6LU*KIL6^Y?+S:WG$K3RA M#)-I&-SR.2)PI*

A0[:IY5DNX(B'C;KMT_FASF$GWPYA6^2%.'L9)H*@\U>O M^YWI0[EK\Y8/4,#%9]\SF'F]D$6P-64+BK;>95EV&/-8#M7ET^80I/O,$W@ M7N'UEN%HMTZ>6HH:-"R$+1..4&Z9M1<8A4 EP?W =&9C/,E%52HI06O'*A MB##;HF$'X8%!Q,X3@S#S@A? *C$2RG$POPJ]4/WNV@4QN8212UB7;N4S)E-P M(Q;&ML?QV1S-W54NBW!!GNN8H&C\?V*IVE-AV^*WT9]TM[T_(M%?.#.F0! MK-C)H%9'(=)>6N;+5GX8?BU(?AR07[U=OB@>B7Y0OH\5PABP7_D;4=*]'>*/ M'==E$_]'R0CGEL=H674&";8L_+M$;],/ZW5\Y}D3]@U>"SJ0;%8'=E*,7D=MD9#WXD#@(NG=)G68L6Q!OZ7JF(RA>4=% MB^3;=]/8Z8FZ9)?3*>:[VW <|4QTZ4R]YU\RK=>-M#N<^@C%T/Z_(/H 1 W-M%72U&ZH*S7\"A2>7Y],I@*-K;MIB8J\8N$\V;LB/AG*CV6<.Z[U4ZHR+=UN MY^7]N"?] YAKB=AB2.U+D,Q_O:)3ERW"CF)M%-?98B>;SU/56P]>5HNG-.7QS@V!&\"E\|FF5;E5L!8:M6-L$9C%[+N?3KC;P6? M_|=7RXJ-,_^+339V@^0-4JG8."F!U<5MP*PYF&EU+)^+Q'>\ 8MCC-/"*M9O MK,Q19!&?VK17&T^HGG37F]DRS0.;;6?&&RGQS2 MT9:=&^SS)+$7KW6.70%X<,/\FYA\EOP_@@D]SZ;1*;,W' &H%2N[]6*>W9K824W/HMS#IRAZM90[+I%/O"]3& M3$1Q\7@SA-D@3F\IU-9;6Z.3J1-YV4A>5M#(A/V-&>ZEXZLJG!D\H?QLX? Q M\/ -L6+;=&B^091DW*Y4K5_.7YQIN O_63:7B5 M ?!{^>)C:HNI)I^))-*4UZLO"[^G,(H M.4]G,_%*YS?C1,#K139+4*%^TV:6N9.\'5V>9@V?>=((.\GVB(6K3A:..@A? ME(#;KHM&;!!)BY"LP,61Y(2&<61T1.F.S.K<:!6R/&QP%$EB@EXD9E M*E9N[L0CO5=I@_65F,65FA:I2:4+03<_(#A4(C4[BZ5BNV0DA\BC 9V^ M;C*Q"G7Y]\'15:+[Q7;-%;V"(YCC#GK,F]ZZSK$>MW(3=9IV)3\XJ1<*;VY M6U[4B.$D8]UP6:2D3M."G'795E[Q0BJ7K+P],B4GW7.E2M=HCUSK2Q&C @GE M=5LMZVI=CCQ5$GR]8:NU< /> ^>$9.T_X.XP%KMPE)57,I$Q)0(HCKL*+=NM!_616*UQN[51"Q {@X7RT;JX4?NE M+QF_2UKM@Q%(WIAF_;(7GZI'3Z_-4YB.;_J#1IC)-\3?T:&(>TCM. ^SS8S7#-M)S8+++RZ^Q8S\76<1-*JK;,>F"$ZTKXS.N?!+*RWYNLK#%^(Z /4_WM@\LU;MK\FIEC6)E*HV4LK5]_?>Z"NFH8;>GDSC$@74$;GD.YWU=5G6<;NT5^^[E K:MJ]GQ3FC/YR)LI::DA_;HHX]@.H @"-K"NC:8F8=S_8I2ZI8T;^-&O@R@-!#Z. M-H].C_K=_ND)Z@^'I^CH^&R,AKWC'H[.SD[[_3?7N"(3.V@5_AB% MS^<$IBXPH5$?D'51^6!Z/;X\'O7[PQ-T>C@:H:/SBRXZ/SXY1J<7Q^/^>-@=M'%X^C/;HYB:+NE+FMU?&MG3#FZ.VG=AJ)+2+VN7S34(MZ Y-F;O(;:=?W=4I[Z+^,]XKIPV_B1%- M^?:C-S!#;09VT1J';K=&A^W1UEG"?.P'W61G6 8MRWA3N4AA)?%+_-4Y!-4W M>U"'\/OQL8.VD11KUWLAC1W1J.)#4.NC/3H9((??:.I%?\3E,&7\%+?=*1WT M3T'P$@W&9P-TUA^<]_'EZ/3HZ-MJ*38?PMUJ?@^,=9O MA:P>F5$R)99)DR0PD$9+?KB8+SW$\AKDKJ#'N^GDZP%7"??]"Q/^_7]02P,$ M% @ (%M612E"B2>#0 M\X !4 !O;65R+3(P,C0P.3,P7V-A,"YX M;6SM75MSXR@:?=^J_0\>[{//:N4S/=+HZ,Y7.I2M5ZT?;269FGZ:PA&.V9>$% ME,3{ZQ=TL9U8{$ 2PKOSDHL-ZIPNAX^/# 3IUY=%/B"A"=!SRU[&0$\76<1-*JK;,>F"$ZTKXS.N?!+*RWYNLK#%^(Z /4_WM@\LU;MK\FIEC6)E*HV4LK5]_?>Z"NFH8;>GDSC$@74$;GD.YWU=5G6<;NT5^^[E K:MJ]GQ3FC/YR)LI::DA_;HHX]@.H @"-K"NC:8F8=S_8I2ZI8T;^-&O@R@-!#Z. M-H].C_K=_ND)Z@^'I^CH^&R,AKWC'H[.SD[[_3?7N"(3.V@5_AB% MS^<$IBXPH5$?D'51^6!Z/;X\'O7[PQ-T>C@:H:/SBRXZ/SXY1J<7Q^/^>-@=M'%X^C/;HYB:+NE+FMU?&MG3#FZ.VG=AJ)+2+VN7S34(MZ Y-F;O(;:=?W=4I[Z+^,]XKIPV_B1%- M^?:C-S!#;09VT1J';K=&A^W1UEG"?.P'W61G6 8MRWA3N4AA)?%+_-4Y!-4W M>U"'\/OQL8.VD11KUWLAC1W1J.)#4.NC/3H9((??:.I%?\3E,&7\%+?="1WT M3T'P$@W&9P-TUA^<]_'EZ/3HZ-MJ*38?PMUJ?@^,=9O MA:P>F5$R)99)DR0PD$9+?KB8+SW$\AKDKJ#'N^GDZP%7"??]"Q/^_7]02P,$ M% @ (%M612E"B2>#0 M\X !4 !O;65R+3(P,C0P.3,P7V-A,"YX M;6SM75MSXR@:?=^J_0\>[{//:N4S/=+HZ,Y7.I2M5ZT?;269FGZ:PA&.V9>$% ME,3{ZQ=TL9U8{$ 2PKOSDHL-ZIPNAX^/# 3IUY=%/B"A"=!SRU[&0$\76<1-*JK;,>F"$ZTKXS.N?!+*RWYNLK#%^(Z /4_WM@\LU;MK\FIEC6)E*HV4LK5]_?>Z"NFH8;>GDSC$@74$;GD.YWU=5G6<;NT5^^[E K:MJ]GQ3FC/YR)LI::DA_;HHX]@.H @"-K"NC:8F8=S_8I2ZI8T;^-&O@R@-!#Z. M-H].C_K=_ND)Z@^'I^CH^&R,AKWC'H[.SD[[_3?7N"(3.V@5_AB% MS^<$IBXPH5$?D'51^6!Z/;X\'O7[PQ-T>C@:H:/SBRXZ/SXY1J<7Q^/^>-@=M'%X^C/;HYB:+NE+FMU?&MG3#FZ.VG=AJ)+2+VN7S34(MZ Y-F;O(;:=?W=4I[Z+^,]XKIPV_B1%- M^?:C-S!#;09VT1J';K=&A^W1UEG"?.P'W61G6 8MRWA3N4AA)?%+_-4Y!-4W M>U"'\/OQL8.VD11KUWLAC1W1J.)#4.NC/3H9((??:.I%?\3E,&7\%+?="1WT M3T'P$@W&9P-TUA^<]_'EZ/3HZ-MJ*38?PMUJ?@^,=9O MA:P>F5$R)99)DR0PD$9+?KB8+SW$\AKDKJ#'N^GDZP%7"??]"Q/^_7]02P,$ M% @ (%M612E"B2>#0 M\X !4 !O;65R+3(P,C0P.3,P7V1E9BYX;6SM?>MSX[:6Y_>MVO^A-_M9 MZ70GZ22W;F9*?B6N<5L>VYT[=[],P20D<9HBU"!I6_>O7X#4RQ8)')@>"BC M-G>SQ0]WJ_7L3O'BE/(Y,_MV'[W_X[AU-A9&R>SW[[[7WU[+,Y*$)&8)_?V[A'WW[__VO__7W_/.0'32@G&0W?/:S>W<_2)*3 MC"WHN_\ZN;UZ-WKWPZ]_^_#QYO.[+_>G[S[^\/>8\9G[S_^\,./[S>MOULW-ME[^&V;;#?N.?WY<_;IL>#/WT8]'VPV^__?:^^:7;-(V]&HI!/[S_K\]7=\&<-M+L@N2,!)*6-/I;6OSQB@4D*Z91"^%=;0OY7Z--LY'\T^C#Q]&/'[Y_3L/O MQ*R_>U=.'>$!9S&]I=-WZW]^N;T\G(LHR=Z'T>+]NLU[$L>"Y&*$..?36E(W M$R@1^%E^^__N]*&](7N48U@F-%C21M)V54?]XII637#V"9W+L;C0?Y 1]LO-J18,5*'" YV_^__?<C#^X):#Q[]+ 5 M_E[2$TMNS/AZ9BS1(3*LKV?NZ0FO/B0AV'(;=INOX?>3H_5)"F;>N*3GG# M3?@[>TIT5!ZV=$?C#1,B3/S_HF7-++;UO{(K2.REJ3?@~9X]1J4PJ::UIWCFU M1^)0C588+**D2FB$=^J> M\E(L*SF@^+!"T\T8KY^YRE:=TW.9!(R+ MPU<(J 4[/F6Y8'HKY54#ZN6=B$3DB"+'JF07,F:ERB(5C7OG-I,.HM2<9LD MV359U$]M=;/.J;N;TSC6'>ZJ1MU3MB!Q?)*G0CA,ZR^2RE:=TW9/GB]#:4>: M1J6E7,-\-.T[I/>*SDB\EKV>HZIYK&G1)4U;FD3F++GGV75-.J3]C@8Y%Y/P MX>/#?915ZO9U31Q0=?X,AY;]_]X/H6=C$_Q;$++*7A[]]E/-_"6YO,F_1\IIPMU$>!Z81#\0F' M0!0^C!T6K1V* 8X_$-<'ZPOT4M9MM$+5 G/;E5K_D0F9XCD{CPOWPN_?I72V MV),IP(CW7)'*E;LZL'4R$VNCXV6L#^C@Z=6DX&P/B&%I=*N@-!^00K-0"<'(OT5*5*0%@7$^!M2MC%K/"/0NMR4T=P2PSJD"A8=/5H$[.* 8\0DO4(<3%"$^ :8^\ 6*"9_@HC:F M0''ADUC4YA@H+GPBB\}J @6%3UC16ZB@V+'")Q"?)A0C5O$$XDN!JN98)12%M0PX*#:MTHO"60*%A%4H #F@H!QZBVDU 1.'4'3 M(?^5C(8<*9;FZ('$,0]NE,XIS=)14)ZDT;)8A%&>D#R,1+L-T?JL&SOZ?3XI MQR:=G>3L^%A!)/$EA[M=_D6,3%)Z%9&'*!;[D:,7+ DJ8\& K2V0-%G*+&(A MM8R3\")*Y$9^\=U5=;!:H[X6R+UE*Q)G*_ <0MK;(VOR$$>S@J\K9DW7U4AVV MMS2@T:/TKNO)J6W;!3F@-5,U;\P?IB1]**[N/!W-"%F63(+&6;KYRXY;K/_P MW^,@/ZH](-LZN<2UM@UW4*("??VOI9T=7NWU(=A<6<+Z8Y$X65R2I911N(J MQ:L.!KBC6SQI*J2#.II?_-@#?9]=4=6F/RK'#]($'I"H?=W6*=6G))V+NU'^ MS_FW7#"S6%"4CK-3POE*W)M_D7BG9;Q"8=37+2IQD]149 C"&2)% %H$@B& M48=%W\,Y@C4O4*Y!33.GM,K%%X*H=LM7-W)*Y]ZU(=:XF+0YBX5ZG9,$U5 . M[=87%C5C1')7'I*A2_Z#FI[9\GLGO+%%2/)1G*JHUS1U'G-6^6G4'ENH]D\ MFTR_1+2X?6J(!_5QBR*,4WXH^-4*Z,;]G**Y$<-0\?E0R]H5+5U3O!12ZOGS M4AJ6! K6YB(KA*$DHVOI17_W7ML8!T<8IAIWJF@@3U M.BC,.J9:L/ HR&A8+3MJ#[7Y ((Q921*:'A.>")X:"K83[!(8VF#/:/3*(CJ M<4$[.L5S1Y.(\1K&CJEN:-^?ZJ MIEJ/OF$_]%;5ZU$W76:_>(SZA!FU 'X$8-Q L=+5^_\ M-H.I,$L-^Y/68 9&J:62NS'KIE!(/5"P'0 T\V R<9D!PW4?O&2\<0*D!@NL^ M@,\8G+'F#(3:?02?,=3VH+]/W&M\)NN]44B"^[h/WC!?-P$H(!-E]_%Z#0PBU M^0 Q=A_"UX"+-K.G0"]\A.)-E2,,W1T/$T.A/A)TLBB \/T5 P2L0)- C2%"M EO0[5,82H.@,G0"J0'''9L&&Z*14LYUK:(WN:.DAFD82H!,_]1\U[EIT{J<>DEF,Z0X@ MZO3*T9+(O\]H%@4DWEX"76=;UGP6>_*EDFR?BWG,N9@VLP5N")_P0@(+BSO[MAO*B_,,KRAOT[-M16;UBG&=SQJ-_[;*4ZY'4]>@7P66:YG#J7[;NE_+Z%W-, MNO089VUX*,PZ]X@+>)#!@G7K'H3P@^@Z]TZ_)L!>/OK4??2IC^;TT9P^FO-- M1G,VN>[1&;^:0%5+ NB,7\TA5@D*Z Q?S>&UK>SGSA(&PVBLE*)SPAKCM'(4 MW?E@&^)KNU'=N5\; E0SFGZLM=LZ8A-1ZP,4A$-1F(A1,O%DM.YE(>$=Z4A, M:FJQ%[K+_=FAL,*BI5$N3?;>.K.MTM"6%L[]=9Q_?6V:ZF:]TJHIWZ%K[K9 S=H7 MNA$>=*5J-,U[I?V$I%$)/Q%6Z=4RP>4%O1*L,8+<:V6P2NY(&VRY:0U$. = M>$116E0DDG#'977-)M,[\GS,,MX])\GTA)PS[:/-)1<M%30"%L9'.SOF.Z+!>(I19U0(N=DF(:VDOA:.fG$O=*\O{PW!KUIIY152L]6Y+ MU-!9V::?PE).6A4M71>>H4(/DQE.9_21QJQ(Y%+O!U ?Q^58XE@^QT$3,:NQ MH&L<+H0:)*43^7J,&HY99^^"_H("*/^@,C.3AN-'L>2S]4MED^F!+48E4S8. MPSO:O*/-.J]\H^W 7 HQ"J +_M>2S11H@+@6T01G$VD"G<_4!+#.(7.5VH" M32NDHW.5FJ!3JG7H"*1-D*DT,'2>43. 9L9 =&[2YF"M&<,0>59-YD1AZD!W MF0"S'D&^!70BD)9LHU.KL&2B$XJ:(V]LS46WM4WF .":#0B!K80_!%0B2M[B49CFB192BU:IDAVED(B-$WD01_-*"Y0=B'Q?>G/K_8Z,"GIU[V%?B$;@2B]NAC&X^R[G8H^455V[=_:OP_)GR M(S]K\SB;#X0!;Y &N?ASW:&_I,N?!7,HYXT0(+UG$J]9(!=1P"(0852]R M-E8$=_=X$["9V93RK75B2=5 HYC8&K?OMG"!"%(\G+^,R&T)4T,4 CQ MV06A("%">6_A*1610G:WK-VSZ8-4NO70V,E4Q.9WLE0S=UNR=UMM EUD0RO8M4*T"7=2# >I&*@:Z* B;@)N?9L66+]Z+,1Y=@ 1LKD"A$1C\C %)YZ-IS)ZZ MRRQ7?0*)%U%/HL\5/^9<|<,]7I3N%T>8R^K]9[3\7\'AF& O8P_63Q>|>%%K M35*#GE9(+:,-)P8D0GI8($T^ 2#.UWKTS6>K2%*WM$##*C;B7@V@1+ZU5T_&AT8.@;QX)G$EW_8:RDH MCW-I-1)[:SS9Z$M)S-Z*^3O M\^F4UM>HZ84(QR%@R2,5+.\A%B0^9)HP,$5;IU2?T26G053L3_'OF!:Z>!+N ML^\:$"9=G6+:?Q#P0-:K 0/]TT/]DWOR3%-IE?/$/SU#5W3^^!\OGI,5&Z-_M@R?%ZC&U&*QGW%M);GWE:B1&\P%ZQK=^,OUL71VU\NET,%:3P7K&O7MF' ZO MHD|O]7AT+*2RE6-*'VDI5)<,3=#Q4H?8J QB;XA-LXCR12V:QB,Y1,S_$*A2 M7*AOZ)C>9",VR4**+/?BPXIH55737FE61HVK&P^-[K[#W:N,'%L!P,[(48/) M? "D^#2W?_.!,. M66V+]50,@!1?L_4$#(0!;X41T@RG8@"D^}]M)S9K[3#2MBS8*]07CNUB+R;3B4=C7KSF!._:"1XB4XNIH#%AYD!4!(X6A6X-&UZT7+/=L M'S+(TX_$_Z5%G4O[F@@B%,P Z.^_:(2!UD4M?1&S M!\MDROBB6&O-U6[8VU?:=)((H#0=,#-EW2T^BYE5>OL)NH0]S7]\R*C2>K]Z MRU!1956UVYD#R::"+Z/.*ND6FB_CZ\OX'E^&5%OK-[;H/&@6HRY6V'W8(+]M MT"GDUUF&&CT0'7MP-3G-PC31'3)7TV4>\X0NV]/9SH+%S*)+"^UZ?HSS-="E MD+K:0:WC.-#EHCK96Y#$&W1<"28E-0V50R?[- #"6F2CH1-OFN&W&46(3H2Q M/26UD8?HSKYMY.:APNB$D'93TC0V]TTM##*2@$-NT-T.+0#M34M+ERZZ.\/2 MK)B'*J"[*CJ:"6!D-[K[P\YT- U01*>>M6*:X+C3H3!-""#6+.=^*!RR\108 MI?(/A4L"9Z-9K-Y0>*/9EC NEX%.D+2[%Z!1J.BN!CO38)KB\X"9V<&FB.G M *3"#?,$XJ./19W0_<$K=U91#,*6MRE*@.[+ X\FP9SHA%A3%!5/E%,F*(3 M55L!5=<[0"> (ML!J5+1G![5C8!0)R^CHPTA,!TG6SK@12<+1 TFCH@<3C4FQ$M"??2'XO0-EHV.Z+3K8@RQ>:?(%)D_GA,^HT|'.:!P]4KZ:3*\)3]DRCA;D MX8SGL[O\058\#ZJS_ML-8@~ $9^=%BYV\>NG:W$!,O)V#5]NJ=\403^^D@W M[VZ!Z+/;RS^14$KG@7Q5-"CK$LO#OZRG%-K'2DE/,3*)_-CK.5(VM%' DY25 MGB^35.S]/*.31.ZF\4.>TNLH)/64F?6T49;R[/R7>G(.?[7PR?LY/17W.B3- MWW_D1-J[5N,9I\5-4$^ +0;?V^5$IS_9RH\1_[5B?^ JQ_'(2X)SU;79%%5 M14/7K',A7(4YD$VX>NZX34TJ[HYHE%/M>?3RMO.5#;85!KOV*(ANJ=%6U[M6E[OORH1QGV/ TV055VD"7QWO9^LOB31MYR>T33@4>$G4)0$,NK;(ZK.98(V M*R+MO>\[*53P7&Y[S1:J;M@CO. Y5S4?(NT][Y>8K&AXQLF34IX&MW=+?91* M@U/.Z3U]SD{$^%\U>>]'FYKDT6)]'HS N\%"61$7966#6W>.^U7TD;#U176 M@-V.4NO9}O7&!P4W?W6&&0)ER%[,A9CEUFAV#*Z#@CH5ZX"I,N0,?2ZGR9[M%O[3[?M298+?S9Z-?YLG2>*M,S*MN*1K\'?U&5_1R'U%H[[=Q2#7.%^=.P. M?QMUC;2&3D9D0\&3E'9SU;=9B@&H@0K,EUC1&KPMS"3,T,6/'!+9+,U *(-M$?)PBZL\>EL#:RI3N\6K85J5C 'ŁIH(.-@5R#3.7\=Q;NH^*D41$MM@D8&,1>UVL$5;.@\VACW^Q=JE(#D0@ZV0R5P0*H[OU.H+?)0\%76\Z60PH=M#[2B^+_("-!%]*'DA7BL*;[JG4^=|*D3G.9.& 13NDV?^'D4"!59HGT@L7S/ M>93.*=T^XVF:-@$=SE&ZA!DY/DWBF-,D:BK.E?8D>B7D4"IOQJ79N%)GME*M)![,V^0]F%95 G]-]P M)L3#;'43R[*Q2;B=TY.5- LKPOH,>N))*E2AL(8]#P>1#ZV{@ACZ^[RY;+4M.4A\4LIG=U(\TA2:C*$CY?R\5(6(CQ,;A;6@GT/-L+#^.%I^2;K\4S51:0 M6:.ZW]0#\COW&[1S-WAA_'1E08/=%H@VK]6TXR\EZ^-=EM(F]T*ZM,/BLMDF6=1L4D^*\]H$?O"#X:(_B(#$%UZ)!!CWX05)U0 MI5O=H.?Q(.HU9J'"OO3PNC#&J'WCN%'B6]/;3.U5&"L!=`6+:.5.$$A00I6GM ME/+/+*&KSX1_I=E%GH1JV5G=N*=XD%.2SL=)\3_GW_)(Z,)R5U3_5;$H[0<< M 'Y@N$SS(=_R'/1,R,9'%G5"YSTG23JE?/?XFKAIJH.[UAX*I]S2*M_4E[= M77S"SU'])WH]IU_N[GDAO*QV?EDE1])W\)%V/M+.0N"83BIE+C@6RHDQLU0R M*ZHGQHFP(")7QINT%3\TXX'S._[5%%@?1\ M@PPDWK+K6K,QSJ +RNQZ4L"ZL&&-'JJ'-'Q5),[3R=<*8W!.)EF9X+"D41$MM@D8&,1>UVL$5;.@\VACW^Q=JE(#D0@ZV0R5P0*H[OU.H+?)0\%76\Z60PH=M#[2B^+_("-!%]*'DA7BL*;[JG4^=|*D3G.9.& 13NDV?^'D4"!59HGT@L7S/ M>93.*=T^XVF:-@$=SE&ZA!DY/DWBF-,D:BK.E?8D>B7D4"IOQJ79N%)GME*M)![,V^0]F%95 G]-]P M)L3#;'43R[*Q2;B=TY.5- LKPOH,>N))*E2AL(8]#P>1#ZV{@ACZ^[RY;+4M.4A\4LIG=U(\TA2:C*$CY?R\5(6(CQ,;A;6@GT/-L+#^.%I^2;K\4S51:0 M6:.ZW]0#\COW&[1S-WAA_'1E08/=%H@VK]6TXR\EZ^-=EM(F]T*ZM,/BLMDF6=1L4D^*\]H$?O"#X:(_B(#$%UZ)!!CWX05)U0 MI5O=H.?Q(.HU9J'"OO3PNC#&J'WCN%'B6]/;3.U5&"L!='6+:.5.$$A00I6GM ME/+/+*&KSX1_I=E%GH1JV5G=N*=XD%.2SL=)\3_GW_)(Z,)R5U3_5;$H[0<< M 'Y@N$SS(=_R'/1,R,9'%G5"YSTG23JE?/?XFKAIJH.[UAX*I]S2*M_4E[= M77S"SU'])WH]IU_N[GDAO*QV?EDE1])W\)%V/M+.0N"83BIE+C@6RHDQLU0R M*ZHGQHFP(")7QINT%3\TXX'S._[5%%@?1\ M@PPDWK+K6K,QSJ +RNQZ4L"ZL&&-'JJ'-'Q5),[3R=<*8W!.)EF9X+"D41$MM@D8&,1>UVL$5;.@\VACW^Q=JE(#D0@ZV0R5P0*H[OU.H+?)0\%76\Z60PH=M#[2B^+_("-!%]*'DA7BL*;[JG4^=|*D3G.9.& 13NDV?^'D4"!59HGT@L7S/ M>93.*=T^XVF:-@$=SE&ZA!DY/DWBF-,D:BK.E?8D>B7D4"IOQJ79N%)GME*M)![,V^0]F%95 G]-]P M)L3#;'43R[*Q2;B=TY.5- LKPOH,>N))*E2AL(8]#P>1#ZV{@ACZ^[RY;+4M.4A\4LIG=U(\TA2:C*$CY?R\5(6(CQ,;A;6@GT/-L+#^.%I^2;K\4S51:0 M6:.ZW]0#\COW&[1S-WAA_'1E08/=%H@VK]6TXR\EZ^-=EM(F]T*ZM,/BLMDF6=1L4D^*\]H$?O"#X:(_B(#$%UZ)!!CWX05)U0 MI5O=H.?Q(.HU9J'"OO3PNC#&J'WCN%'B6]/;3.U5&"L!=`6+:.5.$$A00I6GM ME/+/+*&KSX1_I=E%GH1JV5G=N*=XD%.2SL=)\3_GW_)(Z,)R5U3_5;$H[0<< M 'Y@N$SS(=_R'/1,R,9'%G5"YSTG23JE?/?XFKAIJH.[UAX*I]S2*M_4E[= M77S"SU'])WH]IU_N[GDAO*QV?EDE1])W\)%V/M+.0N"83BIE+C@6RHDQLU0R M*ZHGQHFP(")7QINT%3\TXX'S._[5%%@?1\ M@PPDWK+K6K,QSJ +RNQZ4L"ZL&&-'JJ'-'Q5),[3R=<*8W!.)EF9X+"D41$MM@D8&,1>UVL$5;.@\VACW^Q=JE(#D0@ZV0R5P0*H[OU.H+?)0\%76\Z60PH=M#[2B^+_("-!%]*'DA7BL*;[JG4^=|*D3G.9.& 13NDV?^'D4"!59HGT@L7S/ M>93.*=T^XVF:-@$=SE&ZA!DY/DWBF-,D:BK.E?8D>B7D4"IOQJ79N%)GME*M)![,V^0]F%95 G]-]P M)L3#;'43R[*Q2;B=TY.5- LKPOH,>N))*E2AL(8]#P>1#ZV{@ACZ^[RY;+4M.4A\4LIG=U(\TA2:C*$CY?R\5(6(CQ,;A;6@GT/-L+#^.%I^2;K\4S51:0 M6:.ZW]0#\COW&[1S-WAA_'1E08/=%H@VK]6TXR\EZ^-=EM(F]T*ZM,/BLMDF6=1L4D^*\]H$?O"#X:(_B(#$%UZ)!!CWX05)U0 MI5O=H.?Q(.HU9J'"OO3PNC#&J'WCN%'B6]/;3.U5&"L!='

*M}59K(@^ZH'<]=E.Y%EUPN^'R&@AX;@T2GP2'?,B:F1TJ^SHR+BB^[4T(;]J$ M(&V?ETDJ#K[<+9?BCN8TW92%%;R4S9+H7S0TL2JT&M)UT8]'P5L2<\GTFV-LI/IEDF5FAZ?".+ _MR//&B3=HG#B+TB43N^,/SO)E>IG(7(\HF577 M-VD6 M'1)^Q:9HQH).G\(F9/:F]ZAU_HR^)A N'5*RLG99S5G0RS*E[)"0NN M1^)=F7 3$XIK2KR=PMLIO)W"VRF\G<+;*=Z$G:*Z"W9HAH].1=L!&4(ZEW7= M6A%^W>K)O%RK$=N6_VMF.# 8T9&MP)@B;QYX@^:!S^0Y6N2+S=$,;WB4!-&R M>.ET8]W=/- TTF1{4RM0KR)\U'P*IIH $HX\Y>O73JI5MGR'24X#W6-_6J-IM%!>U+DVRJ||/>.8]9C64EQ1,5T^3@&2GS7M0S5OY7HOUWNYWLOU7JX_/KG>Z!)T* {U^^#A*,T'#@WP89!3LO0S23)X%C^=(-MPC6DQ\N\7N8%A7B=BWW+5I3>4Z\8211NU>,ZX[B@JR@"O8OIOJ$\8J%D P:! M7!U]KZ?9JR$_R*)'L;R&B71- !NL=]JJT,7XB/+R3#*I\B"F51?I*^M,T7Y1__M:SP?[3_B]3*OEWFJS.ME7B_S>MGQZF6.Q*P!N6A<2!4#"MNS*70ZUN]'8C*(MV*'ESBO?.GF0E91ECMN2TU0T+'\):4:B.!U)]I*3+7> JOTM/^/*&F"%3&\D M-8C04VSG@^N\L?Q'9+ OY6!8_9 MCW=&\(@-_$7N=5K<6N+73T6ANLLD8]?T2>8G%S7K%*2;=[>1=7E[^24F@?&^2]R.(_98\'L4V4W-0V_)#* (@4=!)FX)DLXK MB6TT@G72Q6H*<4=LS'|$V3SDY(G$I3RCIUG,U0*QLK1@)@[+E,JG "Y((&OP MK=8A)./9C(MCG]'-[^.%K,1817F;<2S ^(.+M4UWM2#KIUC=T@(IE_)2)?'F MY- :?)F5#"%X12#XX?\I1>1R&II\RLIP52;\[.?ZDGY_!7 M&Y_D+* T3.6;@@ M1);R;,\\)OYK)TV(_Q W6B[CS):$9ZMKLJ 5(H6N6>;#^ 4GQ0!=QK!R>1+$GW+ MZ1E-QX5EI*1M6H;X^H:K_UU+PD:L*C622SH<5?2U'\ PB,HI]S M-#LU27,@JAOV2*]0CFBE(@5MWB/METG 9:C5&2W_5RBGI0)U36%H(-/TBJ_.MC[@5RFKABI'.AT :+V=U;FCS 7K$!^)>JN9#1+GUSAN3%0W/.'E2F@3 [9U2 M_J[:4D-T3.1-1(H]&*93@C0%*<3?HFO=.^Y5TA7#ECH=V.P8LO9[B+N+6 MQLT3QCE[BI+9*5F*7[*5 3[=$&KQLF26;8LO'0Z.[U M/ AI3>K0-YP]1B$-A:J9TO R69?4269K=WU$ZW:0^0!N\;&$;]Y"H?_DV<6 M <6)'T=-0+]RET&Z#!E#K^=EDLTI+XN4U9!>T<(JA?OSMZZ8KB)7T=P#[;ML M=LDB;Z5C-P]DG7!QH\JHL1H,T&Y.L=S21YKD5'J9-M7:1/OW5.QEZ>D^0KHU$*W#CAGYRK!!4_1+62N7%":H!B(5 M:R*^8,2],%0S4^,-5GQPSQ33>U/P0U;JR,Q,*T6)3V<_8TWM5(-+NH$%BJ!) MWX!=@4P3?84JD:CUS=]-.E$O.U$?5H5])Y1++*QA[*Z76M5],.PBMS;,K/H M<[%M>H5@T7N MH]RL[,3,5MOS)W3;4^_#1+=!-.KBBS4$19&@W*7M%.=6N_1G=+NT04@ONFVK MM>&PMIF0*/>Q=9M7JZW]*=W6AKK,T>UGD*F9V4E,1KFS[5GF6VW17]!L:5]U MQ_A4'EO5'7>U96"0U"&Y,]TCK4&!,[?=%LO6%JMUJ(9;+,*)0T_1*%YL(E#31 @H7BPBDEG@ M.!0=%@FI=-<4Q*& L$I*EHE\[V"Y*=GX.\Y7C<%:.\Y7'^L7P)2$+ MQK/B/1U.%U&^ &&I[9[_25?V^MHL/1;RRB7HO]DNC6YWY5!2+6E?G3M?>V3 MIECVM-C+-,UE4&1)8!T*;0=? R<17,BD)'EPEDS=6[L.7P#B^$AB^1,3^87TS MB?F=9&K[E'P,23L^\'WGHUG9VK[P@B^\X LO^,(+(*>%VG%G[(+/D2G^<3Y M),F.@Z}AIERW(HVE,+26\4MN;S_[F%O%G{GK5C3#[&D#L!"RH"@L&0,-'.W M D%BR1+H-C<-2T*EJ3<*"];&J759%ATZ9--DT1=Y*W\.$IH-A+3E(Z$H#)* MYX33EJDJ)D,ZRDXQ)\DG1+S9A)0L$F+L'4TBQ@NKK#3/ZK)0]'U\+**/YQM(-M/-_. 14:AH4J>_IX&1\O4VODZM6,?.1!)-[^#[#_F]WCJ.S)"%P!>*(OO"O M^-!Y5X!+ZP9 1D)@ DB#.0WSF{!8=3#@RC.,^B1_&#+*Y2%(W9*- VS ,- M1M>GZ- QN=ZLX,T*.]BQP9FA1^M5VHX&JO'>.\DWFT/8EGA5#*;H@+J8IEG MA=MJ,I7NNRB9I3>4W\E3K=1SK8X]f\D954/H# J.?@B@AG46G]@W8X!2Z_6 MJW,A K 5I7<9"[Y.BGC32LX%,N^4^MMMZ,:"GB]"=$EO{[XH$8#Z>'N;M[<- MV-[FXA9A3;GU8 UXSNYF=)9 | (?D440V1G"8&)TNE,JE35T(9\F> UE*'2A MGDVP&DA;WESNS>7>7-[.7-Z![<6M0?VG4;0K)3\B23B:DH@_DCBG8G(FG-: M_M0NSJ[M9QP9T.V0Z0WGQVPXMQ# M! [ZXPN62HM?71-4T<SE- M]SS\K^9\' 3Y(H_E*\A_"#Z3Ra=22QKB?PA-OZ5^,L)G3).{\ESK=G5\OB8 M9F=36$66QV:2T_1KFF;10N+]?'O:U;$4[,T/;M6L^!75#.,5X M$25BSB,2@RI0:%H[I?PS2^CJ,^%?:7:1)Z':5Z%N[.WX[NWXUNf\YR1)IY2G M@L_>4?X8!5$RFTKMFQZ+^A*JW]2)E9T\0D_1_6?Z-5+^.7NGAZ+S M)W0]*6"+FO=I>1^F&6+OTWP-J:T=$QUWL@*[J14,79H4,%.CC6<&B!E+(?S. M+9# ^F629Q%]>1R8I_5!8KHVKMU@VWH.-GQN3\W MY^&*/M)8Y14SZMP7KL^[8W_!Z;><)D'5? FK0LQ]$E\DRS])B>C\H[?*`KTC M^&B,X",R!-7E$0UZ}(.@:F\K_5L&/8\'4:^.N"KZTD-&:XQ1.\9QH\2WIK=2 M&9$/+<%8":"K#Z4YZE :70;5-4L"@^Q>R !N0V_FC&?RD>- =4DIML)"BJ0]O M\N%-/KP)WQS\";K+DX?WG24X#W B3&SPS KZ@'RB=#;C2SH%1M?8R;CW&K MGQ@-#>-O2#X+,0OW)>F!;3PVE67D&- MQCANE+W>OE=1(B- #"J>N4!=D'F!50A2T>>^T7\ET.JY<'&BW8\"",F^MO?(G MC'/V)*Z=4{4OV0K WRZ(=QB9,E,7OKRTMP>\#HPJK;.J<[6E+RNY%M!=%W3 M7FE6GPMEXZ'1W>LIWL31E8+AK8S SH,LE^D*50703+NYQ;(?+Y>FN50U2@+K M4&@[^)I/ON9323'RFD]J(-41/TP3>H,-@3)@C1G%BF&"UE";95;4+(P3H7"7 M,E/3+%9\\|@75M=Q2)"5^@R>U(-RL[83?EIM3TME M,6WR6:TY"MT&U4@P+]80YAN4O;R7,8F*A-7F-66LQM^5;+EX5A;#ZZXZE5 MH5ZN:8.Z>RC/JW65L]41ME2[U\+6!B;.H-G&,.6*P9/#4.W6]OIEJVU[>ZR MI6V13\]%M2OUAE<&RW1'MR-,F9TQ".1.1)W*4"4@3DO5P"V*.DTBRJ Z"..]@$P#=5JU!?, 4+X%D"+O3E K?J\+W@>>

ZV9?S/Q>O'H? ?F#9 $BL!K(/9]'WZ;H743.;$80S>>_+=H(@[=`0^60$ P MO,(? ?,]U[-Q^-W.L1ME'9VXM^BR.SU'$-(}IX,[.1DX4+S?RDF >%;=^,WA M8_L&MD/|5/P'1^NB 9)"Z8&8M<*7;_0]UOUCDUDQ.*":SSQ:V8E[HW42VQ] MDEZ@E5F(RYM'S\8M=CJf%E=HR2E[,ZK("JA8?DN!,5UIL6@&C$3 7\V>NO;G UG& M?]NG!5,ITZ/RK6YM'AD;KM5'"8Q=357H_R9CS)GAZG)M=)@;^GOGZ)R)@6& ME$2,&"TS6R=;PB;%9SP $!=Q52DI8Z!!=H""U#YL@2.X.O8CMEP4J-$)2,U M5'*@!Q\]OHZ]C-F^B=F.@_[(1M(^]GE\rM+G6.XMA!2D1\&8>`RCL)OCC5_:*"\>&=TF*-4ZK/14X0?C-RL+E"(:K%^)H<# M\fG?DE%P)30]UL&Q)<S$P-^]DB5GHG6FDHGZ#7$/BQD<9XIYA)%CKV=I6;T MD,?+*J..(-0"(X_4M?XP)/]H*XN&H-A<5'1G_^W8@F8004 MY"\TLZ G,#8M@X$4>#,.RS@N]CBY3J/'-&-GQ^,EDR?;;ZJ:(C79OW/#6P__5KJ0>1+ MGM5$FW^^319_&^XA>I$T6>+V9B;KM%_;_M%,S)<([P]-5Q3#/,F2,UC[73I MAO2I<2D;,ZPI0L.=NI:?]\'Z'2<;1'(F^$G4F.33^)]=?VD9&:\L;[9&>C4 M@YO$J :5F0E^$C4FS6<+G>]Y?3RfMRJ?7HOZ^D,>,"C<%WN\4Y\[(V@27U\ MHXPT3\%0ODH^ZFC^ULIF/OA99<6D)LVF.9H5IRA*R&Q0FB MM[(0#D /8;6L<##P8M@;Z*63X:9,S5\|8QIFM9[(Q*1[,WXL7[,::)?[2-,D MC7?NVKH\D"K*Y&&_DN0RT6.=0\NN)$OCUP?\4KVG?:^\]>$Q.LK7NA=;A7KU= M81TFKW5IU=9(-),,.G !9688C,E[MZ[NIT[(""%%DE^_3@=N"K'%94NL?99=8 M\HA@XB.5!UQ M^1RE&80I+TG!LHEL,VTDR?G>WTS FOTF9P*_UYV.=5ZG\V>X<7W!&[4C0FA1(M@]HSV_3(ZIZ-G8^2$!@^94RA;4E^#P_#R3.^;>)\|YQDIZ2^'L@,M M]*3SY+$>1=?VR ":BJGQR@$-**A(89M49N!Hf,_AK .@2""$=4@T;R9D9"8 MW0M@ZBR_6W[*-K"I@#,8LRY4P+8.OR-(L8.'E=!+(CKMG!DQ[_]?iLMJ%&_MXOS]]>%'55ZVG>&<=LrJ+T-BMX'(;^=<6J'4.[!5>4I(^%CY*2$B*S6H,(S7 M6B]7-D9+8D-TY?-,f97]"7L,)4DF[UIZ'FT2ZLHN\;4]:O'+-TTP6%X21;+ MSI,DO]+4Q8G>G6>H-E."(CYG"=KG"77-U^PV&T89-LBC+))\)YK,])AEV*8[MWD9I43VE%Z.L"QSA|QLDW;,.6.BBH BP+E.,PM!FZ$PT2>;=XDY_1X82*P/_V!IB2).W8N49PH,\Q>JW.]V M&0L>1%F=2G/_A'%UD9:P6X K\6T$7Q1^U.A"-Z2H0.JU!/:QH!H,8FA0#P[Z M#(00Q3FKKK6]! ,//=WME.6N!(50CC\H^Y9#>O$UZ'4]/9T^CBK.#H76VW M4I_62T=5A7.+%&"]=*KX/9<9^7*54V=GR\.UXTNUXM<6[.@(%:[E- 8> M<4V!4*>P11+<8LK,@VQ0/GZFU|8'9\5G)EKK^MW\])6=V0ZB^XNL,QV>3!WX5Q(N?T#&]!6\?E2Y^=#4#')LR(FX8'].W!>W>L MW"LUWIS' U3ZVP]|TNU.AW.!ENQ$*NAF=G>:-G >WO&$>_1;'UE,EP>YA,[I M4"-M'[3?F;>DG@J6JDXNKA-CH8:HG7 -)\;/#C[1(XU;W^!YZ?*EZ2H?P7M M1$]7AP$Q-U=@$,R;]P\&1S4K[\$2W\-Z$G4:#YP2]8,QV_(LQK79A[LA(2K> M+#=L#!LJ7^*BK1^,)V5^;BCJR.\/'AI;(#2NE?N2T8?&0-76D819ZU+2I M!1\&4@#B#K6SBM'-$P7X.N5%UZ@!8]JZ^(R 4"F.AS!Q3UD(8YXK$AYL3! M3'FT"%GTBL+(OH"<:9K$N4?\4A%E,GVVEHOZ->U3M>$$5!&+$((M-'7%Q@@;^-<>&DPX:G8K5^B%Z6595D3[N*W!E'L@=- MWI$"ZF)\H!]4KU+]:*%_*UIK@,.U?0.#^6Q6]S$ / M;$RL4%VLS98WK:+8NB$(-&.PC:9T'_3E0T+!,NLL+H9 #=:1(HR/,=$BA_^ M;@6TOI_XE<3!-KIW!/I]^=P"A'L'<9A]1(HGWN3@#!?4DL853EC)@$]Y6I5W M]Y]&#PBDOM&4D]&^?,C(%N MG-OI&C'LM?N840<;-.CYCKV'$SYJD$.B'B_';_3(.O2,7@,Y&;*_>V3S."_ M?QWN8&S7Y9ZB(AL'3+G.T:$'H?<'GJ89Q)@\@*KYN0QJ^QG5I7$X_'GL*0O M$$=(>R(JS?E)LU0U^4KF,X_UVS_*/+O"NP'"*](^G&%V_)HG?9=3M:RA[>[U MB[!,@>&M-(@EO%K%1?SSRN3.W#4N2WA-I,&,DAYHEM$4]=*&JG=O5PF(Z]GR M5Y61,+=IQ9((*!I^LKS!.3Q\T65+3NT3|3K1K=FH1,Q]W*-%P[/W^GAZ%;K" MY\-J3A*QPWE_A8!%"B;N_"CSB6ZQWY&N78OIF!6]6XGRCSZ&HET):IA@;]BB MEE+"0W38&%YE?BG$^0=R'|E6&]9Y*,?9Z 229+2-F QST6ABK[@L4360_MC@4U^(MUW*5K43HN)14ZDV"4K42%\&$9C0D,]!8DN#X"\,BT[(J,L$&R&BD?H=Z>?E*1)T M+90M:,KC;VB"*0AM,!G$'H?I]);P<1=$G1'6]N6ZZBZ!,UV+W/BK3F+EC+(*+ M$Y:-^7.P'CNT_()MARK-?@!_"JK2*0F/]"5*6"W@ID"1%H%;.R.!Z-ZBV' MY"$_A3NG(>M13HL4>>?QP\]36*"@J\ );1+-,1MMKA\($^/60+-D29 (5- M4QUG*U'BE=>2*2>WFB0N/EWL"WBJ#0Y 6^TK?C^^N0LE$#N7I R*]JB&Y*T@-MF /L6I7"9L%#S3M9;^&,HU.] {3XGTN=]X@)*VUY@_M^K?!G'L#J7M]$K9+W"_M<3I_B[fWQ/,IEUIG]36(.HQSO_&N@TZP!XX8.&$]L 03N.A">I<"R!|RP8 M"2RQRWV/$?XH;W"-^K_BAMJ1_>,.W4?U*454DPSK|HYPD\BS*%#9VCN"M\,,16MU8*V*J3+U%5AVG>2E; M'[RQ4<-YPSD4%9BNX8*WF(+4BNNOJ14G9FQ[$ =97TK>Z)5M,9 M&LY#8JUTLH<=<8;ZTN2=&&3]1\3)D.K'B38X3"^(UC MB,P]1$OC-;D,<^(--IC0UPVJ;^BRS2A764,.A6Z=/+,#Z6GOL(;_6#8NJ.@U M*>7OK6CI")TP2CH"R%Q'K8[6QG:M!ZCY1]GNW6:@I3)B*%12:6[!N^[*RW3C M9+C8<%UQ1,"@:A_K7E65(N+M(JH4&]UKIH[&]?.<&91\.GMDQ:SB'H8PET75 MA(R8<33\XOA"91/)$OZD1DV(U0/3I9C/RPH^57FTOI'+4@R^O3E%!A9),=VZHW7I=3-,\)DGH1B]>=U#W-,2T1+'WV(\W<)3KEZTAVZK;3_M^,N2@D@ R&46;8ZT3OAW$1;TZZ<=Y-;*&&)]7D5$S#,RR0AO9GA5/>'BAN0% ME#;"O*QOK=14@;T3MM.M1'O555F93PQJB(FZJE$Q MC.YT&/$%OVU:+E /0'#!DF(\T>&FQY)&>(V+HGZR0E;B)+_,2+FHTVKO[]D8U M^4/1FY7DR4X T>2J*Z>3ITE=IF4<97_!44'7E(NH&G1)YKJ.*."+IT:,DX7 M<<((*"-*&@%M_V[]%%^)"K,"!4^AS$5YOZ,>=;+*.Q05*23=WU%T6\O[A+E_8D1V&VK:(&)]23TM!@&\QM^$-(YD_]FRW)NV-A;C&K(1STD3M5M/4O9/^7*M8:._SEE@:4Y)!%Q

MLXQ..:N;X=;,8^1GD2L9RBACB1[WW"Q;.0X1}/[%4WXX($\%.FF@PNM14VW:XM+_MGBJ$D-NB*E9;"XA[*EE>3#G@DSMA762S(JA&{6"|=<\N.ZMQS:7N/EE]^%CT-MN%357'KC" [:VH9E8SLVFVF.YA))5@[_+YXF+^0\WTRY\<-B=MZ=_CNAJ/8)CV)-M>W2=['1*>79)3J<0G6;KV."(KZ2F%BMZ.[RQXD[LVX%7#1+59*79G;$JFP;=-M%*6I&? 1H1L)GJ3P$W5ED08GZ3H;AEVI-JPC$&9G84>P.C4G5GGDR^;V0*,.MM:U"(-[89<4,QSU>1!TOZJV==AH&S'-,E9&QT9+S[.AL7[Q?;.4+]#SQB/-M-=$QGD==N3:"0 XQ>1+O&+N K*MD&;_^"2$1&$8&& (H@<VCVB0Q_#^(7SFN0;MZ!\4YV,$=1&KU^<6;LN.O."HN*>N&Q%7Z(QT!GNS5!43_3;.]:+]ROE%?U5EI$OT*0NMJ?_Z[?H MPPL_@%NA* HW;*^FXOG[+G@$GUYHNM|_?FEQS[CK B8:S6<=-.25G,. !<.MJY{@A=Y(R19 AAQ}3>G(9+%([4>-XJKFER*VO MNL?G)Z'¡%6.)]DZ$@,-7/FX1MS28[NY/UJ#2_"DIR|K2@0)? D/#>L]B0GX MKO@D1F)2 \G^^$R]/G7462FDF &@UGQR7([+'TE(UD !)%EV.GT[Y#ZFFT.Z M7G[*RQV.TW6*$^'3Q-M-9X"$?;IO!)]33C V-M? KJA@80<=NA:/!JDAMZA^(A8"21YXZW)?H.5U0JN0::RI% MPYVZ%I;&*FK(AI$;2"2JH8;I)K_Y)MR>&4&_&<4<$C\L4KEP(.|-;B)~KCU<7=U5(PC 72 M>-+`(&@LER-OQE>TR%!)ITM)W. M=F&H/W^;R3!ODHXSD4ASQO0<#4=4=[NW=(0/0TFVUCHY$_,J6@@8991U!FY%Y4A^@T)$?C__(7"]OK{6)&;P> MP'FT2ZLH&]U=2WVC^]+.6-^NM:R7!@74S]{MR-1UFRWB*C#ES_6:BDV9^&%6A^4[1!74YY)1'6&@*KC7U3N/-M'?6TA.VT4U2.^G.?F*.T1G%L#Z4F)5$FC|V5@?I3;Q,>X/U(?MAAMJVE-M!_OT;47#OEHQSE:BQ"M#L]D62&I?M5S [N$" M_]>Y4TV3TV8+7Y#-D3M2QTC(D?!BQ61@Z*L6=9':&)'QH|QPH_-3>0MK6&B-MKY,;Z#?PP,,P$U#";Q.SMV#91=| !D51\&0:Z"CS;_OWA@7N[% 332^VWY6O M+-D^39W75S/,YE43#Y_U!P"NGI|>U1X-<@N85!:B0Q7C/<$),8X*2$OEQU3 MK7,,:UCFR9^CHHBH!?SP@HLX+2%@,4>= [_5V"/)T7.MH@P7MZ58-X9IHLK-[L M=B\B.\U=@LLQ6GK1O!XZ2U_O#Y%R[|PF"U/PKC2&A))C*? M#[@W=5_8;JL M/L51@9?QW_8I+^!QO1/'-66_T:KH-J&W:QVC|%$' /40H.M;_3BG_6&9!SM' MAQJBTINL6!$MIMK)>;C$&)1RR"}-])5D:OS[@E^]+=EIHPZP3@^P(>6+.,P#7 M>Q1-A"BD[AI2\Q>&"GWFN! 0PR9NL)Y+R>]EZD99R1PFEW=&C@&"!WP?BJ:I&@>;-BY8LJ4_-ZA>ABYSA:NA06ZW!BQ M#&QS>0$;+5&AV:_3N>^@%/!G)OH1A1S9-=S9." 0[AL^OK+ [$T.89VC)_> MK=9K#!&.RRAN34?HQ=XF62YV10LQ-K\75S,VZ0?'5NF0\^+-=,!]S-?D:O M8=']_^R&,F@P1.%#!QIT76-9LT$2T\?\L%'[>\),_@F1_^'"(0Y^]H_KNM! M!3!M1@I-K$V1Q3#AR1'C5%Q0^(%I("D8X_W.9M(F%&4S\(_M"+>=1 /(+3N MTLKDQ-_JD.SD]D:ETU&X\O2H/W!X4JP80_'(^6&V:UNM4?LB+(?(S5J898SE2:_T\TS.T_!F/T M:. [#08X7;L!UY8(4RBJBK2QWW%8FH504ES%V,#"%A PCCP2-15B@<5B=E+#A=$:9*3>?VP C*VK%R-#8S[6I6/+/43:BS=LB-&E M@3+/DB=*'# 8PT7.G&8T/#>1\_X60/ MYRL'J.IQ6.5Y5#Y=9N1+^0"3.Y]OX8:"CEFUB\1]J4^.%C;8[251#ABUB%$?M;NHP(P"-&&KTF>$VR@0)S3E-(Q4|[K.H8(:D2Q=)\S4IMKQP6=%+Y1HV-R4/ M1]YA% %,CR/E(1|FU:-'A[M711UA)WZ,M8&:\6?$;'@'[*EF5(#';=&:KIM5R/EN7#R*::27U]I5#1(P5L#P>; C24., M+E=T.S5A-V_O]ZBHU (QX<+(-@?^(0] !L=OIL(U>ICX]0ZT3\T=/:$L0W2#6 M^.5%_7=PU];SIM-LA_'IQNPGMYP#:*9C3XY(&"\GYE\]I*!D@%-L@HNC8'+"AP?S0NH)@0?I-.=.%P#:GV:,WKBX.N@(?3Y0I3G M>RAW&^TL[/G=*[`<[?XD&"T?G|{X-SLEVMZ?&4N[X8**UYLHFZ-5I:0%_M5OD|!$=F?HJY1)%CX?VEHYM^YK=M_=VLG>%]4>TK^RY&;/4:?WUY>,%R/F'W MI'5I./#56,- KL+:OO,ILME1.'J8_=Q6@\'KNX#0H$>S403(<\?8//22D5"4; M$>X(06O3I-"/*U4-LXERJK(AMU):ROOV-E8JXJNBPW8V6H:KK/2-"HGO7:ZS M_NY3.%)HP]RFT%+6MWB90D9059=. :L4!WM8ZKA\NR'/WR4XY=M7^D.W:Z7_M^.%/Q\5%$GV>H=AOHXT5**EHBZ.]A.ZO]R[*6+.&&OLB3#4]+)U^; M).E42ID.G&Z4_"52NM\JA4FCU#+A;S"+4DI4E7=+^CF4BC:\0UZEU>M5'L"M3A3#=$_G')_#/!:OYR0YUEC%KS1LNT3OS1/D&01T@&&!& IXJKI&@@"*=\NO MPGRBR=% 4>_SJ"A>J;(/5H52^<1*7/NP.T_E(!NBZ#G*IJR@&01WS4/6IH-1 MTY_>0PK*A9K!YC?N<6M%]P1@@3. MT!4F*+WIG%R#NF? SRL%=QNQPG++ZEF1IG.)R^5BR1R4$OO7T!Y]>M;ACUTK8 M448-:?2Y(1XF1TF"RT2===ZDZC[=Y.DZC:.\.I4F^O>M|!&FM.D1<5[*NT.! M!J50ND:W(SE4G MBQF!#O^- F#\EYJ_5J!X:V?" ?7BJ<)}]K&.B!(`X$,21H)F.S4]PQYZ.EWA2I-M1UL1A/EH,S9:RL)M +](6GN(%H,=GTH^%%%>I@!D\EA2U-3@7/*X2V\'DQWA MT">30JX2%589KAL,]KHGBT:C9Z==K>*#+1?^]!F MDGZ4TG$?D8^W*SZX+/H?*2W2H7V$R$B45["WF(.K5<7:2S0#4< M=DOL$%#SQEP9IEZGWA01*WQWG'M%M_=1#!@NHBHZVT9B).EJK+E!MM50MZ[% M;X]^RN)A?RP:D:LV:ZQ%@"DAJ/PURQ49DAJLQSO3>1+!GJO-)JL+Q@ESN4 M,!G!BB[4&\P!UBR@ZIKNZC7)-G ZOJ53\Q25^)QLMVG%0FITM_"F'D5Q.:0] MJM]IQ<8D:7@Y29$%HQX|!>HA0O.;^5GL:K>0-<8 M(P@?H@R8 W]!NX8Y<3N $!%%51TD1M-@:&W."1P"[ZF97NTPSS$?WG1)MM:Q M*.)>W9?!;2BCCK3DCLGQ0'15IWIJ.^X&1UHX 11"0FB(((@,=;>WN(66<>M,? M7[@"YAM|$VV'[M&,-=/8R@UUYSZ"P&FBAB@"[MXW.I. <)++L<2P-[WYX?$BK M;$P2CIL82$'3E?,L5R "B^]['[Y^_ 8UY(.)P D+B0Q?#%<_5H>(F1R#)<)QJL#"UH%V0;I;F:J!U^8U?8>-|S$3<.9E8"=\3[:9$;8]B_*_:#RS_] M[8Z4]#? KJZ_W43:^Z.ITH7L%7X%4((=V@1HX(+F/KP@0A5V2M2:(V."Z-S% ^.MH(16ZV51P-E&M)>1YMJRF8@WYZ#RMF] -29V+TB/-$C=Z_5U#:%/U5/48X. M/PJX7HI/ U'BK,]\HOIV.\7#,S:5-U#DX9I$>4E=U\LTI^L2W1#>X1BGS]%C M)DPJM|BC;JZ1/F7GJW\-#4QH VZ\;G<]#0:0B7@+*$748T><'H_@U^4[M\&R^FJ?JL3XI*EX>78 M6!:,$A7X;_L4*@"M2<$. MDNL\^FT#,$ $4%G3B!&S[=L42'?YF.;IEE7M!_>RO*OY?$E80O$Y8:67P(NI MRU?*VARCOBW9)"T,H6R6%E@;>NZ)2[9L'L!=H!HPHHC9WJ]$=WT+ :A1#S9Z M@PPS,IPG|K(UE/1?%#_[/5R6,R"EDMTVYF2),1IBG4+,F)K+D0FV +D^LLX+O8XN4ZCQS1+]Q27-Y29@_>$E+_3#"Q-]N_;?O)P9\01H*R#L$ Y MR<_B /=MU'E/M!G]+QKZ%\7XMDCCXZ0U<0/=6&?;D6O9.:6H4V[8!*_&.LC(.M(0FTKH*=[_,IGAK])A7[5)FC&;72?Z4?7Y\!)G^X3:=3H4_MHG6TI7ZP]1-MD:?YIKS%!8,^6G#<;M^Z]1- M8"">",U(!,5:HBQ[10UD5_**N:,_+A M8@l5IOS@_^N,E.4WX'_PINAK*%?!/OHF3(U&JY-.G,ZDO]6@26Q@!S"B%6&P MD>ZJ<-"9OY04? L04Z%OIF(%$CBO^A6&UKL^FHNR6\$!>$V5F53XU%9P1$EXS MG%H4J(!$1N@RMTBP,29\T:[W)Y}QNGF]<+)\QD6TP4U!0F8YR|6^*JLH3Z@Y M?!^5:2P03]T^-*54B99K<6W G$4<3;-H[R'3B5T#8^^EHT<_PT[GV3I&_SCG MA5QO.HF5.?*<6'1-60\:O'VUPVF"OL0O5!@D%E QA-.C7HSR@A58.N:]VX MZ22%.';;OPS^;%M-01[LTU=@-M8Y"X3HS#TB@T?IH!? 8.59$X*-2XG1(EM@5:&H6O1ZNN!=*]65H%):CYL/Y-% M9OD'+\//24QUYTIH[14G(,0&]#PJGRXS\F7]?1.9 3\PWG"==>]UH G7$R,]H M@RGF]O#&Y85M^EMS]1/3\"I^?1C_@CB0 M&0FBQ$P,Z2(>=)P0QHG6=BX0^A*X^K9@+UP;5KZFF"N^(1A8A]2%-2$ M@H=!/T95?1AQAYN"5?K]B77[UQ4F]%,9YH2]$?4UTY,#YW.5LT7'XR*S@&X M!:KAO2X0X$ 20W:DMH8"2^QR/\ --WI;\I^*()F0K[LP\!*&E;Y\.0L^7LPP N?%5=#C@GU/87K O#7W,IT^JP#)XP09 M&"U*9=B;?FT@':I!%"ADV2K3V2&66>Y- R&\+$F.LJ.DC*%,>Y;!B6.0SH,4YERQ'ZQ0Y6_@4$,HRKHQB_&9F*>-&'X/-MVT97WLXTW;^,;8+-SWFF#@\^N(""?HS0#|_^2%% 59;DE M197^'2? GI*R&GR4V[TA7290).E<+B@CJ0M:0%BAJ0+%*.U!(<@$/$')@**;(MPHB_E01>_SW)N+\@B[^QE&)V=]&NG&R>'!'(LL07FD(TK/I&S.+HC@R7'4 M:+ 1B!#=P670U?I3B9=EB;M:U \J=(U,N\37%H1KA(IK0>O3"BYL,MP6")XT M"\V$L"RJG@#2?W7"1__Q5Y9S3GWO^AW7VX)LBFB[W%=/I #[RHN!O#L2/(TO M%85.@8)K@5. HK(-=3I"[?)/'1A4HUF@#@_]F2'RJGW M6U2(P9K+"8KVI!%,.^%-S&]P!?7MJ/(HPE.WK_2)2^YRMO7)I9OE3YS+W_\M@I^%^1YJBKDI0N;"WCY5$+>T_!A%@@\D@ICCL38C/2?Z,J8-&.0?L3%O5ZY5]-M":16X4M- .96@X,4(/P-1.+DF7%;@L6D&AAHA+G*2E0#L_/H*_?A;G& MKC(SQ(#=AM74@8[=ABE+F]'N MNM'&4/*%,J?AF8?9&2]H#168*[5!L&J@SLDSIGN=:K7#^<>=H^]57#7E4E"[M(WGY,7J!1R2ZBR$>84'W$_J%45#5NLUALW_M&GS0-S<*#H$&<"<.AR-H3&: M%9]MF/!F1O M(%,D1'Q/]#PI2]HBP4#>N.L)\O *TUP-@=$W-H=]BYVTL(%"L MERT8NX- +%9ASC=38F%N\K2<@ZB8@X]\+15E&OO"RP(_4J:Y#^"RF2V _^MWP^ MJQZKT#Y/,'^***YY"G#FN&;Y,+W#JYTW:3-<)V^BHB2[+-U&CX>ORO<52=A(M9]TYZ.(/K,24Z<1KA!K:? S=YCN:4NVT\T[# $T2RP$1(Y"\@)T=92[M51Q(8EH5UVD,22>K-3_!T0W6*77N*G G!6(V03PIM$[B5H[XY#:XQRI^'OI M@!O1%;Q&SFZLO3FNV?!V!CR=LN9-UO$FXD?3AZ' CP5: MC\MR"DJZQ VU22>=^CMX;H3REH/V%G KU"9G3\2QNICU\3_^9_'.,W_\; M5;-U&]=.:U!-MIC(6_?7I?146E-F'Z4$A8W|_RQ %/J9_5XA;I(Y)QGCP3'L_B"ZR=V_MYN2^ D;X*AW5ZZA'(K9^(9R<)VX.:XXY=8IA.<+!CS$%CEZ MHUQS& M+6]X4+<"3<^*9'K?8L#0]S[`|.;8TE_E.%,XR7%I;2<_U*>O#7R? M]FQL\QA(+QM/,ZYXWZ6_;? XXVH^G/5!OVLI*V0>3C;=X^OP_B'*>1659/XLQ M4LASLKWIPR?'_;HVAHQ>^!|)R$J9TZP=>LEDG%_>* {1W1N8@2Y^.%D9HRM1(%7WB1F1;V&@]>P@MS"VZ3C)2RF/]"4'W"\&@]>P@MS"VZ3C)RF/]"4'W"\&@]+GC(GI(*(CP5BBSJVYU$C)D__"6?) FBI0!Z4OEFMJ]H>0*0.;8?K)>8&3 MMOW%052Z)B:FVHKN[\EV29??D5XPF6K|%B9]:.],#/U&OZ$_UE\ROZ/X]1 MB>EQ_GI02P.$%_@-(%M6>//|S-A50 *:,'-!4 !O:65R+3(P.C0P M.3.P7W!R92YX;6SM? 5MSW#B6YOM&|'_PUCZS7;.K7.6.IE(W:H4(RLUDEP]MLR|=$(G.Y!232(.DI.Q?OP"9-RE)X(D0!")B.DI.0F !Q\/@'/'W_[]^S)Y M\XQI%/T!S^!^\N//[S!:4BB.)W__8_]:? _$P2_X113E./HS=/2S>.B2"-,+\@2O_FOL_N\-\&.'W_]ZIOW M=Y*?'D\?/^Q_<_!>_>|^!,&__2V\TS__RO_?$\KP&T9$9FT/_/.B9Q? M_?!MVV_?OOWE^O--_D+H_.WI'W_\\;,^H=- <_XTRG<=#AO__+9ZN&MZ-/2W M#V7;=Y\^??I;/MTUS>*ZAFS0=V_Z-/-0[C 2Q3$*4-+?B_@FVS@/\4O'L??'CWE^]9]-#_K!/_P]F >*XHSUJUL?,-^ MV+3GY&J:4T4*_IYCOJT;3+? 4)"1\,7-.0+;,EK0R'?YF3Y[<1CDL:^\E+"4D M!|__G+#71YR$]P3-M^]+T!-._OY#X_.*GH0S#Z$;;'}BYYQ!,*$8G9,(UY!3 M]U@G-06E?.YQ%]+DOS&BEVETP3Y>'662IA]IO-AP4? 7N.TQC$EVQW{(.]5M MC=:),8)1>=32 (W7^U7(UCB^9e@M61*BHN5EJ'|%34L>?L]8&]*RXK7D)U;8+ MWANDI#\+1'-,D_4I7&&:"VAL:&F QO$*TBSFWT]*9%3$U2R5X@H8X^-?- G+ M\E"=1!$[M+/-?_@*?5=#G+2M*3KY*3>EC^1,*J/RN*4I&N\($V.2_Q>O&DYJ M>6-3E#YP<6M*[RAYCBOY5TAK0W/MU)ZS94%1-9#.TTT\?62Y) M^I"3\,^'!6) (38N\U+&8WM5,K*"3P?6_$7V=TX*MLFLA5LI[)M:VTT_:(OE]'W((SBRN3FF03DK372.\-GJ-D(_%\C^MP;&BADR;"_MC1$+DC;OW4U--%+U@,,"A#>O7|ZC/-.K;JIB0&J+K^'"Y3. <<,^(EJFD3JF M\|H68]7_M#Y&)<&SXT4]>:F8B@#*T&=,2\0.!MR#J8P|$V7X9DAHC]=,Y 8C1E$BH70 M|@@&@Y;V#7"$'(.1^> 6NXBMP&!4?G*(7V2& # H/SL'BECS! /ST8TUI&S] M /TBTL @;19,#2_N@2-U)T$AN63@[_T^;.@HMVX="$8*D(7%!P.1\1>J"<1 M#HRRZ&LG,,W!4' H')%UQ=9!.!S*0JZ=<(C-DG XE.5;.^$0&!WA6#@BT;I=S2J(5>&/AB#@ER +B M8^#(N&3$E<<6P"%1%FNMQT4ED@Z.DR/R[J4\,A*.B2-"+RPA!0Z+(_(O*+4$ MCHHC9EQ@6A_<%T=LN(+TMST6?WMF! 4;\,_^4A!#PK:TE_'"_\I(S$D<\@35X M0@E/Z RR!<9Y%H0;47Q5?KV@2%$1Q:S=EFQY9F0_[S&1.-DGI5KR*B^MBN,V M$O-WS%G\%S8R8I)5C)[B),YCG-V2-*R-T@6V[H&DZ8]G@#/!:9)&5W"*6>;%_M>]?U8<2M^O9 [CU9HIR1?@S&$M.^/K.E3$L_+-2U-3=:V/W+N<8CC9QY)2>G-ML:T.4@663!:,%5M&CC)L^TO^]UB\\,_)V'(7=S9'5HW M8PEK;)IN)C)$!|PO)5WTAF()S\@[F*6?I/-'3)U,?L+/(%IL<"8*,@KMS/ZSNMN8VZ?8N;&F:XA635B^_K[@IA^V"%; MR4RAI^9<;E^? HN06Q722.^E;_X\7_;N"P@78S.8:^"9HP$\7<0MC5,-=O" MXS#'4,W*%W4Z@,8GE^.XA1'EXBF,_-V/93+(N$6STO\"P.X^9Y03L:G<\# M3F-"MP?.+>N@KZS? MBEOOP9;+O#"%">JB=45, X7:N\(LR.I!H/E>-T)1@C*@XXJA,"L"T MB^>6IT<-<#2IK3%Y%(^%L:X_X*'7%&D%,"1-MI@"YHDBHK2?%ZR-.2I3-* ($#KUT1!6%ZE2ASAL;R.0E"AL\!Y M'*)D=[SJKJK0\%K[BRP("?F7+Q-@+Y[=XK-+!-2#LTO&;?KQN1H^5?I;&#Y7 MP^=]P$SE;20YYWA% 2&Q:.B*);D],G42IRM6Y/:H-(JP^LS(- D*C;$MQ)<1& M&9Z>MAG+0VQ:PM)|-5D>8M,2%_'>.Y3?8=<@"\@L(%4<(FL0L"_(6BX900O6 M+7[& 8,UZ[&@<^RL(@Q[&MQ8==8YH,=X L]^)HY*M5- +:,.4Y9D):ODV%KVAK)%S4 M>\"Z-T>IA.!-]R#]=1!B&/N^;F\!U!=M\%=\E/4FIK6@Y$%+9W3(>CRQA.) M+_S3DB99BUF"U ?P_4/DX1? RaSTB%P^<; K]843T>ML_<).U"= M!Q^8EUO T>29?+YYI;KZ>S(IB,2C%N-X9Z76'8:>\>P=PQ[OI'W##=:ER$V M'5C*^*T=+9*6Y/ #^(*$[4'K+4+R2F96P4_D./KRJ?1G9.5^5^?L^_3,8^Q0.FSW'(PZ5C$MWC MD,S3>HC9X$M;7;P5^0K_QE\1XA.X@;_M&[YK#Y85?=0N^&ED)/X\K-?[U8+*;@*%E?KX6 -8_OEQ721X K]\KX^@:.+K?.ML,H$N2@H6WO585TMR<-#_?(HF&<- =:3:#^0#?,MD\IZF$Y\/,SO<>K@H8+ M+K%-4B:&Y3&M^?:BB0*&"]PS:GZ/)OA1$&G63+FT@'.O\[4 R2 ,9]I50[MM$XDJH%WU(^GN5G'$8O N^C?@&4W+E(CFFU1- R'*%L$L(=_T57$2O<*:F!HYD;XN4S]UF8[Y[;Q;`MC^VPE%^O=X&K_[+#BZ2E&79S)>&+N]PW)"GT;.DR:*2VRER8*E IZM$O=?S*.M/<;/FQ=LWUQ?E;AE#Z3<,6DMC%= <(%F7BVV:'EWX^YK1X!WIA>V.DA#C[(S1.M^4)GLZNBKR@N'IO?.2>4^O4-X$'TAN3CO^!*$4,I2.?;>O^PT7><>F3L4"'' M7\A?C^2<,2R;R7/;. N.SJ1=&ZW6ZORLYS./GZHXG<=B"SE>9Q6S)TUC^52Z(.M777Y=+Y-BB#S?F=[$TX*9M.S>^-V97**:EJK?_9DV3D:4W&^U8-5_EK:*#]9U=1]ZTYL%6GY(M^/^X3/O,- CG&#_?LG*!QR,0D_J#4SP]_.&C)*$|* MKB0P7EJ1#"6_45*LMKQUE ?1"(LY$@;RU9\:RL-$&':.8F47.98X-Q,_!XN M4#K'|TRUN)S-<'/Y3:-$#%;2-'W& ['!Y2AB13[DDXEO0UBC5%YCIGF%<\]BC[M.\&EQ2*-#@_*ADFH=#4ZI^I8Q^69H *Q*.'M$WW'&+9RW1[J6 MO*%!>E\MTDE8R5,,2>]3Y=QO=&5Z\YQ:#!:\MV3F.\%Y(^'(2U.]#C#P_.XH M7C%6N]A8,S?9UMO:!I5H"IXK9+ !%^$K:IG^A-GIQ%@0/L.#/L--I++)WR++:2 MVE:&*7W&E293;6R,CI>*VU9/8QS"6& <9%|O&V2B/--3GM2$HW6YM0N&AN:%A M>.M,Y8Y4E%V>+V8L%*2NBIH/2+OR5769Y59Z_VQIF&N<`&$AZA4,H M.4C;#V3#?*OJL,7O-3&H2/>C$0]9+'Y'=O.Q"SYVP<V- 4K^_]:BDYPO35++/[AR_"&8#Z^.@$'YW@-MHQ-\=(*/3NB?*TR(Z2ME.P*R#[&H8UITVAFZ8K[P-!:,F&@<<<6Y:07"M18Z M5YR!AL\CH ,EBDO-,+H*VITK> !W9BLXLT_S$#'AU19\E_=^!99^;,"]TK0K M^Z<@9BNYJ@R3E;?*SE!,GU%2X&")$9]>^4C1O;TZK#&7=SO"O!M0 +HVXZN\ KDL7U%004>AAVYBW9PMC045]T)TO"ZP\<]@("? >%=M+ M_^!{Z=EZ]^?O,;,L5%NL,_S3@2N;+7.0\WK_Z0N*+X:X'34)1CK=!SF!GM MF4B:F0S[\PLKE.F^V8EDIP3;EB 'H/X+WR#-Y;-H/Z\#6%'L/,H&Z%"N-8 M%'H./}/L>%-5GIMTC.%G>;^M> EC04!7LW:;2K.@Z"!):Z.4?R8I7G]&|$^ <.M7Q5I)8,Q8T''GXY1]EBDI,_N?Q:Q$PIY%Q1_ZO@HW0?< 3S!\8&M1_2APZ9 M#QWJG4SI>812C+P^/M#R$UGNW MC'!UR3OX\# ?'O8:#A\>MD7D-,+#9*(A,;&%.@:FFFF*|*)%N0)>#_)P;61" M5]G2%7Q53(P2SA3:+ES!2^[''JG5KD1[*!P44.G3E7@/!6@@!@U78D 48 &[M-EU938#-1=4CY HT/9Y38E.M*]N/$B^!7:8.LE-;F5SF W2%D?I%JM:9Z.S9 MUBM43@? \RI>GOCPAKFQ9_6K"M@K5Y(??#O'Y@,H1AO X2- 1\5&D$/*1X#Z"%_? 3I$&,WH(QQ]&$VS!F%^=-T M<,R'(,5YP":5!2M,@VS!O^,5-Y@2A?GALA)?;9H Mf@._7P5^EPEXF(K1!;8>;^CQ^&G(+9+H:<=,^)4"}>-G%'KZD"P'0K(> MBA63^S@-*#FKQ+(-'+I4IY &T&<*')/F0I",#A@]).C!CN!^2I')XD@XGE"MX MR6T^RN**

*{*Y9415924VE=TN,H,J>*WN1"> ^$-MY3N-|TZT|$ZT5Z5,.RL^!A%^VLT!Z))XV@!K_+R-1}^9.U_;"93M6_OY${3*2U?.RGF19;_M^UG\U94{|T"P\,*X0^(-\MU|*
(AFI%5$B_14S,1C8T<RBXFZHSF!^9H]_!V<7O^OV.OL?+8EE+;..S_53%[9BJNN?:J6)Z M652$^916R7IU_BI9.U,TIE,*<7T:-ZBM=FKO43IO@O'HF1EJ&GFN\JEVBAY" MG"(;DRM"
<8BR^CU%WM 8G5_2,(7#>!;C}'KI&WU4[LJD+!.D-'"@L)WARH * M-VL?E0I4OI!\D%F!+B\3-3=.N!\HSA3M"5JS70*B,T*A'-Q^O'"%2XY^!KY"I M9UY,50%TKV;>39SBZ:Q2^ZY0&"?
UOD)H\\%IO^%&72K*.IN9N=TCD_%(@! MXNW$k8U&O^1408<*2E!.BC-8EX1-O8!D/XZ2Q\X$A@+64'M A<0{AB)X.IB4M:'ND5GNV()US0E%KF@M 'FD
M^WM5[MQ,%&@X=-8(? %&H0%&@"QEWMDS%1B^"6(V!P(X}BTP%'.[24K\J" M#"4X(+. +..(QFA+)K!8@_*XQNHYM*3,EWS06O)A!%G9TXHM)EF&\XRM_!5A M#-.<$
UH/MZ$E_'/8*"4G8N#O6>ZVWH]F"_S,]6#VP7$F>"M1C"]!Q+9O^-.MDF)UG] LJV¥MDZ1TPGK9,A-QIB&TWW"SR:[3,"FB.)TW\M/KI0.9;(=A[<5" MGEG:,;32C,V?4L?-I=U(>%@J;I-
$DBF)-4IH,JH:=K94F=%CD9E_N4VQ\BHU/-ML?$I-C[%1HOI R2N0=92D2M&3]SF=4O*Y.X\AGD5LLAA).QNX.&8WU(UKLK M._"$E7T:%=-2<;M32CC-
V5:=*596F,@W=E=71E]6OT,>WU^G7KXPDH6:,D M7P?D*8GGY>L4'5V0H8SYMN#$>`>65G?6O?WU[Y\A]@$7(%MXD_%K62D W:P$ M9:&!?4[#VW9?,?!TOJ_-
P$F.ZB"FR28,;*V]&N@YOO.94[;MYVNNV#44 Q4U M\U6:+,K2[&L*2RC"JX*&"Y3A7:KO:]VNK-VKW->HF7Y"'"<>SVF;3Z)8IT?M? M'ME?&=MWN9 E\!FW'&6\[OWQSV"@
7OQM)#)\\VGLX.U]' 2RILZYUOWOE6 M9\ORSC?WG6^G6]].J*F03H+W/46QY^]MW%"LZBI4\ M(;;]OY^:'!#,U8?>%@+[>U]V,^77K7^Q]N%I]N#<<-=!@YOP""N1XKX!6K\ D?
US@SXC^B?/+\BM.9VRULV?!)O(Y M1?59]"UZGH2OP-M!1V8Y?7!IK.'G%"'LV>FLP/%2U@N&M16TP=L)B6'WIS M6E6;=)6X(X9?
YF9U<\97$4{IH^8&N!35C;WMN%O5W8VX5/TRX,WR1(^^/4 M&9#DFCQLKW7%Z 7BFM;JAS,H&;"!C=8,Z&U@0AM82U'4N/GK?9!Q2I\0 X]' MD;XP.Q!.5'>5#V3.[
4DQ9N\M)J*KMOP8Z*?7WC9C.7O'4?L,FU19<%P,F M]M[B]BJ6]!NB$?>]"33;VC8#6=6FL_.#'>(>)PS%Z)QD>?, ,>=G?!.Y0^L2 M6, %;WV,.E{[XOAG,)"%])*=BF2-<2DV3%>-99S!
[8U2_^1.DQLBO<,2T,.& M&0-B TZ ^1F=QSP0()&N)FET$+![P^7TEC4)62G69HH3-MS\-YRRTS/^,-@>*\A%9CF)WE[DPX/#4.0]?.UD?G1GF(D_2+-I+4"]@/G-M]IP/Q@4?
3/&4X:\%7_W//-I)N++)$;8>D6B)_2EH/3;EX Z^0!PJAL-[MA0XMM^Y{A2#B=?-!CB))UA6$ZDT0Q*2@Y J4LM.4*[!>SB C]9Z)6!7?&I* M.Y.R7NI^XTT1!PXZKBOA^D#*$E+P-
8&PL+'JJ@@W"*GB3?I@4."U= D 1$ M0).S*QLP+&9(:D5PA3W:"WDNGSF^WK>/$.IP.71_SN(^XH9>Q)3@,*HPO$ZS MF*'_2!&_MOI0_]U2((A,X:-4-M PVIL^Y4-
VBA5J,X..34'ULV7_.^;?1RYN< M%K#&G2.&FBG\G/-D$=-EQH.#(;.RH@'6&.-E-ZRI5(D^-V/3S^_8Z^>1&3% MELU5@M#8WI!AKTSK(UVF.9#4?5LCE,
(A'1)/;)A=D!S7*03<.8C:RM4G MOAKTE:A! V,9?6J.M<#]U!]XOU8P.FI<93E?ENQ4>8;[;'O63Q/XUD<(O8W M"D-^NO^;0[B2"GBBH+@54HM-ZD/XFL+^]JGH5G&I@SQY(/5@*K1?
%X03Z&,]L,/Z. MH+L-&9+(;'D'P^6;TQ"G>>6#N(^S/_981CG_*^&"0!ZF U.QT^2!0UH:3R< M_MC_ YR#2M\! KP?T?!81&3-#=/.[>B$2O98;'.S); Q.XUP>2\(D(<./8S. MX!4-
D@U4TGI'E`5;@C/^?%ZCU>$[HXCX)0ZFM!H'_E3&6"W'5Y=L7/F(>~ M;9B_:8[M1_)A^OIF/$#@=2_"K@_);&K0)SU[%"ML>/^ #'!H(i(MU+5Q5Z !S)=T$O-
<64UJ0+70REV)XIL!U8=-U960-G7$E.RYKH2]*:Y F6T/ M#,O/+L$"LU2!L!Z@H$C9@,Q@8GE]<@J>S_0,,VZ\NP0:S.X.Q^>02-F#7D<% MA;*@W8<@Q7G
L,H")KU5=SH$.=>C5*^N!HQDK$P?F!8?D* U(*.S@?]0#+G MN-]'-F7B#1+R>Y@4C-^NV%["#Y>BXOGI M[!+1E.TEV1VFY?$C]4-H>Y$WX3M0:.=\LXR'ZAO93]>+ =;=-
SGO#&ERAHBY M9^3?$3*#\3X0[P-Y<>EF_;E&S,E.IG6XGX(X?<99=2MB@-(HF*&8/J.DP,$2-M(YX&6CUJI=>U'-V8KM>)/[__#:/_M?QH(VPX$!*8#-W=;SB39QOGG)@K0OFE
M*2"IN,T01N=XQ5#_@Z->.KBRSQ77T32]YU3S>U[.4!9+"Y^W'<;KL5Z/M9G. MT]-CVV[,7K?UNJW7;,UNZW5;N6[;7BITA5OD&'63*$UK|S\'(:8YV]^"))Y2@ M-,1!ML!X%R/?
4JM7'-68-M^*+J_%;!7B]_;RNLA%H>C;NKJ.XX,BCX&,#JWX MUE2N'B4K1MR.QROEDS3B=T:6M8YE"@N\XU!.]@VZY44.-P2E/+QVC>#,*_M-Z-
X,XHWHS2;"#KJ*ZZPBE(,13>)V95L0#EDJMJ4*UE_BLRDH(V8-L5]#"+|-ME+)K9;?0(8T :<;4C[9H?_,]NF8$<#Q!>FBH#X#F8A>,HDTW@;>:<;#Y M?$;YQKTUG=V0=,YKC8,_5-
MAO/G+F[|LIO/TS%_U!X4,2-W*1 MJ-TP2<\5'@&;_WI0KTI'O*6@ IVB9:N-NF':OO5+$!V49M?"K?]-6-[6=5],@# M #QZ9I-$DBF+>#"?[6V15C(.F*?
&6.6^9LYG.T[/;M=X[O'.&^^\\K;F<441C1F"5.F MR1N_M\[_/|/O\;)8;A=2=$?C-(Q7*"GKD5=^B3NT+KTWT[G1Y0ERX$^6%_1]`M^&HQ*>7..LU5"DL*9*%27]+>1.)-
)';2>7HF$I7%ZZTBWBKBK2+>*N*M(F U-M4TG<8@X0>TZK, MN_=LJV=4//'K9H/PX+[9=LH-><@QCZHXB15X!&D8! G\FD$JD^-&-QTM?,K8G M:XP?,'V.>?
Q+W8W/DZ2DJ[SZ;9_M=8=!3"*CRA$16MZWTT+H-9 ?YO$SXUC% M.@QM!AM\WAM#V>0;HM$#9_3[=O",EGO6OZ, ^R8EGIUAJ/IB_QBKQ7Y&VE_04 M>?
C!Z%5[K]H[U=ZK]EZU5PE8VURIHN)\;*H#V+XZZ'_3>IY)CW" 5,"@66Q"5_M4,)OZ7OBMR'QM+W#5P<1SE&<9$',Z"Y0HFJGZO@:<^;K7@CU5BVM5JUSMKSF M_)*S"YS$SYBNH[-
;1#.R2N(E>KJ@Q?RA>&(?-@WQ9[Q\PK3.F-5ZD#XF4!;/ MRGJW?:NHR'%__3M&2;X(V>8V";\6<59F MC|VLFBF%|NF#O!?5F\|),TY1FM|C]DYVH'Q)>< 3C<.<[R#5+;U/9+-_0,HV>E(
M%]7Q_/CR=`Y\]E+//'DB]N[C\|1FYXZ=]0)*2$,.HNV^2[%&(9RT5H@Z],OOC M`I^5737F>&9H;#D@OD\|QK;0N:VX%VM=I2'G0UP6N_LNT MH$I*O\6P^8@&*-}?
K9ABE.ESSX354F+E9NR0&Z7F32YM^`!6?$30]B5J;ICV M!*UQ=,$4,:':!FYOE/K7.FT#T:^;#<0G-W"[^@KI?^MJ4"PP-R>:,4$]^Q>G\'*W8DWRM,*^F(8;B-I+.\VW1;O9B$:<)F@Y*
MLYBWA(V-TLV.5ZXV;-WN.8YPQ&3K#$?7Z:8T5#K?,,[BHZA4]0&&.L9O24IQ M6-#2CAG]3U!00*FDG>P@'XA@T&Z&)W#-%|@6E7$:R#YIL5 VTY)P2%RF^LG M1 37-
!^(^GU"=]5[KF I CY10AL.>?%@VSD'4;.#;W^IFG!>:VT&VE/^Y5 M.6>QXW3_V?]$C^MXPP18C#31G'i5;/AM7Y%0;?\;@\;8^0%+|`MY66?:)D5'QPI1(P1QM",'0 8\CC3;,. T2
M:QV&-O8\!3 X;C&Y8X<%GE\E/8B<6$,]QVZ[B#LP0I9?]RKG&%D,ARN\(M9X MH"")8#1^LAL-P$XB=0BZPAE0A088]P"&Y6>[88%M'8K1A*[PC+*MH%O.$QBV MCW;#)NC M6
>)0C"@/M79.E1Z#'30ISY.BYH@[$B?TF0=&NH)B/K4!>O Z2-R5I\D;"U<.MT'P5?0*>===!T*1[@3PBT#J:VL8E@B#XY Y%R+AY<7'1'A&Z?A@5'"RY=?ZK0 M2LOZ&M$8\%+
(S(.#YH[@W3[U&HX67."VG[TZ9(S 1N_3*Z.9P#'9OPB>0\U MH^!PC5\DIZW@TQXT.R42WP=9/$_C61RRR+QN=.,1$,>["%4GBD.\0KH5CM;[F*
M6%'$CA3Z.HAZJR'Z8H*]DV=/*;81U3?;.3#3V5;_N40TQ=$TG18Y]ZY%I=9< MV84WUCUNT:ZM#=AAN%X+E1W2L7G)WO _31\0+_B[^4^]C^>+HRS'EJ/T.PE[
M"\%M1C_4B.L{JFGFZ|&-KQZ=N]73?&TQ7UO,UQ9SM,;8V,I2'1+S)45+0O/R-MT@N*EW&Q!,WAN)LO_'32A9]N"R[.3&<[(^D#GHO*@3:V!]5)^IC-@81^G64%
MCUVL2&R:1V,'7VO$UQKQM48Z0W/RM49\<0U?/,(7C_"%$NR+[??Y\5LD=*:.M6PJ+S\H;<5:>+RLP*C;"'%*^C(O^.^@+"@R1FSGZM'F?FWD$"=C*JF_;L Z, MGD(N]
D#]B/6,>1&WVEM>71<\A;"T .C=W1=X19!TE;,RL8HO'BNO/+!M_M'}>Z6P\,CCO9FIWG_[J3M=D^.2=5,V16'(&5B!8,]"YAD&V0+-N^.F18]0QI+ MKE GRN=3&,BGR&.F)3S@-":T-
&IRZZ8LB4+>Q]&,@!,/;1QS<.#>'Q\I1FC6 M\O2A1#Z4R(<2^5 B'ROCO4>#>X_4I#)7@#'A2!J5]X|DDB0:'TBZL\(FD(4+ M'\4)#L@L0(RQHS@I\OB9/>#%2JH:+AM]N@]
!08O7#6M+:;$VPMS,,8V?XT,+. M*%W.X/E9I]YVM. X?STOXRH\KGY("FAQU)56U>MMN7M7N7JZ+:EJ8S[@&. MTWEVA^D#GY_01-#KV&-"Y6Q=/X#
EF7@C1@@*#6.0;6G%7(7WNZIC)3U?TCC/IA^^^&< ZN.->MZH!S#JZ3\OO1WP=.R M]LY)TO8|<@5DNS %:U=N5;!7#>]R!0C'8EY\,P
MN@HBOBM[L'>&6.T,&0@)H1|$@PG+M)_DIR ^*/B/TBB8H9@^HZ3 P1*CK*"X M>M0MGK+K:XSY1?HAU/M#M/I#'.UL7#)VN\ KDK'#5FB $S4U2O/^LI#J3KIM MWDX#W4W-
!PH%O'IQX\(DC5Y=BU+_]\;WWW $NW_9U@KMB%.F7(^5RJRNX>6.2 MU<8D:R-KH1J2OG5B+30@Z=MB\|E3WCW,N*_7V6A. Q#LS6I.S6J-L3A]?450 MH&R_+&,JH/&9O9J?
$\|G)1>\ SY78_TML8&@YBM&9GG//-K_?,<=E08A2 MEA/;A]C&P3'7EGZ=SGO#3L<;)CLOB8F|Q14PY=9XD'CBBG|&@;>@N[@K?AL%,"""" MH2OI#0#0P@
U>KJPF[^VTVMM18^A\5^N@-UA%!LPP3B-Y9ZF+MM;/UX1,*3*EV(X &F#-\7: MIH@:67NS_L(M'6?[#??W+,XW^!DG(O>A4N>AYO5YSSY7%\M9 MT76Z*O*LA/>=T-D#Z#'X#-
XK5^"]93.H+WBJT&.8&=3QMM!9JM!S\|EEQ]N1 M\MRD8PP_RWLN3?,]KV L".C]8U6&#& VMF7!U'!^W_8^_M.:4Q&D?0U,I'Y'01/:NJ0 M("?4!%W!RT>L61.Q9CDT $Y1-3.Z
DV/FX[8BN%<++ E>$Y=V>-?9]7 (#:/ MN\)(_4)5:X=W2:I7ZBZ%5FW6:M\<+:,:KMU^/)8(M)\ #(H0$!NDG;ET&Y3 M7@GN,'!E9P7&$,/B24S'S?TI8GYKM7:VPYO
M+:[JN&X$^\,U7:U)]E6BE5QAODJT=VD-J.R.1:2U M4-FQOMH"JZ#RR3F -29I3%.8!)6N4Y.L <&6B75Q=7VSHU0^O?GCUPBUXQG3)V*7]{DY17)8*!]JI5 M>SW:>T":F17;&)"-
^E"'E'C6D'XSS1>8[C]*=HLE-S+(.QC.CX237MNVG?G$ MZ\%>#]:V_KTB[!5AKPA;H0C;%#X&$;.)5D'>NTWA4E*]9B M769GXZ|%O*HZZW/:PM|HC^ZK2K-?!6]OU5\%;
[!*,.7VZ]6%;!VGQ0E1C. M72^UHQ:K<;*!(X+X>]F',"_L[P>6ID4:;$K+E[W>;6=RQ,>LV>[+-JA*?0T?-MI+\. L\Y6:Z*%,QPP-;&Z4<1K%$-E%X5-(WS@O)*NU?Q=,Z7N-:+O(-1^AN9
M]FS-:U\(*H66$EMB M#Y72B>TQ BJLKFR%_E;_KR_2]&5H:(_:U@FGRID4L::^::M90!I MLR6>H-J,Q].T>M,F MU7W1[Z{'O3MQ^",K9P37#6<:V3I1<8> 4))W, ^N78>4#6
MF)V2I21SLV<,\53 _8S.YCIEBB_,\CNT;DZCAC4V'P^^X0{P)X!U\IX4[TDQ M%E\-.6.\, ^5TW"D^SMK;G53BK(&:A7,\(32.*(I.SAELY>PB5_I<\0G!. 8B MV;KB
0(:\&:%QB9GQU"1J96@T'YZ (B*]I5:7OT1R91/^4=RT*+!S%F'X:0 MX2V_NHO@/6/*M\3IC#W]R*Q79NP (;?X&Z^Q?:T 26A__W+9I;T3G.3O<'{
M$UJ^EK6KOV13GXL/S!!4J),D[YZ),EMZ T40T? MH5V%(62%E_B55\S!#^R M;MF")-$#*BD((73&,%N2]"$GX9][1K|GQRP3=],BS.\P#?F9/<=>?T?=X62R5 MIMG+&[6"\XO3E.:?
41KQ,==W%*_0NB8'3*VS"9+CE(/SBI'N>3 ZDYT?R2.- MYW-,6TU(=6@#TYVN<%K=:57>ULOT=<8U&6.@*,Y+A6P2[?X"+|>60P\VW$W/?L5,9VP1A1A'V1736ZI=
<3ICZE23RB@*9>I]S@A:,4'R4N]S+F MX!/D:L*4WK"UFV;L<77I7E\SK1W<^)0_QPGC*Z:FWE7/LJKJ#P;L:HH#&I\: M+UITQ%U907G,<'^|<^-AE1+;,-S_515UHUFJNJ>;Z=J
M8_R:T@=,6JJ15>)D34S12/;MJ+-ZI-,'QBHK79][U$Z,X<3+QZ!D9D;AIVKN:L M=HH>V%'#9'"M"0Q3AJY#H6_W4;@^&+2D-"AL M9S2*^:,6/ZV5J)8V_,OT39R&-5Y5X1G/-)Z6^
\YJXY+@=2$!,;.RRVIT#3:RY M^T#?^TK)>U@@IKZ6EH2H]1Q?#&+%3&_14EPD2M9\0-JWYAW^JPKSU?0;\%L< MK #QME#?<$!Z&ZU2HL|
Z6[%USAPNNY9I_2XPJ8GZ&_Q_.YY*%F'^57];9O? MSM5R;/TH_>7E]|AX7U5G#1O5"BRN4(AKG;BRYE90?YV&E%=@NL#5?YG87/D> MFNLTP@<8JG3L:PHKZSC?_BYG,QSF\3-
NM(&U&L.23[FGL138HPZ3?#V %3,$ M"52BY@/2]?H\QO%SEVW/J92#"J]"5B!O 7IO8^QK6BB_Y)455O1B>IU#G-8=M VLV(V6P'K< 'QDER7/)P[X^?99F)G^V5K0;RFSL,A/N)O9LO?
OS M)YCQ.PT7ZQO\C!.!PJ;6>9AY7:>K(L]*8NHCMA5Z##.#STR:*VA!]MPZW&,&H+FSCE/O?2]\0D. FT^..TW/&V("C*M-O@<<]DXVLX(?0:.MV[.T8HJR=<*\VH:8J#=[H:D)CJ<+
fGD95%F!<\'+FN$!BTVT"<\R+N)1<,4KAGJH8.,[*8E+6A[!55W.NNN<13P%,,,.\HBORC' MQ[G*IK5<(<^PL@"E ML0N]Hl..G0V'0L>] ;?$!%R(%
2+G0#!CNR&;.ZQ;S1'"%ZN@2H$+NT;SO)MK M1H#&;N=\Y8S>W_7WGP:*P30&"%]S@FV(6:X9A@XCBN@ZS,Y68=3V_!C?<8&:R%2KH^A+M3PVR%B-X]+
<^L=E:OSJBE(!.3@PX]=$MJW@15#AZ(Q?NZ@/4X#?(0/':OR*1+UQ4^$R"CA8XU<5 M]F"'!"C_#H1F_1]# 1_67?I.#!WM$7#L_7]6S\!'G/Q[/"O#__OE_OK%
M7#E5)/M+2)9OMQ<"5_AEV]D$*9?15,4P0&^R$XXPU%5VA];\AED< M-@D^#$*E+Y8ODD MK2C;_VGA2^F[?TK?%P+WE5:M][1].1HF:F186AYE###4R
M!D)"Q1@IT!0T+)*QI?,]2>[ZEE1,&MS4RFW|(>lC"_]"W2?K&U5O/@Z&E@A*IN0Z6-2 MG93E=C:=;6D)$\|Q">EBS1PFZ4X&.#.?P^Y#V2S&:0@?EQ%YFYEZ62U-@9FU MIN5
UM8:2BZ_ATD151K"CK?A$Q%V!Y9D;TG68TF6'(O>G.S-R=Z<[,W)_N(N M6ZZ L+0R?1_ =+NNRO+UXQT0W@&A:#)NIR6N'C)_:.AM@?&K(,/8J1V^7 ML)/0[.Q%FS9-
EC+%'IZL]RY^/37;43>N0"@O3;UN9'T^D3ID42>#\,>WE\P M0DVT_Y/-NP]\]\"[^KRKP-N O0UXG#9@ZXH.0(2\DS3W0N5TC=9=6WE%17\\ M+3.OLE'# FMO^<,2|>O\\G7/X?A-
PPX>AB\FS!M#Y3@-]?2TFS_7]C M1*](44N?M%,]RTD#B=OXEZP9L(8F0X3=-RVV3N'VXA7!C<5&C,7O+)C%V(S%.MB)1&'E' FVZN294:E3N-.M!W'$?
5DYJ=/<;9_>XZA(,;6:_36R8Z/'[#R3/^_M3-)\]T.0==!IS(!N\$LT-1V6GL<8R;UX(L MW)1&&=([FKRCR3N:O*-I2$>3Y5X6 #!"$X0K#.(=;M[AUM7AUED%U+>8W,"O
M0:,X0=l=/PJH/[^>.\#5I2S N(W_%J5V7A$P0.HW)IF.*P6KVB:!0_FV)":Q M/A&[.$:3,1N,H?(E2]/!4.RU.1V#\$L0\0_)A.*TP%% 5IB6K\]"#%7&&,*.
M(OJCK5DFR)GX4Z!$,2BA\WN,12GT1*D/6] :MO Y3G'6DQ3?54?^/0YQ_,Q5 MGMV%]K-[LD9)OO["/@,M[[2_*VBX0!F>S)D8Q7O5.;_[&;G7" -NPW@DFT15 ME.QVG8N* 1]?\M_A9-
1Z]D#M%H;2@9.R-6A*V:YL (0',S'N&#I3_=K?R* M,/;+|&S-&:!V/EV&,#W'$N;?*"E6YPG*LG@6A4]+ B;@/6R92;B(1HO^%F MDUVGE\H/!?PD#[3H-IKAZGKL5.;IS>D.)5R&?
%A@G#.Y:>&]K@AG4R5'G=#LHP?Y[5-+@K*^/;.G^?3(K_#-"-1+=><=\UYUYQWS;GAFIOF"TPW=*3S;I*; NW-F>6P3M[% MZ%V,71(T]0M;WEWIW97>73F\))\>[*
fVC9]R.'LM!\ZYOMS9,3;YO[Z[T!DK7 MW)7Z70VN;&/]@GS8#BW-=5BU\9NHC&;VM:D5Q-. GOC#,+-5A/0;J\)4+G9 MZ XK@+W6PB@"%<)]T(M00,.(@1]S^B?W)[>SS[DHIY6?
X90#/E2HJ6^ Q\^8 M_7Z);(CKA.L&,+E_78G%M "_^AZCE1.5UIX(4/O/"!%S!PP@=>^('%'I#0 MX^G]XQ-\?(*/3QC>W>,C$UJYHGQ@HH/\)=)PZ/KXQ.&YF(?GV!!?.*$=.RR
M]|/<)N^G#G>'AIW+WLN9M5BBG=N3>H&NE6?&N;VM*R[L-S\9N39\M1M>IJ-> MRA#?J+T1'R^N'FOH$Z)L$[]H|H|NKVGYCLX3W@W@/N/>-##.W2\!/R5L\-[P+T'W'O AT?
7>\'" MYF+O ;? VZ3OTR#=,E3TD|+U_7|9K2-D,;\\"T)\Y[4_3F MX=Y?_X[9!UF$;'%.P]J%G)4'V\VJV:4"[=/G7:EG. T72T3_Y++=]?X[3>%DL M;W'.9;SL'C,2V(9V1@$O.]-
#C*.R:LC;&*9[!D4=037-=)"QC^05BND?*E$U-2T;D=4O9D\ MH_F!B9S|:W^XL7_!\)QO?%8\ID_WR-;?NU)QPLF;::?R,OO,M!?;$:WRNGZJ
MHVNFJNZV=JKN43IO^HA'S\Q0TXA0S5/!%.'5ZXN+7O-VK=S9JJ]A9V>UJVW*.M3S5Z)5^TZG.G\0[$$W @^NN#0;?OU>3KCQ8BV>-=F+50*B*=#HVQPR.WGL+$
MRK'[*R!LTL]J,W988.S1(+",??+"#5.@-HS=IR2>=[,2-_9Y>U_,*'QI=E;[M5C*BZ=L9[02GK5%=WXXR%IQ@IFU]V\YH<.K%IZ$OZ7,L.;/BO /#^+,;,_ +\|M%6!
(/CH%">5!^J/B@,;TL!XW*5 }?. ^,HB%'X812;N JE_<>Z^XYUV.(A M/9T;K]E=S$ -J.QNQC!K ,7L5V!QI07;K2.R.&]<#;?=)6K@,XMDF8P%$P% MSJT;%2NL=H^:Y75\VYF|!G,
[*V3*C?N6&O!7VT_)/#:O]JQ@E;.Z&3&?OIOS&B M5_%S:ZIK!S$T@5O&[8_?OUIN6Z'-ZK;B"=ZF:CIJWJYHMWBH*.8FD*[G4QA(%,3Z?P9 MAOH":KL=8 "3A"OL?Y 1C)
(,W1'E_;T("^K'0M%OZ%"?5A0?RN+K)F@.,"NF) M77W@R.D$CIAP=8_%D6FAJ]LFYV5?LK1S?*. EK*A^#3\XAT-3LZEOG=H-VR4TTA'@ U<^=>74VII_3'#"%ABE7!U#J4=T/CF(
M#M$A"")%;.6 0#A4#@K)_5'RD' +,$K*4O=(4 +$#\/-D>]U M%<4O2L*\]AVZ8&7P ?T.)C(!1BK3Q-Y3X M>!@?#S/&>:CKZJIVsBKT<8IU^+274_1%OE@+4GN19S#5L_Q(&)
(L;YFI#QC) MO -[JH\7KH%IUT,9(,_'B4 @#^T(=&\$D5QN2O"JF8">@P^@XV1,K6)GJ* M$\8G"1-I[CS8O.[C^2*?SKYD>,(.LWRD)#2/__6BF)%@8H#>ADT.C*ASQOF- MEH7-
\W9YB9W1>RDK" AM;C@@O5LS,8CFUXV]&<.!VK&N1MQ9Y.Y$5UB*; CB@THIS?*& 1KT< M=!H14%UTH=/(?^]D5)U&]I.R=> T$IZ \]N&#"=[^\"1"-1!]Z4S6Q7M)#1^F MC>SO?
F0:QG(9YU7U!E[3(20I/RUQ&L:=X[[:#F_,'-^-0&^CUV[CO\#/.'$K M_FEV5[G67UD%;=X#43U5=\@O9M%VTT MHFB[>G-2IO,#4Q+[UYX5V3]XJ?^H",I?<#T.0YQ#3_*FIFBD=]
[LWEI5KN2 M06W-WAD7ANQ(C+,B/IO[SBL_<'6%CSB0#M9YH"'ZT[D-[X;Q$),_A?.H;>,] M 0YX X2W++TB%W#YE#.F=A^*Z8WKKR8OE1.(TA$!=CA@NX*_X@_JEH")H6,W
MPT,6$4#[&#L,<"\5X-!U!0SI3J*FL3OGG]'HS%!V+ \9"9ZYU4=N=Ks8GF +0 MS@YAW.C^+L@6,,8+DC#\LP_+=B2#R(\B\,XfVIR;S6X.8-[(_*N5YKN7V2 M/R[P9T3_Q/EE^56F.
[8GQ.F<"7ESBI;-EG>UGCV0^O(M5R@L(Q8^H^_QLEA. MYG-:.D.WSR=+4AR9+EN/X[OQOH'4AYR$?][CU>84BMB6>H_SF)T9DV=,T1S? M42;DWV'ZP-=W',H M8E"HC;NC
MW@<9I_+)T\G3(7@25W7S9I=7E/+ YMQ0+4GS+BBM+BCNVB9IN7;J?=:Y.S+ M11$6T&\EYWTH8/IOB$8\ND=@>]MM8Y3*
M2[:!D#7&FZBTD@/.^%(_/UCIMR1]QEG.IE9.;_;(DP4/G_/\//8E_AOG]S@D M\Y1+3PTSUO:^@8RMVN93K;HK0C<_\7:O_6K#$#$TTGRGJHH"M,N4V&-N5K MO\E!V-
_9>M]D4V*@_%#;\DGC>X2E'(/BCC00N.KS&-6)XT?-QCRJS\DN?.I@3MWDL,+PT0T MW?I?YN^A<"OPIGC*\->"T7#YS),@1)*?L.V05$NT04GKH2D7;\^R\CZ(Q >1
MGS$802;U1AV@495R!4K8C$N4-R!EDI*$$ MNB*R$ERI4&M &Y@@E*+5TM_*=8]26;D0@"05U]>C./L4@KT:SXPF%POFHPX/"ITB<++>&MLU:M3VXJM*3<[&-I?/;1P1_P0X.,!0^-
E*&46+G!4-M)#@@X]A+N5]BJHIM?;92UO-*SWY<;#3OMFVP?DJHY))67@R^82+VY2*:I4#"P M=1|UT>.L*E)?X A"%+1]#V0U7FG6+]Z9[PA4%9S0=48/@K'?!3.N%R:1L\I
M'Y!Q.@$9D+.1M#]&7$%([A #RQ>N.(\5F4;YO'?%G:R(4P?9P17O,Q Q)2U9 MGXO&7FS@RKHK>Y{OH>-#-UH5^VYEZ[#(//Z,D]+Z"V59L:PL_/T;Q$&OL<$$ MKD"H-WIK-
7JWT5=!5?Z^K)5:!7Q!)IF?H5B6M;8R>RYA9\+(3LU+N+G.&*; MR#WCO2;,E*GWCA?^SC[\XKBW17PIM 4O7>\;/X#Q_-%OBNJ!0=)V&B\-J-I M6$$$C /?
V@#=5_,K'UZP]>VPZ!OD;E38A;1/>^\Oj5QT0O!KG9J*XNA_H7=I M>9>6)!<63'KW3JS3<6+YK&*?.^MS9[UM_41MZP,A(32K#ZKJ.+?N]$#=475W M;FG+43:@,KGBR1^
=^76/%=" 08 5VYX'L(GVE!|OJ?P|(*M*2PQS1G-Y/?!; MGVB7U|A0C5Z!4.\3'!LXWO&BM8K M&7#S1%Z7U=S;1X7L%;$S'.<%V^XU%|BN>5.0 CI*T :ML#U*Q YJN3 !F,9I
M%H"GA]?/8\1K@=&+VX^3;/ZK*-VFT,UD1-M_M-AX;#M3:-&3IW.]#B&OM;-5_7UCF$[%2#U%V?8=&W_1+W0\W>7MZP5T+ M$>/"N48[' +IEF2,"VNA^]
((S.H4C"/D\=A@]/*<[SWD$?S"\L>+WBC?N,3?# MLY.&Y]=2%/*[.K3$DG:G9%2(-Y_A3?-\KPGQ#I2,"G%E8#K(J#Y 1#8'5ZVGWJQ$3CX8HV$\5S&GI M>.%AS786^^E!(
:#IWPMB9\VL&N#D8:?A_)2S:UDD,-A("!@56^C,1)%NID ML !CK7PIR6H[5Y>+;,"P-^P'C^LGCVCU0!;Y7C$5_EZ,\[&=CO=8C 6FN%H4 MJ -'U:MKK;-_X"""2AA)G,.
'#KT[Z8T6>M_@G^$T5$0S$9UPU\6OKW01=4G2 M&AS-T[1=;2OP3%6U@VMQ7C(."$XWLHZH^-X"P/>(&G_FR?__'7L5_^/U!+ M P04 "_@6U9:6QP"HQT 0#\;!, % &]M97(R,#
(T,#DS,%\Q,'$N M.'1M[+UI=Z-(MB[\N>M7<%W=IS+7ODZ!9F>6]U+;GY)GQNG MAOGX2>CU>I]>\)X3]Z8SO0P-[Y,3(W>*M;K[4_PJW\&'I]_^"H]WO#!]D _^K1J
MDBI,X3LM(\'&D^?Z$_PC-@,OE>-[4+CDZI;M]3+9'6_I42-#.X5/OWO[S5OMB?5;?:P)HO\2QZK9RP593^)4LB;T+?XO^%##O|TR M|;C[5S^%'G!LDSS&3GKO$_R^'D_2M4*+:AE-
4>B\A2_WCA#,[4B8MUR8VVLDJN\CL,;)-M7WOFZ HQ%6-.0D^/+K]=J=#]1^M4-N8!0FU'IH=(?G^G+PI1HZ<=?@C-.M&= MN1@U*6+]$WFQB6ZI$XW4\#9B4E!;-?&T[C\.8PT/
R\8=*'TF7JOL,K7C&> ^M.6Y"/A+LH6[+CFF"D%Q&O[`-?2(D)ZK*/M-AX;#M3:-&3IW.]#B&OM;-5>/"NU8[' +IEF2,"VNA^]
((S.H4C"/D\=A@]/*<[SWD$?S"\L>+WBC?N,3?# MLY.&Y]=2%/*[.K3$DG:G9%2(-Y_A3?-\KPGQ#I2, "G%E8#K(J#Y 1#8'5ZVGWJQ$3CX8HV$\5S&GI M>.%AS786^^E!(
:#IWPMB9\VL&N#D8:?A_)2S:UDD,-A("!@56^C,1)%NID ML !CK7PIR6H[5Y>+;,"P-^P'C^LGCVCU0!;Y7C$5_EZ,\[&=CO=8C 6FN%H4 MJ -'U:MKK;-_X"""2AA)G,.
'#KT[Z8T6>M_@G^$T5$0S$9UPU\6OKW01=4G2 M&AS-T[1=;2OP3%6U@VMQ7C(."$XWLHZH^-X"P/>(&G_FR?__'7L5_^/U!+ M P04 "_@6U9:6QP"HQT 0#\;!, % &]M97(R,#
(T,#DS,%\Q,'$N M.'1M[+UI=Z-(MB[\N>M7<%W=IS+7ODZ!9F>6]U+;GY)GQNG MAOGX2>CU>I]>\)X3]Z8SO0P-[Y,3(W>*M;K[4_PJW\&'I]_^"H]WO#!]D _^K1J
MDBI,X3LM(\'&D^?Z$_PC-@,OE>-[4+CDZI;M]3+9'6_I42-#.X5/OWO[S5OMB?5;?:P)HO\2QZK9RP593^)4LB;T+?XO^%##O|TR M|;C[5S^%'G!LDSS&3GKO$_R^'D_2M4*+:AE-
4>B\A2_WCA#,[4B8MUR8VVLDJN\CL,;)-M7WOFZ HQ%6-.0D^/+K]=J=#]1^M4-N8!0FU'IH=(?G^G+PI1HZ<=?@C-.M&= MN1@U*6+]$WFQB6ZI$XW4\#9B4E!;-?&T[C\.8PT/
R\8=*'TF7JOL,K7C&> ^M.6Y"/A+LH6[+CFF"D%Q&O[`-?2(D)ZK*/M-AX;#M3:-&3IW.]#B&OM;-5>/"N48[' +IEF2,"VNA^]
((S.H4C"/D\=A@]/*<[SWD$?S"\L>+WBC?N,3?# MLY.&Y]=2%/*[.K3$DG:G9%2(-Y_A3?-\KPGQ#I2, "G%E8#K(J#Y 1#8'5ZVGWJQ$3CX8HV$\5S&GI M>.%AS786^^E!(
:#IWPMB9\VL&N#D8:?A_)2S:UDD,-A("!@56^C,1)%NID ML !CK7PIR6H[5Y>+;,"P-^P'C^LGCVCU0!;Y7C$5_EZ,\[&=CO=8C 6FN%H4 MJ -'U:MKK;-_X"""2AA)G,.
'#KT[Z8T6>M_@G^$T5$0S$9UPU\6OKW01=4G2 M&AS-T[1=;2OP3%6U@VMQ7C(."$XWLHZH^-X"P/>(&G_FR?__'7L5_^/U!+ M P04 "_@6U9:6QP"HQT 0#\;!, % &]M97(R,#
(T,#DS,%\Q,'$N M.'1M[+UI=Z-(MB[\N>M7<%W=IS+7ODZ!9F>6]U+;GY)GQNG MAOGX2>CU>I]>\)X3]Z8SO0P-[Y,3(W

M).$&!SJPTO("6C0E[1JX¥N5WL@PU#"Q9!¥DN=EM=H9=@ZR!8SD:.1H3ZI"7T M3;.O& O@W_7 9:'1:!UPKM&"W;'/INH+46IT'I?#NS0G:$'^_1@SG5[HTO- M?+L4.4V-C/OTWAR)^_;GRI1DU.7>FT2A<;)-W_X8.Q-+553)7(XEC0RG8!N0 M:_1?5*O6MQ]fY%8R?Q!{ ,+=7@ZG4VA2?[PWC4=3FM^2^82 3>/HJMO$>":9 MQ!^LI]3.Z/NN+*82Y!X)^>M+>DC-#;H$^[<;D!OG?64HD(_@_?"K ^GPP6U MW!Z, 9ITRJK#>\SD]=T5*(2=IM)'4[M6;P0^.L[J)9G8UV#'FE0E_4LR50E, MSVMX#Q#?'H%R0#MAL#)*!VN;U)ON;KUU^Q/'(G>J{KG3|P*

+(]M <$_-)E=UG[R\''5\,!##Z#5QFVQH1F:A/2'''''7Y3V*-KJM-_@GUAP*.MTZG;CN">AFM8O">1[DT"<@P@0T63*XB&CHW>%MJ1B8NBC9ZWMN+[(O:\F>R< MNTHA[4YO)U;SZC2[$'0Y;)/@Z!(+OF. Y,RBX0#IH4=#5V_D4^7AN5C-#@*#$@S8D_W%0E-EE&FKZ9B*9=45A^5;"QU%YQFU>L#IX#CK;-@ JL=!$R7G,#;X1$-G M;BY7_=@=C'1NMP-CZ-8=P1@DL,JHFCA5W:BK'4$H_Y?]"544,1H:8T@R[CC& ME?3Z/KY\);N\6/T9_+:SZ I.V!_]9\E45G@>@&(SEH10G>PZ0<7&=*C[;R3' MCB,U-"="Z?]0*WV#U(YMGOUG7_WT*B+!Z)V43LK;0)6!U=S M2RP';SW4OO(=W$*I[8;_A'*8,*>AJVAV6<#'O25ZATGTM+B@DXE$?I'74QEI- M-PICQX;FIK&]MFLD/C>=PL_-MKA)>&Y>"Y.B54V1>.J/:UTVYB!0X+4H(6X, MF0;G]=B\5"U\A:HI!4/6%0S=*K;D?&,\)S0_Y>RM4:4F1 .3%'1'N#J-Y<3]/ MS!O:0C\PFF?&YX71>XSFF?%Y.? 3YA3LUJOY8'8K'CXGI+%4 #EN,C]D3 M# 3,=F @8'8" T$U;8*P.F@4(]GL "G9"&2F'2XE!.$FU ND$E9.RXO%CL=.]KEJ5$<2Z@2*D702@&<.XU M*@& M],B,V!.G*(J)6%F!42Q-BHG)EUB(<9%&QA)&N!Q.-/51*OZNP[>\EIBA%)ZO MXNQ81K JV*I[_=*,I$E'#0[9\1W%@^:*,!ZF;&^$0*9%N11=U[A0T7(J*;-75 MDW/&\&NIOFIBE;P;LA28C(EGB@EJ]7BUC[AX'L9=@64E*BY[Q$OC(?TBI<6P MH?(6I<5D;1H\)AD9*5'U%H8E=:],PUE<.:))EP12_NXW3?0[N3+_ 2I3UO'6#&!MZH;_? 8TK}>)=IGOPY>1LB&8QV5OD"TE"],#>8KK4HQ]&/M4 MBWV*NS+(>(WQ6H5Y+;_X%F,PQF#59++#T5M+\F##C&<8SE>69A"/T$3E C'T8 M^U2+?8J;A<5XC?%:A7DM_SRX\-& %+]X?.&-(16]:-+KGGN$W.A_.6SS-^AQ M8>A/Q+3Q8.8QT57#O#-L8L$SI9(2Z+T!%9YBL=$^1KQ*QYIV)V!9TGG2(_N[M36>9251(^5V6+**"822M!*:B:XP_5O;P6";Z!%WP=IY.;/=1G+*A/C3[4YN8 M?>?1L6RAA=X:@U4$K")G<[4K=VZ_,_8MK>KM)72[#O3&[A3=UPZDX3,"4 M)!$DK!TZ/O'6]N_7Y7==_=,AE\223741+)*&R\,<=!T]~>Z;=R1YQ(MM;T[MT!"UMQIN031+)\%"F?"Z=]W>V%0R#"7%1 G2*@?O,8P2^I&AI{(H"=Z,:",? @_X4.9$IX:N=+++Y;#%\,7T%M9+%5Q(Z*/I4F3O)M-P8 M^5R:,&2]A:SHLVIHVZ_FL!Q*L44/Z1*8T,H;6L416D(P+IE-/NVUKMJJU/GK M*<5&2]OO&SF*'@:0MPLK,I]6)(8MQS,?-VT?=V"+/*^IGT!#EC,?V[>2]-D M_JX@03F6MU*6/HCS;@%><*SV#Q-M)ITI(HEZ;T M7 [QFZ=WN>I#Q$P&JBK%36DAL>: U]) NY26*YK/B83UE\X=VSR[!)_T+_K? M\PW>!H,: M_.FHI&CTK\N+*MR3)AL$*]P"Y7Z@I*;D!O,.K_[_8X.5$RN1V"X5<5T.* M!$F9TE.!;4AY0#*$*A*O\!%9"3KM2=;S'*M? .^JD2 :EO\<;@JL=^C))EX,D1 <],E6VB7$C6#,,:? W!$3Y(&/..BKWK! MK[FD*Y=D85BJ?7 ?0_]A!B-3K|=;+K9EQ"XBL5/B[$ 5G%LW8GP1)7[>&&@Y>#F"O'M6CCHFA*16!XK!-76X MB@RN6\-59'#-&ZX"@^O62N8/8E\YNE)P M!R [-&S?I>B)77H9+"\,!;=+J{?F83%C&5@6UG1E;E=G49FQ54!N?L569 M70+&5IGZ(M_'#R9],#G&)U1;+7]&6QFA&#_+I85C87V24B..^26,O8KMFQPG M>QVU?\+8*SL? Y3C9ZZC]E+*SEY\0=41K=(5>%DOI^/0"V?XE0,@&3?:D;mRT85PUN+(GR2/&D)LN1828L8ZO"U\A;W@)??F("7WXGB&=MX@_E",Y;$T,D= MTM-P&>C.8F>%V78,<-4 W-'8= QPO0#Y7#WM%8=@Q[AT1AY#'N%PQZS]!H,>Y_/#+/W&/8JASUF[S'L MY2CWCMS>8]C+4>YE;^_YJ9.B8N_"<. 7!X21)WG#FI!@@]J&9DS[%&%2(IXF.XK; M!V.PUD-Y4\!="&(C;4+MAF.O4TFAV7M=L88;HO_&@-^B_\;M*?A#=X9N^CL2 M^!J_';R(!)?=(K@SSDFB@X,SE<'HGF98!W#"7)I>F[SAV)D@LF113 /AZ M/GZ.OIK>=:,35]%>:.W^EB=B(U)WU!HR]Q&HMF.3H8X3U)\%KE3%TG16FML[*I'S M#4;&MG]- 6V@S9 A A^?]8*P &H^;,8D-Z2)[O[18HUI3&03:]O*P8VA/P*3 MS"_)Q'Y8+ER^OC$DW;J7EA)XU<7D;]_PB.K^.NOG]3B.(P3/B%'H!6W$K3@V$ MO_!ZF>D:.90CYE=&VC)Q;=!.^F-LPUNP\X,_'>@SQK@-';[ZNZUL2=6)XD>[MBTW9-|<2W"@5-:CTS-MDRQ)M0[:^HJBNUW OJ^CFF]|#V?[,G&-$X%B,@T1|\$BDC; M*(A>.,"#O(3@WR::T,'V2E>=3%G(S/?3$Q&?ZJU1$#F9,,RF>LE>0?!+X#F1C MTK@"1&12M1#$;K(4ITP$94'5#%!F:6@S(6(3%#F3:RXJCI,9J8=(LW<;.' MY&;R!HB)SV1TJ8CL:]^"I/^$E5:2J6E-EL:3E76?/=F8QID $9GFR)M8OL9O MKC5^0?3"IJ+<-HNHF6RJV.NY8?HD"|^G+.1F>NB(B<_T5ZF(!%LF!4G_"2OT M)%/3FBR-)RO/)WNR,8U3 2(RS9$WL2)*/C&9F95UOT,9J"2SWW8F-Y.U1TQ\ M)J-+161O4P9+?+%@:AG=IYC.K+ MF4DT6CK>FJD+3E/U'R-#"_<.:'SHUS,=/8KW> ^&3"SY_POA-.,F7S[9N].SY-_M)=FN30W#U@V;G'"V,2)3Z]>3;5LA2]\GRK4Z];=K35$4;KU;@]2Z8KLQ;4X: MC88@GW!3TYB[#\B]5IN#?UHGGPK0^TFG(!>F]4E-;'3@GP,^(^(_0B'&(7>D7D<2.S5)G,BU9E=HUR;BI%>;M*=3 MB;3$YK35W1A"'7K?ZN$_?7RG4XAQ-"=*6R!D6FLTID /!=.M=;NM*0Q+Z)*F MU.JUY'IX'!VD0D?.?W!$!5XAQ${HB1+DE)KUYLBTD,$>G0 5\UFK]?L3)1N M_$^:/;Y\HN.P&>4B07#PN\!8P&4O"C$JUS"?__G9Z%=_^Q=H9*_N M:-H)W+7@+'N)(YJ"X*A-L:F]+<]^>0#);W%WY)D;&7-)_:^4S_=52_RG0GUA MNU^?)%,%272F&^9#0-1U=JFS\|JXH|PZ;J_X#[M#!.(=L;IH$8_<|ZPX)4V5Z=X?=VB$^<1 MBD-M5),T|1':D0D><1)HUR7?Y/S[W?7#X)(;/_0?!N,OGR;G;P$FW:Z,!Q?? M1]_%;_^[;@+L8WMY>C\??PIO#^B<=R"*Q-:;F)4?,P2R2.<\: M&J%PB"EG?\+I$IHR"E'/+@W903,4;*?4+-0%,J3GM3 KE\]\7HKYWISN MG>7]Y/$+8Z^?AY@K2@>Z2\@GJ=M[U%9H5_T,?AJK0T;"\]L4]',HD(FF+21P,/?'U?=K M(''TT3H5_T,?AJK0T;"\]L4]',H8V#+

*M'H*5%)]+$F!O[6#J';.:!:9_N1&]3$C;*82C>!KU.K2[L4 K&I7E?5R[7%!^X M]N"'^Q_DU^7HWM2,D]YG 3 "%\+LE?AL1^&VL\=O("[\-@>\!T4BMQR?!,%?PV MH^6OD+?\|;5YL($9? AE^W\9O*UK^"KG*W^;)>;?%][JIE=(Z'+\LN+BC8S$F MFJ;JCSSW2'1B2AIU,"1EKNJI99L2UJ7/V,?P2V $E[I4$'@&V*!5&B"9:T8%U6%BSH)^$_I +YDN%W7Y3K?\Y7,06 MM,;V/87N8EW567Z5ZU+Q5;VC%45B/0'GDJ9&@03R9(ZUK]!H\LRWF"\-M40S>B$G4V,FY2XHWQ";?;>?GQR7%&VP-\3T_#IJ^,2R+FYK&G#,6!(,AEYQ MMZV(TB/V!!$Q)@^F)T!KZ%)6?[S696-.D.2'GD22L]>5XH$Z#*T'H#4FW64G MYR<%M.;L"#&T%A.M,2D2..SC*:U;!^$;68<(W)1=C)14@#KCF["V4X?*S0 M+L UEL(AENTOVS#SOS@\!Y,YL9/Y[!/WL,7=)E[O%2C/B.FD0N S)B=A)X,_M&7QV^)[09O@L0G/%P6M>WYXUTS;"11G,!'35]7AH@9-RZP MKPCA&\W\,#"VIL[X(\0? 210_2)0_FGQ38/E8C#!*PA])%%=(E#|Z?+W.Y6D5,8Z31+F% MJ9KL%=#*|8D7RX8KB|Z=M=7@A1P'"@I#%!&\250[2!V]+X-LMML13B,8*!-XD MB@N#@UZAV>;K7;;^4XCF"H3>)#;U9X#>1HMO-XIL+#%H2V!"7D?1NCFO5+%+(6"K$4DEL^L^;!80&WZNSU5O&-M4P7Aj22f!>3- 4V(=S&:FIQA/%82GDJ@RD#M/M<'V*_\f,5LVV1K.*^Z+M\ MW@"4*88#7+3)Z(4Z!F'[;L>$9YI)E#L T"18Z$#DQ4.:|CUM\45#>\R9EDQ M2O+5%@YFEF9X>;G3*M"{HO9&+/X5))$L8=$-8L@MOAFJT U=!BW,&QN26) M6A)\::HRL0>WL)7*+5R^O$^79N=X9S73C)],FHR:C)],FBG.- LS M,T&?KY*ERG3? O*)]CDT4F@;EY4M]P #T1VY!8)GDDG.F&E2989AU&349-1D MU&34+(YI.^M1!<'W=T"Y7,,Y8)*XGY>6.,E1@K MA5@I:K]<,IY?)]S48-NY&2L5A)6B=G8EXV9FPDK-8RJ[RM:,0NMM%7=fU<_U- M9;Q30-Z)20[9R\U,AW?$4Z'<>^\8[U24=V)23 ,R*]/A^>&4ZI#*N:GN6SW6 MQF(ST<'R5]R1WSGQ"S.&4 MWFL-'=NR 1G@ AWB^9RW.GROV>7KO0*Y/<6#UM$B.68E.#Y2G!^2VR+?:,7Y MCEBH'/JB0>MHD1RS7A@?M\U1)G>QCBU?KQ>HX&#QH'6T2(Y9O8N/HN8KDYMU-MOMC/? R$_R=&,H2.X8E\,_A@J(^G?_TT]HA"'I<,5[%ET.]& 1>GWP M!;]L//K+YW5[M+F0S^&Y"%[_PJ,,;V.CB6U:"'" 3/"XI&"];$=55^'",[%) M.S$FA)-D]&ABM7A:4 M)=Y4#? M]|\-:E\'@_[OM?]5PV!TQDG:L]2T_#4+=(-U$AK29VY&W+D1%R^?,2\]N\'.= M_@^>>9AH*XZ^,0YC[]=1L\C$F/O67P87MMH^B_5BQ756F@<23('~]rZL:4,-NN1,DE, R 8 AWB^9RW.GROV>7KO0*Y/<6#UM$B.68E.#Y2G!^2VR+?:,7Y MCEBH'/JB0>MHD1RS7A@?M\U1)G>QCBU?KQ>HX&#QH'6T2(Y9O8N/HN8KDYMU-MOMC/? R$_R=&,H2.X8E\,_A@J(^G?_TT]HA"'I<,5[%ET.]& 1>GWP M!;]L//K+YW5[M+F0S^&Y"%[_PJ,,;V.CB6U:"'" 3/"XI&"];$=55^'",[%) M.S$FA)-D]&ABM7A:4 M)=Y4#? M]|\-:E\'@_[OM?]5PV!TQDG:L]2T_#4+=(-U$AK29VY&W+D1%R^?,2\]N\'.= M_@^>>9AH*XZ^,0YC[]=1L\C$F/O67P87MMH^B_5BQ756F@<23('~]rZL:4,-NN1,DE, R 6 601:K&!1P*8%W,%YGVS.8!ZB"H@V0;IA M2K5 -]]JC4WB1X^4< ?,V/!V,!],N8OAZ'XXZC]<#^^^?((:"R:XZ6Q<#.\N M!W?CP26,]FX\O+F^[#_ E_$#_+D=W#V,N>$5?!M>_/[:\.9R.!KC3,>A\ MAL>YP3^_7S_\A_MP:,BZOKA^^%C9B?IPK7/VS'L,) |^1%)@O;C<%QH+^D M"H_&V3R'8C3T;JC;2C3]=GV1]JJ;)87T@*6K&KI)*DE?? MW>>GJDZE9,2>WI_,XX+V$(B^%QI IG%RU1#,>8D^G66:(KPUU@0J5/^_3%8O MGD2Z0\7K,IORW;H5%R^7(EXTJ$MC,3H5MOG\Q8TEX8\|FA(?=(0TL|@S&/G,6#LA0W"K&K M;FJB(-8:PA^KK*!{GXYJ+R^,^<+0,4FE_Z):-3?,1:-ZW59C"U? ZY[_DBE4.V*'JZ57V93!-3>XQI1XZ8H[XW5$ M;$G5B>(7=LD.J,U 9A.J\&W&JEM5]AN M-[4]N#O"KKB+'IR7SPE=#KA\FPYEW,[[@_;L7%N60QU*8XH,]'$EWD(8< Y(M,8Z\$%-6+? JK>]E8I'$*RO93DC:C[]ML\AP?TX,8IH_;TAS>"-I(PT?%6Q%"-M1+ET3.CM/3%50W%=5_KCT,7+P .2L[\3V^,:C5Z&@J1D\#M2U+^'^_?E U;=I MR==8_Y>D.>1MR&\IHZ.GT0I3:7\0T-AT,NO\$_,S@7K!F\X9[U!HG>%^J >= M!/3?<, ;J1W 4WX,'BGTWR|0O 7T!W;&F;@_QF;SQGQ48>'7F&.^&WU_^%>0 .NCFU"*L)V_V*2YT]_XYWZEY M\6M,*'U= 4VIFE%._; [^>X,7>BU>;,:ZR+=)AC)'I,N+\[E[4>=^9>.WO8IRJ MQ3)HP"I#NQA@CH=OS$'1V7KAJ4)9$/BND&6TM5JKA44!< Q^HTYGSLZ5/@RX ML4[T>LTQ>V^Z@MD918%PG Q^_UCD+5WCU.5H*^>TMC{L?^?M#U,DU"8(EJE MGN@6/<*?(R_X_>B0]$?,SROAS&1QZ6@7(XKS6(/M*_]U+)M64'TP8DQI__PT MHEP$&#6H$I+QO>I2V[2S!!5%P]F 'Q'9>-3I&\L0RF> SQKP>;._"Y@S^=VP> MD6^WN@S_%<9 ,DNQ3.HSU;>&^B068YGDW@G#; 4WUF.]{S:')Z65WS--H$) MABMLYI%4"K+EFA[&> , "I@S&$..%H^"%O-== M&5\POLB5+Z(7PP#Z>3GD6W'$MGM%&QU>Z#9SS;'9EA ESDTX+LY(8IGXZ$%> MF87CW=[!KDO^JB#7K63*.Z[!ZG%E%943Z\V(@=I94DG58^+'DXN\NU>JTC! M-@;-A**92@6.::=8U:G5RSOG,'S"51F1[;T06HNJ6T.6[Z1T>SA":.?UZG6,_L M#=\"\"FT%[?M.K\YWA%P._%*[IT7'9S<>GYE#3> ;8L[KM7OXB)DOU;+.6MM. M"=\N'\WT,;MRF^LH4KO6]>WMI; -]M9JJR2P>]X42+#TGAWI6;*6ON#M2 MN,>L+N\&]S+4UF+(+UBS>2,_9OEX-^2STEKE!-^18CYf87@#\TQB'UA9*_O3 M0_=;_N7=%&V>LX"$TWT6@\-1@R"T,5[B75%UA>BKX G;=7=GN-*N^4-\"3[\+Z]\[526T#/;_MYQR]GTK_$UX/,*-HVF%T*?(.CZP'F++;7S!Z,0Y@'\+#-3EHQCZ7]TNV>+1@4 M&7,SYMZ*N?-.9&",SAB]6#-:=D:/2487A+Y*HQK]U7\(.THWF&1NW!IA/_GZ(1KU#.LC)#4])1"@)97,L:Z,3&5 M'5+9:9-H98X;Q4W2P;.\94LTAI"U#YJEDP>))>QFV7CPI@*'AGL M3$JD@HI;..K?=* M7=ZEQ;?K.43]RP*_XT1(R8'++#G4LPW_A<3=B<()BMJ-[@>&D3)H"%B D&6! MU))A\$BA'Y,FM\OT67V72Z<$E-F9B>WFVF(%/UU5FJ&E9IA^_98]1FV2;UH,UIV#HBV M")IYI!FP"A2,N8LUHQ5E[KR3*ABC,T8OUHR6G=%CLNF;N>60)%]THB'R8D.L M++^S4C.,U0]G]2129QC7LE(SNT3Q#HO$X&^[Z2*9[3!#>HS;B<<3GC\K?B%S"%>-+Z)0^/+D%NQ8_/GE6 MDC3=]F<'%W4"C[M91NZC:I:1^ZB:9>0^]F:/B]P%WM#B]CET[G-X63OTIHVW MQ]US/TFF*NGP0AT]$"UH]MNOSU*1=$\NL] MQPG6&*PVXK&.D7SLMOAVMUDD\5B^)0M6R+!XS;)"AL?5;,Y5=%I1A0P;M;K& M[<"!CXW$_3E6;JJL:#U2)HDJ9+@SDQS@51:]3%6OE:6C6C+P'BG/1!4RW)EG M6'"#8X+LD7)*5'"#UYQ2:-"744.4>-TW[2W0R?GWK)-AJPIQP !9(4/& 8(UJO9<*L$EMH.#871/C$954DL]1I+@-@ZP MP\0L*ZDQS.:_EZ,=51VE,<4,'&('0'$" SB.WS*%;26;L7';]JK@-6[30*$,.M'"'&B7#HF]-,-,',]V6 FVL # MDK*O3ROT^%8KAPJV9<'? <<*^$Y-9D1SLXU3D:]#_2(<\C;FB]\H6Q;<'2G< M8W(-=H/]H7TYT$M!_QWCLY5#"N"P8/%+HQRR^[P;]O;UO)NZ/L=F\,1^S"KV! M>2>R#]T0P@O#[\N1,DE, R 8 AWB^9RW.GROV>7KO0*Y/<6#UM$B.68E.#Y2G!^2VR+?:,7Y MCEBH'/JB0>MHD1RS7A@?M\U1)G>QCBU?KQ>HX&#QH'6T2(Y9O8N/HN8KDYMU-MOMC/? R$_R=&,H2.X8E\,_A@J(^G?_TT]HA"'I<,5[%ET.]& 1>GWP M!;]L//K+YW5[M+F0S^&Y"%[_PJ,,;V.CB6U:"'" 3/"XI&"];$=55^'",[%) M.S$FA)-D]&ABM7A:4 M)=Y4#? M]|\-:E\'@_[OM?]5PV!TQDG:L]2T_#4+=(-U$AK29VY&W+D1%R^?,2\]N\'.= M_@^>>9AH*XZ^,0YC[]=1L\C$F/O67P87MMH^B_5BQ756F@<23('~]rZL:4,-NN1,DE, R 6 601:K&!1P*8%W,%YGVS.8!ZB"H@V0;IA M2K5 -]]JC4WB1X^4< ?,V/!V,!],N8OAZ'XXZC]<#^^^?((:"R:XZ6Q<#.\N M!W?CP26,]FX\O+F^[#_ E_$#_+D=W#V,N>$5?!M>_/[:\.9R.!KC3,>A\ MAL>YP3^_7S_\A_MP:,BZOKA^^%C9B?IPK7/VS'L,) |^1%)@O;C<%QH+^D M"H_&V3R'8C3T;JC;2C3]=GV1]JJ;)87T@*6K&KI)*DE?? MW>>GJDZE9,2>WI_,XX+V$(B^%QI IG%RU1#,>8D^G66:(KPUU@0J5/^_3%8O MGD2Z0\7K,IORW;H5%R^7(EXTJ$MC,3H5MOG\Q8TEX8\|FA(?=(0TL|@S&/G,6#LA0W"K&K M;FJB(-8:PA^KK*!{GXYJ+R^,^<+0,4FE_Z):-3?,1:-ZW59C"U? ZY[_DBE4.V*'JZ57V93!-3>XQI1XZ8H[XW5$ M;$G5B>(7=LD.J,U 9A.J\&W&JEM5]AN M-[4]N#O"KKB+'IR7SPE=#KA\FPYEW,[[@_;L7%N60QU*8XH,]'$EWD(8< Y(M,8Z\$%-6+? JK>]E8I'$*RO93DC:C[]ML\AP?TX,8IH_;TAS>"-I(PT?%6Q%"-M1+ET3.CM/3%50W%=5_KCT,7+P .2L[\3V^,:C5Z&@J1D\#M2U+^'^_?E U;=I MR==8_Y>D.>1MR&\IHZ.GT0I3:7\0T-AT,NO\$_,S@7K!F\X9[U!HG>%^J >= M!/3?<, ;J1W 4WX,'BGTWR|0O 7T!W;&F;@_QF;SQGQ48>'7F&.

*SN#0H1*H[LO;)N0E"EU]X>YWL'M1F;@UR^8#T[0WU]"4TV L;< M_6+7BZ{ñ\"$]_A]E0%!W;UNI7X'$}\=@"G?"PIVQA(^R7K%)8S32:O5V+5/[>UR1^+RXX6G'ZRG,HO0;2]K(*
*MURY2W22G?67Z_AQ,5*XB9T/DM*Y>[!ZLZWS'U%4F=E,5D3K=X$E,D0ZENIN;+8!(L]1OF<88)?D#VS.7,M=LQ6\2.MNT2I+<%"*
MV)%22[=9;NE1]1MZ]W$\GRJOK)[;**MJ#^D^W!&5*+/&!5&QM,F/,2WX=LAK MFZE# #RK5'M/C_R[(3/]Y$S8##/$DG1_'PM<_8"9"OAKVMM3LG{6);<$"?AOU
*MZNTWE[*P&L]!711{;6RI%+K1\;B)K;=XBTOMK@2(CVI]?W?I'71;&ZZ)(F]=+_MQ_T+9GB-7*^^9HWY]^Y_X<;!RSX\5YZI\'B]HR_KLV<*"BC MQ%Y]%8GN@1I%S]=$,I.*
>G'K3RA+&V(8RK3>7O8NB0D!QYHUH=:Z+T8/ ==;^_M ^\ #(U].[XWY=4-HM(Y4#V(2R,/M=E)00A?6/99BP9/@D0/_)-B1L6II3L M2DEQ&6G_@VV%Q,Q%ZM^33GA9#U4+
(20N>HOVXI<+[5^,MVH@B;R9K"Z_3>$]-M${P,)-UDP2O!??E5"1WWU0.ZOHBGZUMS(,2?W"MXB6TH;,RY+(@1?HGI0OBX MYAS4?
*>TO4/FQ!OWVZ9^QWB2*0WSRMZ0M;,6$2OGL@>'\"T3,@/>'.4M/ M=;?D?F0F3P+[(?A;J02!YP.8F)@+7 &N(/=+PQO/TH^.TS*]GNNO M,HUNK%G_=J#M-*
*FWKD_M/(']|(MM6=.H7C:**9]0G-_3:VU25&1$_[APJ{5U) M,=2Y*W]\KW>\GB]-D,B/(?(_>),,DL6 R\NZ,X5QR,_>=!8A[T9D->@&LN\/V-?(^76_"+]F*+UB^]F"\3*
M4_&]/9)^319Y,,:!LKO3O#VST/O;,@_Y-!?;Z]K;6,N"1_=OK=FWPT3 ;K7:CW_QXDRI.@D)7:,L2I M ;#\)6VI6>\;US7X]ZK6^G@UJ/6OF]>U]DWCMMUN#NKM_NUYU!PF"_H#%#@I
*M\]TVECYED&6*WKLH0555'OJKC80*64?L"-Y@$V@WPO76LR@[%!\?D@Z_@3E6" M#=)G8">F:95V1:GJ'*M*5=@Y= ->$/\$M^_F7KRZF1Y58*K$|*;&LHEBI4M:3*
MD1\]V%55$"1B_M=6Q%&UXHS2HHN2P^%N-HNQH_I+7)X#;WHC ;T&J036MN.K M]%;S97,"]UKLJGB<]#@'+/-W6CI0@}3]MP#€)G.^/DS,<5!=_9 N\S
MMZ6[+>L^>@UW@]7]3]3@G1V0E1^>{6?LSIOH6HTW[93-^#"I$*DU=9^^*!C:\]6GZM+0 - MDD*^@T7?VP8=W>,%V=MU0"@),E,)*JGG/%@LOZ4$M7HOFT]Y@CU$IU 3=[CY
M:O\2\.TT)\01\(WQTA)7TFH9?_MQT=+(ZZD[P"9/23T-6IDN&Q>JW7)^.]}X6 4\.L42>.=[ST2">G\N+_:Y_&.I,YYF?8Z-I,^]U:$-Q9<-W\>!7^%(ZV M&TY,JN)VO; (]IXCL@>XYSB-
P?^E"~~NH%1<4"M0^$5CD^XEK.K]B+E M9G(_^^%?^]7Y8P& K%TF%OA_)LG^#X\PW9Q>MX"%@OG_?O :S@(_,Q9R)3!1*
MLW>Q6/F='OP&>VL++G6S4&X)U/3(OF/)Y)T62T<3C'",P15R H2[%8/WD. MO ?V0I"4N989>O!+(H"%+9\$@#"L(V@KH6KK?19@H]{#?DA0OV]$NA.?U99#K M>;Q\G?
=9P(;%@\]D>B593\^52^2^+05?;F\9 GZO$!5";8?& M6F4]AURL:12$:8U'4^R'QO_YUR)Y MB7I\5)FDJYPT\OQ_$CI6)<+?.GY/;2+(j>[.+[8#T:CG,@FF_ATGCCYM/3^F
M<>;J+W#N(QSEG3\B_T?SR/=XY??_]6>0IB4(W'0 D3W4LA&D-LI.9D"M$4 M E@<_2(&MKV76U""^1^*[@$V-*9P7;+\N_DNV4Z(_Z %<=>"*$#3@3?QO.!+9&P;I*
M$B%7^-8%4B3J&VR!EEF86<%0.G5K6,,I$%J9"T. 69)W1+.CW(Q\DCR!$W[0 M0ND#_WN\]_# <<@P'_-D@],X "!9Y"M]KYT^OQI9:9" ,(&.D\?.!*
&KL.F.UP2$SAZ1/D$4ETY;R*81*O@=Z .NVLH_U(I\> M]WE#6+-P\7%#R^Q'2=I\EXB++R#T.^$%_@_7OZ5EZ/0++(.HB^3F@5"2+8:S M(."-
*^%!X(IMP'#WQ^H<7^.#C8.7F]H/5V+3\PG?H8WA_#USL2")X@'8f'S@LG*A*ZH0;.)94!&._UC0:EYBJRK(5CI+PU/5$*0H<;T;*AP%K;U3C#@]2LE$P&7"Q86+8")V+P3H*
*M.$G45WX!OQY'/3,5?0CUf]-C)G(%/CR0K\F1VC>#9PJW95]Z;M4I^U61,&LWZPJZ2] Z#3T5J/9,#]HN(QO_E<4"$"%

PK$3TTD.N_4>,+O_K'F>)'T;_-&P,:0M'5FD;0VR]4(22NB ML2OI_IM"THY[:G7^&BU7(S2MB+RNI/-O#DV[O1]+?.OO7U'7_X;C(KB5^"":

*MB.>MYV]N7N#.N31QF6T.N!\YR5IYQ>5&1EK"2M?9T7T_G='!9 M,W80K*61AVFD(A=B)?-M S32VI\[P]*(I9&':.0B66 E>^ZI-'+JGE\\@R') MED:>*8U4Y"JL9-X]G4;.NOO+H=O#*

((\"=3,.%1<7W09 -Q1N<4ZXZZ7_Y[=>_.MEP]H740O^0GA,7VTV+/[WI_?!5N_& G/\"@\:<72_-^'".EG6^_/;YIT^/ M]Y:?L"X50LS=)%Q-NR?'U%\<+ M[KU9HG $;=90%,

[TRAD+OIS.[/LK1QKO?'VW1_-^[" :_[.-+G^>,XZ1WO^:1H-B MNY5[>6(YU5R! 1^8_U ;-+6/ER#;,AE!LX5QW(@>5; "]F.'B>MH%C MW&G_^008>!:3>3 4\V\7G:Y!+

[75X/LEY^OO7D>)B=8>UILU7F]3P EYE5O4]? M8,EYY&G/6NN/HE[']I=&UZ.%RUY*K5QG9N6C*ZW6/VH-,C>V'*=8()HG3P=> M^2[KXLW>G/_:8NT*48T=(_?ZPU(?*

*OX2GSZBR^+\[_%]AXMLSPO^5A_]M"^TM M6#<,UM5F\5EN]KRXV3/309\PZ]]>"N@2NWL 31\'W3*HN1E;?A,]9===G[D^@ MWI6P>Q-NB(VUX%TMWF&!L"*

*<@[+1^9N\,9:X61C*7&?*-A!A,5!S]2#C{K+ MK"<=G_K252=EM#M+O.W66K4\Z@9:W\:GN'R1H%WND9W,.7M:!>9:I[,%X[\l M1FTB3?#&-%/2WO80.8=5PZXJ,L?43-*

*,YX+2W]\F9U3X;8.:DE:O X_2D5^ MMBY5=1^6L'=T7+Z&2+:M-E@;0[*3BZ=E3F^.\5?DXI@AY=+'T,P>4"^4.2*% M9Y:C\N*57T63B9\2,[X,AU>TA5L!]%@D;_UD$$1HMM_*

2W_%I(P7&MRG+QP! M8)BBCRC.!$:VMY [P"'$!7HM)%'([_!.:1]LL+:'?S=.(/CA4.G< KM[ME- M:L#V7"W%H/V%),8WOT71D$[!]3<1W_D#0Z1&_$P=0:.]'WWCNR!_"&7MWPL$O*

*M11D _#86@F%_[Z=C)QW[\1 4C)A21-*QEZ*S(1!-\'1//")CD@5D[!)3S%91";=Y??@N#FI@ X0 :@)M@#]*G(9&#EIO,AY"^OO&K7 M15A3.,)C?&@@/LPD*

*L%!*EGZ10E+EUKK_TE"O8ZED+W\[B>-2,1*8DV!\'W MLZFX'EW&L0>.:]YZ6GC&(/Z=[_L;#]O#E8]U?!C'B*YRN(87QL./T:?A@'I9 M1W!U*$XY4.&;2"W_!E03H=^'>YO_W*&?^&O\)&*

*=]Q0G<, MWT29"UOR:N%[MUZ*8FXD6+>+?=:]LBF^]X]QMCLEC!6H%YT##^C*C.'7=W^232I5:M3?+RGNO X[/,.BC-8##-$%C3>:L.X+Q\1_711*478[MQ!M!TNR *L/@F!*

*XZ+/V*T@-A4<$Z 5VVK-ACH/0KDH+2I:G M-V+)SE;@+D=8BR+(%&48@AZF5Y(@G%=I27?RLG0IJ:(6"-1HF_&Y4Y7VT5?'_35.Y"+Y0@B"GS_RFV?T2BQ2 M.W2J;K?2O0"S*

M0YEP)V+\Y=B&1X[L MM#5LV>&-5&@H-Y0U'+MQ@<6#YX)'CRM_\&O60EFG1\89U.Z7:-'S?O.7#804 M-*

EKX=9@4MH&[7T1XO]I.O;;H]\BE$6HC392.##F;QG^BHU(+'VNV9SF&/B\ MQ:-U\&BU;C@6CRP>67YD\>AX^9%5-P]O)S>GM]S'1Q+0YLR86[!590 MA\I#N?@]H_PP[AP3A1MI+*

[?94$Z]9)>%IH6FA::%IH5F+3208[7BYK]=-M?16)\.+!F))>C:KI8YL:?+,)=95MK):<\OM_/#/\6^]EE-#_46;,4.NW69V#Y1.8UT!!A"6&Z4[T$30K?5

*MLX1@">$10EAN7N\!$T+7:9_L;QBP)81#(83EAO(>*B&<(\&68>*%4W' M0R&!CMOJ/:UWO24I2WJ;(KUNJ_5T8_502._$O>@L=M:I%XY9TCL>TFL_W3P^ M%-*

*+KN2=/G^)4!]*SP87>M0;QWEM1Q3T_VIPTTT9:691_ MIBB_W,2_PT/Y<[=U>F91OC;+U0CEEYL_>'@H?^&V3VL,*%@:6_ R*

*M;N'$IR.QBS;K"]JXZ>$SU4SIHX]!CR:PFPGSIK,^LHK.*E*153+M!T=G#8I_&X<%/+]ZT,_N++ZX/L9\LL3TW MF?;XW(W;TJ[5:<=,9(@#'\6X M+F"<'-<\AW*U]@Q8?ML5K*U=D9UT-*

C^_XBCBO>]]%9 Y:.% %5Y'IC-V;M[MC4EVNOLK]K09 GH80]2'9PF*!SI!%.2T^6@!XFH(IDFG9M)-'Y>['\K)B- M$9"T.?\"__) JHIH%;IU-"M83K SG*

@[\OS8N\X8=>DF03'HLIYZM/IX'/,V2]0-JPA0T]D]EP"R-@+W&D)TW'N^;[MP'' [&/[XA&M2T,A.OB+'D[$*XF8Y/.6G9LTGZ[C=>QI>TQ#ZBS>& 'U#T/*

*M1[OEK@<\RZ$P0\RQ$T(L5ATE5MDDXB7X_#MM!/)X>3%L>'!^/]8TF8\ME/JP M?ZW=]4U!0GO)E&"RNF[F4T&)''I@>VZ&EV5Q?!$QF>\+UGWY@/?C[*Q+M+AGKZ(]O 2''?*

_:A;R#WV+66[MA]^/S^Q9MN MLU7C"@=+=0G4AH;)LWY(.Q&,DH4[S|%ET+CQB.^Z/>:ENN^)_J9-U!VS\(_6R MHRTTGPDTK37S&'SF^K1BP]>_ALU=%(!X#?

*QT]KSWM66]X_>)[=,-0>M+ MMD&%^2^M01GAR3M_ZA\:OKZ!T:5VKT5E:V>]\>'-1*UOEOQJA[//%22%E>YD8L MD\.DD%]-U?C16B%/E;"2]^YFT+ZLUY'DKU65L>E["7_N/LI;\;*

*M>U$H="/B25NG!W6*[*21B,$OPRQ&['KQYJQY,1 C5AM'1@UPSZ+Z4P3K[E&] M^R"]=V]+ZM:*75%;?O63/QLC3*KR,2XKDM2)08>RTK)&>OJ2TQUK]*'6N|KFN[#OT[-M?*

*RC"H3/S13"TTKA&+&=K*3%;9SD=N]Y*Y']0Y=2W^Y 5QC6EC*UENEC*V)@L-MKG=IY18#[,5R.2I-+-.7EQY9!?K-[D%D*S=`/M)&L6HHYA/12,GRF)9;HD5*

*MFT*GO3K[F2X%33(O'&!0^2)G+U1+983"/0>,);9TH95TWG#Y'4B^(CPG1KXT+X MH5G7F?#KX&F0DM38I?@NXH&?"*LISB"+[_!(CAB-8+,>,E!*C<(2CF4?IO(_BD?!3(&HZ59B(*

M8GELV;=H"FHL[GS< 2R09/U$_"L#0.HK2QQ_Y "]97#6D5X@ 4T*MA([HSB: MP%NC)+_7I+F_$MC=+/G-+/M%7G2'2 JW8Q0%3P,/4(=O-Z#K]T/F=L3:X4^)

MPX7&%27#ZY2Q+N:],+L\N" DY$U4E %WSNM1!CR/#LL4^^[3RBHYCSQMK[-^ M+>_^,ZFVGZ7VU+RT38CF75]7V5L7,'[=BW^TZ.K1E58#P!]6KM2G50Z]VA)8F:DH0%PNZ

*4!=WY>8$I,P.M2*8U0P[" M",+V-A.WE-JQ39*P,M3*4,LRG@?+>"==QGL2HA88)C^^BHGGAWYx;Z%1 VA\ M"-/8#Q-*

*_8*5I+.6IQ5836V57!\LY:@"++Q05GHK80J,&T.#AR;&.&G_T1U:5 MJ0-0_L$]P:Q@M8)U-4S=0/?#[O7H!YL)CO^58. M9._?-O7^[.Y3\0(D?*

7R;+UUF8M):BGE%)GYWKO>1ST..VIU&MVVDU6^E=;2A MZWS..(]_O>:0!9Z+>G>[]I]\)FO=ZW!09#-[?^KHKHTB8GLI1-QB)U.#'>>:.M!JGH!CEDUD72BV;O.1U,-

XR>M?)/E@5:R'[9RWW%ZK5A+!XN%C>%@V'/2QZ;I$KO] MO4SI0:T1EZ3;W3HA:%!5*VH'(W;J_[<975R\'BR/++!X%"#%5C7!&ITD5]=)AE M D4O=&+7=A28JH-MP_Y===ZG-*

*")F*U5]629J*1EZK:CQ8M_LA23(Q?)O%L#[+ M"GHV,4??:C'O[8(Y=4]:VW;_5%SB3_5 E.>"DU4HN5P#K1TI/PIAMZW_/&W2 M^A8PX-#?*

OS6T?;Y79D&RU/N/VLTD&Z49N.U(42Y!_&ZKB:?-B MVU2Q%BL1^W@#GP45U56[PR]!=5Z2 M>K(CW6QS.5#G+IS$;9UNVV.QY&T?GXHO/ZX7-:PP#]$0FV[PV'>_MI3R-

X#A):@VE^G.)SOX>;<;6&M+2LO5I,7 MO7U96X]3AV4'^NA%KK.>>GIT=BH@XNA"55;]H8(VUOFK/-4[W9WT9F0\$,ZM# M8:K3"ZLX6K&Y@&*

<[=O,.LA@&_94N]4\ZUFZL+@3@95-AXFMMTX?6C.\'D^BX<7@44#ODN&B:KW>-%<]%:+U[CV+L# M,@WST>%3U;N>"=OQ<$_\G1^]IFSI')0'S;LG5OQ>++HK7=[W_=@?C)U!0*

@D MKP%?]SQH89]{G'K^V4N&WK_XN^+/8(S(CW];1-G/UW\DAA[&?W 1<6"N7P5 M6CR0=+'!AO4$Y?!S%-Z19YW9E9PFOI:I$Q$N*QN8RY_!\5[U@^*^ {(EQ.Z,ND19*,*/4"\^]7*

M49)^CM+_%;#%070; EX.F=N]CV+Y$3ZGS=#.>?3.1HH;2!^5:[POIW82-@I>?.)5L\&2C^%YB M"FT-"NN*Z9/F8N>0 L(?-X.4Z!<2,\'G*G1E[!\S PKFH#Y,5@F])JRI$6RX MN5D-*

*K\@@+]6.@7+)SE@3@WHEED41@?@WA^_Y>I!&>)6=B\W<,K_<#P>QP//" MFRO*55Q\)>2"GW6IT+O[O6]9/Q+\RN*]W=_#_-*W/?,YE17PI8@#HK4<>U 3C, M$ 3+F=#GY27&?*

*(,UNTSM09KZ,7UGL0Q_18,9[*QL2 M<'4008R8FX,8BS>)0 M?P1W;ZBP[-F8!E{(?T5;UT+\#==Q+ MX':^_/;KWU_,^\U;K1_+?)'R$W)MTD?:?W%\8)[,Y8H)R'F"*

*{2B<*97SECPY72FWU\Y,@'BKRWZ'WQO %M(3="_NG%S_,7^;>WY1>)T%C[&F^NKS[ZX9_ZQ4,__7R%^_'#P]%HQ\ )A?= MV+3>BS>O/6<<(YW_%9"],*

'W7[I8QT2,R88%/C$_(_^ R]*84]_I,0)% %2DZ"VY7E[":=1)q0*.*G[TDD?I"^A& M):Y7W9AZ0F+@%E@$3>4 &(PF R]%TIJH(@"_2P!"__ 7VX>2<)+\H;(/?5! MV7<^77X&4OCT[O,-*

^6\TS[#/WUSWG[X=O7[MV\?KC\[EY?PG^7'_ WVX=O MSO5IY_V'SY>?KSYLO[!Y>XA^^Z1$AS\D7 M_MI_Y:0$@9!$-VC/0,T-\B2!&4%BA0O[)09XB?'S+R0Q 70!LHK8=DE3DL*

*M>I(L8)=Y\'8H"T607%$6#-F \H9 5OBM?V8AB_Y[/QV3GI:%7C;TV0S#+2;\ M$_7"(.LL7Q7LKI2[A-"R892*A%T.(.U 7T/B&3HB2,0]^2%\]-S)O\G(\V)@ MQ*" ?!73*$[1C*

/=9P(HK^[>?]-N\;\@EB[P]_^A-6B;>':URJ{$+_^T,!C%=7*7U<&@/Q#" PV_OKO\!-UH:R^4 M_P8TKCO)!O^:*-/$SQ8@W0PX%C!XU)%(A!AKFC\ VPVE)!_]/X M^906YKA< _+"*

:,O$4.?V+YZC@^ 9@HQE\!3YYTE(R5,(HZ1T3+ MSV8)$]IK{@X9(#OZ)]1U3+,@P5]A%=*7DV?ODP)^?:6OV?D0COV^#Y$O^1)' MM[$W2>K*

@A[2LA]5=1]/D7,,,W'H7LKL"701YQ@IT0F-YQE29PQDPIH%D&8T MG$F5$V7:/ F(#"B>(8R8AJ&QGQK2_@=8C)B(*$OQZ]B>0((2]:XH",W@0) M'J5<[&43##W^:^(,XZ]. ^,?*

*72<7OKD,,N/!1L38 B^5= |,,\6N[P 84_ M%^'E#)9]/40EI1_FMX&P&S@]W#+_V9AAA<>98G:I0]*7#Q#3WHLA(,%I8!U MM##[I=>]4Y2O^PG8?\C$Y+AR>#5U6-*

*@-8,O202)O.'W!Q,,KD0(:SVUUR-'H3 MGR;G2\ -4M!F4IH-G)$DT8#ZBE21>#-?Z&36$?+E\^^QED1O6NR0PT]0'H/NT MA.8N<_S35[1%+_Q3S$!7^?<,$>#/,+H/950!G0.Q*18*

SRBX8S6"V%A8 CIF MIO"0W.S<7O=-N4]B5[KYZ5D%Z)\YE06'PQ HB@7O+X#SP+_11?#>?'F(P/Y MB[RDG\$^_;%Z;S^&5]1;_ZV#D?3_S7:Y>SMQ9M/7@@&2Z/O<\2*B:!AT =2*

*M=RA8X /M.!VMRN#5-3I%W20$%2/ AQL%=]?5!<)25]Y\CJP+T*-19Y#@/!9 M4J/"9C(4+[_*_-C-+.DJE\4\?"$,)CO FO>X@&]$1\0*3@:81.&N2R"P]/ MYBFP6S; 2K8_AG?*

TA4!WK:1PXL-^/TO)#9Z ?/%'P/2 >Q78"M;R-E!.\)3 MC>$E8$8R0Q-#BF68W!G/G,ZFR#^!=2SR:F,AL) :47P+I,_"!41G!MN'K?[I M#T-@2W ZR86<$!1WY%/%2+"@>_T'93<',53^I/!?*

+/HDAL(E3(D@P="'+ MDPA,W8G7=UY>?_IVUFG_A,!A343]P!6 #3T?H.%"XL,Z !N1(,@"@%T"@,,_M^X!QB>-V"\E*.X@EL499\TQ]35-*\IF+N%S0^R.!:(SUJY@#W#C0)T4,T8*

M"^1HTPB.,8]T@HY0&O0_1'P!T80#,=Q]&D'^&CI*=YX2T8:[#)F6:B-Y>-MFT^7BHDND;.X/12Y."@M'/@[L*N!2,#,(U9' "?E&3#VCJ*[RE(&\"#O1G9=_M '^H\/5+DU;OX6'T-*

0F(S5Q G] 62"@?P?2H-4@_?6C MAB=<@R#G#AO&)(50([kWPU)L-Q$1@7>08,6/5=MU%-D'# ,ZKSYIP,?@-V MJK=Q]?6CW@:Q5WP0Z(348. 9V&919HS('5*

*M\S840B;K)MF4?'*QN,T"EOOJL"R.IU/AH>$!Y]!65888ZR0N"?)@$'VX%]D[$ MD)V"/.)8:8 R;IKQ@:,,@8]8?1X@!REMG.%35M74D25T&.-3[5CIK;2?D*04L M\Z48S??B(^Z!F$3]UY(?*

Z99%/AIF@"#:>RAOT_18\..40.9PWND4<#[AYY,I MOO,1!8#++>KG?,,=@A;^,MG>!@H?^'9W<=>ZET[^"&@@'T8A3KG_D>13(3Q{$A!>@ MVQ@LFN^P'7+=%$D03^SF?\TOP.-

E2XXXC:,(3A1,R),QZ#N8C45F6N D -&H"'"H'E7X[8G -$X_F5"RO]8SC977MB"%&V@\GH]QJ!GPT<*,^, 1G1&0%(9(M.9TL)L$9(2:ABQAO.D!BTH2

TH=96%%.00A!5L@2+=QID;JDY6M<$\++T8U M\Z885(RSZC9080\+-PYD#GN)2=I*-BH72?2J>43" Y8YH0@)ZO"8J9A'0$"$ MQNCO-GE- NP5?K[STYD\]DC@MA]^@#-*

+0=$;_$EV\T Z8(DE2#2=9'^C]=! MU\QHW9PCC"F^(LD;E\'^/H-UHR%'/(TRH4R CY"IY>C$B"D(M1"4.I$^AFU9^=S(50Y^T$MB/9#$IH0_"R80/\!JXBA$R>\80;O*

*+:@K;YUP>HS0CW 0EU.HEE;B, M8M=@K6CSF+<.]Y)A+8PO*5F2Q[MR88AI2+B0>2E2CLS=G\6W_6)T2]S3P:42R8IO%5=%;>7)%CXGN8 MLA\TC/9@M-32.SDNJ9$V(&7SS*

*#WAD),E?Y@P",@!FHG>P 1@(8/63L1C*T@'$ MT7+_2#*_">W7?_CP]M&^X*9S$!J292 AFK8$!DURKQD%@Y!-@JM M)%Y^?2M<:8DL">\E4Y-FDMJ7DH4@?+_,Y@TL"G(DHB R?#*

*I1LEU&AZ)1 _X/ M53) TUP+(#FK-%R5O6[BW 0.U:?B$G(,H?_5,# -))I5170>WKSRV*O9CA)B8 M'P0)NUO\D',,@:,'48(F9.[2-OH/)H1'"%>B91K#A&(O*,"'8* MDQY*

*)+&_APN=)*4JT$G,7=+HSL&Z -V<+C6\=*\&QA@6ORC,PI%UBFEIQ M&B(Y&79.TFO#[;]$S7--V;NTHQ(G.M/W|HMJ-/'B"$#;7BLK5;Z%#%_MB2Y+7)758T)GR?!U3,*

AOTS.44R/J<=C*CTPF>&% ,+%XD8E\D(UZ99C*Z- MP1A4 4 2,PM"NV"&7&XPJ,)!!YF>@FE.0I*_FPX"P&O!L"MAB)0:^-"L*N)M/M=;3&@ M.M'XETK72*0S04C*

P,NHZA.!59DMKK0&$(8](@04WN4P4G&!_M%E.?$1TGTO)3Y MIWN<"^'E);W/*X2<+XU,@F+?EW_;_GK:ZYQ=O#] B/7N8@'?|U&] M8H;<(T$K4U87Y D?_]^8"A+Z???3QO3330SC.

MR2P&7.+H^PQS.N"L RQU@Y_&8A+=!E$?Q@+ LD9O>G_^F(V,JWU.F%70=>'XB MXBR88B]-=7^,"](J?4OO&?3-"+>R(+L7U:[!"W852=S(=%Y.O ML!KC)>\6%?J-+?

*U4U8S;_+X8=&LEX[\U P#BQ(H$VU8Z_-,7-$\Q]6.(O;"M/[C&V",_348%I0F7&\P*Z2B@JF:!_^^,# G*F5962('#YSDN?#6['%=[&E6Y MG\'8CX?SD;AJ,.1]H]\YQ&J=1*

%]HP@H!:,20QM5_)D1\B.?$MI:0+$3TW\] M5!:KR/+,(2ZXEMUJDSBY->Q8'Z7U$VYH#NR43(A-EA7%0%#&X(4,<//B"]2<+ MQ5]2DOB,<[BQ"#!#A=++HV B\]_?7JO?B%;;-#VD'1"0(

*K$C8!RLIB=>;"M M:.AG$R=WX"3+)5)7U33H*E$O275&@(;(@M&O@2C_Y&^3>8"X5DNC+]"24&R$:G-4\3[(-*RPE] I-M25UAJR_*'%K9E$ZY(*)E>]!ZU("&8CP;QNC?!*

(DA71%,7A0RG6A_PZU'9&## $ M1\F1SKEKY/=%U]TXDLV)3."1+4U\4(I=0XR#G2KS[C"%D-WWY'1HAXP9I"#(&S8QYT6]! MJ[@Z(A%&$]SHDB ''0!2]Y8_]/IG/+D!8]\R(9U'Z

*$<5.8!9I2D"L1*)UJ0 M/^ M;XJ92YG,27WO1$#O_N0-8W_H.M^FGA16R!TL\@@IB4E[Y9Z,!'9U=&*YI\1 MUF$!QB=;3H15"3\! WE]\>\F$D@637&0/F7881"9(E/18)8B+#+!\?G!&"*,>*

M2'5T$4^DJIQDB:QBU?@5]8$/W6D,DAE^]#K XY>D2G)8C95+.OLT!C'(§LGB ME[E{'F1I-:J!IGL)_+O=U<1HX#[?>N>Y@67OX>_K[\BG4(0U2)A0HIWC#<;H M2S%N611T-

*:\C.JR7L-+.[8%82.1+1E!*BOG6<,0.WP)5US\U>OYW=;X5\)K=O9[*454Y>O)\Q.MH%$4F'$50_^&AKY"%A-@<,'4FE?P&H) M\TH+U<*B$*1K.T*

*MLB1D/C"NS*WH5JA/A3QYZ>M0>DRY2P#YJ M<<.;4AN%T^T(4M)4U6 A)TGE?O\M6*+\$.L4X.Y?@*%G;Z./&N=1&FAX0(^ M@,I,8R0+3]DNN9W1!$*T@H92*A-?HK1_E1F?*

*>SIH3?-G89W< $0:#:* "3'IDWD.)0<#%93(FZ9+2V5NX/07;G&4N6G.*+-3+*+\+D*YG.4^Q MCHN"KJJG>&449?'*%US]"VS^JOL;5A[&E+2'B26"4B#XVI$(N;J(\'3*X 33 M2(K?G)?*

*(I,M9(DF "K_^1YBWRYF'-F'J[_'LL1 M8!=L*7"=/(@B#>E@&1D"L:K%EKE/BE0HE*+'?*HD0.K<_CY<3 M$_ YF%R\]P1P.N6\V0WX](+1GA"(L3ZD>AD/$'14TCR062$ \4 Z0@CJ*

*MBITD74ZIHT^:+T(E-[2O MZB^3'P(S>671W%V4#9 (]1:IA"07A!RL!DOQ/O,)>[KVT\\IRB@7S@/ .OU9 M;|*L@D,OCZR8DE8K;O;D-&90)L!R[9/Y4U:H0ZP6"OP)-U[&:CJL9&L"CS*

MDH]4'=94:LKOR>4$9.F_4SNC)":.5). $WCWW?Y#6*MG3?:&J4"AK<*$[]BE+ M]7$4##D^Z%7N$NNV5++Z/-5W\7E8!@$'[Y)11\\)L1P2MV.6]E))S\/5OZ]M MG,QPT8G ,DL9%9ZR

*MV186BDCAA1WFE)=IQ$6)83[66I&ZHSS?G;Z,@]TQD /7]H$6CQ]W2R51]2H@ M2N#N=<4];&3",@=Q_8>"ME&5ZPO,]-2"V7C_AZ)+R@(LV'64!**(YMDLD M++PCFRO4Z9U3T*

*@2)L1^M%LR]AU(<@'4DJ@&,KJ@FM5^UM./HD9&YD85<1P/J MU9^H;J7WJ&W1R[EQZ4RU?&/B+NGXYLK67"5?G4COH$=#JU..3R,6W&*XBPK M3Y*Q=L5^]F0@IT.8 *-"-*

*P=LY2TRGLL^4I=*YOC\X>UE7B>D*HW+7Y&P/P]# MLJXLFJ0B5*9P?!.9@VPM<9(\=OZ(N,]4(7.Z A"ND:.LXK*5;1CFXKBE$GP0 M#= `[,@68W2=>2++[V_S3;;OIX--A;R1N%*

*62*$Y+,?TA[^<-HI0=]TFDF M"B4146M0H F]|S3/P.U)A_+2I(+R0[O9*DYB@>^'1>A'3KC8F@<0S:IX7OT,. MLVMBDO[',/2F,.F*?K:Z#^AKXD MI"CD1/UPZ,W:$9P?*

;8M[;,XIOU5DC1,EIFF3[5OC"-VS07_((KZC@.?]GJ MQ>R?D828!8S5>5SG4;<1@PL"9<\N"HK M#&T^5RD4*#Q3YM7$#*#52,6P*.M [';8*YC'P4]1![LI$K@/"P2:TAG'2\]/ 4.+G?*

*0N705RQ5#N$2NDAQ%=MKQ$.M /E@'/)I,!R+&.1^\?VJ6B|DH@4X=@CGPH"-MJL$|CQ?IV/?@!4ITF/):D_AJ51U0MON3^N+(@/1)3SY*_JS7_8.L4>EXY8Q MJZSPL'NZ@%*-*

O9N+TL+&?%U"Q_HZ"C"$,F_&##;<)#IHQR"EAA#U#TMU!.ZMOA/OUPV5A_MEZPX4P@^DE<*.S\[M>>>6\G(\9")N>CFFX #X/MD(41X$#9H0TX1MU>DW^.3?W P3NB M#C.

*<9\XB'|_ &@!6?_L1YFN_Y.<'5&##<:6?E)QGDY_ZPN7?DWO@ I(_1&XM MR8M27E5J;.6C1A0E1N\3#0E3%^P$7A;BE. 3M=USL*5=4"B.;.^TY\L|6R\ M-*

HM(NZYLM(TZ7$*YBV#N7B:)2)TO63R@<-8E)CT2NE"YBNJC6/%0L0/W5V\& M*1_S#?"1K+0/X:"!@UW\1_T%%2U+/&;=*"B\XWL2=$/I9XE.8 X,U)6H|\3NE M6E"Z?

\6N\OBDF261)\#!\T&FUFBT=/X-_|> N3@'A.<>%HW_2?Y53D-MG!ISL-MMD"[G25&E0?ZLNZ]WT-3FO5;R.^0|\E,0-1,/=+;U6[P]M3U<"!0:N 8P9G2 MZ.5"X0VE1% DD%-

*V1C@8&5MP"J+)SGV5[*X!VM/L#:UY.6HV!R."Z6%)O5U M5(XIQ@EE.#B_8OD*OGU/=;'50B636\DP7^\-)OBJ:K MQZS-EP).P=;P,JEBD)!GH"C^]Y@U=<*&G8]?*

9#+;)X$!73$299PZO[HY=#%+ MI0ABWDNQG]02-)E MYD1YH@ >)W,1R,&=(E#N&1Y!%/-JZ(;LA>!-$R.U/!EMU#*NJ22*0!]69,O+Q/!"D?NO+$ M.$&6J,PL-?0ZCS!],9R\D**

fU>R<_8@IE/(/-JH6X"<3K%P]SP*T !4<=Y, M*<.R1+R<.:SM!CDGGI6-D+-"*9=1]2624SE20G4%I*E2]#QM)T\-U4;3FEYZXN"ZTRGYS QRBP]H$A]HJBNEC6\Q* E2IX+920JKW&2*

*M'9)52A_G12]F@QLSK7T<=&)R&=)@7$&& M4E9IY(%93T[TNW!@R2&%WH%BO]5[9>.H+T;8!7]A4[Q5V!=6XH5T&8!LB8ZP ML3]%-9^CP>5I4L#-13SP12*1CM@<]<2[T]U=?*

MK(/F?(.437.K.)$69JIE%)1 MQ\W.65A#&9^,@THQSW8>Y-BW@\9[/@#NN?PI5=G]^GNZQ MR-0\8U8)ME:.[IFBFK9A\5HW.V:CRLRD^]T/GS&!?PL-*

)%0H=4^[/#>6]\ZK(KU6HY-K0 MFO:GQ^_]/QLLMI>^X6]F6N4J14D'6Y05_P8R>EK !^E;"4.F5D>(!L^44 M+VJ8U16BU-1OKIC'8-L4D5<"W0O9*)PGLRG?*

5)8'3N5[L6J%(=)47)L40MS MKN:GGYN&_<9/S2]B&_<9=4>+J1^1_Z%VF8YG,,9@N_)H-(]SB?]& MWC^T_P81Y8Y(1]5'"?);O1,-56O\#41L/_:'MZ)\E8!7% M!?*

*E@'R[1_Y]<(9_O #3*8['$?U M8G*=]]!^)9B9V;AW)=5]G:#@W@IS_"[I58ZJ&G.0T=USU!548D(L8%:(@;4 M&X]LM@#!<.0-I(G'20;!S)!-%YUF6TN@*

<\7E;GO+WUII_O<-5Z_D"JOSHSO MF4CT03ZN^8"!RW1,9'R0]I_)OY5SO1+'W< 4M(T[(W=&WLJ6 KR MD;?X2.4^9&$LOB>DB2,.(1ZH3AFZP$.QU5,+_-7>TR_])R^RO>B,?K-*

*EOH@_\LB\#3THV%,B!0L:SJ M=83Z.U8!<+-80VU4-86/BL5P5((K(O-II/A&V!CZF/APE_PB-]E7%_|_*;*N!00HI$;^H=-N=O("TQ;"=@BE$:NEKC9;"R@ M-K-!>_P_\3Z(_469?M JT-*

Z5P/A2<_M-OGQKZ\VUO.W$RI14.(S;8"],O)3"Y# M%>ULM/O=,I?EP^*0^=@#TZ=AV%58WDPIU4]M5[Z<\MC*A_+3.C051:\%V"GB'E_IRFR(+C.8"6L1>X9Q6\]J>>/|0A>HF'*

*MXD3"<3+*AG17HW5$L3)0W84VP,V8O/'295PP_6-^X8 M\T)Q&Z4L> UIDI2R(IK$+<-X>;R^+X+HWARQC#^:#!2\W MH-K+DB5),)@V2+E6HJZ^ZD9-FP3?:OK'1<<-_53LM%0?*

*F//I9_\?VGNZ@<-< M#V-=|*1F5U0P$(:R*[_>,ZI,%3R5NW<@,PH"UFCDA04S%3_26EO^-;OM+),2 M$-!H0=$'CL"=$ S4?P I_2?$4X&MNXT-9(5[/,K*S'DK\4G0Z&WU5;[5$L*

*ML#.D^6#NU$>/,,I;B/W]EZAI41LTX%1-.07'128X$)9% K'S:P;S_D2"/03 MX)N_H3'LFPX/UV&78Z4;YL%OYS8DH;QY\0]?MK++*L9D21V\;NDE5HI8I1,1Q M?*

HB/L^KY/K'%!MON2$3P&R=$R8(Y]:LNS5$Z8N'"BE("U) SY@8K9A,9*G MA5#K1.G851M+#*_ZZR331$'")@[B8_=A&DU?4?F$K/UH=UH_,@&=G>!$PVSZ*

MIN#M47FN%$>Q=+\,W9ZI_!^ MJAHV>B,L:O-TR7"(J?[J-R)T"-1F>?W>?IC;047$;"0>H]L 5&9;BT+$;\P MI9X$CI31]-.V2"65.1$9[#L],_O

*;HWMYTWL3RBUC)YF%HU#,BW2FJ2DD,9 M.ZIH83$#,HI8KN7Q\D'<5R@@;?3+O%=-*BW(')$.!7VE<+0Y%6*E!$=8O=7(*

*MB%W#&W|HFTG=OEUPFKDFZXC.VP|RVDG@AP/VC23-@SX\L\$*UM MD<)1.+(L@%=E#(8:/(RH:X(ZK/-#|SR/@+W*10(LS^L;!S.NBG(;Z0683ZL< M92)EP$V5ITR&-)6C)L*F?*

13&TXV'23HI641_U[HL$,>4^NO@UPOJ)1]8:SZ+ MZRIE42UH6=J2+(UOEHWH7!R23:[2B-B@50[N;]?OOX(RP9-(R+_GC((HBG]R MD&6,.=--

*-6G5&4=9L\NJ'2\NJG!F.U8HXN(Q09*2R(44K_^0;TME-P#Y M_F'+-N'0[5)26EVOPH6%KTF*+'=0S"_9UIY9=M8ZV(P&-9,8E<5&Y84M=*^@($B.P-*

*J:!M3&,+6/*KDMPZE.&N3L3'+"$+',H41_B;&G<"6#(MD(N56#*Q3^\!LZ.H+++6*RE+A#LF<"?66B*)EBUFAFAUQ-(AE8J!9M:ZD8M%L MM+PSNCZ)N>7S_;N7\\ 0-*

&;+3^G1'&")F.\!'Z<^-F$VFK-.[KV3X9U80=2 MSI'#SH#E1W9"40$.NN&H>I8:D+HJ(@;)@-R(!&NR:.Q&)DRA))|_H$2XW^*T2 M1"Q\>B1!5#[Q@X3,6&8L;X1=L:$Y;/*

3)CW6:E,QF08ZP-EJ_U@-.Y>F@9O7 M'@TH385R%<=>B;/"]\#G7438!7W7>_5/"U)OZ%;\ MH2(S0/Z4,J]4O#.P#&HQR9+OU#!&Z?E+7P+;HD[*&N8J?S*,D^2B?=R X8KS-]E M@2RU#]]P1ID.1(_]=V5(I8@.&JGS)6%*-*7:XNKBME[,>MS69PER4%SH4'$SHG)3DC,$;8_(;Z)LJ(7M^3\RP!22*JLF<6UB_DTK_MOC.S. M;$+>]-<_]Q_,.GM:?

>]=)#'AE)$);=kG!-36B}?'TK%BCLLJ:%#R+T6"JM. M*#_JAVZGV2GVE1$W48U3K!Y.0V89AT"VBV^5LY7'DJ:ON!9H^@^-OGC>7%_M#I2XD"F=]+)L#SP\\.5J#DHOFZ@^Q-96((SB5]O^PK;;AI$_;TZE]87LZ-MV9Y.>^OI]%0V#K+CJU%&/5=`_)@0V4D*^?P1GVZMZ>Y47TWU^]VA7K_CNLG$ MJ4,2_38$]5**LP+H_.8G> 0P8CU()_4:%K#N+T7^IOJX[

M3,F,3G.L=MQ;%4"C<:TW#//N=ZZ[!]S=PLULQC8RJF ;9G ST L[G^ MU5%\ZX4R7SC)LZ#UA,[""<$B5[LS9Z6I.DAXGX,*BCH\[]#T6WN_F$)%3]W%$ M'6<'>""<9"MP-O-4TW$\/C

,C$QBQOO2+]@3V1FLSY47G-ISC?0!<_"YND-_M!)9(9$WS,O UX*(@128++HT7!3PNP>2:?L*746U##P[A;EF(6OQZEA\%;,;"^.MZ:#V*<.?/÷$!;FAF^\.K,FN/O6L+[!!:8G)**U

MF,G,32.]FJK,X%AZTNKO(>YWIPQE#SP,G3+&L'.NYPN"C*>?\EA4C1$EN?0(M+"W&R!+@H.X7_\Y3_^XW6*XPW>O$YC8T-_U*':>HM+.JH6W_9:>'V=#R

M__WTRIG+:,.&6U6DTP75PF>'&2_?D1?4Z/[Z2B^RC/!#1X+S3ZC(>X"Y^3H?; M.G:.<\8:.,9WZH7_]>+T<8-H#?F/X|/$YKN>L^]4K]% T&,CPV_2[G6"[JM%P' M_ ^^G6A)?

P;6Z*\);^KZ.E4U;A-H)0EF&?^.,OV/IP M:]@UGM4:UFNPM(SNG-$^/EU^^]+H8(77;>Q-G(9S_>G;6:?MO#2:HOSTD)A6 M)3RJ@&?

+F+.%V6(OBQV)@CSH":<|<]V|KK+/'Z|@I/"SXY[=S]IZ> M="WXCQ7\W8YI=MJR\#6^:?.W-[I:6W@:QTA:RE9W:?2==$Z=%(3<$R+N]>QR6C>_Z:..1$6>Q\N+UT0C$=@[*41'$TK.*T-

&FH$W]3DJ_*,C_F[MS\|6_4/PHAZA+IUTJ(V#H?)4I-(M!KAC-G!#1*[5A"<*._6M5[W3Q M.?2C]9$W5KP8GAH0GO +\6RW(A2,G+AGQ0ACN-1@EK1193+2XX\R@KTCTX+*

MM$[RA&,BE4P@?NV_^09<'"*[6=7ZC6V.^?SD$\\1/4KS%_^&\4QSQ|<_^F[UL MM'|'+*E8[_NO%ZT7#NI34^2 X.W^/9EZ_.TI.UXC/R0UI5S#?EAI72',4=A^

M"U1/S)BAQ!Z.3:2QL:&_"0^WK;=4RX1WI>+V:C_N-_W'-)PJTGNV&FL$D !> MA?_UXO1Q^V=+)1,IO?VRPQ4A\KK_YIB;!*Y_8K?(.W2JO?^Z_V1N,+![L"0\^

MHW>M#FA@9E(>&*>UW'625+5T@G\]B*_@-R-X5X6T@E]PBE$6H)R.49?@'SO [MECY7I4^,=)6<+"T>]0=2T>63RR_,CB44WPJ.[!R*I;!ZYNMD\L7:Y*ER|_

M8"PQRA{O'"8_'1"%VEK]"G+4D;!;(_+G%2-_*@3ZR_Z)MO-BX]>T;[=ZO=BC MA:,%IH6FA::%YHYBD]906*;'X0I:B@L_#8(,S3"NGWB@F.386L34K"3]Q9L+ M]^QD9RWGCKYS0>W

WSYQNZ=V/L/1PK_;<4_:=M;1R<*_=O#ONMW.(?:>/E:/-MT8]]IY^Y?G4$733;;N_LX.836C0[-#3KN*W>OCH[6C0[&C0[<2\Z=D2Y1,;M

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T7;.]Y(G1"%)VAKQ0'SRYO6/3N:&N.KP:=G**Y0TLIA'%OG2-&%L@4>=@ MW=^QI 1EW8JYC3$> ;.7#6"+L."W"\GH=8_]AL8K(!=:.^AK\VUD2_L*_U;.M5[CIK-

;_&9Y,YB^CM.^QT5*5-PX'#\0MMK+RTD>;-FTE[J-IBU:WQI.UX2(KUX@ZY(V_'2=KP,]M/Q<@$CUW&)5304HY[=(DE5 MUS#;,VP)I=3V#'N.R;[U:$)2QVHRVS/,XH'M&?

8,HF)'SUT/N*3WD%H\628R M*&6;.%B&;WNK/(&^;8\>BT='T]/'XM%AX)'K?EJ/R6Y.@H\0CX(GB-Y0P)7'C-V(,K;3K7<*A11D=\7.#0C0\%_ #8DKP+;4:X3*8&?7PU(.M?OVS.

MD,'9[F]+,E@0&9S[UY@=.P116JB$TO3/@I[J^\^0+G;,ATNZN#^ZV/7C0$=@M,>'%,!G/D7WL[7]>DLG]DAO$C0R7/E$@.VY^61')_1'+H=U3\G.GCY'1_M21_W1Q]N3YWG2R9OERZC.^W@+K70/L&B2>K1[G-%T9Y?^&]QZKA<0=!:3#B MTM1KTU$0_B"!>@\NI\3:.0ENO_P[-4VO"A#E#S%_$0 P+F* M,ZZV5O%BF$&)'$B*IFC$-P5+ZYY&XYR'U?.Y>< ,+9-1/ZZ_ ^X&34?6+$<838K"<;6#A31C(9%>0O;JHR2L+BX'W1E&B'Y"-5(>7=A$5/ZEDH1Z=O#E-MJ'V.U6XOLM#(C7EP>TD"S*S@$,P(84O36^D*Q)U:O1#SF A-+V0IPE4<(NX0 M, K+-Q(/6Y'|?RXBV(/7T2B3!Z@%M8E2D!Z'Z@;O33#+@P/697WC!2N64K6 M^E:SW=-+F;S) !:0BGK\=?_T^,S;/3X].3ZMEA#>RA"6?-JGO,-/98KS;^I# MTL0>:MV_C/3L?3M_[C6G76,"MM9>'G$Y;_(WWA=@Q]A4I-WT]E0_'91QFC_ M8;QT!C)N9QO>U^;>),/E!>SO#=G'7;<8/9:(7P^6ZFXO4MTQZ4EH0>_V?"R\ M-&!HGU(_" &7/5U(NCR1)4-_(0Q]S[^$"?W>!"K/+M0+INR'I9,?9%,?F(`_M$R%D'2[.Z7E*L_-V$"#Z&GHS77Y^CKAJ98:5>4_1"_A ##:"W78/CM?M4ZU ML;[#Q_4);D_U'L$/%\W,3$R.#@N M;'1M4$L! A0#% @ (%M6=#?:L.V!0 AD T (!-MAQ$ &5X7S%\W,S4Q.C8N:'1M M4$L! A0#% @ (%M6'-D4$L! A0#% @ (%M612E"B2>#0 MX M :!4 (!OTL &]M97(M,C R-# Y,S!?8V%L+GAM;%!+ 0(4 M Q0 (";!;5F$XOHNU%$!1!P 5 " 9!9 !O;65R M+3(P,C0P.3,P7V1E9BYX;6Q02P$"% ,4 " @6U9YGT755]K V% 8 M%0 @ &7]P ;VUE&UL4$L! A0# M% @ (%M6>//]S-A50 *;' !4 (!*1 XML 84 omer20240930_10q_htm.xml IDEA: XBRL DOCUMENT 0001285819 2024-01-012024-09-30 0001285819 us-gaap:SubsequentEventMember 2024-10-292024-10-29 0001285819 us-gaap:SubsequentEventMember 2024-10-29 0001285819 2024-09-30 0001285819 us-gaap:EmployeeStockOptionMember 2024-09-30 0001285819 us-gaap:EmployeeStockOptionMember 2024-01-012024-09-30 0001285819 us-gaap:EmployeeStockOptionMember 2024-04-252024-04-25 0001285819 2023-12-31 0001285819 us-gaap:EmployeeStockOptionMember 2024-07-012024-09-30 0001285819 2023-01-012023-09-30 0001285819 2023-07-012023-09-30 0001285819 2024-07-012024-09-30 0001285819 omer:DiscontinuedOperationsMember 2023-01-012023-09-30 0001285819 omer:DiscontinuedOperationsMember 2024-01-012024-09-30 0001285819 omer:DiscontinuedOperationsMember 2023-07-012023-09-30 0001285819 omer:DiscontinuedOperationsMember 2024-07-012024-09-30 0001285819 omer:ContinuingOperationsMember 2023-01-012023-09-30 0001285819 omer:ContinuingOperationsMember 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2023-12-31 0001285819 2024-11-08 thunderdome:item shares iso4217:USD utr:Y iso4217:USD shares pure utr:DQ32024--12-31false0001285819falsefalsefalsefalse0P5Y2http://fasb.org/us-gaap/2024#SecuredOvernightFinancingRateSofrMember1P3Y000010-Qtrue2024-09-30false001-34475OMEROS CORPORATIONWA91-1663741201 Elliott Avenue WestSeattleWA98119206676-5000Common Stock, par value $0.01 per shareOMERNASDAQYesYesNon-accelerated Filertruefalsefalse57949760152100071050001216360001647430002924300029373000639400080960006127000858100016492100021789800012948800013873600015933006 0.010.012000000020000000000.010.011500000001500000005794976057949760611285976112859757900061100072423600072793600-878987000-753530000-154172000-249830003133350003782690002408400031731000962030008598000011323000164220003739500038785000354070004815300013359800012476500-35407000-48153000-133598000-124765000405200079160002149800023781000234600044130009008000121913000-37113000-51656000-146088000-135633000488100013906000206310002688800-32232000-37750000-125457000-108745000-0.64-0.82-2.51-2.160.080.220.360.43-0.56-0.6-2.15-1.735794809362856721583200762840990611285976110007279360000-753530000-249830009339032000032000319524132000118190000-011851000026580000265800000-37184000-37184000579426955790007188070000-790714000-713280001464030000300002768000027680000056041000-560410005794415957900072157800-846755000-124598000560101700001700002641000026410000-32232000-32232000579497605790007242360000-878987000-154172000628765628000720773000-635717000856840000295300002953000003370100003370100062828765628000723726000-669418000549360001955609700009700002771000027710000-37294000-37294000628483216280000726594000-706712000205100001717005300005300003235000032350000-37750000-37750000628654916280000729882000-744462000-13952000-125457000-108745000806700089590007130001450000649000715000488000-12824000-114840007384000149240004295000728000-15530000-29586000-29900000-1790000-876000-1702000-206343000-113050003741000-119823000109551000969221000751114000921819000839595000139000308000047263000-887890001155250000520001500002117900001512500085400011851000-044600042700066976000-1131000-558400019631000710500011009000152100030640000281220002380100010900037760005090006320000 Note 1—Organization and Basis of Presentation   General   Omeros Corporation (“Omeros,” the “Company” or “we”) is a clinical-stage biopharmaceutical company committed to discovering, developing and commercializing first-in-class small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancers and addictive and compulsive disorders.   Our clinical-stage development programs include: narsoplimab, our antibody targeting mannan-binding lectin-associated serine protease 2 (“MASP-2”), the effector enzyme of the lectin pathway of complement; OMS1029, our long-acting antibody targeting MASP-2; zaltenibart, also known as OMS906, our antibody targeting mannan-binding lectin-associated serine protease-3 (“MASP-3”), the key activator of the alternative pathway of complement; and OMS527, our phosphodiesterase 7 (“PDE7”) inhibitor program.   Clinical development of narsoplimab is currently focused primarily on hematopoietic stem cell transplant-associated thrombotic microangiopathy (“TA-TMA”). We successfully completed a pivotal clinical trial for narsoplimab in TA-TMA and previously submitted to FDA a biologics license application (“BLA”) seeking marketing approval for narsoplimab in this indication. In late 2021, FDA issued a complete response letter (“CRL”) with respect to the BLA in which the agency indicated that additional information would be needed to support regulatory approval. We appealed FDA’s decision to issue the CRL through a formal dispute resolution process that concluded in late 2022. Although our appeal was denied, the decision identified potential paths for resubmission of the BLA, including paths based on comparison of survival data from our completed pivotal trial previously submitted to FDA an analysis plan to assess survival data from our completed clinical trial, existing data from a historical control population available from an external source, and data from the narsoplimab expanded access program. As a part of our most recent meeting with FDA, in September 2024, we received minor feedback on our proposed statistical analysis plan for the primary endpoint – patient survival in our pivotal narsoplimab trial compared to that in an external registry of TA-TMA patients – which was a limited request to include certain additional sensitivity analyses. Additional sensitivity analyses were quickly incorporated into the plan and sent back to FDA. FDA’s reply is expected in November 2024. We have no other information requests pending and are not aware of any other impediment to resubmitting our narsoplimab BLA. After receiving FDA’s response and, assuming general alignment on the revised plan, we intend to proceed with conducting the primary and secondary efficacy analyses. If the results support resubmission, then we intend to finalize and resubmit our BLA as soon as possible. We are currently unable to provide a specific estimate of when or if we will resubmit the BLA or, subsequently, FDA’s timing for a decision regarding approval. Even if the results of the efficacy analysis are favorable and FDA accepts our resubmitted BLA for review, as with any BLA or new drug application, there can be no guarantee that FDA will approve narsoplimab for TA-TMA.   Our lectin pathway program also includes OMS1029, our long-acting antibody targeting MASP-2. We have completed Phase 1 clinical trials evaluating both single-ascending and multiple ascending doses of OMS1029. Results of these studies support once-quarterly dosing administered either intravenously or subcutaneously. OMS1029 has been well tolerated to date with no safety concerns identified. We are evaluating several potential indications for Phase 2 clinical development of OMS1029.   Our pipeline of clinical-stage complement-targeted therapeutic candidates also includes zaltenibart, a proprietary, patented monoclonal antibody targeting MASP-3, the key activator of the alternative pathway of complement. We have three ongoing clinical trials evaluating zaltenibart for the treatment of paroxysmal nocturnal hemoglobinuria (“PNH”). The first is in PNH patients who have not previously been treated with a complement inhibitor, and the second is in PNH patients who have had an unsatisfactory response to the C5 inhibitor ravulizumab. The third clinical trial is an open-label extension study to assess the long-term efficacy and safety of zaltenibart in patients who have completed either of the other two PNH Phase 2 clinical trials. We also have an ongoing clinical program evaluating zaltenibart for the treatment of C3G, a rare and debilitating renal disease driven by complement dysregulation.   Our phosphodiesterase 7 (“PDE7”) inhibitor program, which we refer to as OMS527, comprises multiple PDE7 inhibitor compounds and is based on our discoveries of previously unknown links between PDE7 and any addiction or compulsive disorder, and between PDE7 and any movement disorders. In April 2023, we were awarded a grant from the National Institute on Drug Abuse (“NIDA”), part of the National Institutes of Health, to develop, at NIDA’s request, our lead orally administered PDE7 inhibitor compound, for which we have successfully completed a Phase 1 study, for the treatment of cocaine use disorder (“CUD”). NIDA awarded the grant to us for a total of $6.69 million over three years, of which we have claimed and received $1.0 million of funding to date and recognized $0.8 million into Other Income in our condensed consolidated statement of operations and comprehensive loss. The grant is intended to support preclinical cocaine interaction/toxicology studies to assess safety of the therapeutic candidate in the presence of concomitant cocaine administration, as well as an in-patient, placebo-controlled clinical study evaluating the safety and effectiveness of OMS527 in adults with CUD who receive concurrent intravenous cocaine. The preclinical study is intended to provide the toxicology data necessary to support the human study of OMS527 in CUD. The toxicology study is underway and is expected to be completed later this year. Assuming that the results support further development, we expect enrollment in the study evaluating OMS527 in adult patients with CUD to begin in 2025, also fully funded by NIDA.   We also have various programs in preclinical research and development.   OMIDRIA Sale and Royalty Monetization Transactions   On December 23, 2021, we closed an Asset Purchase Agreement (the “Asset Purchase Agreement”) with Rayner Surgical Inc. (“Rayner”) for the sale of our commercial product OMIDRIA and certain related assets including inventory and prepaid expenses. As a result of the divestiture, the results of OMIDRIA activities are classified as discontinued operations in our condensed consolidated statements of operations and comprehensive loss and excluded from continuing operations for all periods presented (See “Note 7 — Discontinued Operations - Sale of OMIDRIA”).   On September 30, 2022, we sold an interest in a portion of our future OMIDRIA royalty receipts to DRI Healthcare Acquisition LP (“DRI”) and received $125.0 million in cash consideration, which we recorded as an OMIDRIA royalty obligation on our condensed consolidated balance sheet. Interest expense on the royalty obligation is recorded as a component of continuing operations.   On February 1, 2024, we sold an expanded interest in our OMIDRIA royalties to DRI and received $115.5 million in cash consideration, which we recorded as an addition to the OMIDRIA royalty obligation. The amended and restated royalty purchase agreement with DRI (the “DRI Amendment”) eliminates the previously existing annual caps on royalty payments after January 1, 2024, and provides that DRI now receives all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024 and December 31, 2031. We are entitled to retain all royalties on net sales of OMIDRIA outside of the United States. (See “Note 8 — OMIDRIA Royalty Obligation”).   Term Loan and Repurchase of 2026 Notes   On June 3, 2024, we, with certain subsidiaries, as guarantors, entered into a Credit and Guaranty Agreement (the “Credit Agreement”) with funds managed by Athyrium Capital Management LP (collectively, “Athyrium”) and funds managed by Highbridge Capital Management, LLC (collectively, “Highbridge”) as lenders (the “Lenders”). The Credit Agreement provides for a senior secured term loan facility of up to $92.1 million, consisting of an initial term loan of $67.1 million (the “Initial Term Loan”) and a $25.0 million delayed draw term loan (the “Delayed Draw Term Loan”), which may be drawn once in full upon notice delivered on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice.   Also on June 3, 2024, we used the Initial Term Loan along with $21.2 million of cash on hand, to repurchase from the Lenders $118.1 million aggregate principal amount of our existing 5.25% convertible senior notes due on February 15, 2026 (the “2026 Notes” and such repurchase, the “2026 Note Repurchase Transaction”), which resulted in a $51.0 million reduction in outstanding debt. In addition, we paid accrued and unpaid interest on the repurchased 2026 Notes through the closing date of the transaction. As a post-closing adjustment, we accrued $0.6 million which was paid in July 2024 in additional consideration to a certain Lender. (See “Note 6 — Debt” for a description of the Credit Agreement provisions).   Basis of Presentation   Our condensed consolidated financial statements include the financial position and results of operations of Omeros and our wholly owned subsidiaries. All inter-company transactions have been eliminated. The accompanying condensed consolidated financial statements reflect all adjustments, consisting of normal recurring adjustments and non-recurring adjustments, considered necessary for the fair presentation of such information. Our financial statements have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”).   These financial statements should be read in conjunction with the audited financial statements and notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2023, from which the December 31, 2023, condensed consolidated balance sheet has been derived.   Liquidity and Capital Resources   As of September 30, 2024, we had cash, cash equivalents and short-term investments of $123.2 million. For the nine months ended September 30, 2024, our cash used in operations was $119.8 million. This includes an $18.4 million charge for delivery of narsoplimab drug substance. In addition, we made a $21.2 million payment to repurchase $118.1 million of our 2026 Notes. Pursuant to a covenant in the Credit Agreement entered on June 3, 2024, we must maintain

*$25.0 million of unrestricted cash and cash equivalents at all times.   In recent years, Omeros has incurred net losses from continuing operations and negative cash flows from operations. The recurring losses, in combination with our cash and investment balances as of September 30, 2024, and an expected repayment of a portion of our outstanding debt on or prior to November 2025, raises substantial doubt about our ability to continue as a going concern. The accompanying condensed consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from uncertainty related to our ability to continue as a going concern.   As we currently do not have an ongoing source of revenue sufficient to cover our operating costs, we will need to raise additional capital to accomplish our business plan. We have a sales agreement to sell shares of our common stock, from time to time, in an "at the market" equity offering facility through which we may offer and sell shares of our common stock equaling an aggregate amount of up to $150.0 million. In addition, our Delayed Draw Term Loan of $25.0 million may be drawn once in full upon notice delivered on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. Proceeds of the Delayed Draw Term Loan may only be used towards any related transaction costs and for commercialization of narsoplimab efforts of TA-TMA.   We may pursue additional debt financings to retire the 2026 Notes that remain outstanding and to fund operations. Should it be necessary or determined to be strategically advantageous, we may also pursue public and private offerings of our equity securities, additional debt transactions/restructuring, future royalty sales, or other strategic transactions, which may include licensing or selling a portion or all of one or more of our existing technologies . However, pursuing debt financings, certain equity offerings or other strategic transactions may result in mandatory prepayments of the Initial Term Loan to the Credit Agreement. (See "Note 6 — Debt" for further details).   If these capital resources, for any reason, are needed but inaccessible, it would have a significantly negative impact on our financial condition. For purposes of determining available capital resources, royalty and/or milestone receipts are excluded. Should it be necessary, we plan to manage our operating expenses and reduce our projected cash requirements by delaying clinical trials, reducing selected research and development efforts, or implementing other restructuring activities.   The conditions described above, when evaluated in accordance with the relevant accounting literature, raise substantial doubt with respect to our ability to meet our obligations through November 13, 2025. Use of Estimates   The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Significant items subject to such estimates include the OMIDRIA contract royalty asset valuation, the OMIDRIA royalty obligation valuation, stock-based compensation expense, and accruals for clinical trials and manufacturing of drug product. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances; however, actual results could differ from these estimates. *
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* Note 2—Significant Accounting Policies   Segment Reporting   We operate in one business segment and focus on the research, discovery, development and commercialization of small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancers and addictive and compulsive disorders.   Discontinued Operations   We review the presentation of planned or completed business dispositions in the condensed consolidated financial statements based on the available information and events that have occurred. The review consists of evaluating whether the business meets the definition of a component for which the operations and cash flows are clearly distinguishable from the other components of the business and, if so, whether it is anticipated that, after the disposal, the cash flows of the component would be eliminated from continuing operations and whether the disposition represents a strategic shift that has a major effect on operations and financial results.   Planned or completed business dispositions are presented as discontinued operations when all the criteria described above are met. For those divestitures that qualify as discontinued operations, all comparative periods presented are reclassified in the condensed consolidated balance sheets. Additionally, the results of operations of a discontinued operation are reclassified to income from discontinued operations, net of tax, for all periods presented in the condensed consolidated statements of operations and comprehensive income (loss). Results of discontinued operations include all revenues and expenses directly derived from such businesses. General corporate overhead is not allocated to discontinued operations. The OMIDRIA asset sale to Rayner qualifies as a discontinued operation and has been presented as such for all reporting periods presented.   OMIDRIA Royalties, Milestones and Contract Royalty Assets   We have rights to receive future royalties from Rayner on OMIDRIA net sales at royalty rates that vary based on geography and certain regulatory contingencies. Therefore, future OMIDRIA royalties are treated as variable consideration. The sale of OMIDRIA qualified as an asset sale under GAAP. To measure the OMIDRIA contract royalty asset, we use the expected value approach which is the sum of the discounted probability-weighted royalty payments we would receive using a range of potential outcomes, to the extent that it is probable that a significant reversal in the amount of cumulative income recognized will not occur. The royalty rate applicable to U.S. net sales of OMIDRIA is 30% until the expiration or termination of the last issued and unexpired U.S. patent, which we expect to occur no earlier than 2035. Royalties earned are recorded as a reduction to the OMIDRIA contract royalty asset. All royalties received from Rayner, other than royalties related to any sales outside the U.S. and any royalties received after December 31, 2031, U.S. or ex-U.S. are passed through directly to DRI and are accounted for as interest expense and a reduction of the OMIDRIA royalty obligation. The amount recorded in discontinued operations in future periods will reflect interest earned on the outstanding OMIDRIA contract royalty asset at 11.0% and any amounts we receive that are different from the expected royalties. The OMIDRIA contract royalty asset is re-measured quarterly using the expected value approach, which incorporates actual results and future expectations. Any required adjustment to the OMIDRIA contract royalty asset is recorded in discontinued operations.   OMIDRIA Royalty Obligation   On September 30, 2022, we sold to DRI an interest in a portion of our future OMIDRIA royalty receipts for a purchase price of $125.0 million, which was recorded as an "OMIDRIA royalty obligation" on our condensed consolidated balance sheet. On February 1, 2024, we sold to DRI our remaining U.S. OMIDRIA royalty receipts through December 31, 2031 for $115.5 million in cash, which increased the OMIDRIA royalty obligation by the same amount. The OMIDRIA royalty obligation is valued based on our estimates of future OMIDRIA royalties and is amortized through December 31, 2031 using the implied effective interest rate of 10.27%. Interest expense is recorded in continuing operations.   To the extent our estimates of future royalties differ materially from previous estimates, we will adjust the carrying amount of the liability for future OMIDRIA royalties to the present value of the revised estimated cash flows, discounted at the implied effective interest rate of 10.27% utilizing the cumulative catch-up method. The offset to the adjustment would be recognized as a component of net income (loss) from continuing operations and is recorded as a non-cash adjustment to interest expense (see "Note 8 — OMIDRIA Royalty Obligation").   Repurchase of 2026 Notes   We performed an assessment of the Credit Agreement and 2026 Note Repurchase Transaction we entered into on June 3, 2024 and determined that it met the criteria to be accounted for as a troubled debt restructuring. As a result, the $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price (consisting of the $67.1 million Initial Term Loan and $21.2 million from cash on hand) was recorded as a premium (i.e., an increase) to the long-term debt recorded on the Company's condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium will be amortized as both a reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan.   Inventory   We expense inventory costs related to product candidates as research and development expenses until regulatory approval is reasonably assured in the U.S. or the European Union ("EU"). Once approval is reasonably assured, costs, including amounts related to third-party manufacturing, transportation and internal labor and overhead, will be capitalized.   Right-of-Use Assets and Related Lease Liabilities   We record operating leases as right-of-use assets and recognize the related lease liabilities equal to the fair value of the lease payments using our incremental borrowing rate when the implicit rate in the lease agreement is not readily available. We recognize variable lease payments when incurred. Costs associated with operating lease assets are recognized on a straight-line basis within operating expenses over the term of the lease.   We record finance lease obligations as a component of property and equipment and amortize these assets within operating expenses on a straight-line basis to their residual values over the shorter of the term of the underlying lease or the estimated useful life of the equipment. The interest component of finance lease obligations is included in interest expense and recognized using the effective interest method over the lease term.   We account for leases with initial terms of 12 months or less as an operating expense.   Stock-Based Compensation   Stock-based compensation expense is recognized for all share-based payments, including grants of stock option awards based on estimated fair values. The fair value of our stock is calculated using the Black-Scholes option-pricing model, which requires judgmental assumptions around volatility, risk-free rates, forfeiture rates and expected term. Compensation expense is recognized over the requisite service periods, which is generally the vesting period, using the straight-line method. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates.   Common Stock Repurchases   Historically, we have repurchased shares of our common stock from time to time under authorization made by our Board of Directors. Under Washington State law, repurchased shares are retired and not presented as treasury stock on the condensed consolidated financial statements. The terms of the Credit Agreement prohibit us from repurchasing our common stock, unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the*

Credit Agreement.   Income Taxes   Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their tax basis. Deferred tax assets and liabilities are measured using enacted tax rates applied to taxable income in the years in which those temporary differences are expected to be recovered or settled. We recognize the effect of income tax positions only if those positions are more likely than not of being sustained upon an examination. A valuation allowance is established when it is more likely than not that the deferred tax assets will not be realized.   Financial Instruments and Concentrations of Credit Risk   Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents and short-term investments. Cash and cash equivalents are deposited in checking and sweep accounts at financial institutions. At times, our cash and cash equivalents balance held at a financial institution may exceed the federally insured limits. To limit the credit risk, we invest our excess cash in high-quality securities such as money market mutual funds, certificates of deposit and U.S. treasury bills. The Company has not experienced any losses on its deposits of cash and cash equivalents. Management believes that the Company is not currently exposed to significant credit risk as the Company's short-term investments are held in custody at third-party financial institutions. The Company's investment policy limits investments to certain types of securities issued by the U.S. government, its agencies and institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and investments, and issuers of the investments to the extent recorded on the unaudited condensed consolidated balance sheets. As of September 30, 2024, the Company has no off-balance sheet concentrations of credit risk. Segment Reporting   We operate in one business segment and focus on the research, discovery, development and commercialization of small-molecule and protein therapeutics for large-market as well as orphan indications targeting immunologic disorders including complement-mediated diseases, as well as cancers and addictive and compulsive disorders. Discontinued Operations   We review the presentation of planned or completed business dispositions in the condensed consolidated financial statements based on the available information and events that have occurred. The review consists of evaluating whether the business meets the definition of a component for which the operations and cash flows are clearly distinguishable from the other components of the business and, if so, whether it is anticipated that, after the disposal, the cash flows of the component would be eliminated from continuing operations and whether the disposition represents a strategic shift that has a major effect on operations and financial results.   Planned or completed business dispositions are presented as discontinued operations when all the criteria described above are met. For those divestitures that qualify as discontinued operations, all comparative periods presented are reclassified in the condensed consolidated balance sheets. Additionally, the results of operations of a discontinued operation are reclassified to income from discontinued operations, net of tax, for all periods presented in the condensed consolidated statements of operations and comprehensive income (loss). Results of discontinued operations include all revenues and expenses directly derived from such businesses. General corporate overhead is not allocated to discontinued operations. The OMIDRIA asset sale to Rayner qualifies as a discontinued operation and has been presented as such for all reporting periods presented. OMIDRIA Royalties, Milestones and Contract Royalty Assets   We have rights to receive future royalties from Rayner on OMIDRIA net sales at royalty rates that vary based on geography and certain regulatory contingencies. Therefore, future OMIDRIA royalties are treated as variable consideration. The sale of OMIDRIA qualified as an asset sale under GAAP. To measure the OMIDRIA contract royalty asset, we use the expected value approach which is the sum of the discounted probability-weighted royalty payments we would receive using a range of potential outcomes, to the extent that it is probable that a significant reversal in the amount of cumulative income recognized will not occur. The royalty rate applicable to U.S. net sales of OMIDRIA is 30% until the expiration or termination of the last issued and unexpired U.S. patent, which we expect to occur no earlier than 2035. Royalties earned are recorded as a reduction to the OMIDRIA contract royalty asset. All royalties received from Rayner, other than royalties related to any sales outside the U.S. and any royalties received after December 31, 2031, U.S. or ex-U.S. are passed through directly to DRI and are accounted for as interest expense and a reduction of the OMIDRIA royalty obligation. The amount recorded in discontinued operations in future periods will reflect interest earned on the outstanding OMIDRIA contract royalty asset at 11.0% and any amounts we receive that are different from the expected royalties. The OMIDRIA contract royalty asset is re-measured quarterly using the expected value approach, which incorporates actual results and future expectations. Any required adjustment to the OMIDRIA contract royalty asset is recorded in discontinued operations. 0.300.11 OMIDRIA Royalty Obligation   On September 30, 2022, we sold to DRI an interest in a portion of our future OMIDRIA royalty receipts for a purchase price of $125.0 million, which was recorded as an "OMIDRIA royalty obligation" on our condensed consolidated balance sheet. On February 1, 2024, we sold to DRI our remaining U.S. OMIDRIA royalty receipts through December 31, 2031 for $115.5 million in cash, which increased the OMIDRIA royalty obligation by the same amount. The OMIDRIA royalty obligation is valued based on our estimates of future OMIDRIA royalties and is amortized through December 31, 2031 using the implied effective interest rate of 10.27%. Interest expense is recorded in continuing operations.   To the extent our estimates of future royalties differ materially from previous estimates, we will adjust the carrying amount of the liability for future OMIDRIA royalties to the present value of the revised estimated cash flows, discounted at the implied effective interest rate of 10.27% utilizing the cumulative catch-up method. The offset to the adjustment would be recognized as a component of net income (loss) from continuing operations and is recorded as a non-cash adjustment to interest expense (see "Note 8 — OMIDRIA Royalty Obligation"). 12500000011550000000.10270.1027 Repurchase of 2026 Notes   We performed an assessment of the Credit Agreement and 2026 Note Repurchase Transaction we entered into on June 3, 2024 and determined that it met the criteria to be accounted for as a troubled debt restructuring. As a result, the $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price (consisting of the $67.1 million Initial Term Loan and $21.2 million from cash on hand) was recorded as a premium (i.e., an increase) to the long-term debt recorded on the Company's condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium will be amortized as both a reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan. 29800000118100000883000006710000021200000 Inventory   We expense inventory costs related to product candidates as research and development expenses until regulatory approval is reasonably assured in the U.S. or the European Union ("EU"). Once approval is reasonably assured, costs, including amounts related to third-party manufacturing, transportation and internal labor and overhead, will be capitalized. Right-of-Use Assets and Related Lease Liabilities   We record operating leases as right-of-use assets and recognize the related lease liabilities equal to the fair value of the lease payments using our incremental borrowing rate when the implicit rate in the lease agreement is not readily available. We recognize variable lease payments when incurred. Costs associated with operating lease assets are recognized on a straight-line basis within operating expenses over the term of the lease.   We record finance lease obligations as a component of property and equipment and amortize these assets within operating expenses on a straight-line basis to their residual values over the shorter of the term of the underlying lease or the estimated useful life of the equipment. The interest component of finance lease obligations is included in interest expense and recognized using the effective interest method over the lease term.   We account for leases with initial terms of 12 months or less as an operating expense. Stock-Based Compensation   Stock-based compensation expense is recognized for all share-based payments, including grants of stock option awards based on estimated fair values. The fair value of our stock is calculated using the Black-Scholes option-pricing model, which requires judgmental assumptions around volatility, risk-free rates, forfeiture rates and expected term. Compensation expense is recognized over the requisite service periods, which is generally the vesting period, using the straight-line method. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates.   Common Stock Repurchases   Historically, we have repurchased shares of our common stock from time to time under authorization made by our Board of Directors. Under Washington State law, repurchased shares are retired and not presented as treasury stock on the condensed consolidated financial statements. The terms of the Credit Agreement prohibit us from repurchasing our common stock, unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement. Income Taxes   Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their tax basis. Deferred tax assets and liabilities are measured using enacted tax rates applied to taxable income in the years in which those temporary differences are expected to be recovered or settled. We recognize the effect of income tax positions only if those positions are more likely than not of being sustained upon an examination. A valuation allowance is established when it is more likely than not that the deferred tax assets will not be realized. Financial Instruments and Concentrations of Credit Risk   Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents and short-term investments. Cash and cash equivalents are deposited in checking and sweep accounts at financial institutions. At times, our cash and cash equivalents balance held at a financial institution may exceed the federally insured limits. To limit the credit risk, we invest our excess cash in high-quality securities such as money market mutual funds, certificates of deposit and U.S. treasury bills. The Company has not experienced any losses on its deposits of cash and cash equivalents. Management believes that the Company is not currently exposed to significant credit risk as the Company's short-term investments are held in custody at third-party financial institutions. The Company's investment policy limits investments to certain types of securities issued by the U.S. government, its agencies and institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and investments, and issuers of the investments to the extent recorded on the unaudited condensed consolidated balance sheets. As of September 30, 2024, the Company has no off-balance sheet concentrations of credit risk. Note 3—Net Loss Per Share   Basic net income (loss) per share ("Basic EPS") is computed by dividing net income (loss) by the

weighted average number of common shares outstanding during the period. Diluted net income (loss) per share (“Diluted EPS”) is computed by dividing net income (loss) by the weighted average number of common shares and potentially dilutive common shares outstanding during the period using the treasury stock method. We do not compute Diluted EPS for periods in which we have overall net income and a net loss from continuing operations.   Potentially dilutive securities are as follows: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; 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For further details refer to "Note 6 — Debt." </td> </tr> <tr> <td style="width: 18pt;"> </td> <td style="width: 18pt; font-size: 10pt;"> (3) </td> <td style="width: auto; font-size: 10pt;"> The 2023 Notes (defined below) were fully extinguished upon maturity on November 15, 2023. </td> </tr> <tr> <td style="width: 18pt;"> </td> <td style="width: 18pt; font-size: 10pt;"> (4) </td> <td style="width: auto; font-size: 10pt;"> The outstanding restricted stock units were vested and converted to shares of common stock on December 1, 2023. </td> </tr> </tbody></table> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; 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text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">8,882,651</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">12,172,008</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2023Notes convertible to common stock ⁽³⁾ </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; 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font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4,941,739</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Outstanding options to purchase common stock </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">176,121</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">34,450</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">108,507</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">37,394</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Outstanding restricted stock units⁽⁴⁾ </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">70,250</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; 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font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">5,469,535</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">17,218,447</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; 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529341421720088882651121720080494173904941739176121344501085073739407025007025054695351721844789911581722139111810000 Note 4—Investments and Fair-Value Measurements   All of our investments are held in our name and are classified as short-term and held-to-maturity on the accompanying condensed consolidated balance sheets. Interest income is included as a component of other income on our condensed consolidated statement of operations and comprehensive loss. Interest and other income for the three months ended September 30, 2024 and September 30, 2023 consists primarily of interest earned of $1.8 million and $4.0 million, respectively. Interest and other income for the nine months ended September 30, 2024 and September 30, 2023 consists primarily of interest earned of $7.1 million and $11.7 million, respectively.</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">The following tables summarize our investments:</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 55%;"> <p style="font-family: "Times New Roman" font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman" font-size: 10pt; width: 1%;"> </td> <td colspan="10" style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); width: 31%;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">September 30, 2024</p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); width: 0%;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 55%;"> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; width: 12%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; width: 1%;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">Gross Unrealized</p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; width: 12%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 0%;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 55%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); width: 1%;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">Amortized Cost</p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); width: 1%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); width: 1%;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">Gains/(Losses)</p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); width: 1%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); width: 1%;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">Estimated Fair Value</p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); width: 0%;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 1%;"> </td> <td colspan="10" style="text-align: center; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; width: 31%;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 0%;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; 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font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">19,924</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;">4</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">19,928</td> <td style="width: 0%; font-family: "Times New Roman"; 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font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">121,636</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;">4</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">121,640</td> <td style="width: 0%; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); 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font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">122,690</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">4</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">122,694</td> <td style="width: 0%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>   <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="10" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> December 31, 2023 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; 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font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="10" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; 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margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">19</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">102,119</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Money-market funds classified as short-term investments</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; 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font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">19</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">164,762</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Certificate of deposit classified as non-current restricted investments</p> </td> <td style="width: 1%; font-family: Times New Roman; 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The accounting standard establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required: Level 1—Observable inputs for identical assets or liabilities, such as quoted prices in active markets;   Level 2—Inputs other than quoted prices in active markets that are either directly or indirectly observable; and   Level 3—Unobservable inputs in which little or no market data exists, therefore they are developed using estimates and assumptions developed by us, which reflect those that a market participant would use.   Our fair value hierarchy for our financial assets and liabilities are as follows: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 52%;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="14" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, 2024 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Level 1 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Level 2 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Level 3 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Total </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="14" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Assets: </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times

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border-bottom: 1px solid rgb(0, 0, 0);"> December 31, 2023 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Level 1 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Level 2 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; 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The carrying amounts reported in the accompanying condensed consolidated balance sheets for receivables, accounts payable and accrued liabilities, and other current monetary assets and liabilities approximate fair value.</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">See “Note 6 — Debt” and “Note 8 — OMIDRIA Royalty Obligation” for the carrying amount and estimated fair value of our outstanding term loan, convertible senior notes and the OMIDRIA royalty obligation.</p> 18000004000000710000011700000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 55%;"> <p style="font-family: "Times New Roman"; 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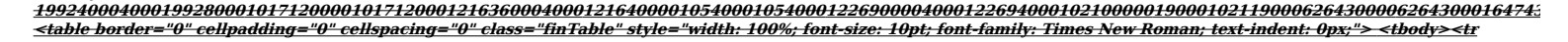
font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">165,797</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">19</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">165,816</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>

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font-size: 10pt;"> </td> <td colspan="14" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Assets: </td> <td style="font-family: "Times New Roman"; font-

size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> U.S. government securities classified as short-term investments </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">102,119</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">102,119</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Money-market funds classified as short-term investments </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">62,643</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">62,643</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Total short-term investments </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">62,643</td> <td style="width: 1%; 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vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Certificate of deposit classified as non-current restricted investments </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">1,054</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">1,054</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Total investments </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">63,697</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">102,119</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">—</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">165,816</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>

Note 5 — Certain Balance Sheet Accounts   OMIDRIA Contract Royalty Asset   The OMIDRIA contract royalty asset consists of the following: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> September 30, </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> December 31, </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Short-term contract royalty asset </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">29,243</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">29,373</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Long-term contract royalty asset </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">129,488</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">138,736</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> Total OMIDRIA contract royalty asset </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">158,731</td> <td style="width: 1%; font-family: Times New Roman; font-size:

10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">168,109</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt; text-align: left; text-indent: 18pt;">See "Note 7 — Discontinued Operations – Sale of OMIDRIA" for discussion regarding the estimated fair value of our OMIDRIA contract royalty asset.</p> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt; text-align: left; text-indent: 18pt;"> </p> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 9pt;"><i>Receivables </i></p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">Receivables consist of the following:</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", font-size: 10pt; width: 70%;"> <p style="font-family: "Times New Roman", font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman, font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">September 30,</p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">December 31,</p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">2024</p> </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">2023</p> </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman; 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font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">6,724</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt;"> <p style="font-family: Times New Roman, font-size: 10pt, font-variant: normal; margin: 0pt;">Other receivables</p> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman"; font-size: 10pt, margin-left: 0pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);">299</td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt, margin-left: 0pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman"; font-size: 10pt, margin-left: 0pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);">1,372</td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt, margin-left: 0pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt, margin-left: 9pt;"> <p style="font-family: "Times New Roman", font-size: 10pt, font-variant: normal, margin: 0pt 0pt 0pt 18pt;">Total receivables</p> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">6,394</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">8,096</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt; text-align: left; text-indent: 18pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 9pt;"><i>Property and Equipment, Net</i></p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">Property and equipment, net consists of the following:</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;"> <p style="font-family: "Times New Roman", font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman, font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">September 30,</p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">December 31,</p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">2024</p> </td> <td style="font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman, font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">2023</p> </td> <td style="font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", font-size: 10pt;"> <p style="font-family: "Times New Roman", font-size: 10pt, font-variant: normal, margin: 0pt;"></p> </td> <td style="font-family: Times New Roman, font-size: 10pt;"> </td> <td colspan="6" style="text-align: center, font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">(In thousands)</p> </td> <td style="font-family: Times New Roman, font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt;"> <p style="font-family: Times New Roman, font-size: 10pt, font-variant: normal, margin: 0pt;">Equipment under finance lease obligations</p> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt, margin-left: 0pt;">7,309</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">6,929</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt;"> Laboratory equipment </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">3,664</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">3,525</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Computer equipment </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">1,113</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">1,113</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt;"> Office equipment and furniture </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">624</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">624</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt, margin-left: 9pt;"> Total cost </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">12,710</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;">12,191</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt;"> Less accumulated depreciation and amortization </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt, border-bottom: 1px solid rgb(0, 0, 0);">(10,771</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(10,241</td> <td style="width: 1%; font-family: Times New Roman, font-size: 10pt, margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman, font-size: 10pt, margin-left: 18pt;"> Total property and equipment, net </td> <td style="width: 1%; font-family: Times

New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,939</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,950</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>   For the three months ended September 30, 2024 and 2023, depreciation and amortization expense was $0.2 million for both periods. For the nine months ended September 30, 2024 and 2023, depreciation and amortization expense was $0.6 million and $0.7 million, respectively.</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 9pt;"><i>Accrued Expenses</i></p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">Accrued expenses consists of the following:</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; 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font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">(In thousands)</p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Clinical trials</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">8,404</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">10,168</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Employee compensation</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">6,930</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">7,380</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Contract research and development</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">4,453</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">6,223</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Interest payable</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">1,356</td> <td style="width: 1%; font-family: Times New Roman; 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font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">23,246</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">31,868</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody> </table> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; 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rgb(0, 0, 0);">168,109</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> 2924300029373000129488000138736000158731000168109000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;">   </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> September 30, </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> December 31, </td> <td style="font-family: Times New Roman; 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text-align: right; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);">1,372</td> <td style="width: 1%; font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> Total receivables </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">6,394</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; 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font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">624</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> Total cost </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">12,710</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">12,191</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Less accumulated depreciation and amortization </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(10,771</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(10,241</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 18pt;"> Total property and equipment, net </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,939</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,950</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> 73090006929000366400035250001113000111300062400062400012710000121910001077100010241000193900019500002000002000006000007000000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> September 30, </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> <p style="font-family:Times New

Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">December 31, </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Clinical trials </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">8,404</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">10,168</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Employee compensation </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">6,930</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">7,380</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Contract research and development </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">4,453</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">6,223</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Interest payable </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">1,356</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">4,242</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Consulting and professional fees </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">1,296</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">3,539</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Other accrued expenses </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">807</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">316</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Total accrued expenses </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">23,246</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">31,868</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>
840400010168000693000073800004453000622300013560004242000129600035390008070003160002324600031868000 Note 6—Debt   2024 Secured Term Loan   On June 3, 2024, we entered into a Credit Agreement with the Lenders, which provides for a term loan credit facility of up to $92.1 million, in aggregate, consisting of an Initial Term Loan of $67.1 million and a Delayed Draw Term Loan of $25.0 million. The Delayed Draw Term Loan may be drawn once in full upon notice delivered on or prior to June 3, 2025, conditioned on receipt of FDA approval of narsoplimab in TA-TMA within 30 days of the notice. The Delayed Draw Term Loan would be issued with an original issue discount of 3.0% and the proceeds may be used only for commercialization of narsoplimab in TA-TMA and transaction costs associated with the Delayed Draw Term Loan. Until the earlier of November 1, 2025 and the date we elect to utilize the Delayed Draw Term Loan, the Company, at its sole discretion, may exchange up to $14.9 million aggregate principal amount of outstanding 2026 Notes for cash and/or additional term loan amounts, with the holders of such notes becoming Lenders under the Credit Agreement (any such additional term loans, together with the Initial Term Loan and the Delayed Draw Term Loan, the “Loans”). As of November 13, 2024, no such additional exchanges have occurred. All indebtedness under the Credit Agreement is secured by a first-priority security interest in and lien on substantially all our tangible and intangible property, subject to customary exceptions, and excluding royalty interests in OMIDRIA® and certain related rights.   In connection with our entry into the Credit Agreement, we used the Initial Term Loan along with $21.2 million of cash on hand to repurchase $118.1 million aggregate principal amount of the 2026 Notes held by the Lenders. The total consideration paid at closing of $88.3 million represents a purchase price equal to approximately 75% of the par value of the 2026 Notes retired in the transaction. The reduction in the aggregate outstanding principal balance of our 2026 Notes and incurrence of a new Initial Term Loan resulted in a $51.0 million reduction of our outstanding debt. The $29.8 million difference between the $118.1 million aggregate principal amount of the 2026 Notes and the $88.3 million aggregate repurchase price was recorded as a premium (i.e., an increase) to the long-term debt on the Company’s condensed consolidated balance sheet instead of being recognized as a gain on early extinguishment of debt. The premium is being amortized as both a non-cash reduction of long-term debt in the condensed consolidated balance sheets and interest expense in the condensed consolidated statement of operations and comprehensive loss over the duration of the term loan. As a post-closing adjustment, we accrued $0.6 million which was paid in July 2024 in additional cash consideration to a certain Lender.</p> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 18pt;"> </p> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 18pt;">The amount outstanding on the Initial Term Loan is as follows:</p> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 18pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 85%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30,</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2024</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Principal amount</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">67,077</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Unamortized debt premium, net of issuance costs and other </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">25,350</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total long-term debt </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">92,427</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px;

margin-left: 0pt;"> </td> </tr> </tbody></table>   The Loans have a stated maturity date of June 3, 2028 and bear interest at an adjusted secured overnight financing rate ("adjusted SOFR"), subject to a 3.0% floor, plus 8.75% per annum, payable quarterly from the closing date. As of September 30, 2024, the contractual interest rate on the Loans was 13.87%. We have the option to pay all of the interest in cash or to pay 50% in cash and pay-in-kind ("PIK"), the remaining interest. When this provision is elected, interest for the quarter, including both the cash interest and PIK interest, is calculated based on adjusted SOFR plus a 10.25% PIK margin (instead of the customary 8.75% margin). The PIK interest is then added to the outstanding principal balance and interest is computed using the original adjusted SOFR plus 8.75% margin rate. Due to the premium amortization on the Initial Term Loan, interest expense is currently being recognized at an implied effective interest rate of 1.52%.   The following table sets forth interest expense recognized related to the Initial Term Loan: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 70%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif, font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; width: 0%; padding: 0px; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Contractual interest expense </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2,433</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,147</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Amortization of premium and debt issuance costs </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">(2,060</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">(2,659</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total interest expense </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">373</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">488</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>   We may elect to prepay the Loans, in whole or in part, in cash, plus an applicable prepayment and/or make-whole premium. Under certain circumstances, we are required to prepay all or a portion of the outstanding Loans, plus an applicable prepayment and/or make-whole premium, as described below.   (1) If, on November 1, 2025, (i) the aggregate outstanding principal amount of the outstanding 2026 Notes that is not held by the Lenders equals or exceeds $38.5 million and (ii) we have not made or delivered notice that we expect to make certain voluntary or mandatory prepayments under the Credit Agreement of at least $20.0 million in the aggregate, then we would be required, on or prior to November 15, 2025, to make a $20.0 million mandatory prepayment, together with a $1.0 million prepayment premium.   (2) Upon the occurrence of a change in control, we must prepay the entire outstanding amount of the Loans, plus the applicable make-whole or prepayment premium.   (3) We must prepay the Loans in an amount equal to: (i) 25.0% of any milestone payments received from DRI or its affiliates on the basis of net sales of OMIDRIA; (ii) 60.0% of the net cash proceeds (excluding transaction expenses and certain milestone payments) received by Omeros from the sale or license of our assets (or in the case of an asset sale or license involving narsoplimab that occurs while any Delayed Draw Term Loan is outstanding, an amount equal to 100% of the net cash proceeds from such transaction); (iii) 100.0% of net cash proceeds of indebtedness incurred by the Company other than as permitted by the Credit Agreement; and (iv) 100% of the net cash proceeds of insurance recoveries on loss of property, except to the extent utilized to repair or replace the relevant assets within a specified time.   Voluntary and mandatory prepayments of the Loans are subject to payment of the following premiums: (i) during the first year of such Loans, a make-whole premium plus 5.0% of the applicable prepayment amount (unless the prepayment is made in contemplation of a change of control, in which case only the make-whole premium would be payable); (ii) during the second year, a prepayment premium equal to 5.0% of the applicable prepayment amount; and (iii) during the third year, a prepayment premium equal to 3.0% of the applicable prepayment amount.   The Credit Agreement contains certain customary default provisions, representations and warranties and affirmative and negative covenants. These include a covenant requiring us to maintain at all times unrestricted cash and cash equivalents of at least $25.0 million in accounts subject to control agreements and a covenant limiting the use of cash for open market or privately negotiated repurchases of any outstanding 2026 Notes to: (i) an initial amount not exceeding $25.0 million, which may be increased by up to an additional $10.0 million subject to the satisfaction of certain conditions; (ii) an unlimited amount, if the amount of the Loans outstanding at the time of repurchase does not exceed $38.5 million; and (iii) an additional amount not to exceed 50% of the net cash proceeds from an equity offering, provided that the Company offers to prepay an equal amount of the Loans with the net cash proceeds of such offering. As of September 30, 2024, the Company was in compliance with the covenants under the Credit Agreement. After review of the customary default provisions, affirmative and negative covenants, and voluntary and mandatory prepayment options, this resulted in a net derivative asset that was not significant as of September 30, 2024.   The fair value of the Loans is classified as a Level 3 liability. As of September 30, 2024, the approximate fair value of our Loan obligations was $69.5 million. We determined the fair market value by discounting the future cash flows based on adjusted SOFR at each measurement date.   2023 Unsecured Convertible Senior Notes   We extinguished the $95.0 million outstanding on our 6.25% convertible senior notes (the "2023 Notes") at par upon maturity on November 15, 2023. The following table sets forth interest expense recognized related to the 2023 Notes. <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin:

0pt;">2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Contractual interest expense </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">1,484</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4,453</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Amortization of debt issuance costs </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">179</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">528</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,663</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">4,981</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>   2026 Unsecured Convertible Senior Notes   We have outstanding unsecured convertible senior notes which accrue interest at an annual rate of 5.25% per annum, payable semi-annually in arrears on February 15 and August 15 of each year. The 2026 Notes mature on February 15, 2026, unless earlier purchased, redeemed or converted in accordance with their terms. On June 3, 2024, we completed the 2026 Note Repurchase Transaction, through which we repurchased $118.1 million of principal amount outstanding on our 2026 Notes for total consideration of $88.3 million (approximately 75% of par value) , consisting of the Initial Term Loan of $67.1 million and $21.2 million of cash on hand. As discussed above, we paid an additional $0.6 million in cash in July 2024 to certain Lenders as a post-closing adjustment under the 2026 Note Repurchase Transaction. </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">Amounts outstanding on our 2026 Notes are as follows:</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 70%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; 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font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2024</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2023</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Principal amount</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">97,862</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">215,924</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Unamortized debt issuance costs </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(830</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(2,769</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total unsecured

convertible senior notes, net </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">97,032</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">213,155</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Fair value of outstanding unsecured convertible senior notes ⁽¹⁾ </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">66,668</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">131,444</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>   <table border="0" cellpadding="0" cellspacing="0" style="width: 100%; text-indent: 0px;"> <tbody><tr style="vertical-align: top;"> <td style="width: 18pt;"> </td> <td style="width: 18pt;"> (1) </td> <td style="width: auto;"> The fair value is classified as Level 2 liability due to the limited trading activity for the unsecured convertible senior notes. The fair value of the 2026 Notes is determined based on quoted prices in an over-the counter market using the most recent trading information at the end of the reporting period. The value of the conversion feature of the 2026 Notes is not deemed to be significant as the current market price of our common stock is below the initial conversion price of $18.49 per share of common stock. </td> </tr> </tbody></table>   Unamortized debt issuance costs of $0.8 million as of September 30, 2024 are amortized to interest expense at an effective interest rate of 5.89% over the remaining term.</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">The following table sets forth interest expense recognized related to the 2026 Notes:</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Three Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Nine Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30,</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30,</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2024</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2023</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2024</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2023</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Contractual interest expense</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">1,284</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2,954</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">6,488</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">8,861</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Amortization of debt issuance costs</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">144</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">312</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">713</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">922</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 18pt;">Total interest expense</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,428</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">3,266</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%;

font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">7,201</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">9,783</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>   The initial conversion rate is 54.0906 shares of our common stock per $1,000 of note principal (equivalent to an initial conversion price of approximately $18.4875 per share of common stock), which equaled approximately 12.2 million shares issuable upon conversion, subject to adjustment in certain circumstances.   The 2026 Notes are convertible at the option of the holders on or after November 15, 2025 at any time prior to the close of business on February 12, 2026, the second scheduled trading day immediately before the stated maturity date of February 15, 2026. Additionally, holders may convert their 2026 Notes at their option at specified times prior to the maturity date only if: (1) during any calendar quarter, the last reported sale price per share of our common stock exceeds 130% of the conversion price of the 2026 Notes for each of at least 20 trading days, whether or not consecutive, in the period of 30 consecutive trading days ending on, and including, the last trading day of the immediately preceding calendar quarter;   (2) during the five consecutive business days immediately after any five-consecutive-trading-day period (such five-consecutive-trading-day period, the "measurement period") in which the trading price per $1,000 principal amount of 2026 Notes for each trading day of the measurement period was less than 98% of the product of the last reported sale price per share of our common stock on such trading day and the conversion rate on such trading day;   (3) there is an occurrence of one or more certain corporate events or distributions of our common stock; or   (4) we call the 2026 Notes for redemption.   We will settle any conversions by paying or delivering, as applicable, cash, shares of our common stock or a combination of cash and shares of our common stock, at our election, based on the applicable conversion rate(s).   Subject to the satisfaction of certain conditions, we may redeem in whole or in part the 2026 Notes at our option through the 50th scheduled trading day immediately before the maturity date at a cash redemption price equal to the principal amount of the 2026 Notes to be redeemed plus any accrued and unpaid interest to, but excluding, the redemption date. The 2026 Notes are subject to redemption only if certain requirements are satisfied, including that the last reported sale price per share of our common stock exceeds 130% of the conversion price on (i) each of at least 20 trading days, whether or not consecutive, during the 30 consecutive trading days ending on, and including, the trading day immediately before the date we send the related redemption notice and (ii) the trading day immediately before the date we send such notice.   In order to reduce the dilutive impact or potential cash expenditure associated with the conversion of the 2026 Notes, we entered into capped call transactions in connection with the issuances of the 2026 Notes (the "2026 Capped Call"). The 2026 Capped Call will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2026 Notes, the number of shares of common stock underlying the 2026 Notes when our common stock is trading within the range of approximately $18.49 and $26.10. However, should the market price of our common stock exceed the $26.10 cap, then the conversion of the 2026 Notes would have an additional dilutive impact or may require a cash expenditure to the extent the market price of our common stock exceeds the cap price. The 2026 Capped Call will expire on various dates over the 50-trading-day period ranging from December 2, 2025 to February 12, 2026, if not exercised earlier. The 2026 Capped Call is a separate transaction and not part of the terms of the 2026 Notes and was executed separately from the issuance of the 2026 Notes. The amount paid for the 2026 Capped Call was recorded as a reduction to additional paid-in capital in the condensed consolidated balance sheet. The Company also retains all potential future value of the capped calls associated with the repurchased 2026 Notes. As of September 30, 2024, approximately 12.2 million shares remained outstanding under the 2026 Capped Call.   Further, we concluded the 2026 Capped Call qualifies for a derivative scope exception for instruments that are both indexed to an entity's own stock and classified in stockholders' equity in its balance sheet. Consequently, the fair value of the 2026 Capped Call of $23.2 million is classified as equity, not accounted for as derivatives, and will not be subsequently remeasured.</p> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 18pt; text-align: left;"> </p> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 0pt; text-align: left;"><i>Minimum Commitments</i></p> <p style="font-family: "Times New Roman", font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 18pt;"> </p> <p style="font-family: "Times New Roman", font-size: 10pt; font-variant: normal; margin: 0pt; text-indent: 18pt;">As of September 30, 2024, the most probable principal payments on our 2026 Notes and Term Loan are as follows. </p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2026 Notes</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Term Loan</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Total</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="10" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 55%;"> <p style="margin: 0pt; font-size: 10pt; font-family: "Times New Roman", Times, serif;">2025</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,000</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,000</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2026 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">97,862</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">97,862</td> <td style="width: 1%; 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vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2029 and thereafter </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times,

serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; 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font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(830</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">25,350</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; 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text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">92,427</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">189,459</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>

92100000671000002500000OP30D0.0314900000212000001181000000883000000.75-5100000029800000118100000883000000600000

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font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; 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Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Contractual interest expense </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">1,284</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2,954</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">6,488</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">8,861</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Amortization of debt issuance costs </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);">144</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">312</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">713</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">922</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total interest expense </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1,428</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">3,266</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">7,201</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">9,783</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>
2433000314700020602659373000488000385000002000000020000000100000000385000000.506950000095000000000.0625
<table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 70%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> September 30, </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> December 31, </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Principal amount </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">97,862</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">215,924</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Unamortized debt issuance costs </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(830</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(2,769</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total unsecured convertible senior notes, net </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">97,032</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;

border-bottom: 3px double rgb(0, 0, 0);">213,155</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Fair value of outstanding unsecured convertible senior notes ⁽¹⁾ </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">66,668</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">131,444</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>
9786200021592400083000027690009703200021315500066668000131444000018.498000000.058912840002954000648800088610001440003120007130009220001428000326(
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font-size: 10pt; padding-bottom: 1px;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Total </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="10" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 55%;"> 2025 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,000</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,000</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2026 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">97,862</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; text-align: right;">97,862</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2027 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2028 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">47,077</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">47,077</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2029 and thereafter </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total principal payments </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">97,862</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">67,077</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">164,939</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Unamortized premiums, discounts and issuance costs and other </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(830</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">25,350</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 1px;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">24,520</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Carrying value of debt </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-

family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">97,032</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">92,427</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">189,459</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>
0200000002000000097862000097862000000047077000047077000000978620006707700016493900 0-8300002535000024520000970320009242700018945900 0 Note 7—Discontinued Operations - Sale of OMIDRIA   On December 23, 2021, we sold the rights to OMIDRIA and related assets to Rayner, which is reported as discontinued operations in our condensed consolidated statements of operations and comprehensive loss and excluded from continuing operations for all periods presented.   In December 2022, we earned a $200.0 million milestone payment upon the occurrence of an event specified in the Asset Purchase Agreement with Rayner. The milestone payment was received in February 2023.</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;">Net income from discontinued operations is as follows:</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Three Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Nine Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30,</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30, </p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2024</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2023</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2024</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">2023</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="14" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Interest earned on OMIDRIA contract royalty asset</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4,210</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,730</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">12,824</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">11,484</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Remeasurement adjustments</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">731</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">10,100</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">7,384</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">14,924</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Other income, net</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(60</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">76</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">423</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">480</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 18pt;">Net income from discontinued operations, net of tax</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">4,881</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">13,906</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">20,631</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%;

font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">26,888</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;">The following is a roll forward of the OMIDRIA contract royalty asset (in thousands):</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; width: 85%;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">OMIDRIA contract royalty asset at December 31, 2023</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">168,109</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> Royalties earned </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">(29,586</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> Interest earned on OMIDRIA contract royalty asset </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">12,824</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> Remeasurement adjustments </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">7,384</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> OMIDRIA contract royalty asset at September 30, 2024 </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">158,731</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;"> </p> <p style="font-family:"Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt; text-align: left; text-indent: 18pt;">We remeasure the OMIDRIA contract royalty asset on a quarterly basis using the expected value approach, which incorporates actual results and future expectations.</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;">Cash flow from discontinued operations is as follows: </p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;"> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">Nine Months Ended</p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> <p style="font-family: "Times New Roman"; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">September 30,</p> </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">2024</p> </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:center;margin:0pt;">2023</p> </td> <td style="font-family: Times New Roman; 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font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">30,619</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">232,081</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> </tbody></table>   Net cash provided by discontinued operations primarily represents royalties received and the $200.0 million milestone payment that we collected from Rayner in February 2023. All royalties earned on OMIDRIA sales within the U.S. through December 31, 2031 are remitted by Rayner to DRI via an escrow arrangement.</p> 200000000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Three Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Nine Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; 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border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="14" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Interest earned on OMIDRIA contract royalty asset</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4,210</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,730</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">12,824</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">11,484</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left:

0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Remeasurement adjustments </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">731</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">10,100</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">7,384</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">14,924</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Other income, net </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(60</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">76</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">423</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">480</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Net income from discontinued operations, net of tax </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">4,881</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">13,906</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">20,631</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">26,888</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> 421000037300001282400011484000731000101000007384000149240006000076000423000480000488100013906000206310002688800 0 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; width: 85%;"> OMIDRIA contract royalty asset at December 31, 2023 </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">168,109</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Royalties earned</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">(29,586</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Interest earned on OMIDRIA contract royalty asset</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">12,824</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt; margin-left: 9pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Remeasurement adjustments</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">7,384</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">OMIDRIA contract royalty asset at September 30, 2024</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">158,731</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> 16810900029586000128240007384000158731000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Net cash provided by discontinued operations from operating activities </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">30,619</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">232,081</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> </tbody></table> 3061900023208100020000000 0 Note 8—OMIDRIA Royalty Obligation   In September 2022, we sold to DRI an interest in our future OMIDRIA royalty receipts and received $125.0 million in cash consideration, which was recorded as an OMIDRIA royalty obligation on our condensed consolidated balance sheet. DRI was entitled to receive royalties on OMIDRIA net sales between September 1, 2022 and December 31, 2030, subject to annual caps.   In February 2024, Omeros and DRI expanded their royalty purchase agreement under the DRI Amendment, resulting in Omeros receiving an additional $115.5 million in cash consideration, which we accounted for as a modification of our existing debt from DRI. The DRI Amendment eliminated the annual caps on royalty payments and provides that DRI will receive all royalties on U.S. net sales of OMIDRIA payable between January 1, 2024 and December 31, 2031.   We retain the right to receive all royalties payable by Rayner on any net sales of OMIDRIA outside the U.S. payable after January 1, 2024, as well as royalties on global net sales of OMIDRIA payable from and after December 31, 2031. To date, international royalties have not been significant. DRI has no recourse to our assets other than its interest in OMIDRIA royalties.   We are also entitled to receive a milestone payment ranging between $10.0 million and $27.5 million if U.S. net sales of OMIDRIA reach applicable thresholds ranging between a total of $156.0 million and $160.0 million for any period of four consecutive quarters prior to January 1, 2026. In addition, we are entitled to receive a separate milestone payment ranging between $8.0 million and $27.5 million if U.S. net sales of OMIDRIA reach applicable thresholds ranging between a total of $181.0 million and $185.0 million for any period of four consecutive quarters prior to January 1, 2028.   <p style="font-family:Times New Roman;font-size:10pt;text-

indent:18pt;">The following schedule is a roll forward of the OMIDRIA royalty obligation (in thousands):   <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 85%;"> Balance at December 31, 2023 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">125,126</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt; text-align: left; text-indent: 0pt;">Additional proceeds</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">115,525</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0"> <p style="margin: 0pt 0pt 0pt 9pt; font-size: 10pt; font-family: "Times New Roman", Times, serif;">Non-cash interest</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0">(1,553</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0">)</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Principal payments</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(15,125</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Balance at September 30, 2024</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">223,973</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table>   We account for the OMIDRIA royalty obligation under the catch-up method. The catch-up method requires that we adjust the carrying amount to match the present value of revised estimated cash flows of Rayner's U.S. net sales of OMIDRIA. We discounted the OMIDRIA royalty obligation at an implied effective interest rate of 10.27%.   The OMIDRIA royalty obligation is classified as a Level 3 liability as its valuation requires substantial judgment and estimation of factors that are not currently observable in the market. As of September 30, 2024, the approximate fair value of our obligation was $213.4 million. We determined the fair market value by discounting the estimated future cash flows based on the initial contractual rate adjusted for any changes in the prime rate through to the measurement date.   For the three months ended September 30, 2024 and 2023, we incurred interest expense of $2.2 million and $3.0 million, respectively. For the nine months ended September 30, 2024 and 2023, we incurred interest expense of $13.7 million and $8.9 million, respectively.</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;text-align:justify;margin:0pt;text-indent:18pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">As of September 30, 2024, future expected principal and interest payments are as follows:</p> <p style="font-family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 55%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;"> Principal</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Interest</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Total</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="10" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">2024</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,806</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">5,403</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">9,209</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2025 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,546</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,468</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">41,014</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2026 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">23,778</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">18,324</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">42,102</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2027 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">27,069</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">15,875</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">42,944</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2028 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">30,711</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif;

font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">13,091</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">43,802</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Thereafter </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">118,063</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">18,672</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">136,735</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 18pt;">Total scheduled payments </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">223,973</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">91,833</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">315,806</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table> 125000000115500000100000002750000015600000016000000080000002750000018100000018500000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 85%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Balance at December 31, 2023</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">125,126</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Additional proceeds </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">115,525</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0"> Non-cash interest </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0">(1,553</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding: 0; margin: 0">)</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Principal payments </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(15,125</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; padding-bottom: 1px;">)</td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Balance at September 30, 2024 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">223,973</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; padding-bottom: 3px; margin-left: 0pt;"> </td> </tr> </tbody></table> 125126000115525000-155300015125000239730000.10272134000002200000300000013700000089000000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 55%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Principal</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Interest</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Total</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="10" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">2024</p> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,806</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">5,403</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">9,209</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2025 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,546</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">20,468</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">41,014</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2026 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">23,778</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left:

0pt;">18,324</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">42,102</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2027 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">27,069</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">15,875</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">42,944</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> 2028 </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">30,711</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">13,091</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">43,802</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Thereafter </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">118,063</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">18,672</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">136,735</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total scheduled payments </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">223,973</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">91,833</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">315,806</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>

3806000540300092090002054600020468000410140002377800018324000421020002706900015875000429440003071100013091000438020001180630001867200013673500(

Note 9—Leases   We have an operating lease for our office and laboratory facilities with an initial term that ends in November 2027 and two options to extend the lease term by an additional five years each. Restricted investments of $1.1 million represent the security deposit on our office and laboratory facilities. We have finance leases for certain laboratory and office equipment that have lease terms expiring through November 2026.   Supplemental lease information is as follows: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;">   </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="14" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Lease cost </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"

margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4,822</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4,852</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Finance lease cost: </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Amortization </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">173</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">140</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">468</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">529</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Interest </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">26</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">29</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">122</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">121</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Variable lease cost </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">824</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">807</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2,622</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2,354</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Sublease income </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(364</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(375</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(1,138</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(1,125</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Net lease cost </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">2,269</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">2,204</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">6,896</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">6,731</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>   Cash paid for amounts included in the measurement of lease liabilities is as follows: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 70%;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; 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margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> 2023 </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Cash paid for amounts included in the measurement of lease liabilities </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> <p style="font-

family:'Times New Roman';font-size:10pt;font-variant:normal;margin:0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Cash payments for operating leases </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">5,272</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">5,356</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Cash payments for financing leases </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">534</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">499</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> </tr> </tbody></table> 1100000 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; 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font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;">Lease cost </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"

0pt;">121</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Variable lease cost </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">824</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; 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vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Sublease income </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(364</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(375</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(1,138</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(1,125</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Net lease cost </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">2,269</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); 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vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Cash paid for amounts included in the measurement of lease liabilities </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Cash payments for operating leases </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: Times New Roman; font-size: 10pt; 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161000016030004822000485200017300014000046800052900026000290001220001210008240008070002622000235400036400037500011380001125000226900022040006850
Note 10—Commitments and Contingencies   Good and Service Contracts   We have various agreements with third parties that collectively require payment of termination fees totaling $5.6 million as of September 30, 2024 if we cancel the work within specific time frames, either prior to commencing or during performance of the contracted services.   Development Milestones and Product Royalties   We have entered a variety of development, collaboration, licensing or similar agreements with third parties under which we have accessed technology or services in connection with our development assets and programs. Some of these agreements require milestone payments based on achievements of development, regulatory or sales milestones, and/or low-single to low-double digit royalties on net income or net sales of the relevant product. For the three and nine months ended September 30, 2024, development milestone expenses were not significant. In the three and nine months ended September 30, 2023, we paid a third-party licensor $5.0 million in connection with achievement of a development milestone in our zaltenibart program. 56000005000000 Note 11—Shareholders' Equity (Deficit)   Common Stock   At the Market Sales Agreement - We have a sales agreement to sell shares of our common stock having an aggregate offering price of up to $150.0 million, from time to time, through an "at the market" equity offering program. As of September 30, 2024, we have not sold any shares under this program.   Share Repurchase Program - On November 9, 2023, the Board of Directors approved an indefinite term share repurchase program under which we were authorized to repurchase from time to time up to $50.0 million of our common stock in the open market or through privately negotiated transactions. Since inception of the program, we have repurchased and retired 5.0 million shares at an average price of $3.30 per share. During the first quarter of 2024, we repurchased and retired 3.2 million shares of common stock at an average share price of $3.71 at an aggregate cost of $11.9 million. The terms of the Credit Agreement prohibit us from repurchasing our common stock unless expressly agreed to by the Lenders. Consequently, the Board of Directors terminated the share repurchase program effective upon execution of the Credit Agreement. 150000000500000000500000003.332000003.71111900000 Note 12—Stock-Based Compensation   Our stock option

plans provide for the grant of incentive and non-qualified stock options, restricted stock awards, restricted stock units, and other stock awards to employees, non-employee directors and consultants.   Stock-based compensation is as follows: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); 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font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> (In thousands) </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Continuing operations </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; 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font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">1,305</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,146</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,710</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Selling, general and administrative </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">1,578</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">2,054</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">4,921</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;">5,456</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total stock-based compensation in continuing operations </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2,641</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,359</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">8,067</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">9,166</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Discontinued operations </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(124</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0); text-align: right;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">(207</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">)</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-

align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Total stock-based compensation </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">2,641</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">3,235</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">8,067</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">8,959</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>   The fair value of each option grant is estimated on the date of grant using the Black-Scholes option-pricing model. The following assumptions were applied to all stock option grants: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 70%;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Three Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> Nine Months Ended </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;">   </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Estimated weighted-average fair value </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3.06</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2.60</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Weighted-average assumptions: </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Expected volatility </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">96</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">95</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Expected life, in years </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">7.4</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">7.2</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Risk-free interest rate </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4.22</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4.36</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Expected dividend yield </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> </tr> </tbody></table>   Expected volatility is based on the historical volatility of our stock price weighted by grant issuances over the reporting period. We estimated the expected life of the stock options granted using the historical exercise behavior of option holders. The risk-free interest rate is based on the U.S. Treasury yield curve in effect at the time of grant. Forfeiture expense is estimated at the time of grant and revised in subsequent periods if actual forfeitures differ from those estimates.   Stock option activity for all stock plans and related information is as follows: <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Weighted- </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Aggregate </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", font-size: 10pt;"> </td> <td style="font-

family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Exercise </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Remaining </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Intrinsic </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Options </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Price per </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Contractual Life </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Value </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; 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font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Balance at December 31, 2023 </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">15,255,154</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">9.50</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Granted</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">3,280,500</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">3.13</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; 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text-align: right; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0">3.19</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Forfeited</p> </td> <td style="width: 1%; 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border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody></table>   On April 25, 2024, annual stock option grants of approximately 2.9 million shares of common stock were awarded to eligible participants for the 2023 annual performance period.   <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-

indent:18pt;">Of the 18.1 million common stock options outstanding as of September 30, 2024, 9.8 million have an exercise price per share above $3.97, which was the closing price of our stock on the Nasdaq exchange on September 30, 2024.   As of September 30, 2024, there were 6.0 million unvested options outstanding that will vest over a weighted-average period of 2.4 years. The total estimated compensation expense yet to be recognized on outstanding options is $14.4 million.</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;">As of September 30, 2024, the total number of shares of common stock available for grant was 5.9 million. As of October 29, 2024, the total number of shares of common stock available for grant increased to 7.1 million due to approximately 1.2 million shares of common stock expiring and returning to our stock option plan for reissuance.</p> <p style="font-family:Times New Roman;font-size:10pt;font-variant:normal;margin:0pt;text-indent:18pt;"> </p> <p style="font-family: 'Times New Roman', Times, serif; font-size: 10pt; margin: 0pt; text-align: left"> </p> <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: "Times New Roman", Times, serif; text-indent: 0px;"> <tbody><tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Three Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">Nine Months Ended</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; width: 52%;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30,</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">September 30,</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; 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text-align: center; margin: 0pt;">2023</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; margin: 0pt;"></p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> <p style="font-family: "Times New Roman", Times, serif; font-size: 10pt; font-variant: normal; text-align: center; margin: 0pt;">(In thousands)</p> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="6" style="text-align: center; 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text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">1,305</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,146</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,710</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Selling, general and administrative </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);">1,578</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; 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font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3,359</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">8,067</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; 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font-size: 10pt;"> </td> </tr> <tr class="finHeading" style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> September 30, 2024 </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Estimated weighted-average fair value </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">3.06</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">2.60</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Weighted-average assumptions: </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Expected volatility </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">96</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">95</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Expected life, in years </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">7.4</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">7.2</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Risk-free interest rate </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4.22</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">4.36</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman", Times, serif; font-size: 10pt;"> Expected dividend yield </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt;"> </td> <td style="width: 12%; text-align: right; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">—</td> <td style="width: 1%; font-family: "Times New Roman", Times, serif; font-size: 10pt; margin-left: 0pt;">%</td> </tr> </tbody></table> 3.062.60.960.95P7Y4M24DP7Y2M12D0.04220.043600 <table border="0" cellpadding="0" cellspacing="0" class="finTable" style="width: 100%; font-size: 10pt; font-family: Times New Roman; text-indent: 0px;"> <tbody><tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt; width: 52%;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Weighted- </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td colspan="2" style="font-family: "Times New Roman"; 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size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Remaining </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Intrinsic </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Options </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Price per </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Contractual Life </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> Value </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: "Times New Roman"; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Outstanding </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> Share </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> (In years) </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td colspan="2" style="text-align: center; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 1px solid rgb(0, 0, 0);"> (In thousands) </td> <td style="font-family: Times New Roman; font-size: 10pt; border-bottom: 1px solid rgb(0, 0, 0);"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> Balance at December 31, 2023 </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">15,255,154</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">9.50</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: Times New Roman; 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font-size: 10pt; margin-left: 0pt;">3,280,500</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;">3.13</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; font-size: 10pt;"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="font-family: Times New Roman; 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margin: 0">3.19</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> <td style="text-align: right; font-family: Times New Roman; font-size: 10pt; padding: 0; margin: 0"> </td> </tr> <tr style="background-color: rgb(255, 255, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt 0pt 0pt 9pt;">Forfeited</p> </td> <td style="width: 1%; font-family: Times New Roman; 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font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">17,503,959</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">8.58</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">5.9</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">5,677</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> <tr style="background-color: rgb(204, 238, 255); vertical-align: bottom"> <td style="font-family: Times New Roman; font-size: 10pt;"> <p style="font-family: Times New Roman; font-size: 10pt; font-variant: normal; margin: 0pt;">Exercisable at September 30, 2024</p> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">12,133,698</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">10.75</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0);"> </td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">4.5</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt;"> </td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">$</td> <td style="width: 9%; text-align: right; font-family: Times New Roman; font-size: 10pt; margin-left: 0pt; border-bottom: 3px double rgb(0, 0, 0);">1.421</td> <td style="width: 1%; font-family: Times New Roman; font-size: 10pt; border-bottom: 3px double rgb(0, 0, 0); margin-left: 0pt;"> </td> </tr> </tbody> </table>

152551549.532805003.13164043.193861816.91181330698.41P6Y6168000175039598.58P5Y10M24D56770001213369810.75P4Y6M14210002900000181000009800000 3.97600

ITEM 5. OTHER INFORMATION   (a) None.   <p style="font-family:Times New Roman;font-size:10pt;font-

variant:normal;margin:0pt;text-indent:18pt;">(b) None.   (c) During the three months ended September 30, 2024, none of our directors or Section 16 reporting officers adopted or terminated any contract, instruction or written plan for the purchase or sale of our securities that was intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act or any "non-Rule 10b5-1 trading arrangement" (as defined in Item 408(c) of Regulation S-K).   The fair value is classified as Level 2 liability due to the limited trading activity for the unsecured convertible senior notes. The fair value of the 2026 Notes is determined based on quoted prices in an over-the counter market using the most recent trading information at the end of the reporting period. The value of the conversion feature of the 2026 Notes is not deemed to be significant as the current market price of our common stock is below the initial conversion price of $18.49 per share of common stock. The 2023 Notes (defined below) were fully extinguished upon maturity on November 15, 2023. On June 3, 2024, we repurchased $118.1 million of our 2026 Notes reducing any effect of dilution related to those notes. For further details refer to "Note 6 — Debt." The outstanding restricted stock units were vested and converted to shares of common stock on December 1, 2023. The 2026 Notes are subject to a capped call arrangements that potentially reduces the dilutive effect of conversion as described in "Note 6 — Debt." Any potential impact of the capped call arrangement is excluded from this table."