

0001483934-25-0000156-K Scorpio Tankers Inc. 2025021220250212171457171458171458 0 0001483934-25-000015 6-K 3 20241231 20250212 20250212 Scorpio Tankers Inc. 0001483934 4412 000000000 6-K 34 001-34677 25616035 L'EXOTIQUE 99 BOULEVARD JARDIN EXOTIQUE MONACO O9 98000 212-542-1616 L'EXOTIQUE 99 BOULEVARD JARDIN EXOTIQUE MONACO O9 98000 6-K 1 stng6k-q42024epr.htm DocumentUNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549FORM 6-KREPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 OF THE SECURITIES EXCHANGE ACT OF 1934For the month of February 2025Commission File Number: 001-34677SCORPIO TANKERS INC.(Translation of registrantâ™s name into English)99, Boulevard du Jardin Exotique, Monaco 98000(Address of principal executive office)Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.Form 20-F [X] Form 40-F [â Á] INFORMATION CONTAINED IN THIS FORM 6-K REPORTAttached to this Report on Form 6-K as Exhibit 99.1 is a press release issued by Scorpio Tankers Inc. (the "Company") on February 12, 2025 announcing the financial results for the fourth quarter of 2024 and the declaration of a dividend.The information contained in this Report on Form 6-K, with the exception of the information contained on page 3 of Exhibit 99.1 under the heading "Conference Call" is hereby incorporated by reference into the Company's registration statements on Form F-3 (Registration No. 333-264084) and Form S-8 (Registration No. 333-277147) that were filed with the U.S. Securities and Exchange Commission with an effective date of April 1, 2022 and February 16, 2024, respectively.SIGNATURESPursuant 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.SCORPIO TANKERS INC.(registrant)Dated: February 12, 2025By:/s/ Christopher AvellaChristopher AvellaChief Financial Officer EX-99.1 2 q42024earnings-exhibit991.htm DocumentExhibit 99.1 Scorpio Tankers Inc. Announces Financial Results for the Fourth Quarter of 2024 and the Declaration of a DividendMONACO--(GLOBE NEWSWIRE - FebruaryÂ 12, 2025) - Scorpio Tankers Inc. (NYSE: STNG) ("Scorpio Tankers" or the "Company") today reported its results for the three months and year ended December 31, 2024. The Company also announced that its board of directors (the "Board of Directors") has declared a quarterly cash dividend on its common shares of \$0.40 per share. Results for the three months ended December 31, 2024 and 2023For the three months ended December 31, 2024, the Company had net income of \$68.6 million, or \$1.48Â basic and \$1.43 diluted earnings per share. For the three months ended December 31, 2024, the Company had adjusted net income (see Non-IFRS Measures section below) of \$30.3 million, or \$0.65 basic and \$0.63 diluted earnings per share, which excludes from net income (i) a \$52.6 million, or \$1.13 per basic and \$1.09 per diluted share, gain on sales of vessels, (ii) a \$13.9 million, or \$0.30 per basic and \$0.29 per diluted share, fair value loss on financial assets measured at fair value, and (iii) a \$0.5 million, or \$0.01 per basic and diluted share, write-offs of deferred financing fees and debt extinguishment costs. For the three months ended December 31, 2023, the Company had net income of \$120.9 million, or \$2.43 basic and \$2.34 diluted earnings per share. For the three months ended December 31, 2023, the Company had adjusted net income (see Non-IFRS Measures section below) of \$142.2 million, or \$2.85 basic and \$2.75 diluted earnings per share, which excludes from net income (i) a \$7.3 million, or \$0.15 per basic and \$0.14 per diluted share, write-off or acceleration of the amortization of deferred financing fees on certain lease financing obligations and related debt extinguishment costs, (ii) a \$4.9 million, or \$0.10 per basic and \$0.09 per diluted share, gain on the sale of a vessel, (iii) an \$8.4 million, or \$0.17 per basic and \$0.16 per diluted share, acceleration of the amortization of restricted stock awards which was triggered by the departure of the Companyâ™s former CFO in October 2023, and (iv) a \$10.5 million, or \$0.21 per basic and \$0.20 per diluted share, write-off of previously incurred costs related to the options to purchase scrubbers on 11 MR product tankers which expired unexercised. Results for the year ended December 31, 2024 and 2023For the year ended December 31, 2024, the Company had net income of \$668.8 million, or \$13.78Â basic and \$13.15 diluted earnings per share. For the year ended December 31, 2024, the Company had adjusted net income (see Non-IFRS Measures section below) of \$512.9 million, or \$10.57 basic and \$10.08 diluted earnings per share, which excludes from net income (i) a \$176.5 million, or \$3.64 per basic and \$3.47 per diluted share, gain on sales of vessels, (ii) a \$2.8 million, or \$0.06 per basic and diluted share, gain on sale of a vessel within a joint venture, (iii) a \$15.0 million, or \$0.31 per basic and \$0.29 per diluted share, fair value loss on financial assets measured at fair value, and (iv) a \$8.5 million, or \$0.18 per basic and \$0.17 diluted share, write-off or acceleration of the amortization of deferred financing fees related to unscheduled debt and lease payments and debt extinguishment costs on certain lease financing obligations. For the year ended December 31, 2023, the Company had net income of \$546.9 million, or \$10.44 basic and \$10.03 diluted earnings per share. For the year ended December 31, 2023, the Company had adjusted net income (see Non-IFRS Measures section below) of \$570.3 million, or \$10.89 basic and \$10.46 diluted earnings per share, which excludes from net income (i) a \$16.5 million, or \$0.32 per basic and \$0.30 per diluted share, write-off or acceleration of the amortization of deferred financing fees on certain lease financing obligations and related debt extinguishment costs, (ii) a \$12.0 million, or \$0.23 per basic and \$0.22 per diluted share, gain on the sale of vessels, (iii) an \$8.4 million, or \$0.16 per basic and \$0.15 per diluted share, acceleration of the amortization of restricted stock awards which was triggered by the departure of the Companyâ™s former CFO in October 2023, and (iv) a \$10.5 million, or \$0.20 per basic and \$0.19 per diluted share, write-off of costs related to the options to purchase scrubbers on 11 MR product tankers which expired unexercised.1Declaration of DividendOn February 12, 2025, the Company's Board of Directors declared a quarterly cash dividend of \$0.40 per common share, with a payment date of March 21, 2025 to all shareholders of record as of March 7, 2025 (the record date). As of February 11, 2025, there were 49,920,042 common shares of the Company outstanding. Summary of Fourth Quarter 2024 and Other Recent Significant Eventsâ¢Below is a summary of the average daily Time Charter Equivalent ("TCE") revenue (see Non-IFRS Measures section below) and duration of contracted voyages and time charters for the Company's vessels (both in the pools and outside of the pools) thus far in the first quarter of 2025 as of the date hereof (See footnotes to "Other operating data" table below for the definition of daily TCE revenue):Pool and Spot MarketTime Charters Out of the PoolAverage Daily TCE RevenueExpected Revenue Days (1)% of DaysAverage Daily TCE RevenueExpected Revenue Days (1)% of

DaysLR\$29,000Â 2,33060Â %\$30,750Â 880100Â %MR\$22,000Â 3,60057Â %\$22,500Â 530100Â %Handymax\$15,600Â 1,20051Â %N/AN/AN/A(1)Â Á Á Á Expected Revenue Days are the total number of calendar days in the quarter for each vessel, less the total number of expected off-hire days during the period associated with major repairs or drydockings. Consequently, Expected Revenue Days represent the total number of days the vessel is expected to be available to earn revenue. Idle days, which are days when a vessel is available to earn revenue, yet is not employed, are included in revenue days. The Company uses revenue days to show changes in net vessel revenues between periods.â€¢Below is a summary of the average daily TCE revenue earned by the Company's vessels during the fourth quarter of 2024: Average Daily TCE RevenueVessel classPool / SpotTime ChartersLR\$25,594Â \$30,803Â MR\$19,351Â \$22,943Â Handymax\$15,487Â N/Aâ€¢In January 2025, the Company successfully placed \$200.0 million of new senior unsecured bonds in the Nordic bond market (the âœUnsecured Senior Notes Due 2030â€). The Unsecured Senior Notes Due 2030 are due to mature in January 2030 and bear interest at a fixed coupon rate of 7.50% per annum, payable semi-annually in arrears. The net proceeds from the bond issue are expected to be used to redeem the Companyâ™s existing Unsecured Senior Notes Due 2025 and for general corporate purposes.â€¢In January 2025, the Company gave notice of redemption for the Unsecured Senior Notes Due 2025. The Company expects to redeem the Unsecured Senior Notes Due 2025, which were scheduled to mature on June 30, 2025, in March 2025.â€¢In January 2025, the Company invested an additional \$42.4 million to increase its ownership of common shares of DHT Holdings Inc. (âœDHTâ€), a publicly traded crude tanker shipping company which owns a fleet of 27 Very Large Crude Carriers. The Company owns approximately 7% of the outstanding common shares of DHT as of the date of this press release. This investment reflects the Company's constructive outlook in this sector.â€¢In February 2025, the Company executed a revolving credit facility of up to \$500.0 million with a group of financial institutions (the "2025 \$500.0 Million Revolving Credit Facility"). The 2025 \$500.0 Million Revolving Credit Facility is a 100% revolving loan, which has a final maturity of seven years from the signing date and gives the Company the flexibility to draw down or repay the loan during the loan tenor. The 2025 \$500.0 Million Revolving Credit Facility bears interest at SOFR plus a margin of 1.85% per annum for any drawn amounts and a commitment fee of 0.74% per annum applies for any undrawn amounts. The 2025 \$500.0 Million Revolving Credit Facility is collateralized by 26 product tankers and will amortize/reduce in quarterly installments (starting after the second anniversary of the signing date), with a balloon payment due at maturity.2â€¢During the fourth quarter of 2024, the Company closed on the sale of two 2014-built, scrubber-fitted, MR product tankers, STI San Antonio and STI Texas City, for \$42.5 million per vessel, and one 2019-built, scrubber-fitted, LR2 product tanker, STI Lily, for \$73.5 million. The Company did not make any debt repayments for the sales of STI San Antonio and STI Texas City as (i) STI San Antonio was replaced by STI Memphis as collateral on the 2023 \$225.0 Million Credit Facility and (ii) STI Texas City was released from the collateral package on the 2023 \$117.4 Million Credit Facility given the sufficient headroom under the leverage covenant with the six remaining collateralized vessels under the facility. The Company repaid \$22.9 million on the 2023 \$1.0 Billion Credit Facility prior to the closing of the sale of STI Lily. â€¢In September 2024, the Company entered into a three-year time charter-out agreement for the 2018-built MR product tanker, STI Jardins, for \$29,550 per day. This vessel is not scrubber-fitted and the time charter commenced in October 2024. Securities Repurchase ProgramFrom October 1, 2024 through FebruaryÂ 12, 2025, the Company repurchased 658,125 of its common shares in the open market at an average price of \$59.33 per share under the 2023 Securities Repurchase Program. Since April 1, 2024, the Company has repurchased an aggregate of 4,656,189 of its common shares in the open market at an average price of \$72.11 per share. There is \$173.5 million available under the 2023 Securities Repurchase Program as of FebruaryÂ 12, 2025.Diluted Weighted Number of Shares The computation of earnings per share is determined by taking into consideration the potentially dilutive shares arising from the Companyâ™s equity incentive plan. These potentially dilutive shares are excluded from the computation of earnings per share to the extent they are anti-dilutive. For the three

increased as the northern hemisphere entered into the winter months. This increase was partially offset by elevated refinery maintenance in the U.S., Middle East and Asia which led to a slight reduction in seaborne volumes. Demand for the Company's vessels was robust in the fourth quarter of 2023, driven by growing underlying consumption for refined petroleum products set against the backdrop of a modest newbuilding orderbook. Vessel operating costs for the three months ended December 31, 2024 decreased by \$3.1 million to \$80.8 million, from \$83.9 million for the three months ended December 31, 2023. The decrease in vessel operating costs was primarily driven by a decrease in the average number of vessels due to the sales of 11 MRs and one LR2 product tanker throughout 2024. This decrease was partially offset by an increase in average daily vessel operating costs to \$8,708 per vessel for the three months ended December 31, 2024 from \$8,181 per vessel for the three months ended December 31, 2023. This increase was primarily due to higher costs for repairs and maintenance, spare parts and compounded by the disruption in trading patterns that has impacted the costs of sourcing and transporting spare parts. In the three months ended December 31, 2024 and 2023, crewing expenses included \$1.8 million and \$2.0 million, respectively, allocated to a provident fund dedicated to the Company's seafarers. Depreciation expense of owned or sale leaseback vessels for the three months ended December 31, 2024 decreased by \$3.3 million to \$45.2 million, from \$48.6 million for the three months ended December 31, 2023. Depreciation - right of use assets also decreased by \$2.1 million over the same period. This combined decrease was primarily attributable to the decrease in the average number of owned vessels to 100.9 during the three months ended December 31, 2024 compared to 111.5 during the three months ended December 31, 2023, resulting from the sales of 11 MRs and one LR2 product tanker throughout 2024. General and administrative expenses for the three months ended December 31, 2024 decreased by \$8.3 million to \$23.9 million, from \$32.1 million for the three months ended December 31, 2023. The three months ended December 31, 2023 reflects a one-time non-cash charge of \$8.4 million for the acceleration of restricted stock amortization which was triggered by the departure of the Company's former CFO in October 2023. Additionally, non-cash restricted stock amortization increased during the three months ended December 31, 2024 as compared to the same period in the prior year resulting primarily from grants made in the second quarter of 2024. This increase was offset by an aggregate decrease in compensation related costs. Financial expenses for the three months ended December 31, 2024 decreased by \$27.9 million to \$18.3 million, from \$46.3 million for the three months ended December 31, 2023. This decrease was primarily attributable to the overall reduction in interest expense on debt and sale leaseback arrangements due to the Company's deleveraging efforts over the past twelve months. The Company's average indebtedness decreased to \$0.9 billion during the three months ended December 31, 2024, as compared to \$1.7 billion during the three months ended December 31, 2023. Additionally, The Company recorded \$0.5 million of debt extinguishment costs and write-offs of deferred financing fees during the three months ended December 31, 2024, as compared to \$7.3 million during the three months ended December 31, 2023. The amortization of deferred financing fees was \$1.5 million during the three months ended December 31, 2024, as compared to \$2.8 million during the three months ended December 31, 2023. Dividend income and fair value loss on financial assets measured at fair value through profit or loss, net includes \$1.8 million of dividends received from the Company's investment in DHT offset by an unrealized loss of \$13.9 million in the value of this investment as of December 31, 2024. 7Scorpio Tankers Inc. and Subsidiaries Condensed Consolidated Statements of Income (unaudited) For the three months ended December 31, For the year ended December 31, In thousands of U.S. dollars except per share and share

data2024202320242023RevenueVessel revenue\$203,969Â \$336,313Â \$1,243,951Â \$1,341,222Â Operating expensesVessel operating costs(80,812)(83,937)(319,147)(315,582)Voyage expenses(11,824)(2,245)(30,371)(13,243)Depreciation - owned or sale leaseback vessels(45,220)(48,555)(185,319)(178,259)Depreciation - right of use assetsâ€"Â (2,105)â€"Â (24,244)General and administrative expenses(23,860)(32,128)(121,048)(106,255)Write-off of deposits on scrubbersâ€"Â (10,508)â€"Â (10,508)Gain on sales of vessels52,576Â 4,892Â 176,537Â 12,019Â Total operating expenses(109,140)(174,586)(479,348)(636,072)Operating income 94,829Â 161,727Â 764,603Â 705,150Â Other (expenses) and income, netFinancial expenses(18,335)(46,281)(109,539)(183,231)Financial income2,970Â 4,497Â 15,947Â 19,112Â Share of income from dual fuel tanker joint venture1,112Â 1,010Â 7,664Â 5,949Â Dividend income and fair value loss on financial assets measured at fair value through profit or loss, net(12,133)â€"Â (11,176)â€"Â Other income and (expenses), net114Â (63)1,275Â (82)Total other expense, net(26,272)(40,837)(95,829)(158,252)Net income\$68,557Â \$120,890Â \$668,774Â \$546,898Â Earnings per shareBasic\$1.48Â \$2.43Â \$13.78Â \$10.44Â Diluted\$1.43Â \$2.34Â \$13.15Â \$10.03Â Basic weighted average shares outstanding46,335,812Â 49,799,818Â 48,544,137Â 52,369,269Â Diluted weighted average shares outstanding

(1) The computation of diluted earnings per share for the three months and year ended December 31, 2024 and 2023, includes the effect of potentially dilutive unvested shares of restricted stock. 8Scorpio Tankers Inc. and Subsidiaries Condensed Consolidated Balance Sheets (unaudited) As of In thousands of U.S. dollars December 31, 2024 December 31, 2023 Assets Current assetsCash and cash equivalents\$332,580Â \$355,551Â Financial assets measured at fair value through profit or loss74,157Â â€"Â Accounts receivable150,183Â 203,500Â Prepaid expenses and other current

assets9,230Â 10,213Â Inventories10,173Â 7,816Â Total current assets576,323Â 577,080Â Non-current assetsVessels and drydock3,190,820Â 3,577,935Â Other assets58,312Â 65,440Â Goodwill8,197Â 8,197Â Total non-current assets3,257,329Â 3,651,572Â Total assets\$3,833,652Â \$4,228,652Â Current liabilitiesCurrent portion of long-term debt\$122,797Â \$220,965Â Lease liability - sale and leaseback vessels8,592Â 206,757Â Accounts payable32,213Â 10,004Â Accrued expenses and other liabilities73,591Â 72,678Â Total current liabilities237,193Â 510,404Â Non-current liabilitiesLong-term debt665,887Â 939,188Â Lease liability - sale and leaseback vessels64,691Â 221,380Â Other long-term liabilitiesâ€"Â 3,974Â Total non-current liabilities730,578Â 1,164,542Â Total liabilities967,771Â 1,674,946Â Shareholders' equityIssued, authorized and fully paid-in share capital: Share capital760Â 745Â Additional paid-in capital3,159,548Â 3,097,054Â Treasury shares(1,466,818)(1,131,225)Retained earnings1,172,391Â 587,132Â Total shareholders' equity2,865,881Â 2,553,706Â Total liabilities and shareholders' equity\$3,833,652Â \$4,228,652Â 9Scorpio Tankers Inc. and Subsidiaries Condensed Consolidated Statements of Cash Flows (unaudited) For the year ended December 31, In thousands of U.S. dollars20242023Operating activitiesNet income\$668,774Â \$546,898Â Depreciation - owned or sale leaseback vessels185,319Â 178,259Â Depreciation - right of use assetsâ€"Â 24,244Â Equity settled share based compensation expense62,509Â 47,340Â Amortization of deferred financing fees9,236Â 7,292Â Non-cash debt extinguishment costs3,460Â 8,320Â Net gain on sales of vessels(176,537)(12,019)Write-off of deposits on scrubbersâ€"Â 10,508Â Accretion of fair value measurement on debt assumed in business combinations82Â 1,128Â Fair value loss on financial assets measured at fair value through profit or loss14,980Â â€"Â Share of income and gain on sale of vessel from dual fuel tanker joint venture (7,664)(5,950)Dividend from DHT Holdings, Inc.

(3,803)â€"Â 756,356Â 806,020Â Changes in assets and liabilities:(Increase) / decrease in inventories(2,035)7,804Â Decrease in accounts receivable57,045Â 73,201Â Decrease in prepaid expenses and other current assets983Â 7,944Â Decrease in other assets1,600Â 2,884Â Increase / (decrease) in accounts payable 15,722Â (16,748)Decrease in accrued expenses(4,491)(15,613)68,824Â 59,472Â Net cash inflow from operating activities825,180Â 865,492Â Investing activitiesNet proceeds from sales of vessels479,778Â 64,878Â Distributions from dual fuel tanker joint venture8,851Â 1,822Â Investment in dual fuel tanker joint venture(1,937)â€"Â Investment in DHT Holdings, Inc.(89,137)â€"Â Dividend from DHT Holdings, Inc.3,803Â â€"Â Drydock, scrubber, ballast water treatment system and other vessel related payments (owned and leased financed vessels)(93,367)(23,089)Net cash inflow from investing activities307,991Â 43,611Â Financing activitiesDebt repayments(835,680)(1,224,529)Issuance of debt99,000Â 1,386,482Â Debt issuance costs(354)(29,691)Principal repayments on lease liability - IFRS

16â€"Â (516,127)Decrease in restricted cashâ€"Â 783Â Dividends paid(83,515)(57,660)Repurchase of common stock(335,593)(489,680)Net cash outflow from financing activities(1,156,142)(930,422)Decrease in cash and cash equivalents(22,971)(21,319)Cash and cash equivalents at January 1,355,551Â 376,870Â Cash and cash equivalents at December 31,\$332,580Â \$355,551Â 10Scorpio Tankers Inc. and Subsidiaries Other operating data for the three months and year ended December 31, 2024 and 2023 (unaudited) For the three months ended December 31, For the year ended December 31, 2024202320242023Adjusted EBITDA(1) (in thousands of U.S. dollars except Fleet Data)\$105,146Â \$237,452Â \$842,012Â \$959,349Â Average Daily ResultsFleetTCE per revenue day

(2)\$21,978Â \$32,949Â \$32,573Â \$32,711Â Vessel operating costs per day (3)\$8,708Â \$8,181Â \$8,204Â \$7,692Â Average number of vessels100.9Â 111.5Â 106.3Â 112.4Â LR2TCE per revenue day (2)\$27,006Â \$36,546Â \$40,406Â \$37,268Â Vessel operating costs per day

(3)\$9,314Â \$8,498Â \$8,971Â \$8,051Â Average number of vessels38.4Â 39.0Â 38.8Â 39.0Â MRTCE per revenue day

(2)\$19,753Â \$31,195Â \$28,980Â \$30,461Â Vessel operating costs per day (3)\$8,308Â \$8,027Â \$7,794Â \$7,523Â Average number of vessels48.5Â 58.5Â 53.4Â 59.4Â HandymaxTCE per revenue day (2)\$15,487Â \$30,427Â \$24,146Â \$29,578Â Vessel operating costs per day

(3)\$8,444Â \$7,951Â \$7,645Â \$7,423Â Average number of vessels14.0Â 14.0Â 14.0Â 14.0Â Capital ExpendituresDrydock, scrubber, ballast water treatment system and other vessel related payments (in thousands of U.S. dollars)\$39,043Â \$5,988Â \$93,367Â \$23,089Â (1) See Non-IFRS Measures section below.(2)Freight rates are commonly measured in the shipping industry in terms of time charter equivalent per day (or TCE per day), which is calculated by subtracting voyage expenses, including bunkers and port charges, from vessel revenue and dividing the net amount (time charter equivalent revenues) by the number of revenue days in the period. Revenue days are the number of days vessels are part of the fleet less the number of days vessels are off-hire for drydock and repairs.(3)Vessel operating costs per day represent vessel operating costs divided by the number of operating days during the period. Operating days are the total number of available days in a period with respect to vessels that are owned, operating under a lease financing arrangement, or bareboat chartered-in, before deducting available days due to off-hire

days and days in drydock. Operating days is a measurement that is only applicable to vessels that are owned, operating under a lease financing arrangement, or bareboat chartered-in, not time chartered-in vessels. 11Fleet list as of February 12, 2025 Vessel NameYear Built DWT Ice class Employment Vessel type Scrubber Owned and sale leaseback vessels 1STI Brixton 201438, 734Â 1ASHTP (1) Handymax N/A2STI Comandante 201438, 734Â 1ASHTP (1) Handymax N/A3STI Pimlico 201438, 734Â 1ASHTP (1) Handymax N/A4STI Hackney 201438, 734Â 1ASHTP (1) Handymax N/A5STI Acton 201438, 734Â 1ASHTP (1) Handymax N/A6STI Fulham 201438, 734Â 1ASHTP (1) Handymax N/A7STI Camden 201438, 734Â 1ASHTP (1) Handymax N/A8STI Battersea 201438, 734Â 1ASHTP (1) Handymax N/A9STI Wembley 201438, 734Â 1ASHTP (1) Handymax N/A10STI Finchley 201438, 734Â 1ASHTP (1) Handymax N/A11STI Clapham 201438, 734Â 1ASHTP (1) Handymax N/A12STI Poplar 201438, 734Â 1ASHTP (1) Handymax N/A13STI Hammersmith 201538, 734Â 1ASHTP (1) Handymax N/A14STI Rotherhithe 201538, 734Â 1ASHTP (1) Handymax N/A15STI Duchessa 201449, 990Â ª "Time Charter (5) MRN 16STI Opera 201449, 990Â ª "SMRP (2) MRN 17STI Meraux 201449, 990Â ª "SMRP (2) MRY 18STI Venere 201449, 990Â ª "SMRP (2) MRY 19STI Virtus 201449, 990Â ª "SMRP (2) MRY 20STI Aqua 201449, 990Â ª "SMRP (2) MRY 21STI Dama 201449, 990Â ª "SMRP (2) MRY 22STI Regina 201449, 990Â ª "SMRP (2) MRY 23STI St. Charles 201449, 990Â ª "SMRP (2) MRY 24STI Mayfair 201449, 990Â ª "SMRP (2) MRY 25STI Yorkville 201449, 990Â ª "SMRP (2) MRY 26STI Milwaukee 201449, 990Â ª "SMRP (2) MRY 27STI Battery 201449, 990Â ª "SMRP (2) MRY 28STI Soho 201449, 990Â ª "SMRP (2) MRY 29STI Memphis 201449, 990Â ª "Time Charter (6) MRY 30STI Gramercy 201549, 990Â ª "SMRP (2) MRY 31STI Bronx 201549, 990Â ª "SMRP (2) MRY 32STI Pontiac 201549, 990Â ª "SMRP (2) MRY 33STI Queens 201549, 990Â ª "SMRP (2) MRY 34STI Osceola 201549, 990Â ª "SMRP (2) MRY 35STI Notting Hill 201549, 687Â 1BSMRP (2) MRY 36STI Seneca 201549, 990Â ª "SMRP (2) MRY 37STI Westminster 201549, 687Â 1BSMRP (2) MRY 38STI Brooklyn 201549, 990Â ª "SMRP (2) MRY 39STI Black Hawk 201549, 990Â ª "SMRP (2) MRY 40STI Galata 201749, 990Â ª "SMRP (2) MRY 41STI Bosphorus 201749, 990Â ª "SMRP (2) MRN 42STI Leblon 201749, 990Â ª "SMRP (2) MRY 42Vessel Name Year Built DWT Ice class Employment Vessel type Scrubber 43STI La Boca 201749, 990Â ª "SMRP (2) MRY 44STI San Telmo 201749, 990Â 1BSMRP (2) MRN 45STI Donald C Trauscht 201749, 990Â 1BSMRP (2) MRN 46STI Esles II 201849, 990Â 1BSMRP (2) MRN 47STI Jardins 201849, 990Â 1BT Time Charter (7) MRN 48STI Magic 201950, 000Â ª "SMRP (2) MRY 49STI Mystery 201950, 000Â ª "SMRP (2) MRY 50STI Marvel 201950, 000Â ª "SMRP (2) MRY 51STI Magnetic 201950, 000Â ª "Time Charter (8) MRY 52STI Millennia 201950, 000Â ª "SMRP (2) MRY 53STI Magister 201950, 000Â ª "SMRP (2) MRY 54STI Mythic 201950, 000Â ª "SMRP (2) MRY 55STI Marshall 201950, 000Â ª "Time Charter (9) MRY 56STI Modest 201950, 000Â ª "SMRP (2) MRY 57STI Maverick 201950, 000Â ª "SMRP (2) MRY 58STI Miracle 202050, 000Â ª "Time Charter (10) MRY 59STI Maestro 202050, 000Â ª "SMRP (2) MRY 60STI Mighty 202050, 000Â ª "SMRP (2) MRY 61STI Maximus 202050, 000Â ª "SMRP (2) MRY 62STI Elysees 2014109, 999Â ª "SLR2P (3) LR2Yes63STI Madison 2014109, 999Â ª "SLR2P (3) LR2Yes64STI Park 2014109, 999Â ª "SLR2P (3) LR2Yes65STI Orchard 2014109, 999Â ª "SLR2P (3) LR2Yes66STI Sloane 2014109, 999Â ª "SLR2P (3) LR2Yes67STI Broadway 2014109, 999Â ª "SLR2P (3) LR2Yes68STI Condotti 2014109, 999Â ª "SLR2P (3) LR2Yes69STI Rose 2015109, 999Â ª "SLR2P (3) LR2Yes70STI Veneto 2015109, 999Â ª "SLR2P (3) LR2Yes71STI Alexis 2015109, 999Â ª "MPL (4) LR2Yes72STI Winnie 2015109, 999Â ª "SLR2P (3) LR2Yes73STI Oxford 2015109, 999Â ª "SLR2P (3) LR2Yes74STI Lauren 2015109, 999Â ª "SLR2P (3) LR2Yes75STI Connaught 2015109, 999Â ª "Time Charter (11) LR2Yes76STI Spiga 2015109, 999Â ª "MPL (4) LR2Yes77STI Kinsway 2015109, 999Â ª "SLR2P (3) LR2Yes78STI Solidarity 2015109, 999Â ª "SLR2P (3) LR2Yes79STI Lombard 2015109, 999Â ª "Time Charter (12) LR2Yes80STI Grace 2016109, 999Â ª "Time Charter (13) LR2Yes81STI Jermyn 2016109, 999Â ª "Time Charter (14) LR2Yes82STI Sanctity 2016109, 999Â ª "SLR2P (3) LR2Yes83STI Solace 2016109, 999Â ª "SLR2P (3) LR2Yes84STI Stability 2016109, 999Â ª "SLR2P (3) LR2Yes85STI Steadfast 2016109, 999Â ª "SLR2P (3) LR2Yes86STI Supreme 2016109, 999Â ª "SLR2P (3) LR2Yes87STI Symphony 2016109, 999Â ª "SLR2P (3) LR2Yes13Vessel Name Year Built DWT Ice class Employment Vessel type Scrubber 88STI Gallantry 2016113, 000Â ª "SLR2P (3) LR2Yes89STI Goal 2016113, 000Â ª "SLR2P (3) LR2Yes90STI Guard 2016113, 000Â ª "Time Charter (15) LR2Yes91STI Guide 2016113, 000Â ª "Time Charter (16) LR2Yes92STI Selatar 2017109, 999Â ª "SLR2P (3) LR2Yes93STI Rambla 2017109, 999Â ª "SLR2P (3) LR2Yes94STI Gauntlet 2017113, 000Â ª "Time Charter (17) LR2Yes95STI Gladiator 2017113, 000Â ª "Time Charter (16) LR2Yes96STI Gratitude 2017113, 000Â ª "Time Charter (18) LR2Yes97STI Lobelia 2019110, 000Â ª "SLR2P (3) LR2Yes98STI Lotus 2019110, 000Â ª "SLR2P (3) LR2Yes99STI Lavender 2019110, 000Â ª "Time Charter (19) LR2Yes Total Fleet DWT 7,092,312Â (1) This vessel operates in the Scorpio Handymax Tanker Pool, or SHTP. SHTP is operated by Scorpio Commercial Management S.A.M. (SCM). SCM and SCM are related parties to the Company. (2) This vessel operates in the Scorpio MR Pool, or SMRP. SMRP is operated by SCM. SMRP and SCM are related parties to the Company. (3) This vessel operates in the Scorpio LR2 Pool, or SLR2P. SLR2P is operated by SCM. SLR2P and SCM are related parties to the Company. (4) This vessel operates in the Mercury Pool Limited, or MPL. MPL is operated by SCM. MPL and SCM are related parties to the Company. (5) This vessel commenced a time charter in October 2022 for three years at an average rate of \$25,000 per day. (6) This vessel commenced a time charter in June 2022 for three years at an average rate of \$21,000 per day. The daily rate is the average rate over the three-year period, which is payable during the first six months at \$30,000 per day, the next six months are payable at \$20,000 per day, and years two and three are payable at \$19,000 per day. The charterers have the option to extend the term of this agreement for an additional year at \$22,500 per day. If this option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$24,000 per day. (7) This vessel commenced a time charter in October 2024 for three years at a rate of \$29,550 per day. (8) This vessel commenced a time charter in July 2022 for three years at an average rate of \$23,000 per day. The daily rate is the average rate over the three-year period, which is payable in years one, two, and three at \$30,000 per day, \$20,000 per day, and \$19,000 per day, respectively. The charterers have the option to extend the term of this agreement for an additional year at \$24,500 per day. If this option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$26,000 per day. (9) This vessel commenced a time charter in July 2022 for three years at a rate of \$23,000 per day. The charterers have the option to extend the term of this agreement for an additional year at \$24,000 per day. If this option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$25,000 per day. If this second option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$26,000 per day. (10) This vessel commenced a time charter in August 2022 for three years at a rate of \$21,000 per day. The daily rate is the average rate over the three-year period, which is payable during the first six months at \$30,000 per day, the next six months are payable at \$20,000 per day, and years two and three are payable at \$19,000 per day. The charterers have the option to extend the term of this agreement for an additional year at \$22,500 per day. If this option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$24,000 per day. (11) In April 2023, STI Connaught replaced STI Goal on a time charter which initially commenced in August 2022 for three years at a rate of \$30,000 per day. The charterers have the option to extend the term of this agreement for an additional year at \$32,000 per day. If this option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$34,000 per day. (12) This vessel commenced a time charter in September 2022 for three years at an average rate of \$32,750 per day. The charterer has the option to extend the term of this agreement for an additional year at \$34,750 per day. If this option is declared, the charterer has the option to further extend the term of this agreement for an additional year at \$36,750 per day. (13) This vessel commenced a time charter in December 2022 for three years at an average rate of \$37,500 per day. The daily rate is the average rate over the three-year period, which is payable during the first six months at \$47,000 per day, the next 6 months are payable at \$28,000 per day, and years two and three are payable at \$37,500 per day. (14) This vessel commenced a time charter in April 2023 for three years at a rate of \$40,000 per day. The charterer has the option to extend the term of this agreement for an additional year at \$42,500 per day. (15) This vessel commenced a time charter in July 2022 for five years at a rate of \$28,000 per day. (16) This vessel commenced a time charter in July 2022 for three years at an average rate of \$28,000 per day. The charterers have the option to extend the term of this agreement for an additional year at \$31,000 per day. If this option is declared, the charterers have the option to further extend the term of this agreement for an additional year at \$33,000 per day. (19) This vessel commenced a time charter in December 2022 for three years at an average rate of \$35,000 per day. 14 Dividend Policy The declaration and payment of dividends is subject at all times to the discretion of the Company's Board of Directors. The timing and the amount of dividends, if any, depends on the Company's earnings, financial condition, cash requirements and availability, fleet renewal and expansion, restrictions in loan agreements, the provisions of Marshall Islands law affecting the payment of dividends and other factors. The Company's dividends paid during 2023 and 2024 were as follows: Date paid Dividend per common share March 2023 \$0.20 June 2023 \$0.25 September 2023 \$0.25 December 2023 \$0.35 March 2024 \$0.40 June 2024 \$0.40 September 2024 \$0.40 December 2024 \$0.40 On February 12, 2025, the Company's Board of Directors declared a quarterly cash dividend of \$0.40 per common share, with a payment date of March 21, 2025 to all shareholders of record as of March 7, 2025 (the record date). As of February 11, 2025, there were 49,920,042 common shares of the Company outstanding. About Scorpio Tankers Inc. Scorpio Tankers Inc. is a provider of marine transportation of petroleum products worldwide. Scorpio Tankers Inc. currently owns or lease finances 99 product tankers (38 LR2 tankers, 47 MR tankers and 14 Handymax tankers) with an average age of 8.9 years. Additional information about the Company is available at

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F^B9]D:MK%IH&GR7E=6]E:PC=)-/((XQZEF_ &O%?B! P % M'_@/[V](9/0UQJUS&<>514+W@;Z2/*_P#'_Z+3XJ_ +Q=;_7^W>*O&I:
MU,&W(D\O[F'_*YQC"(/90*Y2OPC./;SRDXY7AU%=_YMM=_%I+Y[KD_@7A MHQ4LTQ#D^T\$DE(Y)M=_2/Q_ P6?_!V_+\$%W>=1]0_5,^Q
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J=K"-1T157%4?WVG4@_WZ_6'0Y\,IEAL_>MVJVM_&G%*+7W)Y/G]:^#_1Q_0_5+^
MJ1DU;RD^9/VU@HHHK\ C/U* 7G]@#]I"[_JHW]G\W3KBYN%D\OZ]Z=JR\$_ M9%R3'VD0!L]V@#M?D-7IW]W3>K?
LK_%"WU^Q5KJPF7[J=AOVK>P\$Y(M]Z5;L?8D?_!>_S3VE;^#4JVE;^Z P;M?G_B-PB^ROV="^3 MZ'GWC_V\OQ2OH?LU17/_
P^*^A_&3/8^>(_P#M]J&EZ@F^_1JGNC#JZ)>_ MIY!KH* M" C6IUIJ:JTF1D1K5-91]C^,ZU&I2J.E53C*+LT]&FMTUW^BBBM M#,***
"N1^/_Q@L/_@+(_J<6:D_@T>V,B1;MIN)20L<0/8LY5<]LY[5UU? M\$/_P6D^),FG^_O_ A.&3 U.ZFU.Y4'G;_H2,V)E<_5/85/SQCGCRC)L1F\$ M?
BC'W?_ \$VHQ^YM_>1-P?DBS?_& E,I>_ A2DTO,^\$?B7\1M7^+>GC MO5/F0737FJZM,9YY#T8*H]J@*H[
=JPZ**_A6M6G5FZM1MRDVWJVWJV M_-G]S4:_4%2II^,4DDMDEHD00**U_!@7/B/K2Z;X?T?4];OV&[_/V8VW M\$@7NQ"@"D
=R!131SJ24*;V2U;^0ZE2%+G4:26>B7S,BB09;_ @GG(9K MJ_!9%_!ZF%H'_G@1OQ!D!XT_ AW7;:_A\$U#_ P" K;_XY7M?ZJYT]5@ZO_@N M?
^1XO^M&3+1XNE_X,A,F>T5[5_P[K^"-_0B:A X%6W_ ,%/7_8/_I1#7Z15_ M_(\$N?V6_ W'P)>+WB#4%?GARYT:RO'-M#+)-
\$X>3SHVX1B>_BD_A7W%7_6^\$^ M#Q&X=IT<3"4)9^*+&4LCRY4[5ZMU^ZE\405727F[&C3PPX-CG MF8NIBE>A2LY?
WF_ACZ,S\;E,JCCO%OB[4_ GB6JUC6VXU^5-1E,US5 MSW@/_P!@_LZLBOXZJ5)3D5=Y\W6NW98_85,\$814* R6B2V2[(*=%\$T
M\JQJQISNY"JJC)8GH^D\H,17IWA3JC#XK>+_)M\A_&ADQL>T-LK JP9=H M(_^E;G_#NOXT2]"J_@5?_ !RO:I<-
YO5CST,+4DNZA)K(CQ:O\$F4TY;BK)K2S;ZV3ZGVFY;P+_B'BBKA*,O P"2W3D!W X:5AU;G<#_@5Y# M117\UB,C8[L<<*H[L<=R=Y:5*=2
M:ITTWZ)7;?DCIJU84H.I4:45JWV9)>;6BOKCX<_!7XA)]_+C7]6T_ MPRL@SY!=KRX3>8C_*0UZ%:_?2;=8\ XD3/*1ICT(*JGW!G.?%?
=83P MPXGQ\$,>_&7]Z48O[I23_ ^Q7B=PSAY\4F_JE)??+&7XGP+17VYXK_X(M!^(*+U9M#)=:J4P'R!I>Z)?9JQ^J/+CJ^;_?CK^R)0/V<9'F<
MU2P6)C*3V3O%0T4DF DCS6BBB0E3ZDTO! C'5/A_XFLJ9T6 N_>U33Y!+_W, M#7C8?S!Z\$@_@D\$%?K^PO^V9) M7_>
X9KGR,3Q9HJI'MJHO'R9X6>_?W M'P>X6!X\DV D37HW[*7QDUGX#?&_1_ \$FCVJW>_9Y*O,2!^7=JY DCP.YX
M*YZ,JGM7Z%X=5\BS%"DZV%13C_P"=W^>_T[6_/_Q_X-H[Y(E%5Z];_ MA+_VUOL_P>_ P"5%0Z9J,6KZ;_ W=NQ;"ZC6:-BI4E6 (.#R.#T-
35,_9) M\ZJ/XPDPFG9GX3>*O^1GU+_KZE_P#0S5"OI>Z_X)?&37M;O+@Z'IMG"-(GG MZ1 206./N,W/FMS3/^"- P 4+QO)(U?
P79KNP=U[<_V/4!8"/S(K^"(_!0U M9MPP=3?K%K]O_0.7#U&"493VZ23 *Y[F45]J:7_ ,\$_50%,Q3[_XU/VV M^<_O(M9IL>F,]J03:\Z#3?
")Q&UY/2?#H7Y88W'T_A P :)"EX6<4U M-L(G^" .2/J^*7"]/?%+Y1F RB!=?H;8 P#!%+P_ I/CK69FW=8K". M,8],%FYZ_16U9_ \$8?
AZDV;CQ-XSECQTCMHS]3" W[J]GX/<3RWI17K./ MZ-G#4.8.&8[59/TA+4C\W*3JR_P"_.GPKM499-2:7)SNDOX 1[?+ *T M;7_@D?
&WA_0/XCG8?QOJ6&_ WRH'Z5UP%>(Y,_S7K+_3..?C1P;_ MVCJ_P;_1^6E%?JU:_!*_X,VT,UJ%U2X,:=FJSAC_!U@/TJS.?_!+7X
M*VX9_ "JW<*_X-6NPI [YD_6NB@?Q JYTE_V+ YYY>-V0+.%5 JNQ_ M3/RW7D7%JQ& CNR??7W4#H2#^CG_ # ML;X?"]1_P"5B_>
C "#L_X?"]1_Y6+_ _UZ&7^#7N"Q",7AJ]&X_M\FGNO_N'JZK0\ _G#>PTV)B%64)IIKEAL_P#N]S/4JULK\4K*&
MXMYSFM[A%DCD0Y5U(R#Z\$-2UG%"CX(_!WV0M;Z;15M'6L320*8H MD4*B[G]X4 9))XK0^KJG?_R+VEKVUMM?K;3Y\5.7G?)>U]+
[VZ7WU/Q% M^W_ "7?QM V'K_ _-*Y&OUZ0?_ \$X @SXHUZ^U_ .^&^?;C<275Q) :U MOF2.Q9FPLP R23@_ J_!,+X'RPLJ^"VC9A@.NL7VY?
<9F(_5_+V,_S<]J M\UYU8U_5I-OXI]7_)]G]X/QLR.E0A2E2JWBDOAAT5O^>A^2=_%?J_ PZN^" M_P#T+NH?^#_Y_P#BZJWG_ !)
[X.74VZ/2]:MUQC9'JDA7Z_-D_K7#_+P0X@2TG M2?\ V]+_ .0/Z/C=P^WKO^W8_ "9^5=%?J/_>_ \$B?A'=%?+>B'UV]1J(M.[Z[D/Z5GWO_>
1P^%EU(K1ZMXWM@!C;?6Y!) F@KGGX+<1K;V;]) YI& M&CAU(^T7K_ "/S(HK);G @C\VG8P^*&L*B_ .)0UN#?;XBZM)?
M'6E^(_JNFL)5TF<3P2#H2."K#NK*2K+T*DC07U+_ P#!& XAQC_ 1?W@R;YO M^6LUS'QZ(0MS[5:@_C_P2&^+5_C_JV+ +WGS?
W.HL/7YXUX_7VKC7 7S^&FJL M,)44HM--*[36:LWJCL_U\X9Q,2GBZ;C)--V33W3NEN?HK\ C+I_Q_P#A M#?BS3?

M&%{F58XT:21SA549+'V%?M+XJ_93^'/CGQU=>)=:\'Z+JVM7PC\$]Q>^?YNQ M BY1B4X55'3D 9KJO_ P P!#P^7HNB:1H>-NVRLX[=<>F\$ KY_!/%8[M_J^+JXF,(5)SDK1[BKV>NI]!E_C5A<#EM#^4L-*YCD("S-820PG_MHX5/UKU_P/ P \$C_BS MXHVMJ4?A P_1%A>WXED JA)!GZD5^1%>YE_@;DU+7%5:E1^JBON2;_ \ M)CP?XX9S5TPM%*->CD_O;_ \E,_?X?>'90^@+0)N9UNKC2]@M9)@#B9XX MU0J,_ \D\$_C6Q17-3IQIP5..R5E\CV;J5)N%/%%%:\$!1110 4444 M %%% !%15^_ !10A.R^TZIJ-CIMO\]J=4_B!7D_C?_@H1\? 087/ MCC2[Z1>FFJ]JO/LT2LOXE@*_ \90@<\$KXRM"G_BDH FT>A@C7J%/%=%=1 MRA1110 5^?QD_X+>,#/OC? 6M'TPWX9BATR^GLX[BZ::Y:58W9 X" L@&<9 MQR.>]?NNZU;^:#O-0NF\NUL('N9F_NHBEF/Y_U^%>M:K)KFL7=-_KKR9Y MW_WF8L?U-? BOC%Q3F&4T-2RZJZDQL>4LM-@&./O%DL:=8TU.6*,_5\$8+^E>T5_..+XGSC%?{QBJDO)SE;[MKV/Z,PG#.487_=+3CYJ\$;_?Y[O_P \$];Z^?3? MO>9+BXN+ZX^T#EYI2[M86UF9N6/H:_7&ORK_X).^6UO_;%TVZ5-PT?3;R\8XSL\CG/MS,^?-JI M7]*>!.2R*K4GJJK)=&_ -_ F[QNJ1>TZ8=;E:O<.BY W\$("0,D#/04T236K@6T=U>EO1SG:#M!.6% Z%F&2IR-L/06G]QHTE>4FDEW;=EOH8 MXBO^C2E6J.T8IMOR2N]M3F:^\?_ @E_ \PM>6FKV7Q-76.6(<^9H-C,8)MCBZ=3T=^1'0'DD[%)>_ 9P X)<^_ @A? V^JZPTGC+7+SZ.36C:Z)75-0H?SCQ_X MM4\9AY9;DM^66DIM6NNJBMGTL;U[7274***_?C#/Q%^/W_ "7?QM_V'K[M -_*)Y&NN^/W_ =_ &W_ 8>OO_ \$HDKD: SXS+_ >ZO^*7YL T#RW =*7^&/Y(* M***XCM"BBB@ HHHH ***_NF^#WPEUKXX_ \$2_ #_@VYN- 0U24("N0(.7D< MJD5=RS'W:NHHHK^Q,/AZ M="E&C17+*&226R25DODC^/1B*E>K*M5=Y2;;W;_NW\W@O1117^>) H4%? M:O P16 Y*CXV_ [!4/\ Z.KXJK[5_P**W_4)?&W_ 8*A P#1U?>&R4^\$ M P 3_P#29'P?B; R3+&+] Z7\$^O?VY+K\ 9\$^(_.%:0%RZ/+)(WHF&/Z U^- MM?MU^T!X=;Q="!&FE*N^34="O;9 !D[G@=5QUYR1CWK1:^\>+6886MT< M&ONE? VX^%("R>7XJEU4T OC;] HHHK\W8^V^" (JU&EU2H2WIR1,-=5 MQU"FI_ /VSK[XKV/^_,_BY=^*/GB+1Y) BZOHIEC!)>20S)@=,[9] M] Q?_2>O!(<1&IPO0@OL.:? @;E^4D? QWXNX>5/B>O_ -4&O\ P1_ .+B MBOTT_PHHHH_*_ ?_ @L9??_ P:JC3[JNW+[X'V^6^-M'T11N;4[Z" T SC]DD5/ZU^ZE?T5X!T7 MM9? MNU_Z6W^A_ _CU67^Q4E T?_ ?0E^H4445_11_X4444%/%?_7EO1[!_ M@3]INR_ D6E^/5%39#JMF1#>Q= !OP0ZC^ZX8#/! YKU*BN/9? AL;1>Q M=-3@]JU77X>SW1V8,,3@Jrq&\$FX36S3L_ZMF?E? M%_ \$N?_ P&M%_ MH M7?_ C]C7X>_ M%QR2> (M!A&INNT:I9 P"CWJ8!+@?/CL'#>E?A?W@?1J-UL MDJL79_ A8P^O^/6J>#]16\TG4K_ \$N7[L]G;[_<1R^3/TWCZU-T5]? MEOB!Q#_@,*ABYV[2?.ONE>WR/DQVM?"0OWBN1_ ?&U F?J-X+_X*Z?"? MQ%*74F\0^7X#&L.C'T,+2\$C_@(/M7K7@_JL'X6^/JZ;X\,R2, <+/_>I M;2L?9)=K!7XOT5]Q@?_J6F)I4ZB%_ >FU_Y?#X[P/R:KKAJM2F_527 MW_ -^3'[Q6&H6^J6JSVL\Q! (K)\$X=6^A%35^\$NA>)M2\+W7GZ9J%]ITW! M\VRUG: %N.G*D&O0?#1[7Q8(!5L B!XH94&%6YO6NU48Q@="7<,>U?6X/QYPD MOJZPDH_X9*7YJ)GC/ %?Q_ W7%QE_BBX_DY[T5^4OAW @JS9=V_>:TO M5P0:[TN%<_?H) D5W&@ \ !:#QW:X_M+PKX3O .JN+BWZ>LC_>_O^?TF&M\..*OQN:_>,+<< M'SM/B.SW.R9OTS6U8\ _!5SX-W8;S-8U>UV!]!+IE3X(X=G\.-I M_ .27YV\.-J<"\0PWP=3Y1;_*Y] (45X#:_?%0@/C<0!G\8R6!^"31[X\^82 M/UKV+X;?C1?B[X]L?7AZ\ .P!U)6:VN#!)#YH5V0G9(JL/F4CD#,_C@_@U MZV7YJEF.G/[!8B%225[1G&32[M]MVU7WGDX_ (4)13?9-I M^*C^XW**@U34H=&TRXO+_@R"UB:0I&TC!5)Pj@LQP. @_!UX9_P_/?@= M_P!#O Y1[\^,5IF=&9?@6EC:_?*-MSRC&J]M[7:08SP&39ACDW@J\$ZG+OR1 ME*UJKV3M->ZHKYWN/^"I P %H7D"^(Z;:3@II- SA>F4^7WQ6/>P#_!73X1 MVJJ8W\37.XX(CTT#;_WTXKQZG#"T\>^2^4XO\FSUZ?_ \$\$_JL%5^<)+\T%4% M%?(_I_ !9OX%_ ^ADT#_ P &\$7 Q5?7 M,_ SKT9_4Z_P#_N9OT5@?1+6+_ \ OR!_ P#" + XJC_A:WA? H9- \ M!A%_51? M^%_ XA[EO'&K6<+\$XCTTK8!1Z9A" L1]2:_7Z MVNK77M- \$D,EO>V=TAPR),(Y5!/Y&00:_ %S]IWX_S?_ 7X]_?^/B.L&GWC&S9 MA_K,9_GA_W 1ES@[CM7X7XV5_QP+#+XO"5IQ12O&2C)I7WBW9ZW5_N/W+P4I MY=B*N(PF+HPE5C:47**_MM)*ZTL[?> <9.KNWWB_:_ZU"[_NK^ZD^]<2M+<WU M9B356BBOYIE)R?+5G1*1BHKEBK(_N^_?0QSA!_ &C4O%"_Y=IXP@4V18_ M*+N'Y5!Z5^EM? @_J>IW&B;E:WEG/-W=G^LT\$T3%9(74@JRD<@ M@\$\$="* _33]C3_@IGX=^+^B6>A^_KVUV>+(4\$1N;AA%9ZH0;_U/FH-NFV)IN[C? H[W:OO>VZ5_YV7^!L55Q/JMX M#"FFDJB2NTTK*5NJM9/M:^ST^K:_1\$BAE(96&01WI_ H< GH***[W_ :_N M\%?LU:#)=>)-6A6]*;K? 3+=A>W1[!8\#_>_ "CUZ5RXW?8!T98C%34(1W; M=DCJP>1Q&+K1P^%@YSELDKMG ?_!3;XY0_ "#JF5^-CF5=7\8*VD6D8/S-& MA_I#X_NB(E<]C(OK7Y/5Z3^U_ ^TUK7[4_ P 4)O\$&JC[+Q+Y&G:>C[H" (M4'C+Y)FSQ%'^!;OWM9/4_LKP[X3 MED.4J46 BS?-.W1M64;_ - U^W:JVM HHHKX,^VNG @BKX :77&_BF2^/P0 M0:5)C[Q=C+*!]/+A\ P(5_ P!>_ !/X+-\\$/V6O#_JGY/+>"\AJBM)QYI>LGS6?FDTOD? Q#X@YQ_ M, L_Q)IN\5+EC217=>3\W\S)O%7(SZE_U2_ ^AFJ%7_ %7(SZE_U2_ \ MH9JA7\1UOC?JS^VJ_.H@K[& X(O?)>/%7_ 8 /_1#7QS7V- P>_ Y+QX MJ[_ 2B&OM/#_ DIL_B_]M9\7XD?_DUB_P#_ O_2D?_?#01N_ &#R#U%_ %V MX?Q_ ?D_ ,_ %#?V:3^SE\? KQ;&W 7AQO(7U^2R%PD0+?0! US8X [(R>M>#U M^O_ ^WG^S:O[2OP!U"PM85?Q!HX HZ0P7+M*BG="#"Z2+E<=-VPG[M?D%+\$T\$ MK1R*R.A*LK#_4CJ**_C/Q/X5 L7-Y2HJU&M>4.R FC(GMY_ 'J>_&/%7JLY1& M-9WK4;1EW?_ ++YK? S3&T^WN)+2>.6)WCEC8.CH=K(1R#_V(IE%?F^VJ/T8_ M87]AGJ_ /JIGX"Z?JEQ(K:JIF#_&#(QU_ ,28)%P_)?9X37L=?DC_ ,_ \\$ M? VFO^&5X:2;=U3<>#D_NIS_ -7XIG8>)/"O]B90*-6H\+RAV7>_ \ VZ P M:"BBBOT_ /C1?C] P EW;_ ?JAZ^_ P#2B2N1KKOC] R7? QM_V'K_ P1)*^Y& MOV^_ R_WNK BE^_ /] M_W2E_AC^2^0H+ @FG/(_#?QM_ &FT;Q3!<6KZ8N\NCW M%R0)11(KQ_ -E#P&/?07S[7U1_P1_ 3L+C_ L\W7_ ,_AKW>_!Z%_ MG^\$I M5H47)II->_ >C/"XXQ%6CD&+JT9, E!M^-II^36/M7 AW3%_ ^A\$L_ N MY\ CE_ [!^" _ \$(EA X%W\ \ MBBBO/ZS_ \$0"OM7_ ((K?E1?;_)-5\55J\ !%;_)*CXV_ [!4_ M_ *K[SQ_P"2GPG\]_ \ CX/Q_ \Y)C%_ B_]+B?HDZB12K, K#_!6OP_P#C M3X^D^%WQ>_>_9%9%?U_ XMS\W\$Q(DC!&A7!L: <_OS1_X_ ?!3P=;_ 'Q MA,PD:_?XLM529P.%NX \$8"TS'Y1'J0_ 17[=XX9+\$932QT%_ T9: X9V3?_ @2C MJ\Y^)>_ <1P^>_ 5,-V5_.GG%_ VE X"Y?@_PLK_ &_ A0O[0/A M?Q2Y?_+I]V%O 05K>_ &_ .7C\N0CLO/4"OVBT_ 4=(6L(+JUFCN+_Y6C6*6-MRR(MPRK JP008Z!; N)+U0*9&T<_ P^"JE_ \8 M Q#^%@_ "4Z8*XV? M7A#QQAIJSRS'RY:51WC)[1E:SOV4DEKLFM=:=?BWYP3B M, TI0S/ 1YJM-6E%;RC>ZMW<6WINT]-59_HS15#PUXITWQGHL.I:_J%EJFGW* M[HKFT6:0>S2#5^OZHA,,XJ47=9H_ EJ<0DXR5FMTPHHK#^("Q\^_KP M[+JWB36/T73X0B25VVWY)!12_B%_IOPH\ :QXDU>98- T6U>ZF8G!8%_7U9CA0.Y8#_ O M7XD>_ O_ &Y00&NKZJ]#; K[6K: G(Z,Y+G'MD)>U?1/_?W[?TW[3-VOAOPV MMQ8^"K&42\$R#9-JTJ)"\,8ZJYX\$Q\SD MI=_KR25D^_NKV/[ZS]*>ZV2X.>_QJM6K6T7ZQBM\ _MW:Z:+=_***_3]9/_ MO^>_? @!OB'!V!X+_@V; H=-NSJL8X0Z6FZ53^_ BH/17Z_ 5)_ \\$9@]N]M9>_ O M'UU#M^_TXT;3V=01).1[%A? 56'K7W97]>#>3RP>0*O45G6DY_ _NZ1C]F MUY_ , D7QBS>_ ,SJT*:O&C%0_ >UE+[KI/S0445^L^Y2%/%%% !1110 4444 % M%/% !5'Q^X7TWQCI4EAJ^G6J6,WW[>_MUGB?ZJP(Y5>HJ9PC.+C)73Z, J, MY0DI1=FNI[U_ %? X)5?"GXC&6;3K^_)WLG_ 3) P!R6]XI-R@>R;:_ BS M_P=\$=O_&?A"TN;SPWXAT7Q%:6Z-*8[A6L;D@#. #O0 BX_P/THK/5_ \BMJ7 M_ 7K_ P@&O@2ZO]1G2VMH4'S2R.P55'N20_ _CX/? #R2X2_ "KPI[X9MV5H]#T^&S-J,"5D0 M!G_ X\$V6_ &OB7_ @E3^QAEQ^W51ZMKH%?DW P4;_ 906_ G64S\$V&IPH?LM[G^R3]UQ_ M\$AY]J0Q)UK^+L=@<1@Z\BH_ \$XNS3W7]=_L]T?V=@<=A[90CB<+3A)736 MS_ KMNMF%/%%%IB8LV/[KOZ 5]^P; P F?/ > M^P6O_ H35ZVZB12K, K#_!60!_6[CD_ 'SCABCEVG2A9]4U%-->C^_ \9G/1RS MW\$9/Q_6S#%;PJSNNC3DTT_ 5=?_OT/P8H[K_ ,X_ ?!\$XKSP!J=_]XU\ V,EWX=G M9KB_ TNW3=);_ \$YXU6#_ O@(_N<_DN,E@/_&S6S2Z>+ZK_ MMG9G@_ >_>_?#(MOB[Q!I-M'JVVAO^SC_ MD24_ 20;7_ @IA;K.1!U\ <2,J1^E6,C>O5H23^) MKPFB08PO6:X6'L\B:D%VC.27W)H\%4(M_ >TSUCQ9^W M\7?&D#1WWCQ(D;_ >%G*+_M^Y" <>WIQTKRN[O]M0NI)KB62::5BSR2,69R M>I)-1T5R8S,L7BY\$ #,B7>HNZ N[EPQ,>_?;R;*S!_21:&[E_ \LA_ &YVP/8 #_ 7/#P_ JYMBXYCC(VPT M?7;6R7>*Q/[>WY)XG/%7_ 8 /_ 1#7VGA MM_ R4V\$_ Q?^VL^+_>_ 2/2:Q?_ A7_ I2/TBHHHK^W#^>PKN\ @J9^S1_ P\O_XV M?)- IMOY>@>V>YPB_ ;7@P9D]JMY/F#_ 'G_ &%K]1JX_ O^_ 5K^T\#_ =8, M3>6EY(GVG39W_P^>_ [Q\$QMGL#DJW^R[5/VX<+K/6G MK9]# [CP_XH>1Y0#?3?J\NS_ ,_+Z P#_ KU]+KJ?B1K56M&NO#FLW>GWT\$EK M?6\$SVQ]#_ .(C%64CU!"X55K^)91<7RRW/[6C]27- '8* 5_ +_ @F^_ TU_P_ M+MS^!RZ)J5QYGB/P>_LYRY^>_ YMB("O?E;7I7]7[05U^S1<_ =M)30^8]BK?9=3@_ >_ +5R Z_ 48#_ K_ M(O,->_ G%3R+ X5ZC_ =3J?V_ H_ M]_ MNO7TNNV/IXA<_ K, HG1IK_]WH>JWC_VM/6S2/[4567;_ 6+7Q%H]K%_ C= M65]EQ;S1GX((^M6_ _MB_E)OO_ \$HDKD:ZIX_ ?EW;_ ?_ 8>OO_ 2B2N1K_ #ZS+_ >ZO^*7YL T!RW_ 2E M_ AC^2^OJC_ @C P#_ G87_ 8!NO_ 1D-*?_ 5'_ 1_ P^_ 3L+C_ +_ U_ Z_ AKZ_ M@#_ DH_ ?_ (GSO'W_).XS_ KVS]0***_ N0_AX***_ "BBB@ HHHH *** / MP7HHHK_ L_ T0^OM7_ @BM_ P E1_ ?@J_ P^_ 5\55J_ _ \$50^2H^_ O^P5#_ Z_ MK[SPQ_ Y*?"?XG_ Z3(^#_ \DF,7Z+ TN)^B=>9?M=?L\6O[3?P/U3PW]Y4> MH8%_ _ PXXM[I=ASV5@2C\$?PNW%?>FT5_ 9N.P-&8>>_ Q"YH3337D_ Z^_ 1_ &V M!QU;_ !XB*&P[Y9P:>FOZ^_ 9^_ OB3PY?>_ #_ \$%_ [I6J6LUCJ.G3_ /;W_ O^*NUX9%_ & M4CVJC7Z??_ !0C_ ()^K^T1_ MXL)QVOJXRM(ML#_ \$[FLQJ/E4MT650,*QX M(PK\$ C\ S>_ T^_ \^+_ SWNS)XZAE/(-Q?_ QEP;C_ \8Z M-9- TV_ #,>L)Q!@U6HM^HE[,_L7^L7T?R>MT4Z***_ /ML#_ ?#%?Q#), KQKCP[K^L_ %,Y=K^_ DM_ Q_ >VD,OH:J1TC_ (*_ &K1(/+A M\7;KZWC%:7#_ =^D3'0_ Q7B%>I@L'S!_ QY<B)TUV.C4?R_ +QF29=C_ >MV_ P^C_ O_ O_ C+TSVK7O@_ HE\:_ \$<+1W'CS4(U=I- K;6]J\>_ >4:D'GKUOKRQ MQ9XWUQKJQ)AOM?773W\$F/3=3_ 2!_ 2E_ &VR ML%D^_ P_ O;A*?^_ &_ 8_ DD%_ %%>_ >D%_ =_ \V\A_ _QQ^_)D^_ %_ #A\W4- 5F\$88@[M(\$ZO^_,_BJN6)]!ZU5^_ ?_ PWUSXL^+_ K30?#_ FF76K;_ K>MMB@(_@7)QW9CT51U_ ,_0H M')(_?J\ M^P_ \ L3Z7^R=X:_ X:4'_ &_ K1- 1OE&5A7KY\$.>_ 1#U_ &55_ M^X#X&Q/_&5TXT(OWY?^VQ[R?X+5\$ @^_ .^_ -P_ @W9J5>2]R\ @_ =_ +M%?B] M%U:_ J1^#_ WPMTWX?_ #+1?"VD+ML=&MA C\$8:9NKR_ M.Q9C[L:Z6BBO[1P]G1 MI1HTE:4DDMDEHE\ D?QA7KU*U25:J[RDVWVN]6_ FPHHHK4R"BBB@ HHHH * M*** "BBB@ HHHH *S_ %? (K_E UZ\ H_ KOH\9QYHNN)4W;3_ 5^_ [F?C7\>V?B] M(6)XUTKP7K4=O@_ BZOH?L50M_ O!Y=H8? [N3[&OLKJEW @DEHOP^_ \?6OB%>M6OB;4H2BTRW! L^_)ASF0L TW;@A5Z@AA7V517V?#WA_ DF6U%7KWK56W/_E3 M[JT?_ ;_ SDCSXBS_ Q>S_ ;H4+48?DOS_ =N9ZK_MU)C8XUAC555551@_ #_ IU M%?_ Q^_ 5A1110_ C>OA[A? Q2_ +W B^_ (M+L]7TN[_ >_ >_ X33NO(_^FX>XOS7)]V7U7&_ +W8]80U3Z^_ L_ ,_ &_ ?X@_ L5_ % M7X922?VIX&U_ RHN6GL[?;"!ZEX=Z@?4BO- 12TB[T:X]_ \M;BUE!_ ?31F-N_ M#P17[P45^_ 3XSP%_ PDI7P_N+E%?WHJ7XIP_ (5L\X8N;_ 8K^1D P^_]DQ_ J\YG M\X+T5^_ %_ UKJ2 MO;6U_ ;79^_ "9EC/K>_ JXJUN>4I6WMS-NU]+VOV"OF?]JIO_ @F#X(^_ L]QJFBG_ M[0%Q,2[S6D:TNF]9, @G^_ A4]DD,^F**_ YLXR/ 9K0^_ K9A252/GNO_ : MI^_ :9T9/GF/RNO_ 6331^_ 2/Q_ ._ ;7Q8^_ \$DLL@VMXDT^_ M_ ,_ +_ =_ 3_ ;A_ URP)1_)CW- >_ &ZK1WH5_ :WUK<_ 6=U<_ 6XO(FI_ Q^_ %_ %%>_ LUK/!%WPGUZ3=.._ 1_ N13_ ;^_ 9?^_ \M^_ J1^_ F4M?O_ /43[N5_ \ M\ R/R!HK]C_ ,_ 8+^#VD;_ />_ :_ \$WEDD>_ 2>36117ZU31 MQIQ40)+1_)+LD_ +DU21.I)SFVV]6WJV_ ***_ L@_ ;Q5_ R_ ,_ ?^_ 40_ *_&_ MH5^_ J%_ %_ ?S0_ P#_ YI_ 7U_ RE_ \ =#_ AH>_ /+>_ 1%_ H_ ?_ /_ [F_ ?@_ O7V_ -P_ \$7O_ \ MDO'BK_ L_ _THAK]J*KAOP_ LG_ Z_ 7_ .?V_ OR^_ SM?1K_ G=M^S_ %_ XD_ 80[6

MRRMEWU3D]HKBBOQ+B3P8H9GF-3'X?^R51 MW<>3FJY[M/GCN];6W;/VSAOOQFKY9EU/5-[5TU92Y^71;)KDELM+WV2/P7H MK]Z**\+_-(@%P1_P#Y2_ NA[G \$> ^H_ J_IC=N/9<+7V=117[PUE-?+ NIX#\$O: MNFK*7+R^ZMDUS2V6E[!XGQ]FU#,\QJ8 #T?9*H[N- S:O=IVCN],6W;/Q% M^W/ ^7?QM V'K_*-*Y&OWHHK\8Q@[16M^K]>MS-O^%W= _GX?LW&= MO948TOJ-^5)?Q>RM_P^S%Z^J/^_P G87' & ,K T9#7Z@45Z7# @O_M_9F8T75LO^IOM(N-^7M?K;D5_O M04445^Y'X>%%% !1110 44444 %%% 'X+T5^%?SK_0_ P^H_P#I?MW0 HC B/? 4# P?5? N9^?P:O P16 Y*CXV [!4A Z.KJ|Z*]IACP= _L? M_*^9?6^?V;Y?9VO=;:[MOV9X/\$WC! :^65TO:S3VY%?;N@H MHHKJL/Q4*I :0 8T#_ +4%#B#X@TJK?5HDV0:K9\$17D0*[6P0ZC^ZX(&3C! M.:]6HKCQ^7X;&T'AL734X/-77 #JGNCLP.88G!5UB<- PFMFG9_-W6S/R_ M^W_ 27^(GP|GFn/#+6GC+2URR_9V%O>(O^U\$YP3_N,Q/H^*; &/P|U_P" ME^;77M\$U_1;@:"EWUI);L?H& S^%?NA4- _I]OJEJT%U!#<0#>#1RH'5OJ#Q7 MXWG@;EE>3GE]:5'R:YX_*[4OODS]BR?QPS.A%0S"C&MY|TDOG9./W'X.T5 M^TWB]DWX8^*F9K[P!X1ED?Z1=+ACD;J|RJ& 7BN;O/^>WP9OI=[^+5L M8_=S3QC|E<"OC:W@3FJ?K\$4VO/F7Y)GV^QURMK|AZB? ERO|VC?_* 82R M P?^?P:T?M/Y@+26W=?D,DFE+\$,293D2II, M'F#_(&W=O6JH?&!9M_OL332(E)_FHBK>.N6)?N<-4;W%?DYXZ^O@_XK M^*5TL/ASPYK6ML3@FSLWE5?Y@,*/GRYC3/KN8CNM?I! EM" L<:+&@PJ,;H]A3]_VR7P1RG#253 M'U)5FNGP1^:35M?C M1L^M>_ &VLM4_P"B>Z?_ #9 P#XU77T|T^_PSX2 _RUI[211:1AXBLIM]MV MHH5TV>&65FW\$MYD3G_20BO+ P#AS-+ P#H?/? VT P#D:OQWB3 >5,R MJSRFLM-&"ZY4^2Z5E?>+>J|V?L#F.X\$AEM*&492KV?,USV;N[;22VMLCS+ M (9?I T3W3_/_P/_\&/^V6J?]\$]T \&S /QJOE3]I;X9V'P; ^/B MCPOI+6U?Q MA;ZCK\$,DDT=G=6R0J5F!=M#0,PX4=6/. -EXBXZS3'U M]1=GR:ZL 1\YX=X%RO 4LRQ6&?LZMN6SJ- ^]F5USZ:J_VLM4_P"B>Z?_ M .#9 P#XU7WIX1UQO\$WA32J:0M%J?I%/? VT \D:OJOP_HL7AO0;3H&D:3[>.VC:0@L510H)P,X'8"OVC@? M"4T9U7Q%44TTN2W+H]; #%>6Y^<;XKA>K'DN';@TWSWY51;XI/SV+E%< MSJ7OK&Z+=M;WGBWPS:3KJZ;5(W'U!;::? AKQKHW;I=U;3-6C7J]G= M.H[=5]K[J,&H3G[.STWV35_N/A9X20"/#.2[U.M.WWF11GUNSTV41W%Y:V M\C# <%DE521ZX]JVE)79C&+,LBU14-UJ=O8V#74UQ#:#QIYC3.X6-5]2QXQ M[USMCV_7]I=[^6WB[PO<7\$C;4BBU6!W<^@);-9U,31IM122;VNTKFE/ M#5JB8?MA?>^9M^ FK>+L;74+RQD@BCAN681\$R2JF3MY_M-V< CZUZ7SK_P51_Y,N\1?] 5E P"E,=>/Q5BVZ%R;%8F@^6<*QPM:6*SC"X:NN:\$ZD\$UW3DDT>0 L?M?[\$+J|7J|^UT;7KK2[;19+&YG:Q M_,)8XRZJ"IW6DXSTWX]\$P=&Q=P^"J|G#V<7.*LKWEKYOSW"BL_ M(2O2_ \H):? P!"?XU=M[B.A62*1](W&59#N5A[&OTZ-2,OA9^92IRC\2 M'T45SFM_&PCX:U%/[40%/AS3[N/(\%SJ4,4B?568\$5%:O3I+FJR45YNWYET MJ-2J^6E%R?DK_D=15'0?N\$NF^*K\$76EZA8ZE;TEM9UFC? [RDBKU7<+9+FB M(HB491?+68453N?6GV<[1S7UG%(OWD>95874\$T:AXCT_2-);4+J^L[6Q4; MFN99E2%1ZER2 M? <@M=2AFD;Z*K\$FNB4I:JN:E27D_!5HU*3Y:D7%:M^845SNN%? PG MX8U\K340%WAW3J/AH;G4H89%^JLP:7A[Q7I? BZR^TZ3J6GZI;YQYMI<,F M?J|I8XJC?LX3EVNK_ %RPM:/;2@'U9V^T***W,#^*(GBE0 WP_US M6EA6X;1]/N+X1%MHE,4;/MSSC.W& <51^\$^"R^I?)?6%W:@QA74+N*V+MC578H^<+G'E2OQC^%G_3O#/?V%+;P!& MK7XEXJ<5YKE..PE+ZQ)&?:K1=>2ZI_@? MGA;PKE6;8%ULPI<H=V'J34=CJUKJ|[!--WE2!]JN> MF1-NEZPW>HPPR#_@+M,#6EH'B73?%=@+K2]0L=2M6.!-SK-&? ^!*2*SCB:4ING&2"@[G]LZU1.D^8,IJMO[?1FH/#?Q M1_,KTVVC^M(U6X49_5G?Q3N!ZX5B>Q *L'BJ[G]S7-VNK=N;K"UG#VJ M@^709V^W:***W, HHHH **** "BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** /QR,_P,P"3P/B!_P|A5_ \ T%: 2+@G5 R9=X\$ P"O6; TIFK?W?V\ M/3P/B_V%7_0/5K(O^=7_EW@3 KUF]^9J_G#P_M P"2QS?T?] IV_ M1GBA_P D?EWK3 \ 34CVO!_ ^D7PVUSXG!LLZI:_5U2XU2R[N>ZCL[OYE_M\N RGB^KRXXR%MIR'4!QD"O>^*_*^*_*^*^* LP>#EU?Q=R*UPQCL[*W4275 MZX&2\$4#D Xrq(49+3D@JUXCHX6KE=>ECJGLZW*FK7]4JN[T/PWAVM MBJ6:4*^N^*TJ1DG&K3O;T:W[+4_-31\ @F1;M;T;@>\$5M5<95+G4K6 M.0_!F5^C8->^?AYX_98>V>K6FL->=A'G6T4WEL1G&Z*-BK#/&5 M8BOIKQ[_,%HO%E=R+X9)Z#IMMDA6U&26|EQV/R-&H?&&UKQ#]I#]M[Q M9^U/X7T_2 %CX=7^R[H5W0NEG&&HQHRNFDW+3 %)/S7_#^Z M_!_7IJJ^<^#EP-&YUM;^54?D<Q3%1P"5U(S&2,9P/E M+ @_LS R< H_ &*^UO_Z5WE/_!%G5I8? B]XRL5/[FXT>.=QGJTAEOB)5P^&7+!PT! BO^UW;Z+X1TM=:36!AFSC MM;2RB81VMG\$N511"2L:M@[=[G. !G IWQC 8B^)WP'V_J_B+PS-#1,9 DO+M:XBNH23@; +8E!D@98 9(&./)E6\ D6-%DDU^YWL%Y;4..GOB MOHWX1+'7Q?/!&EWT2S6>H:<6R\$=5:@?YU63^%&S;) (9GB<1.5>I#F M3;7*M=333;2T7Q+R2)SCQ5Q&4YW/+,-AX1H4Y\K23YKG[S3323>KV?G< / M @F=^VMK7@?XF:5X!0: A?^&=>E%G8_9: [9-<Q&(R^6;L013H P(Q\| MZB_X*H_F7>(O^OJR\ _2.FORY^*VIR:+XJT.\B;34()D.TAED4CGMTK] M1O@_JC_,F7> (O^OJR_J*8ZRX\$SS\$XS@[.\B)2HTYK490EIOHG%V[7 MMM8TXXR/#8/C#_+9AXJ+K5(\R6B7K.H0/S8(>MO&P/\$K#AC "IP/F/ MR_ \$'P1^&VL? 'Q7=:YH)CCU66PFL8)W?&LOF@9. [9QG@!<8.'X=GW69<\$4<=Q% ;>7-3IPBHQWYI)R=VNJ5U9=7Y*SIN M_8^8\CO/VIO&7JH:I:^"=(E OIU)1KU\9%O\$?4;F'W5/8E: 5C2=L?"6 MA6]E96JMI^FZ?"(H88E\$<^O&HP .%4 5E _CPIX?\$_ #C1=^*PVL/AVWM4 M- @+=MT&PCDE7%:3J#G.2^URIOEC=_6R[O>Q_/?\$O M\$F,XMSNEAM84W-0%A 9YFES2_O=]MEL?%W[%)UT^Z0203 M7MS#&FX4/AE61@Q4CD-C!0UYS*>T;PM/2=\$U+Q_&ITNKZ+I]VES=6,94&[M5#N\NL[N-K\$ /'4\$U]Y#_ (+4>%U&!X)UX =!JKB PK%RO\$97Q#BjN8<6Z4 M>T8QOMY?>1BMDDKMW;??>4U:N2MOMK[T7*3W;LE M9]=OC'4-*^7[&OQ(A,R:WX+U^>9&ZMA;A.G# F.9,Y!S+U!K]+V# P!L M.'K+X;SO>PQ6?BC0BD.IP1_ZN7<#LGC'97VME?X2I'3!QU^VU^WYX4_ :T^ M%MMH/A/4M-U;3KQ;JS09YHW\H8*R)QSAE(XZ953V%64_ ^"17B*YTCJ,K<+/ MY&K:10E5\5ZIN\6KV3;L_P>^X**?_)Z/C MO_KZA \ 2.*L/X? >1OB; ^UK+IWAW1(=4\VOANV6" W@JQ6>F1 M3/S8/7%;G_!13 D]QW_-?4/ 1-%7Z" P#!-X?Z?X%_9^+S6<,:W.N)J M5Y,%PT(CNP&?JU BCV60.R3A7^W^*=@ZE1P1*=24^5ZM*I9+MNT]4TK;7L> MA\G7%]/@*8'&4Z:G5<^*8!_T_ MX>^+ZXTF.JL1? ZI=6[&.:9'=T2!7ZJOR%FV_>W*,XW_(_*,-5SQ02A%J?L<^Z=FWJ^EW MNHVUL?,P_8S?_ +3FEWVI>=&->FT^QF\B6[NKE88VEP&**3RS , <# R_MGD9(>^"WQ<^%O[2O@^QO+5!]M[Z_7S=8TN(W1);IF24&6OD)1& 5INX MD#^K[F_V,?V]I<_9> [T^SXM=,ZE+B>R>4Q2028" F2)^0^"5!Y4AMBVKUK M#_V=/VX_A^TPZVFAZE)9:V5+^2M000W1 &24Y*R OT445_5!_+R/[0'_)!&W_ & + [_TGDK8_A9 R4[P_WV^W M+;T?LY^T! P D\?;@^" P#2>OQC^%G_3O#/?V%+;P!&K7X^<-W_M ",#Z/_-*B?T9X_(LQWJ\O\TF1^K\ P45 Y,N= \ 7K#_ E,-E?= M+OC%XL^>8U*VZ?;9)XDMA87/V7_6RIO#(1RMD81?#89@.M?JC_,%_M?^3+O?_ %ZP P#I3#7Y_\!-*RAU#JMSPI<0Q31JJY(%D0, Z65PRM@JU M8!@>Q /45'BAZN(XLP.&HU'3E4C"DKW7/4E%O1KH^>NQIX5XBE03QV)K4 MU4C3E_,B]GR4XR2U3ZKMIN,T_ @_G_.%/ATZQ'X.NE68>:(KN)@@NI>23' M(X<^V8 GTK@_ /Q\!?: LN_ \$R2YTNXU'P|KNES>3=VLJL@8IHCPR^S#W&# M@U^V5?F3_P% B_UMHO[36EZA,QQQR:QH4,MR0.9)4EECW_ +9K&O\ P"N+ MCKPVP_ #F7PS;+*_.0E%-MKKUBXI-UT->S@?Q(Q\$683RG,Z\$2<9-)) M.DE)M->FOX??G!-OQNM/VB?@MH?BVTC%N=2A(N+?. L\Z,4D3ZIE.">JD0 M7R; _%/^"C6J^>0%E]X!^"YJ|AGT^3JVKQB[B/C][=D#;M). M[P3]=2^"OV#O\ M,RLOAO4M2NX@W0L5C;S8/MNR? QK_O\VEWGQ)\?V-D M[2ZAK^H1P-(Y9L606XTX\|S\|X'EA9.-;QO*2T>ED[6VYI/ MILE;J>3P9P/EZX@Q]7Q4J.&E; 7JM;M-]^6*Z[MWZ9_ GFKXE?M27UYJ. M@Z+J6O?O<76I75PL<2<9W33, S8) !%;/Q2_8E^*WP&TTZQK'A>^M& MUD: ^L9X[I?^?3&F,8!_B8 9[U^N7PZ^>E "OP/?A[1;6.STS2;=>". M% X Y8^K,HT45^U9?@XX3#4+^N M2A%1NW=NRM=M[MGXOF&EB34Q,DHNLW_13-7Y\N MX? \G@?#_ + "K P#H*U^D7_!K DR[P MUZS?^E,U?SAX6_)8YCYZ5/[\$ HSQ0 Y(+O6G Z:D>UU^2O_ 4S^>(J_ MX^ :\\1V]Q([6?A R),LXB> (D1%9 P#OJ1G.?0CTK]J_- (*K LLZUX7^ M+U]0M-L9[SPYX@-6-[R6%^PT^X5% C;S,?_5P8H,>-S\$<<9R:<)BZ^0I\X9- MQC_>7MI*[DVK_ ?0^A_ !?%82CGS6):4I0:@W_>+LO-I.WS74J_ P"! M?[" @&7X\$Z%XN1:8^)M:00FZ/JH1B>WM8RY(QK\$V4)P 26!.21P,*Y_ M(*Z#7P7X!^? AV31O#GAS1=8NM'='O-O=(M2QMH-0M?.^RAF+, \$965L% B3@D@9XQ5'QS MKGQ: ;@EU;Q5%OJ&O6/A.S>>5H(!%9Z=\$,%UC484N1\Q RY5,G(7C\QV%V M1UN&EDV5X1O\$@D[06Z25V2W2:OZ780^+W_)>/?_ & # P"Es-4/^S_)S^@_ \ 8K6_ I7>5Q7_ M 3+^,5O\ VJ\, ^V\, UKXFMW-T%&9&117C;[1DGY@&..@8GM7:_%? M3G\| P"06M_ \$KO*XX8RE5,1480WH5DF05W7WI @_SKE@ZM+Q\$C6DO=J46T M_16?W-?BCZ) X(?FGW_ ?NO\ T7!7TQXK_P"16U+_*?9_0#7S/_,\$? MO^33[G_L/W7_ *+@KZ8\5\ (K:E P!>LO\ Z: _?N!^?29PG_ 7M?D?@G" M_ 4V* Z^AS\O"O(SZ; UJ1?_H8K]3_ @JC_,F7>(O^OJR_J*8Z_ +#P MK_R, ^F_)?47_ *^& 4_ (*H_P#)EWB+ KZLO_2F.OP?PY Y)O.O^O_ J]M[MXC?E'DO\ U_ ?73/SF_97_9^N\VF_ C1IOA2&^CTV.X#SW- RR[%"@R^ MU>[\$<^R>3B00_ ^@_ [&_LK_>+&ZT5;F;PAK2;229O,DMIT4>9\$!>R?OJ M>,@L/_E'_!?)_Y/L?^P7=_ H(K')/V@O@AI/1PGU;PKJZJ;Z/_^ MW+V":Z_#><+GG"E>M3C_M/_67^%*T?2NT_>R?C+C M(%9Q5015)?- R+FC_B;O+S:LFO*Z6[DW_@DK^UN-4TW A5N07/^DVB0/H, MLAYECY:2VSZKRZ_ [XW?%+ _#5QXF 8P/7; M)9"VO" H7.Y([B-G^F M%W- P\ :+QO)X?2?LW_&:RN/TG+X5OPR2(>Y8(\$)/=2-K_!T"8U^>MLW[GQWT7]L3X ZQZE+/_C7D#Z;KFG-RL4I3+&1U/MU;Y3B.%P? +6C"4(WWY,-GYP>EOY:,:^7\0LAAE&8?BK+US493C.5M9N, M2NO*:UOWOWU1^5/L/F@%?^?7QW1-Z7XT:6/PWJ=R;6ZDCF(EHV=&6)M_>B41 MDG@+FOT3 P"2WP? P"?/7_ 9M_ A7Q1^V+^PEXF_9C47=U;V=WJ_@V5S) M::G%&7%NA/\$=Q@?(XZ;C\K<\$.56O+)? ^"BOQ: ^"WA^2K'Q)JOT^V4)!J- MLETT*CH!(PWX\ X_ + # @O@> &= E#U:KEG%. Y)W4N52:Z6U:0%VNFFJWW MT^>XDP.: <0:69+8[EBU9QYQ%K?2J]FFNB[:_Q_X_+ 24O?^#- MO*7X#_+_P_9S<-XB-VFI+J36SVH>YO_ J(Y4L0,=EQGT)K\B9^ MV=6/VAKNUT_4\$.17?>EMM/TR 6ZM^K!D^6)0TA5@>Q8@@LYE"O% C#_ /NAB-P4/J&_!^* 6>PX8S MC5'EN 5-T;2C- PBG>^NUU%K2VMW=NRL?D_&7/39/@:S+NHJUXR@IR: M9 M6WLY)ZWTL7)S=J_P# @HI_R>CX_P"OJ_ TFBK)(OV#?^3/0_ & "U P#0 MFK?W^"BG_Z/CO_ ^*H?_ 2_*OTB_8_ Y_ \? 8+7_ :^OF_ /DLE_ TT>N4V6)9XFCD57C<%65AD, #U%_ .KXD_X*Y_ & #QEX+ M\N0%"C\X? 37M)TVQD J3:S:"^2*W/S1QQ"5<95+DKG!U>N*_9\^)I9-EU3, M^L\1MHMW=I?V^O8_ &N&#=>FRZR62[K*5_,M^@_7,IUS@]#^>OC? PCK7P+^*>H:1T->Y%_ P5D^,&C:(MG+?;J,BK%W=:- P!KKX07(L:_ZU|Q|KET;F]NBFV*\$NWS2RLH MVQOCZ # '05 +G&V:9!G- 2C/A[#RAB]2JY**5^WNQ;7?JEWNWH?U!P5E>? MY/3K0X@Q\$9X>,&Y-V[^\])MNC?:R61^MG[+?Q1N/C1^SUX2/37\W[F=JFGH MUT57:K3(3'P'8%T8@=LUWUHHHQY05ES?C_< D[-4)8VM+ "JU-RER_X; MNWX6.1_ : Y(XV_ \%)P" D'E?C'\+^/2G>&_ L*6W HU:_9S]H_ D@_C; M_ L_7W_I)7XQ_ S_)*=X; ["EM_Z-6OY_ \&_D9X'T?_I43]^_ \D68[M7_1,C]7_ P# @HK_R9=X[P"O6' TIAK_ _ @F- R?#X[_?P#T@N: 0\ MX**_F7>_ KUA_?8: /S_ (C?GP^"/^W_](+FNCQ%_ P"2XROUH_ MIYG/X= _D/FGI6_J.H_6ZOS= P" T\ R7CPK_V_ !Z435^D5?F_ P_ P%H? MDO A7_L #_ THFK[3QB_Y]FI_BA_Z4?&>#O_ R4M/_/-/)-/1O_ @F;X6D< M_P#/_ XDZ+"OF3:QJ&J6**/XFETVV0#/\VXK+ \

^)?^\$&\?Z+K#1-) 8^H07A MCQRWE2*^WM_=Q7Z, P#!&; DV#70^QIN/_22SKQ3_@H? P \$^M;(\^.=4\;> M"]+FU3PYJLC7=[:6B&2,3)FRTC!!R82\DKM)NZE;LFG?UOLF?J'\#W\$6#PO%.9Y5C9**K37*V()M*SC?NTU;TMNT M?HIX8(36/C/PY8ZMI=U'>:=J4"7-M/&W_ ;M_ M)GQU;P-S3ZVX4J\8WTD[|UO.-K7^=O-'Z^HxD4,I#*PR".]_Q?XC3RG*L+F%"AS2KZVE=]M%Z?M987&J64-S: MS0W%O<() (I8G#I(I&ORD<\$\$<_VMEE',>3D]HKV>MNF_5.:JCXGB3) [* MS.MEW/S^S=KK2_7;H]=5T84445[AX@4444 %%% !1110 4444 %%% !111 M0 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 % M%% !1110!C7 P .#?VJWDEQ=:#HUS<3')++91N(GU)*Y->FZ9;Z/91VUG M;PVMO\$,)%#&(T0=> .!116<:-,N:,4F_(TE6J2CR\RDVO4FILD:S1LK*K'PP M01D\$445H9G%7?[_PWO[UKFX^@B:XD;'HMRHPC%O>R2O]QTUL9B*R4:LY22V MNV[? >8/A[X+>#?".NMJFD^\$_.EZF%FN[32X(9V)R"2ZJ&R"=& M[272SZC1&EZA,J"-9+FU25@N2< L"<9).W:Y:T?0K'P!:?9]/L[6QM]Q?R[>%8DW'J<* ,#FK+J)%*L R ML,\$\$=:**VC%17+%;&,1.3YI/4PD^%GAB-PR^&!5E.01\60?^:UM5T>SUZ MR:VOK6WO+=R"T4(0D1LE%,.8I) [Z+4TEB*LFG*3;6VKT*.D M>!-#VW@N+#1M)L;@ J);>TCC< J1E0#6M115TZ<(*T\$DO(BI4G-WFVWYF3J MW@/0)?O6N;[1=)O;A@ 99[2.1R!T&6!/%6-#\\+Z9X921-TZQT]9#(+:W2\$ M.1TSM SC)ZT45*H4U+G45?O;4IUZCCR.3MVN[%UU\$BE6 96&".M<7J?[-GP MZUN]:XO/ @J\N).6EFT,UD=OJ2F,**C\$86A75JT%*W=) F7A[57H.]&;CZ: MK\C9(_# #PS/V(TP[H>A@C!%A816V?^ ^%%,E%:4J-E'DI045V2LOP,ZM M:15ESU&Y/NW=F/J7P\|ZQ>R7-YH>CW5Q*6<.H6LD%Q% M'#/**I5XY%#*X/4\$'@BBBM&KJS,TVG='S LO?#.ZF.23X=^9)&.69M M69C M[GRZZOPYX6TOP?IJV>DZ;8:79J".X/16 M+%)#+,\$JR1^="21"&5EL(@5(Z\$';116=2C3F[SBGZHTIUD%:\$FO1FOJ6F M6^L64EM>6\ U;RC#Q31B1"7D'@UG:7V]!T.^CNK+0](L[J+&R:"SCCD3((M.& R,@D?0T442HTY24I13:ZV"-:I&+C&32?2YKUFZWX,T?Q+<+J6DZ;J\$L: M[%>YM4E95ZX18'CVHHJITXS7+77F3"!#YH.SB;1?#JAX;M6@TZQL/A9S M(T=M"!L2EL 9(4 9P ,^PYJ111&*BN6*L@E)R?-)W9ROB? X\$^! &^H-=ZUX\ M*ZO=,26FO=)M[B0D^K.A.-* !#P7X%OENM#'\^%]'NE.1-8Z5!;R# _@2*#1 M17+ _ &? A?:>\UJE'FWORJ_P!]KG5_&*]G[+VDN7MS.WW7L=17F?Q9_8X^&?Q MQ2+K'BCPG9;AJBA5:Y2::VDE"\#S#\$Z^9@8'S9X '0"BBGC,!AL93]CBZ<: MD=[22DK][-\$X/XG"5;/82I*G+:6XNW:Z:9W7A'P?I?@'PY:Z/HNGVFEZ7 M8IL@MK:,1QQCJ< =R223U))R36E11733IQA%0@K):+9+LCGJ5)3DYS=V]6 &WNWYG_9 end