

during or subsequent to the second quarter of 2023, and higher restructuring costs. These were largely offset by productivity and efficiency improvements, including lower costs at certain underperforming facilities, commercial items in the first six months of 2024 and 2023, which had a net favourable impact on a year over year basis, lower net engineering costs, including spending related to our electrification and active safety businesses and lower launch, engineering and other costs associated with our assembly business. During the six months ended June 30, 2024, income from operations before income taxes was \$461 million, net income attributable to Magna International Inc. was \$322 million and diluted earnings per share was \$1.12, decreases of \$297 million, \$226 million, and \$0.79, respectively, each compared to the first six months of 2023. During the first six months ended June 30, 2024, Adjusted diluted earnings per share were \$2.44, compared to \$2.69 in the first six months of 2023. For the six months ended June 30, 2023, we generated cash from operations before changes in operating assets and liabilities of \$1.3 billion and used \$275 million in operating assets and liabilities. Investment activities for the six months ended June 30, 2024 included \$993 million in fixed asset additions, a \$295 million increase in investments, other assets and intangible assets, \$86 million for acquisitions, and \$21 million in public and private equity investments. **RETURN OF CAPITAL TO SHAREHOLDERS** During the three months ended June 30, 2024, we paid \$134 million in dividends. Our Board of Directors declared a second quarter dividend of \$0.475 per Common Share, payable on August 30, 2024 to shareholders of record as of the close of business on August 16, 2024. **MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS****CONNECT WITH MAGNA** **3** **SEGMENT SUMMARY** For the three months ended June 30, 2024, Sales Adjusted EBIT (\$Millions unless otherwise noted) 2024 2023 Change 2024 2023 Change Body Exteriors & Structures \$4,465 \$4,540 (\$75) \$341 \$394 (\$53) Power & Vision 3,926 3,462 462 464 198 124 74 Seating Systems 1,455 1,603 145 148 53 67 14 Complete Vehicles 1,242 1,526 284 20 34 14 Corporate and Other 130 149 130 19 19 19 35 (3) (32) Total Reportable Segments \$10,958 \$10,982 (\$24) \$577 \$616 (\$39) For the three months ended June 30, 2024, Adjusted EBIT as a percentage of sales 2024 2023 Change Body Exteriors & Structures 7.6% 8.7% (1.1%) Power & Vision 5.0% 3.6% 1.4% Seating Systems 3.6% 3.6% 4.2% (0.6%) Complete Vehicles 1.6% 2.2% (0.6%) Consolidated Average 5.3% 5.6% (0.3%) For the six months ended June 30, 2024, Sales Adjusted EBIT (\$Millions unless otherwise noted) 2024 2023 Change 2024 2023 Change Body Exteriors & Structures \$8,894 \$8,979 (\$85) \$639 \$666 (\$27) Power & Vision 7,768 6,785 983 296 216 80 Seating Systems 2,910 3,089 105 104 1 Complete Vehicles 2,625 3,152 527 474 474 864 Corporate and Other 269 350 81 41 7 34 Total Reportable Segments \$21,928 \$21,655 2,928 \$273 \$1,046 \$1,065 \$19 For the six months ended June 30, 2024, Adjusted EBIT as a percentage of sales 2024 2023 Change Body Exteriors & Structures 7.2% 7.4% (0.2%) Power & Vision 3.8% 3.2% 0.6% Seating Systems 3.6% 3.4% 0.2% Complete Vehicles 1.8% 2.7% (0.9%) Consolidated Average 4.8% 4.9% (0.1%) For further details on our segment results, please see our Management's Discussion and Analysis of Results of Operations and Financial Position and our Interim Financial Statements. **MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS****CONNECT WITH MAGNA** **4** **2024 OUTLOOK** We first disclose a full-year Outlook annually in February, with quarterly updates. The following 2024 Outlook is an update to our previous Outlook in May 2024. Updated 2024 Outlook Assumptions 2024 Current Previous Light Vehicle Production (millions of units) North America 15.7 15.7 Europe 17.1 17.4 China 29.0 29.0 Average Foreign exchange rates: 1 Canadian dollar equals U.S. \$0.733 U.S. \$0.725 1 euro equals U.S. \$1.080 U.S. \$1.065 2024 Outlook 2024 Current Previous Segment Sales Body Exteriors & Structures \$17.3 - \$17.9 billion \$17.3 - \$17.9 billion Power & Vision \$15.3 - \$15.7 billion \$15.4 - \$15.8 billion Seating Systems \$5.5 - \$5.8 billion \$5.4 - \$5.7 billion Complete Vehicles \$4.9 - \$5.2 billion \$5.0 - \$5.3 billion Total Sales \$42.5 - \$44.1 billion \$42.6 - \$44.2 billion Adjusted EBIT Margin(3) 5.4% - 5.8% 5.4% - 6.0% Equity Income (included in EBIT) \$100 - \$130 million \$120 - \$150 million Interest Expense, net Approx. \$220 million Approx. \$230 million Income Tax Rate(4) Approx. 22% Approx. 22% Adjusted Net Income attributable to Magna(5) \$1.5 - \$1.7 billion \$1.5 - \$1.7 billion Capital Spending \$2.3 - \$2.4 billion \$2.4 - \$2.5 billion Notes: (3) Adjusted EBIT Margin is the ratio of Adjusted EBIT to Total Sales. Refer to the reconciliation of Non-GAAP financial measures in the back of this press release for further information (4) The Income Tax Rate has been calculated using Adjusted EBIT and is based on current tax legislation (5) Adjusted Net Income attributable to Magna represents Net Income excluding Other expense, net and amortization of acquired intangible assets, net of tax **MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS****CONNECT WITH MAGNA** **5** **2026 OUTLOOK** In the normal course, we do not update the third year of the Outlook we provide in February of each year. However, given the magnitude of the changes that are taking place in the automotive industry and the potential impacts on our business, management prepared a top-level analysis to update our 2026 Outlook provided in February 2024 for projected Sales, Adjusted EBIT Margin, Equity Income, and Capital Spending. Given the higher-level nature and timing of this analysis, management is not currently able to provide 2026 forecasts with the same granularity as that provided in February 2024, particularly: Sales and Adjusted EBIT margin ranges by Segment for 2026; Megatrend Sales and Adjusted EBIT for the years 2024 to 2026; and 2027 Sales for Battery Enclosures, Powertrain Electrification and ADAS. Accordingly, investors should not rely on the forecasts for these measures provided in our February 2024 Outlook or other Investor presentations. **2026 Outlook Assumptions** **2026 Current** Previous Light Vehicle Production (millions of units) North America 16.1 Europe 17.3 China 30.6 30.6 Average Foreign exchange rates: 1 Canadian dollar equals U.S. \$0.74 1 euro equals U.S. \$1.08 U.S. \$1.08 2026 Outlook 2026 Current Previous Total Sales \$44.0 - \$46.5 billion \$48.8 - \$51.2 billion Adjusted EBIT Margin(6) 6.7% - 7.4% 7.0% - 7.7% Equity Income (included in EBIT) \$125 - \$170 million \$165 - \$210 million Capital Spending \$1.6 - \$1.8 billion Notes: (6) Adjusted EBIT Margin is the ratio of Adjusted EBIT to Total Sales. Refer to the reconciliation of Non-GAAP financial measures in the back of this press release for further information Our Outlook is intended to provide information about management's current expectations and plans and may not be appropriate for other purposes. Although considered reasonable by Magna as of the date of this document, the 2024 and 2026 Outlooks above and the underlying assumptions may prove to be inaccurate. Accordingly, our actual results could differ materially from our expectations as set forth herein. The risks identified in the **Forward-Looking Statements** section below represent the primary factors which we believe could cause actual results to differ materially from our expectations. **MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS****CONNECT WITH MAGNA** **6** **Key Drivers of Our Business** Our operating results are primarily dependent on the levels of North American, European, and Chinese car and light truck production by our customers. While we supply systems and components to every major original equipment manufacturer ("OEM"), we do not supply systems and components for every vehicle, nor is the value of our content consistent from one vehicle to the next. As a result, customer and program mix relative to market trends, as well as the value of our content on specific vehicle production programs, are also important drivers of our results. OEM production volumes are generally aligned with vehicle sales levels and thus affected by changes in such levels. Aside from vehicle sales levels, production volumes are typically impacted by a range of factors, including: labour disruptions; free trade arrangements and tariffs; relative currency values; commodities prices; supply chains and infrastructure; availability and relative cost of skilled labour; regulatory frameworks; and other factors. Overall vehicle sales levels are significantly affected by changes in consumer confidence levels, which may in turn be impacted by consumer perceptions and general trends related to the job, housing, and stock markets, as well as other macroeconomic and political factors. Other factors which typically impact vehicle sales levels and thus production volumes include: vehicle affordability; interest rates and/or availability of credit; fuel and energy prices; relative currency values; uncertainty as to consumer acceptance of EVs; government subsidies to consumers for the purchase of low- and zero-emission vehicles; and other factors. **MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS****CONNECT WITH MAGNA** **7** **NON-GAAP FINANCIAL MEASURES RECONCILIATION** Effective July 1, 2023, we revised our calculations of Adjusted EBIT and Adjusted diluted earnings per share to exclude the amortization of acquired intangible assets. Revenue generated from acquired intangible assets is included within revenue in determining net income attributable to Magna. We believe that excluding the amortization of acquired intangible assets from these Non-GAAP measures helps management and investors in understanding our underlying performance and improves comparability between our segmented results of operations and our peers. The historical

presentation of these Non-GAAP measures within this press release has also been updated to reflect the revised calculations. The reconciliation of Non-GAAP financial measures is as follows: THREE MONTHS ENDED JUNE 30, SIX MONTHS ENDED JUNE 30, 2024, 2023, 2024, 2023. Adjusted EBITA \$328, \$354, \$354, \$571. Add: Net Income \$328, \$354, \$354, \$571. Amortization of acquired intangible assets \$28, \$13, \$56, \$25. Interest expense, net \$54, \$34, \$34, \$105. Other expense, net \$86, \$424, \$228. Income taxes \$99, \$129, \$107, \$187. Adjusted EBITA \$577, \$616, \$1,046, \$1,065. Adjusted EBIT as a percentage of sales (Adjusted EBIT margin) 5.3%, 5.6%, 4.8%, 4.9%. Net income attributable to Magna International Inc. \$313, \$339, \$322, \$548. Add (deduct): Amortization of acquired intangible assets \$28, \$13, \$56, \$25. Other expense, net \$68, \$86, \$424, \$228. Tax effect on Amortization of acquired intangible assets and Other expense, net (20), \$3, \$102, \$31. Adjusted net income attributable to Magna International Inc. \$389, \$441, \$700, \$770. Diluted weighted average number of Common Shares outstanding during the period (millions): 287.3, 286.3, 287.2, 286.4. Adjusted diluted earnings per shares \$1.35, \$1.54, \$2.44, \$2.69. MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS

CONNECT WITH MAGNA 8

Certain of the forward-looking financial measures above are provided on a Non-GAAP basis. We do not provide a reconciliation of such forward-looking measures to the most directly comparable financial measures calculated and presented in accordance with U.S. GAAP. To do so would be potentially misleading and not practical given the difficulty of projecting items that are not reflective of on-going operations in any future period. The magnitude of these items, however, may be significant. This press release together with our Management's Discussion and Analysis of Results of Operations and Financial Position and our Interim Financial Statements are available in the Investor Relations section of our website at www.magna.com/company/investors and filed electronically through the System for Electronic Document Analysis and Retrieval + (SEDAR+) which can be accessed at <http://www.sedarplus.ca> as well as on the United States Securities and Exchange Commission's Electronic Data Gathering, Analysis and Retrieval System (EDGAR), which can be accessed at www.sec.gov. We will hold a conference call for interested analysts and shareholders to discuss our second quarter ended June 30, 2024 results on Friday, August 2, 2024, at 8:00 a.m. ET. The conference call will be chaired by Swamy Kotagiri, Chief Executive Officer. Please register for the webcast here or through our website www.magna.com. If unable to join the webcast, North American callers can dial 1-800-715-9871 and International callers can dial 1-646-307-1963, conference ID 9829976. The slide presentation accompanying the conference call as well as our financial review summary will be available on our website Friday prior to the call.

TAGS

Quarterly earnings, financial results, vehicle production

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OUR BUSINESS (7)

Magna is more than one of the world's largest suppliers in the automotive space. We are a mobility technology company built to innovate, with a global, entrepreneurial-minded team of over 177,000(8) employees across 345 manufacturing operations and 105 product development, engineering and sales centres spanning 28 countries. With 65+ years of expertise, our ecosystem of interconnected products combined with our complete vehicle expertise uniquely positions us to advance mobility in an expanded transportation landscape.

For further information about Magna (NYSE:MGA; TSX:MG), please visit www.magna.com or follow us on social.

(7)

Manufacturing operations, product development, engineering and sales centres include certain operations accounted for under the equity method.

(8)

Number of employees includes over 165,000 employees at our wholly owned or controlled entities and over 12,000 employees at certain operations accounted for under the equity method.

MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS

CONNECT WITH MAGNA 9

FORWARD-LOOKING STATEMENTS

Certain statements in this press release constitute "forward-looking information" or "forward-looking statements" (collectively, "forward-looking statements"). Any such forward-looking statements are intended to provide information about management's current expectations and plans and may not be appropriate for other purposes. Forward-looking statements may include financial and other projections, as well as statements regarding our future plans, strategic objectives or economic performance, or the assumptions underlying any of the foregoing, and other statements that are not recitations of historical fact. We use words such as "may", "would", "could", "should", "will", "likely", "expect", "anticipate", "assume", "believe", "intend", "plan", "aim", "forecast", "outlook", "project", "potential", "estimate", "target" and similar expressions suggesting future outcomes or events to identify forward-looking statements. The following table identifies the material forward-looking statements contained in this document, together with the material potential risks that we currently believe could cause actual results to differ materially from such forward-looking statements. Readers should also consider all of the risk factors which follow below the table:

Material Forward-Looking Statement

Material Potential Risks Related to Applicable Forward-Looking Statement

Light Vehicle Production

Light vehicle sales levels

Production disruptions, including as a result of labour disruptions

Supply disruptions

Production allocation decisions by OEMs

Free trade arrangements and tariffs

Relative currency values

Commodities prices

Availability and relative cost of skilled labour

Total Sales

Same risks as for Light Vehicle Production above

Segment Sales

The impact of elevated interest rates and availability of credit on consumer confidence and in turn vehicle sales and production

The impact of deteriorating vehicle affordability on consumer demand, and in turn vehicle sales and production

Alignment of our product mix with production demand

Customer Concentration

Shifts in market shares among vehicles or vehicle segments

Shifts in consumer take rates for products we sell

Adjusted EBIT Margin, Free Cash Flow, and

Same risks as for Total Sales and Segment Sales above

Net Income Attributable to Magna

Successful execution of critical program launches

Operational underperformance

Product warranty/recall risk

Restructuring costs

Impairments

Inflationary pressures

Our ability to secure cost recoveries from customers and/or otherwise offset higher input costs

Price concessions

Risks of conducting business with newer EV-focused OEMs

Commodity cost volatility

Scrap steel price volatility

Higher labour costs

Tax risks

Equity Income

Same risks as Adjusted EBIT Margin, Free Cash Flow, and Net Income Attributable to Magna

Risks related to conducting business through joint ventures

Risks of doing business in foreign markets

MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS

CONNECT WITH MAGNA 10

Forward-looking statements are based on information currently available to us and are based on assumptions and analyses made by us in light of our experience and our perception of historical trends, current conditions and expected future developments, as well as other factors we believe are appropriate in the circumstances. While we believe we have a reasonable basis for making any such forward-looking statements, they are not a guarantee of future performance or outcomes. In addition to the factors in the table above, whether actual results and developments conform to our expectations and predictions is subject to a number of risks, assumptions and uncertainties, many of which are beyond our control, and the effects of which can be difficult to predict, including, without limitation:

Macroeconomic, Geopolitical and Other Risks

Inflationary pressures; interest rates; geopolitical risks; Risks Related to the Automotive Industry

Economic cyclicalities; regional production volume declines; deteriorating vehicle affordability; misalignment between EV production and sales; intense competition; Strategic Risks

Alignment with "Car of the Future"; evolving business risk profile; technology and innovation; investments in mobility and technology companies; Customer-Related Risks

Customer concentration; growth with Asian OEMs; growth of EV-focused OEMs; risks of conducting business with newer EV-focused OEMs; Fisker bankruptcy; dependence on outsourcing; customer cooperation and consolidation; Program cancellations, deferrals and reductions in production volumes; Complete vehicle assembly business; market shifts; consumer take rate shifts; quarterly sales fluctuations; customer purchase orders; potential OEM production-related disruptions; Supply Chain Risks

semiconductor chip supply disruptions and price increases; supply chain disruptions; regional energy supply and pricing; supply base condition; Manufacturing/Operational Risks

product launch; operational underperformance; restructuring costs; impairments; labour disruptions; skilled labour attraction/retention; leadership expertise and succession; Pricing Risks

quote/pricing assumptions; customer pricing pressure/contractual arrangements; commodity cost volatility; scrap steel/aluminum price volatility; Warranty/Recall Risks

repair/replace costs; warranty provisions; product liability; Climate Change Risks

transition risks and physical risks;

Â·strategic and other risks; Â·IT Security/Cybersecurity Risks Â·IT/cybersecurity breach; Â·product cybersecurity; Â·Acquisition Risks Â·acquisition of strategic targets; Â·inherent merger and acquisition risks; Â·acquisition integration and synergies; Â·Other Business Risks Â·joint ventures; Â·intellectual property; Â·risks of doing business in foreign markets; Â·relative foreign exchange rates; Â·currency devaluation in Argentina; Â·pension risks; Â·tax risks; Â·returns on capital investments; Â·financial flexibility; Â·credit ratings changes; Â·stock price fluctuation; Â·dividends; Â·Legal, Regulatory and Other Risks Â·antitrust proceedings; Â·legal and regulatory proceedings; Â·changes in laws; Â·trade agreements; Â·trade disputes/tariffs; and Â·environmental compliance. Â In evaluating forward-looking statements or forward-looking information, we caution readers not to place undue reliance on any forward-looking statement. Additionally, readers should specifically consider the various factors which could cause actual events or results to differ materially from those indicated by such forward-looking statements, including the risks, assumptions and uncertainties above which are: Â·discussed under the Â·Industry Trends and Risksâ€ heading of our Managementâ€™s Discussion and Analysis; and Â·set out in our Annual Information FormÂ filed with securities commissions in Canada, our annual report on FormÂ 40-F filed with the United States Securities and Exchange commission, and subsequent filings. Â Readers should also consider discussion of our risk mitigation activities with respect to certain risk factors, which can be also found in our Annual Information Form. Additional information about Magna, including our Annual Information Form, is available through the System for Electronic Data Analysis and Retrieval + (SEDAR+) at www.sedarplus.ca, as well as on the United States Securities and Exchange Commissionâ€™s Electronic Data Gathering, Analysis and Retrieval System (EDGAR), which can be accessed at www.sec.gov. Â MAGNA ANNOUNCES SECOND QUARTER 2024 RESULTS CONNECT WITH MAGNA 11Â· EX-99.2 3 tm2419691d1_ex99-2.htm EXHIBIT 99.2 Exhibit 99.2Â· Magna International Inc. Â Second Quarter Report Â 2024 Â· Â· MAGNA INTERNATIONAL INC.Â Management's Discussion and Analysis of Results of Operations and Financial Position Â Unless otherwise noted, all amounts in this Management's Discussion and Analysis of Results of Operations and Financial Position ["MD&A"] are in U.S. dollars and all tabular amounts are in millions of U.S. dollars, except per share figures, which are in U.S. dollars. When we use the terms "we", "us", "our" or "Magna", we are referring to Magna International Inc. and its subsidiaries and jointly controlled entities, unless the context otherwise requires. Â This MD&A should be read in conjunction with the unaudited interim consolidated financial statements for the three and six months ended JuneÂ 30, 2024 included in this Quarterly Report, and the audited consolidated financial statements and MD&A for the year ended DecemberÂ 31, 2023 included in our 2023 Annual Report to Shareholders. Â This MD&A may contain statements that are forward looking. Refer to the "Forward-Looking Statements" section in this MD&A for a more detailed discussion of our use of forward-looking statements. Â This MD&A has been prepared as at AugustÂ 1, 2024. Â HIGHLIGHTS Â Comparing the second quarters of 2024 and 2023: Â·Global light vehicle production increased 2%, driven by 6% and 1% higher production in China and North America, respectively, offset by a decline of 5% in Europe. Â·Total sales were substantially unchanged at \$11.0 billion, reflecting the acquisition of Veoneer Active Safety ["Veoneer AS"] in 2023 and the launch of new programs, offset by lower complete vehicle assembly volumes and the net weakening of foreign currencies against the U.S. dollar. Â·Diluted earnings per share were \$1.09, compared to \$1.18 in the second quarter of 2023. Adjusted diluted earnings per share(1) were \$1.35, compared to \$1.54 in the second quarter of 2023. These decreases reflected reduced earnings on reduced complete vehicle sales, higher warranty costs, lower equity income, higher restructuring costs and higher interest expense, partially offset by higher net commercial resolutions and the benefits of our operational excellence activities. Â·Cash from operating activities increased \$189 million to \$736 million. Â In addition, in the second quarter of 2024 we: Â·Paid dividends of \$134 million; Â·Raised Cdn\$450 million in the form of Senior Notes; Â·Completed the acquisition of HE System Electronic, a supplier of inverter power modules, for \$51 million; and Â·Were awarded reconfigurable seating business, utilizing our long-rail technology, with a China-based OEM. Â OVERVIEW Â OUR BUSINESS(2) Â Magna is more than one of the worldâ€™s largest suppliers in the automotive space. We are a mobility technology company built to innovate, with a global, entrepreneurial-minded team of over 177,000(3)Â employees across 345 manufacturing operations and 105 product development, engineering and sales centres spanning 28 countries. With 65+ years of expertise, our ecosystem of interconnected products combined with our complete vehicle expertise uniquely positions us to advance mobility in an expanded transportation landscape. For further information about Magna (NYSE:MGA; TSX:MG), please visit www.magna.com or follow us on social. Â 1 Adjusted diluted earnings per share is a Non-GAAP financial measure. Refer to the section "Use of Non-GAAP Measures". 2 Manufacturing operations, product development, engineering and sales centres include certain operations accounted for under the equity method. 3 Number of employees includes over 165,000 employees at our wholly owned or controlled entities and over 12,000 employees at operations accounted for under the equity method. Â Magna International Inc. Second Quarter Report 2024Â· INDUSTRY TRENDSÂ & RISKS Â Our operating results are primarily dependent on the levels of North American, European, and Chinese car and light truck production by our customers. While we supply systems and components to every major original equipment manufacturer ["OEM"], we do not supply systems and components for every vehicle, nor is the value of our content consistent from one vehicle to the next. As a result, customer and program mix relative to market trends, as well as the value of our content on specific vehicle production programs, are also important drivers of our results. Â Ordinarily, OEM production volumes are aligned with vehicle sales levels and thus affected by changes in such levels. Aside from vehicle sales levels, production volumes are typically impacted by a range of factors, including: labour disruptions; free trade arrangements and tariffs; relative currency values; commodities prices; supply chains and infrastructure; availability and relative cost of skilled labour; regulatory frameworks; and other factors. Â Overall vehicle sales levels are significantly affected by changes in consumer confidence levels, which may in turn be impacted by consumer perceptions and general trends related to the job, housing, and stock markets, as well as other macroeconomic and political factors. Other factors which typically impact vehicle sales levels and thus production volumes include: vehicle affordability; interest rates and/or availability of credit; fuel and energy prices; relative currency values; uncertainty as to consumer acceptance of EVs; government subsidies to consumers for the purchase of low- and zero-emission vehicles; and other factors. Â While the foregoing economic, political, and other factors are part of the general context in which the global automotive industry operates, there are a number of significant industry trends that are shaping the future of the industry and creating opportunities and risks for automotive suppliers. We continue to implement a business strategy which is rooted in our best assessment as to the rate and direction of change in the automotive industry, including with respect to trends related to vehicle electrification, advanced driver assistance systems, connectivity, as well as future mobility business models. Our short and medium-term operational success, as well as our ability to create long-term value through our business strategy, are subject to a number of risks and uncertainties. Significant industry trends, our business strategy, and the major risks we face, are discussed in our Annual Information FormÂ ["AIF"] and Annual Report on FormÂ 40-F ["FormÂ 40-F"] in respect of the year ended DecemberÂ 31, 2023, together with subsequent filings. Those industry trends and risk factors remain substantially unchanged in respect of the second quarter ended JuneÂ 30, 2024, except as follows: Â·Program Cancellations, Deferrals and Reductions in Production Volumes: We continue to see OEMs (primarily in North America) cancelling or deferring future EV programs, and/or reducing production volumes for current programs as the expected rate of EV sales growth slows. In China, we are seeing a trend with respect to cancellation and insourcing of advanced driver assistance systems ["ADAS"] programs. The cancellation, deferral or insourcing of current or future programs may adversely affect our ability to execute our strategy. Â To the extent current production programs are cancelled or production volumes reduced, our sales for 2024 and future years of such programs may be adversely impacted. Additionally, we may be unable to recover various pre-production, engineering, dedicated program capital and other costs incurred in advance of production, or to recover them within the timeframe initially contemplated in our business plan. We may also experience production inefficiencies, including as a result of unutilized or underutilized production capacity and/or disruptions to our workforce plans at facilities affected by the cancellation of, or reduction of production volumes for, current programs. The failure to secure commercial recoveries from customers to offset such costs and other operating inefficiencies may have a material adverse effect on our profitability. Â·Fisker Bankruptcy: On MayÂ 7, 2024, Fisker GmbH ["Fisker Austria"] filed for bankruptcy protection in Austria, and on JuneÂ 17, 2024, its parent company, Fisker Inc. ["Fisker"] filed for Chapter 11 bankruptcy protection in the U.S. Although production of the Fisker Ocean SUV in our Graz, Austria, complete vehicle manufacturing facility was suspended early in 2024, our manufacturing agreement with Fisker remains in effect as a result of the automatic stays of actions against Fisker in the U.S. and Austria. There is no certainty regarding the overall timing and outcome of the bankruptcy proceedings, including as to the prospects for successful reorganization of Fiskerâ€™s debts, its ability to resume business, validity of payments received from Fisker prior to its bankruptcy filings, or otherwise. We have assumed that production of the Fisker

Ocean will not resume. Such lost production has had a material adverse effect on our sales for 2024 and future years of the program. **A-Complete Vehicle Assembly Business:** Magna's complete vehicle assembly business in Graz, Austria is experiencing uncertainty due to the bankruptcy of Fisker; the planned end of production of the Jaguar E-Pace, Jaguar I-Pace, BMW Z4, and Toyota Supra; and INEOS's decision to not proceed with the Fusilier program. While this uncertainty is occurring at a time of vehicle production overcapacity in Europe and China, recent European Union tariffs on imported Chinese-made EVs could create opportunities for contract assembly. Although restructuring activities are in place to mitigate the impact of lost production, failure to secure new complete vehicle assembly programs with sufficient volumes and margins to offset discontinued programs could have a material adverse effect on our sales and profitability.

2Magna International Inc. Second Quarter Report 2024 **USE OF NON-GAAP FINANCIAL MEASURES**

In addition to results presented in accordance with accounting principles generally accepted in the United States of America [U.S. GAAP"], this report includes the use of Adjusted earnings before interest and taxes ["Adjusted EBIT"], Adjusted EBIT as a percentage of sales, Adjusted diluted earnings per share, and Adjusted Return on Invested Capital [collectively, the "Non-GAAP Measures"]. We believe these Non-GAAP financial measures provide additional information that is useful to investors in understanding our underlying performance and trends through the same financial measures employed by our management. Readers should be aware that Non-GAAP Measures have no standardized meaning under U.S. GAAP and accordingly may not be comparable to the calculation of similar measures by other companies. We believe that Adjusted EBIT, Adjusted EBIT as a percentage of sales, Adjusted diluted earnings per share and Adjusted Return on Invested Capital provide useful information to our investors for measuring our operational performance as they exclude certain items that are not reflective of ongoing operating profit and facilitate a comparison with prior periods. The presentation of any Non-GAAP Measures should not be considered in isolation or as a substitute for our related financial results prepared in accordance with U.S. GAAP. Non-GAAP financial measures are presented together with the most directly comparable U.S. GAAP financial measure, and a reconciliation to the most directly comparable U.S. GAAP financial measure, can be found in the "Non-GAAP Financial Measures Reconciliation" section of this MD&A.

RESULTS OF OPERATIONS **AVERAGE FOREIGN EXCHANGE**

Currency	2024	2023	Change
1 Canadian dollar	0.731	0.745	-2%
1 euro	0.736	0.743	-1%
1 U.S. dollar	1.076	1.089	-1%
1 Chinese renminbi	1.081	1.081	0%

The preceding table reflects the average foreign exchange rates between the most common currencies in which we conduct business and our U.S. dollar reporting currency. The results of operations for which the functional currency is not the U.S. dollar are translated into U.S. dollars using the average exchange rates for the relevant period. Throughout this MD&A, reference is made to the impact of translation of foreign operations on reported U.S. dollar amounts where relevant. Our results can also be affected by the impact of movements in exchange rates on foreign currency transactions (such as raw material purchases or sales denominated in foreign currencies). However, as a result of hedging programs employed by us, foreign currency transactions in the current period have not been fully impacted by movements in exchange rates. We record foreign currency transactions at the hedged rate where applicable. Finally, foreign exchange gains and losses on revaluation and/or settlement of monetary items denominated in a currency other than an operation's functional currency impact reported results. These gains and losses are recorded in selling, general and administrative expense.

LIGHT VEHICLE PRODUCTION VOLUMES Our operating results are mostly dependent on light vehicle production in the regions reflected in the table below:

Region	2024	2023	Change
North America	4,133	4,080	+1%
Europe	8,113	7,964	+2%
China	9,255	9,186	+6%
Other	6,933	6,709	+3%
Global	22,673	22,229	+2%

RESULTS OF OPERATIONS **FOR THE THREE MONTHS ENDED JUNE 30, 2024**

SALES Sales were substantially unchanged at \$10.96 billion for the second quarter of 2024 compared to \$10.98 billion for the second quarter of 2023. Factors decreasing sales include:

- the end of production of certain programs;
- lower complete vehicle assembly volumes, including the end of production of the BMW 5-Series;
- the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar sales by \$118 million; and
- net customer price concessions subsequent to the second quarter of 2023. These factors were partially offset by:

 - higher global light vehicle production;
 - the launch of new programs during or subsequent to the second quarter of 2023;
 - acquisitions, net of divestitures, during or subsequent to the second quarter of 2023, which increased sales by \$251 million; and
 - customer price increases to recover certain higher production input costs.

COST OF GOODS SOLD For the three months ended June 30, 2024

2024	2023	Change	
Material	\$6,657	\$6,802	-\$145
Direct labour	\$819	\$820	-\$1
Overhead	\$2,018	\$1,922	+\$96
Total	\$9,494	\$9,544	-\$50

Cost of goods sold decreased \$50 million to \$9.49 billion for the second quarter of 2024 compared to \$9.54 billion for the second quarter of 2023, primarily due to:

- a decrease in material and direct labour costs associated with lower sales in our Complete Vehicles segment, which has a higher material content compared to our consolidated average;
- the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar cost of goods sold by \$102 million;
- commercial items in the second quarters of 2024 and 2023, which had a net favourable impact on a year over year basis;
- the impact of operational excellence and cost initiatives; and
- lower net engineering costs, including spending related to our electrification and active safety businesses.

These factors were partially offset by:

- acquisitions, net of divestitures, during or subsequent to the second quarter of 2023;
- higher net production input costs, including for labour and certain commodities;
- higher material, direct labour and overhead associated with higher production sales; and
- an increase in net warranty costs of \$34 million.

DEPRECIATION Depreciation increased \$20 million to \$373 million for the second quarter of 2024 compared to \$353 million for the second quarter of 2023 primarily due to acquisitions, net of divestitures, during or subsequent to the second quarter of 2023, and increased capital deployed at new and existing facilities including to support the launch of programs subsequent to the second quarter of 2023. These factors were partially offset by the end of production of certain programs and the net weakening of foreign currencies against the U.S. dollar, which decreased depreciation by \$4 million.

AMORTIZATION OF ACQUIRED INTANGIBLE ASSETS Amortization of acquired intangible assets increased \$15 million to \$28 million for the second quarter of 2024 compared to \$13 million for the second quarter of 2023 primarily due to the acquisition of Veoneer AS during the second quarter of 2023.

SELLING, GENERAL AND ADMINISTRATIVE [SG&A] SG&A expense increased \$18 million to \$523 million for the second quarter of 2024 compared to \$505 million for the second quarter of 2023, primarily as a result of:

- a \$33 million unfavourable impact of foreign exchange losses in the second quarter of 2024 compared to foreign exchange gains in the second quarter of 2023 related to the re-measurement of net deferred tax assets that are maintained in a currency other than their functional currency;
- higher labour and benefit costs;
- acquisitions, net of divestitures, during or subsequent to the second quarter of 2023; and
- higher pre-operating costs incurred at new facilities.

These factors were partially offset by:

- a gain on sale of assets in the second quarter of 2024 compared to a loss on sale of assets during the second quarter of 2023;
- an unfavourable commercial item in the second quarter of 2023; and
- lower incentive compensation and employee profit sharing.

INTEREST EXPENSE, NET During the second quarter of 2024, we recorded net interest expense of \$54 million compared to \$34 million for the second quarter of 2023. The \$20 million increase is primarily a result of interest expense on higher short-term borrowings, the Term Loan entered into during the second quarter of 2023, the \$400 million of Senior Notes issued during the first quarter of 2024 and the CAD\$450 million of Senior Notes issued during the second quarter of 2024. These factors were partially offset by a \$569 million repayment of Senior Notes during the fourth quarter of 2023 and a \$750 million repayment of Senior Notes during the second quarter of 2024.

EQUITY INCOME Equity income decreased \$27 million to \$9 million for the second quarter of 2024 compared to \$36 million for the second quarter of 2023, primarily as a result of reduced earnings due to unfavourable product mix at a certain equity-accounted facility. In addition, equity income decreased due to higher launch costs at certain facilities, a divestiture subsequent to the second quarter of 2023, and reduced earnings due to lower sales at certain equity-accounted entities. These factors were partially offset by commercial items in the second quarters of 2024 and 2023, which had a net favourable impact on a year over year basis.

OTHER EXPENSE, NET For the three months ended June 30, 2024

2024	2023	Change
Restructuring activities	\$55	\$(35)
Impairments and restructuring	19	-\$19
Investments	3	-\$3
Gain on business combination	98	-\$98
Transaction costs	23	-\$23
Total	\$68	-\$68

For the three months ended June 30, 2024

2024	2023	Change
Restructuring activities	\$55	\$(35)
Impairments and restructuring	19	-\$19
Investments	3	-\$3
Gain on business combination	98	-\$98
Transaction costs	23	-\$23
Total	\$68	-\$68

Impairments and restructuring related to Fisker Inc. ["Fisker"]

Investments

Gain on business combination

Transaction costs

Veoneer AS transaction costs

Magna International Inc.

Second Quarter Report 2024 5 (1)Restructuring activities For the three months ended June 30, 2024 2023 Power & Vision (i) \$55 \$44 Body Exteriors & Structures 9 Other expense, net 55 (35) Tax effect (10) 9 Net loss attributable to Magna \$45 \$(26) (i)During the second quarter of 2024, we recorded \$35 million of restructuring charges associated with our acquisition of Veoneer AS, and \$20 million of restructuring charges related to plant closures in our Power & Vision segment. During the second quarter of 2023, our Power & Vision segment reversed \$39 million of charges due to a change in the restructuring plans related to a plant closure, and recorded a \$10 million gain on the sale of two buildings as a result of restructuring activities. (2)Impairments and restructuring related to Fisker. We recognized impairment charges on our Fisker related assets in the first and second quarters of 2024, as well as restructuring charges in the first quarter of 2024. During the second quarter of 2024, Fisker filed for Chapter 11 bankruptcy protection and consequently received an automatic stay of creditor actions under bankruptcy protection laws in both Austria and the U.S. Impairment of Fisker related assets. During the first quarter of 2024, we recorded a \$261 million [\$205 million after tax] impairment charge on our Fisker related assets including production receivables, inventory, fixed assets and other capitalized expenditures. We recorded an additional \$19 million [\$15 million after tax] of charges in the second quarter of 2024 in connection with purchase obligations related to the Fisker program. The following table summarizes the net asset impairments for the six months ended June 30, 2024 by segment: Body & Exteriors & Structures Power & Vision Seating Systems Complete Vehicles Total Accounts receivable \$3 \$4 \$2 \$14 \$23 Inventories 5 47 8 2 62 Other assets, net 54 1 49 5 3 58 Other accrued liabilities (5) 6 6 10 (9) Operating lease right-of-use assets 1 1 1 1 1 1 \$5 154 \$22 99 \$280 We continue to be exposed to risk related to third-party obligations of approximately \$40 million in connection with manufacturing of the Fisker Ocean SUV. Impairment of Fisker warrants. Fisker issued approximately 19.5 million penny warrants to us to purchase common stock in connection with our agreements with Fisker for platform sharing, engineering and manufacturing of the Fisker Ocean SUV. These warrants vested during 2021 and 2022 based on specified milestones and were marked to market each quarter. During the first quarter of 2024, we recorded a \$33 million [\$25 million after tax] impairment charge on these warrants reducing the value of the warrants to nil. When the warrants were issued and the vesting provisions realized, we recorded offsetting amounts to deferred revenue within other accrued liabilities and other long-term liabilities. Portions of this deferred revenue were recognized in income as performance obligations were satisfied. The unamortized amount of this deferred revenue as of June 30, 2024 was approximately \$195 million, and will be recognized in income as performance obligations are satisfied or upon termination of the agreement for manufacturing of the Fisker Ocean SUV. The automatic stay prevented the termination of the Fisker Ocean manufacturing agreement during the second quarter of 2024 and delays the realization of deferred revenue pending conclusion of Fisker's bankruptcy proceedings. 6Magna International Inc. Second Quarter Report 2024 Restructuring. In the first quarter of 2024, we recorded restructuring of \$22 million [\$17 million after tax] in our Complete Vehicles segment in connection with its Fisker related assembly operations. (3)Investments For the three months ended June 30, 2024 2023 Revaluation of public and private equity investments \$2 \$1 \$2 Revaluation of public company warrants 1 13 Non-cash impairment charge (ii) 85 Other expense, net 3 98 Tax effect (1) (3) Net loss attributable to Magna \$2 \$95 (ii)The non-cash impairment charge relates to impairment of a private equity investment and related long-term receivables within Other assets. (4)Gain on business combination. During the second quarter of 2024, we acquired a business in our Body Exteriors & Structures segment for \$5 million, which resulted in a bargain purchase gain of \$9 million [\$9 million after tax]. (5)Veoneer AS transaction costs. During 2023, we incurred \$23 million [\$22 million after tax] of transaction costs relating to our acquisition of Veoneer AS. Refer to Note 5, "Business Combinations" of our unaudited interim consolidated financial statements for the three and six months ended June 30, 2024. INCOME FROM OPERATIONS BEFORE INCOME TAXES. Income from operations before income taxes was \$427 million for the second quarter of 2024 compared to \$483 million for the second quarter of 2023. This \$56 million decrease is a result of the following changes, each as discussed above: For the three months ended June 30, 2024 2023 Change Sales \$10,958 \$10,982 \$(24) Cost of goods sold 9,494 9,544 (50) Depreciation 373 353 20 Amortization of acquired intangible assets 28 13 15 Selling, general and administrative 523 505 18 Interest expense, net 54 34 20 Equity income (9) (36) 27 Other expense, net 68 86 (18) Income from operations before income taxes \$427 \$483 \$(56) Magna International Inc. Second Quarter Report 2024 7 INCOME TAXES. For the three months ended June 30, 2024 2023 Income Taxes as reported \$99 \$23.2% \$129 26.7% Tax effect on Other expense, net and Amortization of acquired intangible assets 20 (0.4) (3) (5.1) \$119 22.8% \$126 21.6% Excluding the tax effect on Other expense, net and Amortization of acquired intangible assets, our effective income tax rate increased to 22.8% for the second quarter of 2024 compared to 21.6% for the second quarter of 2023 primarily due to unfavourable foreign exchange adjustments recognized for U.S. GAAP purposes and lower utilization of losses previously not benefited in Europe. These factors were partially offset by higher favourable changes in our reserves for uncertain tax positions and higher non-taxable items. INCOME ATTRIBUTABLE TO NON-CONTROLLING INTERESTS. Income attributable to non-controlling interests was \$15 million for the second quarters of 2024 and 2023. NET INCOME ATTRIBUTABLE TO MAGNA INTERNATIONAL INC. Net income attributable to Magna International Inc. was \$313 million for the second quarter of 2024 compared to \$339 million for the second quarter of 2023. This \$26 million decrease was as a result of a decrease in income from operations before income taxes of \$56 million partially offset by a decrease in income taxes of \$30 million. EARNINGS PER SHARE. For the three months ended June 30, 2024 2023 Change Earnings per Common Share Basic \$1.09 \$1.18 -8% Diluted \$1.09 \$1.18 -8% Weighted average number of Common Shares outstanding (millions) 287.3 286.2 1.35 Adjusted diluted earnings per share \$1.35 \$1.54 -12% Diluted earnings per share was \$1.09 for the second quarter of 2024 compared to diluted earnings per share of \$1.18 for the second quarter of 2023. The \$0.09 decrease was as a result of lower net income attributable to Magna International Inc., as discussed above. Other expense, net, and the Amortization of acquired intangible assets, each after tax, negatively impacted diluted earnings per share by \$0.26 in the second quarter of 2024 and \$0.36 in the second quarter of 2023, respectively. Adjusted diluted earnings per share, as reconciled in the "Non-GAAP Financial Measures Reconciliation" section, was \$1.35 for the second quarter of 2024 compared to \$1.54 for the second quarter of 2023, a decrease of \$0.19. 8Magna International Inc. Second Quarter Report 2024 NON-GAAP PERFORMANCE MEASURES FOR THE THREE MONTHS ENDED JUNE 30, 2024 ADJUSTED EBIT AS A PERCENTAGE OF SALES. The table below shows the change in Magna's Sales and Adjusted EBIT by segment and the impact each segment's changes had on Magna's Adjusted EBIT as a percentage of sales for the second quarter of 2024 compared to the second quarter of 2023: Adjusted Adjusted EBIT as a percentage Sales EBIT of sales Second quarter of 2023 \$10,982 \$616 5.6% Increase (decrease) related to: Body Exteriors & Structures (75) (53) -0.4% Power & Vision 464 74 +0.4% Seating Systems (148) (14) -0.4% Complete Vehicles (284) (14) -0.4% Corporate and Other 19 (32) -0.3% Second quarter of 2024 \$10,958 \$577 5.3% Adjusted EBIT as a percentage of sales decreased to 5.3% for the second quarter of 2024 compared to 5.6% for the second quarter of 2023 primarily due to: higher net warranty costs; an unfavourable impact of foreign exchange losses in the second quarter of 2024 compared to foreign exchange gains in the second quarter of 2023 related to the re-measurement of net deferred tax assets that are maintained in a currency other than their functional currency; acquisitions, net of divestitures, during or subsequent to the second quarter of 2023; reduced earnings on lower assembly volumes; lower equity income; higher restructuring costs; additional supply chain costs in the second quarter of 2024; and higher production input costs net of customer recoveries, including for labour. These factors were partially offset by: commercial items in the second quarters of 2024 and 2023, which had a net favourable impact on a year over year basis; productivity and efficiency improvements, including lower costs at certain underperforming facilities; lower net engineering costs, including spending related to our electrification and active safety businesses; lower incentive compensation and employee profit sharing; and lower launch, engineering and other costs associated with assembly business. Magna International Inc. Second Quarter Report 2024 9 ADJUSTED RETURN ON INVESTED

CAPITAL ADJUSTED RETURN ON INVESTED CAPITAL decreased to 9.4% for the second quarter of 2024 compared to 11.0% for the second quarter of 2023 as a result of a decrease in Adjusted After-tax operating profits and higher Average Invested Capital. Average Invested Capital increased \$1.29 billion to \$18.88 billion for the second quarter of 2024 compared to \$17.59 billion for the second quarter of 2023, primarily due to: average investment in fixed assets in excess of average depreciation expense on fixed assets; and acquisitions, net of divestitures, during or subsequent to the second quarter of 2023. These factors were partially offset by: impairments and restructuring related to Fisker during the first six months of 2024; the net weakening of foreign currencies against the U.S. dollar; a decrease in average operating assets and liabilities; and lower net investments in public and private equity companies and public company warrants.

10Magna International Inc. Second Quarter Report 2024

SEGMENT ANALYSIS

We are a global automotive supplier that has complete vehicle engineering and contract manufacturing expertise, as well as product capabilities which include body, chassis, exterior, seating, powertrain, active driver assistance, electronics, mechatronics, mirrors, lighting and roof systems. We also have electronic and software capabilities across many of these areas.

Our reporting segments are: Body Exteriors & Structures; Power & Vision; Seating Systems; and Complete Vehicles.

For the three months ended June 30, 2024

Sales Adjusted EBITA \$ 2024 \$ 2023 Change \$ 2024 \$ 2023 Change

Body Exteriors & Structures \$ 4,465 \$ 4,540 \$(75) \$ 341 \$ 394 \$(53) Power & Vision \$ 3,926 \$ 3,462 \$ 464 \$ 198 \$ 124 \$ 74 Seating Systems \$ 1,455 \$ 1,603 \$(148) \$ 53 \$ 67 \$(14) Complete Vehicles \$ 1,242 \$ 1,526 \$(284) \$ 20 \$ 34 \$(14) Corporate and Other \$ 130 \$(149) \$ 19 \$(35) \$(32) Total reportable segments \$ 10,958 \$ 10,982 \$(24) \$ 577 \$ 616 \$(39) \$ 30 BODY EXTERIORS & STRUCTURES

For the three months ended June 30, 2024

Sales \$ 4,465 \$ 4,540 \$(75) \$ 341 \$ 394 \$(53) - 2% Adjusted EBITA \$ 341 \$ 394 \$(53) - 13% Adjusted EBIT as a percentage of sales 7.6% 8.7% 1.1% Sales "Body Exteriors & Structures" Sales decreased 2% or \$75 million to \$4.47 billion for the second quarter of 2024 compared to \$4.54 billion for the second quarter of 2023 primarily due to: the end of production of certain programs, including the: Dodge Charger; Chevrolet Bolt EV; and Dodge Challenger; the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar sales by \$36 million; divestitures subsequent to the second quarter of 2023, which decreased sales by \$14 million; and net customer price concessions subsequent to the second quarter of 2023. These factors were partially offset by: higher production on certain programs; and the launch of programs during or subsequent to the second quarter of 2023, including the: Chevrolet Equinox and Blazer EV; BMW 5-Series; and Ford Mustang.

10Magna International Inc. Second Quarter Report 2024

POWER & VISION

For the three months ended June 30, 2024

Sales \$ 3,926 \$ 3,462 \$ 464 \$ 198 \$ 124 \$ 74 Adjusted EBIT as a percentage of sales 5.0% 3.6% 1.4% Sales "Power & Vision" Sales increased 13% or \$464 million to \$3.93 billion for the second quarter of 2024 compared to \$3.46 billion for the second quarter of 2023 primarily due to: acquisitions during or subsequent to the second quarter of 2023, which increased sales by \$265 million; the launch of programs during or subsequent to the second quarter of 2023, including the: Chery Jetour Traveller; BMW X1; and Mercedes-Benz E-Class; higher production on certain programs; and customer price increases to recover certain higher production input costs.

10Magna International Inc. Second Quarter Report 2024

SEATING SYSTEMS

For the three months ended June 30, 2024

Sales \$ 1,455 \$ 1,603 \$(148) \$ 53 \$ 67 \$(14) 21% Adjusted EBIT as a percentage of sales 3.6% 4.2% 0.6% Magna International Inc. Second Quarter Report 2024

Sales "Seating Systems" Sales decreased 9% or \$148 million to \$1.46 billion for the second quarter of 2024 compared to \$1.60 billion for the second quarter of 2023 primarily due to: the end of production of certain programs; including the: Chevrolet Bolt EV; Skoda Superb; and Lincoln Nautilus; the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar sales by \$13 million; and net customer price concessions subsequent to the second quarter of 2023. These factors were partially offset by: higher production on certain programs; and the launch of programs during or subsequent to the second quarter of 2023, including the: Mini Countryman; Skoda Kodiaq; and Lynk & Co 08.

10Magna International Inc. Second Quarter Report 2024

COMPLETE VEHICLES

For the three months ended June 30, 2024

Sales \$ 1,242 \$ 1,526 \$(284) \$ 20 \$ 34 \$(14) 41% Adjusted EBIT as a percentage of sales 1.6% 2.2% 0.6% Vehicles produced at our Complete Vehicle operations are included in Europe Light Vehicle Production volumes.

Sales "Complete Vehicles" Sales decreased 19% or \$284 million to \$1.24 billion for the second quarter of 2024 compared to \$1.53 billion for the second quarter of 2023 and assembly volumes decreased 31%. The decrease in sales is substantially a result of lower assembly volumes, including the end of production of the BMW 5-Series, and a \$14 million decrease in reported U.S. dollar sales due to the weakening of the euro against the U.S. dollar.

10Magna International Inc. Second Quarter Report 2024

CORPORATE AND OTHER

Adjusted EBIT was a loss of \$35 million for the second quarter of 2024 compared to a loss of \$3 million for the second quarter of 2023. The \$32 million decrease was primarily the result of: a \$33 million unfavourable impact of foreign exchange losses in the second quarter of 2024 compared to foreign exchange gains in the second quarter of 2023 related to the re-measurement of net deferred tax assets that are maintained in a currency other than their functional currency; increased investments in research, development and new mobility; and higher costs to accelerate our operational excellence initiatives.

These factors were partially offset by lower incentive and stock-based compensation.

10Magna International Inc. Second Quarter Report 2024

FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES

OPERATING ACTIVITIES

For the three months ended June 30, 2024

Change Net

income \$ 328 Å \$ 354 Å Å Å Å Items not involving current cash flows Å 353 Å Å Å 525 Å Å Å Å Å 681 Å Å Å 879 Å Å \$ (198) Changes in operating assets and liabilities Å 55 Å Å Å (332) Å Å 387 Å Cash provided from operating activities Å \$ 736 Å Å \$ 547 Å Å \$ 189 Å Å Cash provided from operating activities Å Comparing the second quarter of 2024 to 2023, cash provided from operating activities increased \$189 million primarily as a result of: Å Å a \$458 million increase in cash received from customers; and Å a \$59 million decrease in cash taxes. Å These factors were partially offset by: Å Å a \$136 million increase in cash paid for labour; Å a \$124 million increase in cash paid for materials and overhead; Å lower dividends received from equity investments of \$48 million; and Å a \$18 million increase in cash interest paid. Å Changes in operating assets and liabilities Å During the second quarter of 2024, we generated \$55 million from operating assets and liabilities primarily consisting of: Å Å a \$130 million decrease in production and other receivables; Å a \$59 million increase in other accrued liabilities; Å a \$58 million decrease in prepaids and other; and Å a \$21 million decrease in tooling investment for current and upcoming program launches. Å These factors were partially offset by: Å Å a \$138 million decrease in accounts payable; Å a \$29 million decrease in taxes payable; Å a \$27 million increase in production inventory; and Å a \$15 million decrease in accrued wages and salaries. Å 16Magna International Inc. Second Quarter Report 2024Å Å INVESTING ACTIVITIES Å Å Å Å For the three months ended June 30, Å Å Å Å Å 2024 Å Å 2023 Å Å Change Å Fixed asset additions Å \$ (500) Å \$ (502) Å Å Å Å Increase in investments, other assets and intangible assets Å Å (170) Å Å (96) Å Å Å Å Decrease (increase) in public and private equity investments Å Å 2 Å Å Å (3) Å Å Å Proceeds from dispositions Å Å 57 Å Å 44 Å Å Å Å Acquisitions Å Å (56) Å Å (1,475) Å Å Å Å Cash used for investing activities Å \$ (667) Å \$ (2,032) Å \$ 1,365 Å Å Cash used for investing activities in the second quarter of 2024 was \$1.37 billion lower compared to the second quarter of 2023. The change between the second quarter of 2024 and the second quarter of 2023 was primarily due to the acquisition of Veoneer AS during the second quarter of 2023. This factor was partially offset by a \$74 million increase of cash used for investments, other assets and intangible assets and the acquisition of HE System Electronic during the second quarter of 2024. Å FINANCING ACTIVITIES Å Å Å Å For the three months Å ended JuneÅ 30, Å Å Å Å Å 2024 Å Å 2023 Å Å Change Å Issues of debt Å \$ 333 Å Å \$ 402 Å Å Å Å Å Increase in short-term borrowings Å Å 19 Å Å 143 Å Å Å Å Tax withholdings on vesting of equity awards Å Å (1) Å Å (1) Å Å Å Å Repurchase of Commons Shares Å Å (2) Å Å (2) Å Å Å Å Dividends paid to non-controlling interests Å Å (26) Å Å Å Å (24) Å Å Å Å Dividends paid Å Å (134) Å Å (129) Å Å Å Å Repayments of debt Å Å (768) Å Å (1) Å Å Å Å Cash (used for) provided from financing activities Å \$ (579) Å \$ 388 Å Å \$ (967) Å On MayÅ 30, 2024 we issued Cdn\$450 million of Senior Notes with an interest rate of 4.8% [the "Senior Notes"], which mature on MayÅ 30, 2029. The net cash proceeds received from the Senior Note issuance was \$448 million. The Senior Notes were issued for general corporate purposes, including the repayment of \$750 million in Senior Notes on JuneÅ 17, 2024. Å The Senior Notes are unsecured obligations and do not include any financial covenants. We may redeem the Senior Notes in whole or in part at any time, and from time to time, at specified redemption prices determined in accordance with the terms of the indenture governing the Senior Notes. Refer to Note 10, "Debt" of our unaudited interim consolidated financial statements for the three and six months ended JuneÅ 30, 2024. Å During the second quarter of 2024 we repurchased 0.04 million Common Shares to settle certain equity compensation plans under our normal course issuer bid for aggregate cash consideration of \$2 million. Å Cash dividends paid per Common Share were \$0.475 for the second quarter of 2024 compared to \$0.46 for the second quarter of 2023. Å Magna International Inc. Second Quarter Report 2024Å 17 Å FINANCING RESOURCES Å Å Å Å As at JuneÅ 30, Å Å Å Å Å As at DecemberÅ 31, Å Å Å Å Å 2024Å Å 2023Å Å Change Å LiabilitiesÅ Å Å Å Å Å Short-term borrowingsÅ \$848Å Å \$511Å Å Å Å Long-term debt due within one yearÅ Å 65Å Å Å 819Å Å Å Å Current portion of operating lease liabilitiesÅ Å 306Å Å Å 399Å Å Å Å Long-term debtÅ Å 4,863Å Å Å 4,175Å Å Å Å Operating lease liabilitiesÅ Å 1,378Å Å Å 1,319Å Å Å Å Å \$7,460Å Å \$7,223Å \$ 237 Å Å Financial liabilities increased \$237 million to \$7.46 billion as at JuneÅ 30, 2024 primarily as a result of the issuance of \$400 million of Senior Notes during the first quarter of 2024, the issuance of Cdn\$450 million of Senior Notes during the second quarter of 2024, and an increase in notes outstanding under the U.S and euro commercial paper programs. These increases were partially offset by the repayment of \$750 million in Senior Notes during the second quarter of 2024. Å CASH RESOURCES Å In the second quarter of 2024, our cash resources decreased by \$0.5 billion to \$1.0 billion, primarily as a result of cash used for investing and financing activities partially offset by cash provided from operating activities, as discussed above. In addition to our cash resources at JuneÅ 30, 2024, we had term and operating lines of credit totaling \$4.1 billion, of which \$2.7 billion was unused and available. Å On MayÅ 10, 2024, we amended our \$800 million 364-day syndicated revolving credit facility, including to extend the maturity date from JuneÅ 24, 2024 to JuneÅ 24, 2025. Å MAXIMUM NUMBER OF SHARES ISSUABLE Å The following table presents the maximum number of shares that would be outstanding if all of the outstanding options at AugustÅ 1, 2024 were exercised: Å Common SharesÅ Å 287,327,745Å Stock options (i)Å Å 6,072,366Å Å Å Å 293,400,111Å Å (i)Options to purchase Common Shares are exercisable by the holder in accordance with the vesting provisions and upon payment of the exercise price as may be determined from time to time pursuant to our stock option plans. Å CONTRACTUAL OBLIGATIONS Å There have been no material changes with respect to the contractual obligations requiring annual payments during the second quarter of 2024 that are outside the ordinary course of our business. Refer to our MD&A included in our 2023 Annual Report. Å 18Magna International Inc. Second Quarter Report 2024Å Å RESULTS OF OPERATIONS å" FOR THE SIX MONTHS ENDED JUNE 30, 2024 Å Å Å Å For the six months ended JuneÅ 30, Å Å Å Å Sales Å Å Adjusted EBIT Å Å Å 2024 Å Å 2023 Å Å Change Å Å 2024 Å Å 2023 Å Å Change Å Body ExteriorsÅ & Structures Å \$ 8,894 Å Å \$ 8,979 Å Å \$ (85) Å \$ 639 Å Å \$ 666 Å Å \$ (27) PowerÅ & Vision Å Å 7,768 Å Å 6,785 Å Å 983 Å Å 296 Å Å 216 Å Å 80 Å Seating Systems Å Å 2,910 Å Å Å 3,089 Å Å Å (179) Å Å 105 Å Å Å 104 Å Å Å 1 Å Complete Vehicles Å Å 2,625 Å Å Å 3,152 Å Å Å (527) Å Å 47 Å Å Å 86 Å Å Å (39) Corporate and Other Å Å (269) Å Å Å (350) Å Å 81 Å Å Å (41) Å Å (7) Å Å Å (34) Total reportable segments Å \$ 21,928 Å Å \$ 21,655 Å Å \$ 273 Å Å \$ 1,046 Å Å \$ 1,065 Å Å \$ (19) Å BODY EXTERIORSÅ & STRUCTURES Å Å Å Å For the six months Å ended JuneÅ 30, Å Å Å Å Å 2024 Å Å 2023 Å Å Change Å Sales Å \$ 8,894 Å Å \$ 8,979 Å Å \$ (85) Å - 1 % Adjusted EBIT Å \$ 639 Å Å \$ 666 Å Å \$ (27) Å - 4 % Adjusted EBIT as a percentage of sales Å Å 7.2 % Å Å 7.4 % Å Å Å Å - 0.2 % Å Å Sales å" Body ExteriorsÅ & Structures Å Sales decreased 1% or \$85 million to \$8.89 billion for the six months ended JuneÅ 30, 2024 compared to \$8.98 billion for the six months ended JuneÅ 30, 2023, primarily due to: Å Å the end of production of certain programs, including the: Å Dodge Charger; Å Chevrolet Bolt EV; and Å Dodge Challenger; Å the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar sales by \$36 million; Å divestitures subsequent to JuneÅ 30, 2023, which decreased sales by \$19 million; Å lower customer recoveries related to certain higher production input costs; and Å net customer price concessions subsequent to the first six months of 2023. Å These factors were partially offset by: Å Å the launch of programs during or subsequent to the first six months of 2023, including the: Å Ford F-SeriesÅ Super Duty; Å Chevrolet Silverado EV; and Å Chevrolet Equinox and Blazer EV; and Å higher production on certain programs. Å Magna International Inc. Second Quarter Report 2024Å 19 Å Å Å Adjusted EBIT and Adjusted EBIT as a percentage of sales å" Body ExteriorsÅ & Structures Å Adjusted EBIT decreased \$27 million to \$639 million for the six months ended JuneÅ 30, 2024 compared to \$666 million for the six months ended JuneÅ 30, 2023 and Adjusted EBIT as a percentage of sales decreased to 7.2% from 7.4%. These decreases were primarily as a result of: Å Å higher production input costs net of customer recoveries, including for labour and certain commodities; Å higher employee profit sharing and incentive compensation; Å reduced earnings on lower sales; Å higher restructuring costs; Å additional supply chain costs in the first six months of 2024; and Å higher net warranty costs of \$10 million. Å These factors were partially offset by: Å Å productivity and efficiency improvements, including lower costs at certain underperforming facilities; and Å lower pre-operating costs incurred at new facilities. Å POWERÅ & VISION Å Å Å Å For the six monthsÅ Å Å Å Å Å ended June 30, Å Å Å Å Å 2024Å Å 2023Å Å ChangeÅ SalesÅ \$ 7,768Å Å \$ 6,785Å Å \$ 983Å Å +14% Adjusted EBITÅ \$ 296Å Å \$ 216Å Å \$ 80Å Å +37% Adjusted EBIT as a percentage of salesÅ Å 3.8%Å Å 3.2%Å Å Å Å Å +0.6% Å Å Å Sales å" PowerÅ & Vision Å Sales increased 14% or \$983 million to \$7.77 billion for the six months ended JuneÅ 30, 2024 compared to \$6.79 billion for the six months ended JuneÅ 30, 2023, primarily due to: Å Å acquisitions, net of divestitures, during or subsequent to the first six months of 2023, which increased sales by \$603 million; Å the launch of programs during or subsequent to the first six months of 2023, including the: Å Chery Jetour Traveller; Å BMW X1; and Å Chevrolet Silverado EV; Å higher production on certain programs; and Å customer price increases to recover certain higher production input costs. Å 20Magna International Inc. Second Quarter Report 2024Å Å These factors were partially offset by: Å Å the end of production of certain programs, including the: Å Dodge Charger; Å Ford Fiesta; and Å Chevrolet Camaro; Å the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar sales by \$85 million.

and net customer price concessions subsequent to the second quarter of 2023. Adjusted EBIT and Adjusted EBIT as a percentage of sales increased. Power & Vision Adjusted EBIT increased \$80 million to \$296 million for the six months ended June 30, 2024 compared to \$216 million for the six months ended June 30, 2023 and Adjusted EBIT as a percentage of sales increased to 3.8% from 3.2%. These increases were primarily as a result of: increased earnings on improved sales, including higher margins due to the impact of operational excellence and cost initiatives; commercial items in the first six months of 2024 and 2023, which had a net favourable impact on a year over year basis; lower net engineering costs, including spending related to our electrification and active safety businesses; customer recoveries net of higher production input costs, including for energy and freight, partially offset by higher labour costs; and costs incurred during the first six months of 2023 relating to the acquisition of Veoneer AS. These factors were partially offset by: lower equity income; acquisitions, net of divestitures, during or subsequent to the second quarter of 2023; and higher launch costs; higher restructuring costs; higher net warranty costs of \$9 million; and the net weakening of foreign currencies against the U.S. dollar, which had a \$9 million unfavourable impact on reported U.S. dollar Adjusted EBIT. SEATING SYSTEMS For the six months ended June 30, 2024 compared to 2023, Sales increased \$2,910 million to \$3,089 million (\$179 million) -6% Adjusted EBIT increased \$105 million to \$104 million (\$1 million) +1% Adjusted EBIT as a percentage of sales increased to 3.6% from 3.4%. Magna International Inc. Second Quarter Report 2024. Sales decreased 6% or \$179 million to \$2.91 billion for the six months ended June 30, 2024 compared to \$3.09 billion for the six months ended June 30, 2023, primarily due to: the end of production of certain programs, including the: Chevrolet Bolt EV; Skoda Superb; and Lincoln Nautilus; the net weakening of foreign currencies against the U.S. dollar, which decreased reported U.S. dollar sales by \$21 million; and net customer price concessions subsequent to the first six months of 2023. These factors were partially offset by: higher production on certain programs; customer price increases to recover certain higher production input costs; and the launch of programs during or subsequent to the first six months of 2023, including the: Mini Countryman; Deepal S7; and Lynk & Co 08. Adjusted EBIT and Adjusted EBIT as a percentage of sales increased. Seating Systems Adjusted EBIT increased \$1 million to \$105 million for the six months ended June 30, 2024 compared to \$104 million for the six months ended June 30, 2023 and Adjusted EBIT as a percentage of sales increased to 3.6% from 3.4%. These increases were primarily due to: lower launch costs; and customer recoveries, net of higher production input costs primarily related to business in Argentina. These factors were partially offset by: reduced earnings on lower sales; inefficiencies at certain underperforming facilities; and commercial items in the second quarters of 2024 and 2023, which had a net unfavourable impact on a year over year basis. COMPLETE VEHICLES For the six months ended June 30, 2024 compared to 2023, Sales decreased 17% or \$527 million to \$2.63 billion for the six months ended June 30, 2024 compared to \$3.15 billion for the six months ended June 30, 2023 and assembly volumes decreased 33%. The decrease in sales is substantially a result of lower assembly volumes, including the end of production of the BMW 5-Series. Adjusted EBIT and Adjusted EBIT as a percentage of sales increased. Complete Vehicles Adjusted EBIT decreased \$39 million to \$47 million for the six months ended June 30, 2024 compared to \$86 million for the six months ended June 30, 2023 and Adjusted EBIT as a percentage of sales decreased to 1.8% from 2.7%. These decreases were primarily due to reduced earnings on lower assembly volumes. The negative impact of lower volumes was partially offset by: commercial items in the first six months of 2024 and 2023, which had a net favourable impact on a year over year basis; and lower launch, engineering and other costs. CORPORATE AND OTHER Adjusted EBIT was a loss of \$41 million for the six months ended June 30, 2024 compared to a loss of \$7 million for the six months ended June 30, 2023. The \$34 million decrease was primarily the result of: a \$41 million unfavourable impact of foreign exchange losses in the first six months of 2024 compared to foreign exchange gains in the first six months of 2023 related to the re-measurement of net deferred tax assets that are maintained in a currency other than their functional currency; increased investments in research, development and new mobility; lower amortization of the initial value of public company securities; and higher costs to accelerate our operational excellence initiatives. These factors were partially offset by: lower incentive compensation; and gain on sale of an equity-method investment during the first six months of 2024. Magna International Inc. Second Quarter Report 2024. NON-GAAP PERFORMANCE MEASURES - FOR THE SIX MONTHS ENDED JUNE 30, 2024. ADJUSTED EBIT AS A PERCENTAGE OF SALES. The table below shows the change in Magna's Sales and Adjusted EBIT by segment and the impact each segment's changes have on Magna's Adjusted EBIT as a percentage of sales for the six months ended June 30, 2024 compared to the six months ended June 30, 2023: Sales EBIT as a percentage of sales. Six months ended June 30, 2023 \$21,655 million \$1,065 million 4.9% Increase (decrease) related to: Body Exteriors & Structures (\$85) million (27) million -0.1% Power & Vision \$983 million \$800 million +0.2% Seating Systems (\$179) million (1) million +0.1% Complete Vehicles (\$527) million (39) million -0.1% Corporate and Other \$81 million (\$34) million -0.2% Six months ended June 30, 2024 \$21,928 million \$1,046 million 4.8% Adjusted EBIT as a percentage of sales decreased to 4.8% for the six months ended June 30, 2024 compared to 4.9% for the six months ended June 30, 2023 primarily due to: acquisitions, net of divestitures, during and subsequent to the second quarter of 2023; reduced earnings on lower assembly volumes; higher production input costs net of customer recoveries, including for labour, partially offset by lower prices for energy; an unfavourable impact of foreign exchange losses in the first six months of 2024 compared to foreign exchange gains in the first six months of 2023 related to the re-measurement of net deferred tax assets that are maintained in a currency other than their functional currency; lower equity income; higher restructuring costs; higher net warranty costs; increased investments in research, development and new mobility; higher employee profit sharing and incentive compensation; and additional supply chain costs in the first six months of 2024. These factors were partially offset by: productivity and efficiency improvements, including lower costs at certain underperforming facilities; commercial items in the first six months of 2024 and 2023, which had a net favourable impact on a year over year basis; lower net engineering costs, including spending related to our electrification and active safety businesses; and lower launch, engineering and other costs associated with assembly business. Magna International Inc. Second Quarter Report 2024. ADJUSTED RETURN ON INVESTED CAPITAL. Adjusted Return on Invested Capital decreased to 8.6% for the six months ended June 30, 2024 compared to 9.8% for the six months ended June 30, 2023 as a result of higher Average Invested Capital and a decrease in Adjusted After-tax operating profits. Average Invested Capital increased \$1.84 billion to \$18.90 billion for the six months ended June 30, 2024 compared to \$17.06 billion for the six months ended June 30, 2023, primarily due to: average investment in fixed assets in excess of average depreciation expense on fixed assets; and acquisitions, net of divestitures, during and subsequent to the first six months of 2023. These factors were partially offset by: impairments and restructuring related to Fisker during the first six months of 2024; lower net investments in public and private equity companies and public company warrants; and a decrease in average operating assets and liabilities. Magna International Inc. Second Quarter Report 2024. FINANCIAL MEASURES RECONCILIATION. The reconciliation of Non-GAAP financial measures is as follows: ADJUSTED EBIT. For the three months ended June 30, 2024 compared to 2023, Net income \$328 million \$354 million \$571 million Add: Amortization of acquired intangible assets \$28 million \$13 million \$56 million \$25 million Interest expense, net \$54 million \$34 million \$105 million \$54 million Other expense, net \$68 million \$86 million \$424 million \$228 million Income taxes \$99 million \$129 million \$107 million \$187 million Adjusted EBIT \$577 million \$616 million \$1,046 million \$1,065 million ADJUSTED EBIT AS A PERCENTAGE OF SALES. For the three months ended June 30, 2024 compared to 2023, Sales \$10,958 million \$10,982 million \$21,928 million Adjusted EBIT \$577 million \$616 million \$1,046 million \$1,065 million Adjusted EBIT as a percentage of sales 5.3% 5.6% 4.8% 4.9% ADJUSTED DILUTED EARNINGS PER SHARE. For the three months ended June 30, 2024 compared to 2023, Net income attributable to Magna International Inc. \$313 million \$339 million \$322 million \$548 million Add (deduct): Amortization of acquired intangible assets \$28 million \$13 million \$56 million \$25 million Other expense, net \$68 million \$86 million \$424 million \$228 million Tax effect on Amortization of acquired intangible assets and Other expense, net \$ (20) million \$ (31) million Adjusted net income attributable to Magna International Inc. \$389 million \$441 million \$700 million \$770 million Diluted

translation of net investment in foreignâ€ operationsâ ª â ª â ª â ª â ª Balance, beginning of periodâ \$(836)â \$(1,018) Net unrealized (loss) gainâ ª (235)â ª 43â ª Repurchase of shares under normal course issuer bidâ ª â ª â ª Balance, Marchâ 31â ª (1,071)â ª (974) Net unrealized lossâ ª (60)â ª (53) Repurchase of shares under normal course issuer bidâ ª â ª â ª (1) Balance, Juneâ 30â ª (1,131)â ª (1,028)â ª â ª â ª â ª Accumulated net unrealized gain on cash flow hedges [i]â ª â ª â ª â ª â ª Balance, beginning of periodâ ª â ª â ª â ª 43â ª 5â ª Net unrealized (loss) gainâ ª (13)â ª 41â ª Reclassifications to net incomeâ ª (29)â ª (3) Balance, Marchâ 31â ª 1â ª 43â ª Net unrealized (loss) gainâ ª (6)â ª 48â ª Reclassifications to net incomeâ ª (17)â ª (14) Balance, Juneâ 30â ª (22)â ª 77â ª â ª â ª â ª Accumulated net unrealized loss on pensionsâ ª â ª â ª â ª Balance, beginning of periodâ ª (105)â ª (101) Revaluationâ ª â ª â ª (5) Reclassifications to net incomeâ ª 1â ª â ª 1â ª Balance, Marchâ 31â ª (104)â ª (105) Revaluationâ ª â ª â ª 1â ª Balance, Juneâ 30â ª (104)â ª (104)â ª â ª â ª â ª Total accumulated other comprehensive lossâ ª \$(1,257)â ª \$(1,055)â ª [i]The amount of income tax expense that has been netted in the accumulated net unrealized gain on cash flow hedges is as follows: â ª â ª 2024â ª 2023â ª Balance, beginning of periodâ ª \$(16)â ª \$â ª Net unrealized gains (loss)â ª 4â ª (15) Reclassifications to net incomeâ ª 10â ª â ª 1â ª Balance, Marchâ 31â ª (2)â ª (14) Net unrealized gains (loss)â ª 2â ª (17) Reclassifications to net incomeâ ª 7â ª â ª 4â ª Balance, Juneâ 30â ª \$7â ª \$(27)â ª The amount of other comprehensive loss that is expected to be reclassified to net income over the next 12 months is \$13 million. â ª 42Magna International Inc. Second Quarter Report 2024â ª MAGNA INTERNATIONAL INC. NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS [Unaudited] [All amounts in U.S. dollars and all tabular amounts in millions unless otherwise noted] â ª 13.â ª â ª â ª FINANCIAL INSTRUMENTS â ª [a]Financial assets and liabilities â ª The Company's financial assets and financial liabilities consist of the following: â ª â ª Juneâ 30,â ª Decemberâ 31,â ª 2024â ª 2023â ª Financial assetsâ ª â ª â ª â ª Cash and cash equivalentsâ ª \$999â ª \$1,198â ª Accounts receivableâ ª 8,219â ª 7,881â ª Warrants and public and private equity investmentsâ ª 244â ª 264â ª Debt investmentsâ ª 31â ª 22â ª Long-term receivables included in other assetsâ ª 323â ª 321â ª \$9,816â ª \$9,686â ª â ª â ª â ª Financial liabilitiesâ ª â ª â ª â ª Short-term borrowingsâ ª \$848â ª \$511â ª Long-term debt (including portion due within one year)â ª 4,928â ª 4,994â ª Operating lease liabilities (including current portion)â ª 1,684â ª 1,718â ª Accounts payableâ ª 7,639â ª 7,842â ª \$15,099â ª \$15,065â ª â ª â ª â ª Derivatives designated as effective hedges, measured at fair valueâ ª â ª â ª â ª Foreign currency contractsâ ª â ª â ª â ª Prepaid expensesâ ª 3â ª \$78â ª Other assetsâ ª 6â ª 4â ª Other accrued liabilitiesâ ª (15)â ª (13) Other long-term liabilitiesâ ª (25)â ª (8)â ª \$(31)â ª \$61â ª [b]Supplier financing program â ª The Company has supplier financing programs with third-party financial institutions that provides financing to suppliers of tooling related materials. These arrangements allow suppliers to elect to be paid by a financial institution at a discount earlier than the maturity date of the receivable, which may extend from 6 to 18 months. The Company will pay the full amount owing to the financial institution on the maturity dates. Amounts outstanding under these programs as at Juneâ 30, 2024 were \$136 million [\$132 million at Decemberâ 31, 2023] and are presented within accounts payable. â ª [c]Fair value â ª The Company determined the estimated fair values of its financial instruments based on valuation methodologies it believes are appropriate; however, considerable judgment is required to develop these estimates. Accordingly, these estimated fair values are not necessarily indicative of the amounts the Company could realize in a current market exchange. The estimated fair value amounts can be materially affected by the use of different assumptions or methodologies. The methods and assumptions used to estimate the fair value of financial instruments are described below: â ª Cash and cash equivalents, accounts receivable, accounts payable and short-term borrowings â ª Due to the short period to maturity of the instruments, the carrying values as presented in the consolidated balance sheets are reasonable estimates of fair values. â ª Publicly traded and private equity securities â ª The fair value of the Companyâ ª tm's investments in publicly traded equity securities is determined using the closing price on the measurement date, as reported on the stock exchange on which the securities are traded. [Level 1 input based on the GAAP fair value hierarchy] â ª The Company estimates the value of its private equity securities based on valuation methods using the observable transaction price at the transaction date and other observable inputs including rights and obligations of the securities held by the Company. [Level 3 input based on the GAAP fair value hierarchy] â ª Magna International Inc. Second Quarter Report 2024â ª 43 â ª MAGNA INTERNATIONAL INC. NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS [Unaudited] [All amounts in U.S. dollars and all tabular amounts in millions unless otherwise noted] â ª 13. Financial instruments (CONTINUED) â ª Warrants â ª The Company estimates the value of its warrants based on the quoted prices in the active market for the common shares, [Level 2 inputs based on the GAAP fair value hierarchy], followed by an impairment review considering both qualitative and quantitative factors that may have a significant impact on the investeeâ ª tm's fair value. â ª Term Loans â ª The Companyâ ª tm's Term Loans consists of advances in the form of 1, 3 or 6-month loans that may be rolled over until the end of the 3 and 5-year terms. Due to the short-term maturity of each loan, the carrying value as presented in the consolidated balance sheets is a reasonable estimate of its fair value. â ª Senior Notes â ª At Juneâ 30, 2024, the net book value of the Company's Senior Notes was \$4.4 billion and the estimated fair value was \$4.3 billion. The fair value of the Senior Notes are classified as Level 1 when quoted prices in active markets are available and Level 2 when the quoted prices are from less active markets or when other observable inputs are used to determine fair value. â ª [d]Credit risk â ª The Company's financial assets that are exposed to credit risk consist primarily of cash and cash equivalents, accounts receivable, debt investments, and foreign exchange and commodity forward contracts with positive fair values. Cash and cash equivalents, which consist of short-term investments, are only invested in bank term deposits and bank commercial paper with an investment grade credit rating. Credit risk is further reduced by limiting the amount which is invested in certain major financial institutions. â ª The Company is also exposed to credit risk from the potential default by any of its counterparties on its foreign exchange forward contracts. The Company mitigates this credit risk by dealing with counterparties who are major financial institutions that the Company anticipates will satisfy their obligations under the contracts. â ª In the normal course of business, the Company is exposed to credit risk from its customers, substantially all of which are in the automotive industry and are subject to credit risks associated with the automotive industry. For the three and six months ended Juneâ 30, 2024, sales to the Company's six largest customers represented 74% of the Company's total sales; and substantially all of its sales are to customers with which the Company has ongoing contractual relationships. The Company conducts business with newer electric vehicle-focused customers, which poses incremental credit risk due to their relatively short operating histories; limited financial resources; less mature product development and validation processes; uncertain market acceptance of their products/services; and untested business models. These factors may elevate our risks in dealing with such customers, particularly with respect to recovery of: pre-production (including tooling, engineering, and launch) and production receivables; inventory; fixed assets and capitalized preproduction expenditures; as well as other third party obligations related to such items. â ª As at Juneâ 30, 2024, the Companyâ ª tm's balance sheet exposure related to newer electric vehicle-focused customers was approximately \$250 million. In determining the allowance for expected credit losses, the Company considers changes in customer's credit ratings, liquidity, customer's historical payments and loss experience, current economic conditions, and the Company's expectations of future economic conditions. â ª [e]Interest rate risk â ª The Company is not exposed to significant interest rate risk due to the short-term maturity of its monetary current assets and current liabilities. In particular, the amount of interest income earned on cash and cash equivalents is impacted more by investment decisions made and the demands to have available cash on hand than by movements in interest rates over a given period. â ª The Company is exposed to interest rate risk on its Term Loans as the interest rate is variable, however the Company is not exposed to interest rate risk on Senior Notes as the interest rates are fixed. â ª 42Magna International Inc. Second Quarter Report 2024â ª MAGNA INTERNATIONAL INC. NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS [Unaudited] [All amounts in U.S. dollars and all tabular amounts in millions unless otherwise noted] â ª 13. Financial instruments (CONTINUED) â ª [f]Currency risk and foreign exchange contracts â ª The Company is exposed to fluctuations in foreign exchange rates when manufacturing facilities have committed to the delivery of products, and/or the purchase of materials and equipment in currencies other than the facilities' functional currency. In an effort to manage this net foreign exchange exposure, the Company employs hedging programs, primarily through the use of foreign exchange forward contracts. â ª At Juneâ 30, 2024, the Company had outstanding foreign exchange forward contracts representing commitments to buy and sell various foreign currencies. Significant commitments are as follows: â ª â ª For Canadian dollarsâ ª For U.S. dollarsâ ª For Eurosâ ª Weightedâ ª Weightedâ ª Weightedâ ª Weightedâ ª Czechâ ª Weightedâ ª U.S. dollarâ ª averageâ ª Pesoâ ª averageâ ª U.S. dollarâ ª averageâ ª Korunaâ ª averageâ ª amountâ ª rateâ ª amountâ ª rateâ ª amountâ ª rateâ ª Amountâ ª rateâ ª Buyâ ª 9â ª 0.75565â ª 638â ª 0.04397â ª 3â ª 0.84254â ª 50â ª 0.03783â ª (Sell)â ª (480)â ª 1.28116â ª

J6L:U=W M\$Y<|J3*V%>@PHP'8 "OG>(LSJ82G-&'24KZ]DOUU/Z(^CKX6Y=QAFU>KFJY4 M,/&+<\$VN>4FU%-K512BV--NRO:Y]Z^&/#FWXIVOB6.36? @?6\T?S!OM[3 M[3!<?:1T77./JBOU%_89 ;N%?MZ_?"_A)/"8KZS&G6ES1D[:]>?T/XT>7#\$.&L1FN24%AZ'@Y M^ZWRRC'649)MJJKM-6=[7NC][Z***_0C_ / **** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH **_.:_)L?: M'Q)2O%U<6GAGPO L]JX]O%YLS;Y\$B1\$3(W.SN]@9ZFOA/\ XBN V5?[WQ' M ">_QVG9L#]+6YK&O^"R'_!* Q9^SS:QV/%W+W+j32V< M9E;19I&WR12JHRL>XDHV,8X)R.?L3P] P=1?LK^(\O\$%CIZ7'CV: N[=(9KC M0=D,1=@NSYAPHSDG!P*1_R&:'5;))%:<WN\$#>JR*1D'W!!KS,URN&-IZU6TD]G9VNU9IG\&E:3=Z]J4-G M8VMQ>7EPXCB@C,DDC@ *-2?85^T?P0_X)X^>OV&5AZJK592Y?A?]I4;GSRDM^56C% M)KNVM-\$V?I=17@O[7_4>^&G_ 4G^&^K>_AK=:I9?_V=>0:E.?9, MB&38K@[,GY65N#GL?2O>J^FY="BBB@ HHILLBPQLS'J@DGT% #J*^9[S_@ MJ_\ "FRNYH6;Q\$S0N4)73_E.#C^;I4? #VCX3^OB3_P7?\ V55RL#ZHW%LTGB'1K>5HBT>G|E8J2,@[N1 MQ19L#Z5HKY_C_.'M'PG]?G_ (+O_LJL:7_P59^%6JZG,6L;^(4DNI4A5GT_ M"J60).[IS3Y6!]4445(!117S_\2?\ @I5-/A9X\U3P|J,VM2W^D3FWN#; M67F1AQU ; <X/]P:+7^@**^8 ^'M'PG)?G_@N_P#LJ\ A[1]\ J9?_ M?_ 957*P/IRBN#_ 9_ &C#?7[2O A2XUCPS+=-;6=P;+9+F'RIS< 'ELB M^>+N/=^7_UZ/[P- P%8 A=XFF2/5/[\.:LQQONK0S1+]6BW?E3Y6!]45 M@>/BGX<^*FE"^\.:UJLVO4O:S!]O\ O#JOT(%);2 456UG58M#TBZ09]JWD MV<+SR;1D[5!]P/H^>^/M'PG_ZF7_P7? 94[-@?3E?_,? P]H^\$_KXD_ \ M!=_ JE75?_K_@H9?.?CEXJ? #>D7J6^>I7JL8!>6GDQRLHSL#9/S\$9(%?/E8 M'N5%0ZE?QZ7I]Q=2[0*MXVE? R<,G'Y5(\$U%?,8 X*T_ =A_S,O_@N_P#L MJ\ A[3]_7Q_X+O_LJKE8'Y17COP_ ;C#_ M)>.)]#-_VQ]NM[9KM_M5 MIY2; 0IYW'G+"O8JD HILTRP1,[L%5_68GH .IKYKU# (*N_ "G3M0N+=I/_ M,C6(C1ETT *M@XR#NY!QP:=FP/I:BOF_ A[1]_ 7Q) X+O[@\%:_A.._ MB7_P7?_ V5/E8"TY17- "3XJZ\ &S\X>Z;XFT&62;245FB,B;%*L4967L0 MRD8K1*D HHHH ***CNKJ.RM)IG6.&%2[NQ]P*22?0@#B?^#OCXR: P%" M? V4/AWX+L;6X70%VO27&J7:GJVS6L8>&!OJSEQV=_5 /;7-O\ P4O\B_ \ M%FO^** C#Q=X" C: ^N=!FN:-T3*AIEN-- N'29^V\LR@#_ IHM?S)=JVL)AC\ M/I76G_!&_ ;N?VF?^"2GAGQ>J\ R:QXK\Z)-HNI6R-F6ZO+&(JF: 8_@T6_ X0CX_P#CSX-ZG=# [!XXL4UK2HW;Y50+4%9E4=,R0 MN?"^N HEL'4_WXQ_ \$35OB[\6OS\WBK7FEDUKQ]JMS5\9"2WG2R[(@YYX)(_ M" N;KZX_X+D?LD?\ #"_4K^(F@6MK)GVZ]=_V\HH" [5%M=YD*+]94^ MB"OD>J\$?/\&I?[_?_ I/JNWS/ASJ-UY>B_ %32S! C-JZC;9EA(JVC,Z M>YV^E? TB\\$_["B]JOP ^-A3QHQDK0ZMX2U6VU6U,-SOR!J!V6 *D>C& MO[/_@=7-+^/P<+^M\$E6;2%6F6^J6K Y^26_!J1G!Q6=1=2D=51116 M8!7) ;,Q0!/7P75:L6V_8-*N)@<1MC]:ZRO"/^"E'BS_A%/V.O%6UMLNI_ M9[!/^VDR;O\ QP- 36X'Y1,Y=BS=6Y-%!HK< #,I!4[67D'TK]DOV4 B*/BM^ MSMX1US=OFN].C24U^_M?HQ_P1^>(_ ;P9\UWPW))NF\WX MFC4GI%."1_X[KU,]@/7=)8/VIS@^=+3'T+9 " MOQU%?H% P6-^)O\ 90@7POX3ADQ)JET^H7*@_ P#+.(>1^K.3_P"OS]Z" B&P M!0&9#N4[67E3Z'M115 ?MM/+%2^./AKX?UA6W?VII\%R3ZEHP3^I-U>?_ M\$?%?_ "6_LA^\$92V\!_!O8Q2,H'Y 5[77.]P;^_Q#M_A+A>27140Z M/927// \$P'RK^+8'XU^+O:W<>==O=2O)&EN]0GDN9W8Y+N[%F/YDU^AW_ M 5Y^+W_ C/P@TGPC;R;CQ+=>X4-R;>\$AN?8R;A OFOSGK6" T*!11TJ MP/K#_ @_DA/70^\$-^H>%[B7;:>*K7,2D\XARRX^J%Q^KJ)* \$;X:^+_KX: M?+\$+1/\$-FS+=:+>Q7B8/WMCABI]B 08U^T_@Q1:^-O">FZQ8N)+/5+:ZA8 M=U=0P_ G6=1:W TJ^0? VY_P#@[H\OPFU"Z(^!WM[KQ!% ^[OM08;X=/N.(C2_M#CU")G@>F?M?M(O\ S\#)Y/F6/Q/KSFP[T^\$21+RC_<7D>Y6OR?N+B2[M\G>261Y9)+&[MN9R3DDD]2:(QZ@7%_B_5?6N3:EK.I7N]A,_A=N=M@_ZI?:3?P*S6TQC;Z"##V.0:_OV(M_P#_@I3%5=0L_? CHV]CKTV(+4\$79#J#=E=<=\$D;^%CZ\ _YV(C22*JJ69C M@ #)->P_!G)AGXH?&&6"ZTOP_=_78E@Z\W^H-JDC7N&7/SMZY534R2>X'ZL? \$M_KDG6O?]@Z_X% M7XB];_9?3M\$USPU^SA)I_B2^M]4URRT26&[NX5*1<L,3#_ M=SSDC&3.W3Q7XT5, #^7#^OWGA37;/4]N)+6^T^9+BWFOX:-U.01^(_JG1 MVK0#]C?V5?C]9_M?(_G3/\$5N8X[QE^SZA;J?^>X7AU^AX8>S"NT\:_B;JW M_7E- P"@-7YB?\$_Y P!IT_ +XRQZ?5P4\^)BIM=;V^2VFSB;_VP?E/LV>U M?IUXT.[P7]Q/\^A3= \ <:L91LP/P^CYC7Z4O>FQ_P"K7Z4[M6P'U; P2" M!DAJ0V!)?_1L=?I/7YK_ \$@_ ^3D=5 P" P)+_Z-CK)**QGNIX_ ^W= \? MA37[? B34(9+U" A_LZRYP?-F^3_ W5+.^%?D77\VA_P6&^+O]K>?-#O@NVE MS#I4+_C>J#U\ED^6, \Z(&_ Z^+ZTBM\ "BBBJ ^/^".WQ>^VZ!XB/#W\$O[RP M<:I9(3_RSLR2>792W L;TYX\B M7",3[D- P!]@E.X5C/< HHHJ0"OCO_@O#^UQ_PQY_P3- ^(&M6EU]FU[Q) M OAO1]K[9#=/GRV9>_R0^: _OL2OY^_ @[_N_ W_X3']H3P+&).NO,L? M!^F_VJRH_RB\N2R1(P_O)"F[3ZBJBK\#MO^#1#]JV&]L_B9\^:-FCGMKH#Q M-I O,VY75E6"\C" G^\$@0MCW;UK\OO^"H7[4W[%G(>7Q*^_),D.FZ;K\$MS MI!8?;L)SYUOCUQ&X7/JA7_ @E=^U=+^Q3^WY\?- B%YS0Z;INJ+9ZJ-VU9+&Y M!M'PYWL\$D+_5 >U?IQ_P=X?LH1WDOPS^._NCVZO!=0MX:UB:>,"_G(Q)P9ES MZ;16FS? B*_*J2_8C_ :/OOV1/VM_A[2;_1T?PCK=O>SJK%?/MM\6XB/L+2 M^?K7EM!&:H1^_G_JU_ \ LWV/QL_9>^% [0'AE\$NX%=";JN80&^G7JK);R% MAV248'_7)@YKDZW6O>_JN_!S22'S) (M61#)IMQCKE!Y0'KY)K^= P 5^% [[P3XGU+1=3@>UU+2;J6RNH7&BEC_ #G4+KSM: ^%6I:/PAGR[:?E7UUY/A_P]UH_AB\5GVB=V62U MD;/<4V#VF;U\HEJAG]1=% /%6%8C"OCO_ (+&+>+/_/^\$/AG1U;#EJC3\LO]Y8 MHS_5Q7V)7YX%?D%?GV[XN>]\$%5LKIVE=/_L!V:64K_*+];J.X'QU11FNP_9[M\+P^_OCMX/T>XB6:WU+5[:WEC9=RNC2 ,_XQFM@/_KZ<_X0_ ;_A#OVFT&T MF23;^)K^2UVD\-(G[Q/Q'P]XU\^/?#TGA'QSK6E3)Y717!=? Q7L_ \%+/B6?B%^UA MKD\$;[_7PZD>EQ<:D7=) P"/LP_X#7@5;7Q\^5QS\0=98 M^P-JML*CCR?,(^LA;A7A=27EY-J%Y<3R-<.TLCL(IX\K<20:7\$2.H56>3]R?E7R#^T/X#;X8_7Q9H)4JFFZI/%Q MUB+EHS^*%:F^M@_.KJ?-^"4WQ@_ X3[_G;^P+B;S+[PC<&U)^;R')>+!EE' MLM?F57T=P \$OOB_ P *S :7MM-GE\NQ(60G3G;"^=G=?KN!4?[]\$E= ;_ M /P5U\?2: \ M#:?H*R;_?P_IB\$IG@23'>3 -\A^*4JJW_X*7,[?MI>+^[_ M:.%L@F?_OV. I^:_\ (IQV *^_O^"9[%^DQ>[7XB>)[&4-1U\$EM)M[F,/: MPC@3;P78@D'L,8Y?-G_ ""&Q'4 FOVP^"^FVFC?#PM:V:JMM#I-JL>WH1 MY2U,WH!B_ \$GJ#X>_ !KQ"NC)?\$^FZ+J#0+<+;S!]WEL6" M\JD8)5A^%?-O[M2L>_ M78_X_KJ][BZ_!W0 ME?@.!7@_ ;W^#H'(_:+^4G_Q?D713Y/U7]P!8 #7B'2_ #/B?3]8 MU"/2;F=H(^X(R'W@=2/SKV@Z^E\ @F5:M\ \$?QK*[_8?="YGCUV"OFN MG%6*,T5Z1)*/@7)7OA#XTU2/2UDEUSPCY%^T" - JHLV#B7" P!Y"JMGR*T H M#S?O7Z=_\\$!OCVO^&B@/1<>=5N,/2>[?]F M)G= P#LR?B^_9R^, E^)K/S) ((6^F\MU\WVJW8C>GUX!"NH9*X"7-J\UC MBJ!DGJ_ -M[_ @D% R)&9DU. E>W!W\= L2_ @@6N-ZT8Q0* MU J6^#P.7Q \? BAXIDA,C^%+:_T:U;GY6:4F4CZ1K_X]7E?-H_W_ ,\\$@M% MK["FO6MS_R\(\OD.5ZH4,"G\|^I(KZM2TZ72-1N+2=2LUK(T, @Y#*<]12 M3 A!(Z<^UK)?OV_OB_ \ _M_9K-ZQ)YE#!]AO>_YEVQZA#_ &_I9JQX[Q-J2*/[K=5\1N([33]-MY+JYGD.%AB12SL3Z!03^%?QJ?MP?M*WO[8 M/16WC_XD7S2?55K\$]U; (YR8-8;M@C_X#\$J#^*_H_P#^#D+JK;_AES_@F1XH MLK&Z^S^/(B-/X8T^*^UQ'+EKEQWP<<="ZU_ +6*TIKJ)@PW+7]7|/EU_ M_ %F/^#*4+M18+QFD9%_ V4F\U!Z!0^*0*H#]0O\ @U1_ :Z_X4=^WJ'P MJU"Z\K1_BQIOV6)"#4+;=+0/[S(9D)R^E= \)G([G_ S_ P %,O\$> MKV-K]G/V?Z%/\$MD%3;&L[@]=(.W^N5GXZ>:_^*O@?%K5(@)9_ ?CC19G MAU;PCK%KK%HZG[R"59 /H=N\.\X]K\O^#CGX2Z7^WA_P2E\ _[PK\$EU)X5 M6VUU)8AO8Z9?1HLR\$CLDGD<-]C>]3L[@M3^>CO5_ P+^)K[P7XF[6=+N9+ M/4]NHKVTGC.&AFC<.C ^H90:H=:#T\@1_ 9U^Q+^T18_ M@?LG^_ OB3I[1^7X MLTB&F1&W" &?&V:/_ @,BNOX5ZE7XZ_ !HI^UU_PF?/_ C;X,ZC=:[SP7??V MYI4;O\WV*Z_)54?W4G!;V,U?L56,E9E!7Y2_ \%* _7_ "4_M?>(P&W)J06*X M/39&"\ QYC7ZM\$XK\6/CWXK_P"X^_B[5]VY;_ >ZE0_ [FL%_ P#*0*JG MN!R5>Q_ \\$ M_ MWJL/P/_ SPO'N3Q_SSADZ_13_ @L#\+?^\$A^\$FA>*H8\^S';QK>9@_?)GVCGZ_B_P#?1K\Z\THN MZ *^D\ @EM*? A8G[3<^&I31[_[PK:OJ#DC^*?DB'URQ;_ @_?P1_ P2 M3^%/_ ("_ &Z/231+GQ5>,\9(P3!3&OX%A():R ^0O^" B6CG1?VR/&B8P+ MB;"Y"]^WC;_ >:4KZ4_X^OZ_ -9W[6UQ<,-#4-*M9L^I4-' .R"OFNG#8'Z M! X)B^+?^\$7 &O#C9ML>KVUS8_ ,>C+j^_HUKZ!_ X+_?W^R_ !?A_P \$ M\VN\75IC5V@/B)C5 ?8N2?J?E?&/.BO\ X0CX^>#5W^+6MGJUN6;T4N%; M":ZKJNSXN?+E_ <1:C%)YMCITO]EV9!ROE0DKD>Q/E*^\$*.O:O'VJ_C M?8_ M%? &2/66.CS:_:\$,236!DXF)=%V[MP Z@+V[5YQ12MK< JWH+N7'AC7 M;+4K.1HKK3YX[F!U/*.C!E/Y@54HI@? 0G_ !0Z>_ QWX[*_ \$T7_ 0?&@6]SN M7E1-\$/+D3ZKA17SW7T]!_ ?!4G[5_ '6O>?;_ XH^UV=8T5?"GE@E#&6%?9 MFW? \^U\QSVI\4T;Q21L4="7:R\$<\$\$=B/2DNP#:4_ @FY^TII_Q@^" &G MZ!<74:)^"\(LY[=W^>:_>(Y5'<_*? 0K[BORYK0+^*3]\$ZY!J6CZA>_9J M%LT'4+_4MS19V4CM-%&A MEHP91A2>_ZG/I6M) P %&/C&^C_ 8 P#A,9@NW;YPLX!-C_ ?V9S[!:_>_2^)]M2/9:U-J.K7YJ5 \ ,^&[QCXALM^TNUFO-0 MU"98+>")=SR.QP !5 ?7G_ !* P #2'P3\5O\$DB,L(T\^S86QPS>7))@^W[O\ M\Z^>:_7#X+?_6'G+JDNX_ @I)?+I=Q<:A^HXEN'B)?L_ %'L\HCKCZF+NP"O MK;_ @CS>_ \7Z/363[6BO-8NA&0VV>(_R<_G7R37U;_ P1^_ Y.7UC_ +%Z_ TH MMZ); <1^W\ LPM^SE\9IGL(67PSKY:ZTY@ORPG_):0!8\?[]%>U^PW[M6_ /%G^TM&_0T"41QZC%_ I6F7#_ #_ 47@?>_ [K9*GV:OR#US0[SPSK-UI^H6 MEK?6,K03PR#>NIP01[&B,KH"J1115 ?5O_ !(+_DY#5O\ L"2_ ^C8ZO\ M!7CXN\ _3_ %2/=""=M-NM? #=J9[@!N#<38."/JE O_ 9K&_ X)0ZY;^&OCIXB MU&D6*UL?#L]Q*Y" HQL3^0KP#XO_ \$*X^* Q2\0>)+HGS-90I;D G.Q"QV+ M_P !7:PJ?M7 YRCK115 ?9WP2 X^ZJZ\ &A-X?>+^*!+^X30[+8S#4T03, M!SX\LXW,2<>)?*7Q:86?Q_ !)VO:[86,FFV>L7LEY:O()&@WG<5W #/8 M5SU%*R!79 L]>_ ?%23X?&KPYXFC9ECTV1IP#]>_ ?%OED?_ !<93_ <_ RO(M M0LX;B"1989T\$D;J/+8_ 6,K^>_ %T/X9;_ >=I PQT1=JCY4ZC=? M)QW2\$0CV+_* K?U2_ &O\X_UO8\VA/BUXB_* #_ BS4?7B\DU#4+C M_A;M!+*YR<*&PJC@ #@ 5S_ \$+G^R% P!"GXL_ !B_P#BZT4E8FQ_ ,* M_ 8P_ :+OOV1_VK_ /Q*T]Y%F\(_ P!(S!_ #S+!NV3Q_ 1XFDF4C_ &_ HO_ ,_ Y M2! A! F4O%G_ A47G_ 72_ P#_ +G^R% T*2BS_ *B_ &BZKG0\SG_ P_ 6G_ M5C_ >_ 2?QAC^T\X_ X_ 2\CT\QVMS=0C<_]

M42WNGRJQ'\$PD5)Y6+RQ[U"A3\$=J[. Q\$;,\\"I3],L,ADC266 &2 2()U9V(1 M\104&+*J@/#X8=,5_(4 % [CBEFS%'YW@Z_.C!">+JY7*M&.)KX6&Z? M?%QKX:CE^\$XLRKC3B*OQAB,MSI8:G@<+GV6T\=!'Y'BD^)- "UFUU_PJX@TJVUC0M6TV6&[TO4=)O(%N+.ZT^C.ZYM)+>13#*^"(X< M!PP'G!)QU/KV\A?_P0B^N(JN^*_V-]7)ZCJ%]J6G_# M3XJ^*? #'A\$ZA)/=Z/X4U"TT[5;+PY--\$S3.NFZV^NW-L6=EBL)4MK./"VN* M <&."X\$L3#&P/ #V#Y:Q-N&.? XB.,Y/ZU_70#F#X3B'(LJS^E'ZN\^PE&M: M3MSR8>"DXZ)-TYVT5U*[NNV\ _Q6X S+PJ3^//#C,34QF,X)XTS;AF M6- K4XTJU7+Z%/ZY@L1BJ<4JN,PN)RVO4@I24^*G23Y8P-RBBBO9/A@HHH MH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ M HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "MBBB@ HHHH ***9(S*C,N,@9^;./TKQ/XA?M%_!X.W>CVOQE^,?PF^\$40B6#4 M;CPO\3OB'X3\ OXEAT:6RCUB701XLUC2&U4Z,VJZ5#K<5FDGJDSWUDD\ ; MX"![-=J[V]FF-VZ(C/3"RHQS[;0>. 2OQY_X+% LW>(OVA_V3KF[\':5<:S M\0O@]XI@^)B:3IS/+>ZOH&GWV@>+[.SMEYNKM/"VJ:A>6EJ#O:[M(945GB M ;[>F ,E_8FF3R_ ^&Q_V5E\96+)^T-\) P*,KJ 3XL888KM;Y<[2<\$Y%[PK M^TC^S#\5O\$MMX-^&W[1/P,^)GBZJL;Z_M?"@'XN^ />OW&F:9\$=7N8-#\ M-S? ZR;6WM9\$:\OQ;3PV:,KN%WAAY^=93A,^R3,\DQDY4J&9X:>'K5:>>HH M[P2ULUSVDT]E?57^GX'XOSCPZXXX1X_X? IX&OF ""\$F1\1X*EC55Y95,GQJ M^K5P]&I3:5&6-P57'4)UJ48VA&4)*:2_P \2U,"K';I= R3%VWL99Y7*NR2 MSRH\$>4- &W[FY1X4:*=6559N:S1=1@5_!793?:QXD\1#?3Q!X M;T3PY)<1P2W5?A B'2_ &AGQ/X1M%D97N=40+6UT^1;>PE=[RVDOXYK?YR_ M9\ 8 P#^,"P5\0:1X_U+JKGX% &CQ?IT=O>3?%K]J3X:&YX7TF^V0RIJ& M@>#M'NM\$T +.%HETZ?6+34[V"V1*K &OY?@=Q53QV'HPKY=6R\#5WA8UZV M+PSQ\$KE-RYYTIX>55R2J5%?7YW.T813M9G^W\ VG@EC.%L7F^)P'B74XIM M5Q[X* _/]73Q?> 3J59T.3CB=99?A^:%%PVLMJ8^&[J0A4EHIN]2 \\$/: MV?O%OP3_ &_J*NO'NFS:+XI^*WC'6_B= 8MW&,(G2=U*UTC2_ =KJ\$0"NMY M/8:>VMRHP#Q+JBVZF>&7ZQ]Z.(OW0W'Z@=R>H?3T25\A6O:[G/%&GQW\$ MK?MD?LH)&WJD/Q_ \$\$(6.!#Y>YW\8"GCC-06VN-.0"5C50\$U'X>U73M> MLM,UC2KUUU#3M3L++5=/OK&M;VQO=U'WBO=O+*M'G@O;6JM+B*ZMKJ-U M2Y9H+F-4CF3/J0Y3E>\$R?+L#E>&7^RY70A1P>EM/91A4?*FU^>22TU5M\$ M?XB>(7&><>)"7?&?^>TZ= #->-> (\YXCCOU"66C7AAJN/Q=!X!TZL8PC.G@ MMH8;!PE*&C.&@DKR5NJJHHHK#Y0***"BO-O'Q: ^'GPS@T^Y^/(/C/PUX, M@U6ZN+339O\$NIPZ3%?7%G%/>V]M),2DTUK!-%(Z>58\$[1DCS[_(T_9K_M .BY?"_ ,*W3O\ XY19]@HJBOG7_ AK7FO#\$ ' /X7#-K- R-FG=@#G_6@X M'? P)<JN?2O!Q/\ _JFVOK_ .WBWP[XQT_3;J.QO[[P]J=OJ<%G>RP1W,5 MKU>VU.:RLVE6VBN\UMY"(HVN)\$3+\ ML=RH, UZC&V] V0<JP" ?=02>/?)![4GH/[?7 T4'@\$XS@=/7VKE/%'C/P M[X]T: ^/2>+=:TKPYX.).W<< \$ MD8+7 ZNBOGEOLV? V;+\$6^7PP!.. ^+-,QCOR)BSGDG@A>50DCPHBT MXVE)QJB:-EWR!3*60@2. 4/S.,&D;:HHH^E)NR;>R51 "BL^2],YL,OX+ MU0. TCND4?)QND8+T RV W^*^OB)X2\\$(V/U?Q?XD/>%;,,W/W[5]/T6WD M&7%O+J=Y9B6* MYX9KF-N?NEL*>W%>0Z(T9RY!4[167Y0? +9PK2!68!V9]J19M89(B^E);+MRU^ZX&E14;,S'D J& P0>?7DCO^!S7#^ .B7X%&=E9ZEX^/7^&_!INFZC=" MPL+_ ,2:I;:7:W5\4:7[-#+<#],%"<9M-J-[IK;?OZN! MWE%?.S?M9 LV*Q4 ' +X7Y7P<^+..!]1TD(\Z=S SGK0/VL P!FUB%7XX "\LQP M %/FGD\$D@#F#]).16EG>UG>JMGOMV@_T5QW@_Q[X3\?Z7: _X,0Z-XE\ MWLDT-EK.B\ZA,7]C=W%L^U6R202,R3VQ4F5)%4@#... [&E+W-]73NEMU?W? ML 45QGC?QJX0^>F)K?C;Q1H'A1/1+F#3TU/Q%J-OIEDVHWA?!,;XN)8T,D MJPSD1@%F"@@(<^5'K]FY25,XY?"D'!*>-.QD?25Q^3&GRNR=M'UU_R_ M4#Z(HKYU_P" &M?V: P#HN7PN]!_Q5NG=? ^_E>E^!/B;X(^)=E-J7@/Q9X=\8 MZ:;7+6-[J'A05+74K.TODC25[266&9B)A'(\K!D*&? A[HS^(_ &&OZ+X8/VTJ#>:QK]!IU[A]JU[P71E95=0C]\$SN,!#:#7*M+.*\$ U5 'WQ)*? M#^'PY?>,"/?B71/"GAFSU+2-NM>U^>CTS3:; [U[4K30]&M)+AQL-]?ZY?V&D MZ,N*B2YU"S X49_R,?^#E+J] C V1\ @]U\=),6Q%OX(_ :=@L?VH AU+!!9 M>1;IX^U;7- '\54,\K80L44[R=B]"=X8G^]XO6\ _!7K_(-4_OQ45[K5OC] P \$V+FU MUWQ(+!-.L3^O@!:S>%?B?+<7VI2O;V4G[.>NS?#[10TWWV7? \$OP^L(8XH MENI\$C @_R0[E P"YC7<46H^K"EBSEV)_PWY-AXI>TAH^ M>Z3:7NMO?5=+VTMHBO':VY<(<4?E.>=J[K@L>, DDI#D[D PHSG?Z_O_!M MW^U^/VP?^"5W[V:J;:E1_@-8R_LX?\$(7%)T[U;GX81Q67@S4)XTC2%/[M6\ W'ARX61\$WLD81I'D&O\ (@Z L - VTG//#X!(YVG !QT<&8K^S_ ,(V M P!LAOAS^U9=?V, \$6!-X%=: \#Q_ \$7P#/"JCXD?"JU9-5LO, FN1%;G5? M!FH7;^5:P_+J;1K\$-(\ <6Q38UQ-/EM9KHM%;91_KKON?Z2<3%0, R/W3!I7U2[W !7_ 7_(+%)>(ENO_&P3%K MY4T.D^%_ %WB>6%U618+ [5]4T03+20*P*BXDT^PO&1N65\$RI#/#\ ,L\ !Y.M. M>?N+W^JU^@_O_4\2+X@_T1V^21RIX2)>&?#P0%#PROVLF13R!>561FU M/# [MKON!4>W&0T%N\95E<2QIQQYGRH5.W M(X;8;1P>,-/A(2-1JGARZ-C>!4 MC12QGL-0M92=X%D0%YFXJ^BMOKH[_ =-P/T@_X)4> M(VT'J-) &26U@M_&GP^V2Z),KQQI)--ILMGKUF(VA<^=8%,<22%0+0E2RM_ M3' H2)5#%P,X8XSC/ X &%&%'0#KUK^13]B[Q./!_5? P7UB1W%I+XUMM%N MD3(W0ZW87FGI@C/VF:#(P03@=2_,UT6YVQD,W(9J5V8P3@_ \$DD*, -GYL9 MXZ#SJT;56!_ Q_RM^(\$YZ'Z'OC)>WU[5^-'_ 5X^*Z),/AY\ "+\QO SQIJ_B=7,=NM-=\\$A:[,WPJ-H\DJKJIM MV_8N9LCR5.?.8'?NX 8D[1UQE4^7G#?-T/_ E6 X%*?%,?%+J+Q\U)8S?:=! M\ "-8?#[2G\$C.FWP^MTNH2Q'A)/B.274(71;*1%?FCRG0_ M8DMK..&VMFGUBQ\N+^VMHH+>-,2]MS% L+1\$ R N\$8Q'\$AP&W\$A?+&P,8). MX@!.3D K\U?NA_P2'^*Y\N M^)7P7O)4\$FB:C:^.O"V6C+?8-8\$6EZ;K"PW\$ MVFH6]G?2-\$VT),@QDJ3S5X@Y ." ,@'!ZC(S@^]9\ MJTT9\DV\ ^Z%+XV EL9SD#D*Q)=E0'K;X;& =2>+QQXJTZ74/%NKZ?(%U;POX#O-OO M! S!(1J_B:YCDTR%D=6M-- M);LN9)D:LHKFE&AS2^ _AP/,VO P#&IOJN MD>(<^%W[4- @M[HNH3:5K7Q06UBS@U6&/4K17M7TSP'HVMUPB(WWJYR,N5168."OESR=6GGM/QHSDX=98X MBR73C*W,S*6R;O;OIW_ " 54"9\$ M86,\$*(DCB#10 ,[\$7DXRV,;FR[9=F8P;J661ANV!B(RSM#DCEOLSEK=G(MP6B;P1S4^X9P,DX)P!G@!'/T!X)]>*3>O&#G)"C SEB,A1W+\$<#@DCFKY/ M=I_ +P"V0[^GS+D:GJF@ZCZQZH&IW^BZQ8,DEAJNFWE]I6H6DL>=LD,NB76 MFA9@N\0XVASOWIN1OTU_9S_ ."H?Q;&EY8^?C1 "/BOX'G=(AKK26]K?0 M" >?"&[X16]AXSM(5>7!>XON/[_ (7_ !2\&_ %SPW8>-/ 60V7B/PUJ2(D%_ ;[EG@N5C#7 & MG:E;1-8;C;2\$"XL;F*&X@S/R%&5C^9W_!86\$R_!GX613>3*K% L5GAAF0[M/#]4P)HWVG.6^7:, MO" ^G12ZE=6F17\$<Z.(G3),\ M@K7T/P-^&D9'=BA.A!=A6*>]63S?0-M]E\$9D,89P@=N%"*M)1:YE MLOJ? ^8\^<=M#Y:CRTPH*C"/E4D*.!<< < #OBG&VA. (H\DJ/D4C(Y&1 M@#9R0!@G)P01P;+ "28#H+BXQ[#SY, >P' !]Q32,C'\N" .00>Q!Y'07I M MG>VBUW07]3?5?^"67[1?# XC7GP*2W_P!E* \$J] M+POY\H6R/?\$7,\ M\^D0;AF'2O\$FFPK#O9P? \$3):6QA#;1_1'9W\$LSXD: #RY&,9/[Y,3O'\$&7& M ZQJ5N1GY)P\$"CDM_7:WEU5]I^JZ==3V.I.;J.GZCIUY;OY)>Z5 M/YN" T:6^J1VJW) (N60(@5SE&_K_8T_!M?VCO@OX<,\ E75E. M'53A@5./F!%?S;+;I'N0)&@5F^6.*%&3NX 3'7)"/OFOZ2O\ @KE/W[*] MAM&[Q6' X &<%K#Q %!QW+,H'JS #DBOYNQSDYR2 <=/PK^A/_@CX OP0^ (6Q\$0-5+HL(HT0\$MH M=J6.%48+5%)QZ>YS /E7]IO_1]P"2(?#_LJ=Q_Z8K:G75J4M,J_ -KE MQ1R,8Y\B) (I%C0#]O[L]S0D ML75\$!. 6=E4CH<97<"QP%!)8C^1]JL[XI#XP_ M?%3Q- ;7!N="TW77)>&R M&8!T1A7_B4^1;[N]O+;ZU_ : \$6]"X#*:X\#FJ-WVG?E^; L\!N/;M;))!D32'RVD"0PQK%*T,9EA6..-\$14D#\$(JA5#X4 8 3[-#_P_T [X3_XF MI\Q<% >A?Y>M=[:N]R/[+ONR M\$K);E+BSG-E>VCQWMC>Q1IYMG? 6,B7=\-0A%4F6"YABDC0DH[J]2*R,RG^PO M]E[XJ]:O\@,?B2\$D6Z1>%+%-9!C6..+Q1X>GU'PGXPLX(LTCK9>*-!U.(M.S%ODM@>N!_T<=\$QY&[-\$@.7T2>,(D?E%OX!+N\LR'_5AC)D;&-[PMM+1Z?I>E^)]^=L(L6L6MAXG01QJ+ MBX4W[L3]:SEN:OIS^>VK5GWOW^P?U^9\^V= %-5U?K!@<@Y/(Y%. MKF **** "BBB@ I18 @J!>FTKQ] ^T%4 MK?XK:_ ? V%VL6I: X^ NJ:3K&@O)EV1^>NN?Z \.WFFR/.GE-X+U518Y88R MP^, ^" ^>D:5_ P4W_ ." &?_ !/ P#X^M^"X+> [!=?+3=\$L/BA)8W<^H7=KH7Q M2ATCP!6+>O9K73E;4[SP3\KNTLY9OL=J-7? M:MXG:2XMS)JKB7_3Y - ET_V3]NO^#8/XC!:^VS^P#_P49_X(\ %"9[ZVN/! MB7XF_6/4]0FN7A)+ _%FPM/"CC3M/M\$8PZ?H @3XN:+X(\8:=<6T4T\N\K_ \$ M[7]I3#(0LZ_K^NIM[-,97>K:Z6_ #^NVJ/X9#&R]0\$R590#&#<,C0!E)Y: M;9G'EE(Q(5:6-649!7EEY4 +KE^/+93@1./- ?!0E5(#9^4M10 WB;X7 M> .?&GPR(9VS: ?XJ^GBGQ)X,1Z?+)*B1J M;6WV%K@1OQ9!W(W)UMQ'COK;Y=.W<_LB_ MX, ^?VG/#=O\ '3]J; @_G3\4+JVO /I7'PFU3Q;X7T'59;1-U?Q;X#T74=% M')/A6SL+N">XUC4O&/PFUN[UZBZMWF%K: ^_ AYJTKQ*2H\ F _?_ &9=;_ 8W M:_ &B/V7_ \$5P) @G4O%WA+3+MY#)1X4\$>INVFCB>5%YOV&?VG_ !^Q;^U_P#LY?M3^&+C44O_ (& %[P=X]U2 MPTVZGLK7? !&LV6F_ \$GPB+N&[6" T\>#S4%/@K7C+;\$1=9N#;RO<*B+_ M\$P?V='[-6B0?M' LV\% OA;36?A;^V")-\$M?% E:7TNG:KK A;2[6 MO"&MXOK>S@1?&7P^UG1KJQL)CU>Y&FS_P#O:X@CA<3^4'=N[M?7>W33OY M\>.-K*2. C 9!(>QKZK_8>:_ UOJBWJL+JG3]JW1%OKR? X' M?%GPMXXU;3-*%]; _%KP9?0Z;X[\ +<^H7:>7&\1^ ,S7-CN+UHHH+JZCG M:4+&7KY70 #"XV@D+@EAM!XPQ)+#1CR_ >-30*N+9"0N^XAX56:-)E60R#R6 MDBDDBCB6;RS,LDBQF(YAV;J_ Z\$JJ+VJ7-IIT\TN_ R P!Y'P3XEV> M, O#?ASQGX3UO3 _\$WA+Q=H>E^+/"WB72;NWO],\0Z]XHTZTU_2-TZ]M7DMKG M3- 4L]36[TZ:VDEMY+.:WDAD>)U9NSR,D>G7_ F\H_P#6;]L]V3]J]O_@E)\+O M GB+6\K4/C4/B3^QJK.H_ LY>(Y-4O+:>ZN? NCD:J\+\$+NTCM+>)=T;1OA=J^C_ M RTZTNO.O[B3X<7NI3N(+NS>,\^E&%@R >#' S@YZ\$X&<#.C)P.>H!R +^ MNYPS7*XVZO7TLVK?A]JY-4#E3&P) 'F[23@#_ %H)QG /'7Z'T-3US'BG58# M\>(-8D"-!HFB:QK,S2MA4-A:2W R%RP4K% <8.WAHST^4E?CZO\ D_D6_ L M\40XR_ :1^/-B%W\$BWGC[Q+!;S*K%38Z9>1:#8P[B!PMKIR7 &, <@FO!B0H MR? TY/K(_ A5O4]1;6M5UC66:29;U?5]7DGEF9F;^U;WRD#:=R_ QVEE!4 MIR26V49#C8,D%I%567!*L3P2"5R09\=L+%02 #Z4),81=NO;1?(!0P;P1 MO#,F01D(P5CST(8X ."0-PRO-/AOKW3KNUU"PE>"ATN^T 5_ &9.AU'3[RWO M].N\$(!_U%96S@0>>BDUO7OA35M-+>'O&4EK+I7BR[U^VL41[C[9%<^%+ MJ\3-0V.2TCM5A]N>*[_ -

'O;B0P,99(HGS\$:#EFC==LH61'*+G)0 C=EU5 M2K;A)'R4\$@+EBV M] 1D@@DJ25 &"1GC.5*"IMM7^)K6VR?:3O\ UJ >:N0IR"2
!E3U^C&I*V\$ M'*ZQKVB>+_\$.FI-*\"Z78ZSXBB\$B,LL%AJ6MV6@V4EO*T>)FGU^@*"K*3#N M.0P""8,9H9=FX9"MG>5Y^@;%_9
_C)Y&0<#?G;Z)?#7J!T@[Q!=>?&? MA#Q)9/Y5QH7BGP_JL+]E:PU:VF:#P 50\$D<=>?-VDZ5>Q:E::?J.;M, M I
MMC>1E3F*2.ZM8;A70D_Q^9NZ)X&7/[7P<56(CRPZIV/O#9Z0A19);/3;>PGE(\$L@ M(DDL9%)FW>-R(2RC@K2;J6LOM?@_7S V?
CM+1/X3_E^7(Q(NG\$()>% MM8U.VWN%W5([*2#1[=&)9Y-30H88PBG#X)*HCOL\<%Y>7>JWUYJUY-))?Z MM?3:KJDLQW-
>/3C46EQC.6EO-8N;_(VA)'0.5 5^_?P5T^*5K6LZG:0W6898Q!/]6\Z:HP@\$JSBY\$::E.V.H & MY:944I;:^*>-ERI9WY^8-N-
+D>7L+@,DJH#[\$N_,D]?Q;_&FW@UG4+J7S88'X: MO#H.F2&80[;BX\$:/-&.[=FEW=OP;_2PY#)*>.W0CGIZ=0>__\$ Y[5]1? ML4?
%8?S!JIKX;)KJY%OH.MZN!/B9<+\$ 8GBUHM.-W*RYCLM3-A=..A@(5 M) + +[N(VXEP"!(YR,*TARLK1@X;RC(K/./4PS/.2I,D5
MU"0)H)!MW31"/\$D1CBDMV#+,BL6\$6%RIP51*+NNFENMEUOJ^9_ ;Q@6PE=Y] ML21R33.2%V1*CL>82\$^58V. ("#,
<%2/XX_CS\5+WXW &GXD?%. [DE:V\6 M>)[N7P :?;FE^# K #2!/VEQ#Y0OD^%]-TB]OP JM^H2C(JG)%?T9^&O\Q) MX_\
^">J_&EIC::Z?@#XLM=6D@=6FM/'NB>&]1\ZG@F:2-(\$)EO1YO*N M#\$#<&WC#1))_+A!&8X88DSL18HQN(SY,
D2'H3F4Q^2LF25RC@.P"O)ST(J3 MYF]8-6M9V;M>^RVL!9P/3V_#TJ%E&&UA:CN+B>8JEO;0P* MK;Y99WC1" H,C,PC4\$E0TU?
9W_!OX7V/Q3 .G\$66KVB7VB^#K34_BJ5K,F MZ"1_#JVOJD"9MQ/E-K5S82F,Q.K-*?FVMT5IRJF];QV]0/M_JF7@_E9IN
ML>M'\8_M&ZE?M?:M:VM_:#CPU*6^?4IP;F2STV2(M0M,T4K&16_*2WCC_0):?LU>=\$GL?">F>_ASXC> PVNNZ5K]JJK'7VF>#_
!J= M*+?4K?P[K.I0NH M^T0VU[::3=3P31"41=DMJ9-11068#" @C^8# AXE^V'F5%^+SIMGG2/X6T M!E\ M)G"KYC0-*Q"
#+L6.#^)&ZN1.K* *VVM7N]1,!T\ P3S_&I[OXB^ M(?AYI@B.]MM U-.7XCZI=KI@/?4+O\$=&>QU3XU?\$\$^&_#L!^62='U^]G
MNNU?Y*>5E=(+NRK 1,8E1_SJ_@HG^U^HC ^*A\';L AW06;?G;M!L M(FC,62\$;TJX,%@5).\'_!13]L4\$Y^+61GY<='!QL
/\$K/_SUX%#IUV[N M^B_E'9]GJS/Z6/AU'AC(K&/2OASX&+>K:)(EFTC2((=0F3:RN;N_(: M]NYF4D2327>8DM/N(1K\W_>OR?
[X;1JA4#XG,8TR#M3^P;^%0#@8S)*@ M"DLV7SN!(_G_AXM^V&N/Q7F<@X"Q^'/#C_BR/IL0(!)FKD C!YQVGQB M^-
GQ+^O[&A^)OBKXA3Q/K>F?M(R:-:7@TZTTHP.9'X(^V1VTD=CF\$M%^J>_5+2UNBZBVWW/SZ)R\IP1^_GX((/^\N?J#R/
M7GM2\$X&>O08'J3@=<=S34+\$,7^_OD#,7RP=E8AR S*S E695;85W \$&B1E1 M=&V"(H+,Y#, \$5 69RJ*SD(6(168@\$*K-A3U\|/ON
&:1,<,\$^Z0VUP#OV\$2! M\$P3B1G11&6PH;J1U'W1_P3Q_&:P(^-5AH>O:@T/P \ BE#I7@_Q)!2HP4\$I*JY6EKMJ[Z>6@",^0 K'+1J M./O-
+.EM&%YR2T\B)TXSN;"@FNP\1>?-!,^&?AOXQU!K-*^NB^*8**S M).O+%\Z/_X,O#+\M!^H_B"SGN?
* =48B2.Y56M,B">3@;^ [DL:YN(DD)LK:[O M!)@'9/#"T"1*&+2NTBQLJE47S&C7MZCJHQ\$"\U[XOT*:9S,MM*7EN7*L[(CQ.M)2DDHV
M4GW\O,#D2,H%W8R I;&>"N&X/4LJ < EAFQJG]B7XIGX2?M?#?Q#9./M-->8'!O5F%!E.(6)4,5.8PJ FSG^?)?G!Q@A@,\\$!J7SE^RA\5;
XT_>X; M\$%)-!J?A?3M.UY*&:W\2:&ATKQ!:_?*QO-&DT&J6UP1B>1GADAD<1LQC7Z- MWSY+EER^&K>4P!M1;ZG8-HG@_3;
<7,D4,D\ B?4_M%E^S>8)+JW@N%A&Z)R/N)X)4H0P!PP&X#8#E3OK/>0>7&GPRUR\$N%#EP3_ % S\|G6-;U3Q!K.L^)-:NO
M[0U07M8O]>UF E=II+W5M5NY-0U&ZDE8LSM<7EQ*-S,SL"Y5BQ!-?K3_,\$(M P!K_P#X8G X*D?LO?%74?20 GC'Q,GP. ^**@LEN?
GQ4@7PXU!-.P,N MBZN_AQO)Y)GE6UYI45Z["2'(')=')&YV!R"!1M8\$X=<."P!.)-3\ M<7<#VUQ9S&WN.[.CO[.6\$%/\$J%O.]Q;W,>
Q,R3,H4D-E(XD*D1BBW7I<.[? MN;I;72[[7Z_U?S/Z_@Z6_9%?F7@_JAX\=:!\$!=C/OKV/ A?>PY>6 M8M?
L\$^N7=Q)X:^(\$,*V7[J' A+-^V36[J&CD^EC\$XI_@#((ZD\$5-># P%?M/M P# @JE P,C?L?_!1OPX8M= M^* [(U)X,L?
B)GR:98V7YUK2_B'1PK,W!>:Q MT+PO:>*=8G5A/+<0?P?_6,"&),CEC(H_B9@/GDB:6.(2:7Q(0.6H.>%2
M?,DYS-:TTZVWNKD,QQC*EDD=4FC#E@/4D&2.^Y@/9PQ20,@#G%?W8>#C) MP5E_X-
4%/AWSAXF:& X)M75K5FI_*JUMM&^#0N? !\$DEY=1R0Q, I\$ 6U MR.)XTDCF?PM.Z=I1C40# "L1C'3JW49XW< CC.#V^O(K@_X-
!VKJ&^&_I M;7Q4_8[?26%JX_ AAJT.F;K)9JU'QUV[4=0FT.23;P_7;Q)X) MN?\$_E+I20W'VJ"U)GA.!7)_-7J,5X16:W.60FT?R I,C
D/E.^U/^"BW[M(FJ?L) MR?M _LWJN^G?" /XM:Q!@?4+FY%Y?I_&_4EOXH^%FLSW.U8Y; MK5?A[KF@?>JMN^N^QZL=OL7?S,1?
%).\$0XSA0/2/ @#J/XB#U'3K1N&E*2 MD[K16T7,LE_E\ M_ZUA@T_&P9@W^WUXW_9@U 59K?PG^U9/H,0 .GD MO)+9?B7-
+>XU_P!^%BS_U XX7Q!&?B5 MX3^(-HULB<6GA_6,6\U33)3#)\$[V]HIB7EG/\$V%,R(T616_W?"A%,? M#O,^&?@#XJ^# [JVO_?"
Q*%>%2?7AJJLYX]JVN (/.8Z_9"VNH2UO=Q+& M!"@7 L[VYD\$D*MYD,@83=)K^MU_7XJ5?,/8_BH>?V8_CGXJANH[.YM/A
MUK=E,S,&? 3M3CDTJRC"(&9H4>H26F!P M?3,L=FY2,D#_!ZCYB!CWZU^ M!_15,Q2FA?
LD,SI+2R6MSX]^(7P_\V;0S0H/S0.T&5^6#=I#(5U7.9^ M=47S^NT_TOM0)7^2/(YI(8UBB2).A(T2 !R,*B*JCGD8^7FG.< KM96QG-
M0Y,<#)X(TJDG))R2 ME-&V:56_*+MjX^OW?DC[G?#J>^ X)W_ "XC6T&J0"QO??:?#QQGS'T[MQM;06EK'-
*H,V,JU,1+71,0,%\$8Y/O.%W=_,PUW!OP@3XP2!_&60AO#&YU/QYX^ (USX?S2GV7
MOCINL3ZKX+U82#&R320%VBZ]J4*D89[4@D*6_5SVVAFCCG,6_VF&&Y J9 MA>QFCG7[1I[1 AHVL9U>V= #R)??W>8C5&K.O-
&*W MAMKZ5M!;5I< LPG_NNJO8II@NU7LZV"S0#N188I%AMY+ N9UV0VD..?NYI/DAM(-H+>=2,L\$6 3YDB MX!%:RTYK:6YOP0_)
(#)&?@_((9G_X)Z M= %2)I6N+W6]4T#0/ #D5VFM[M,X?;WX>C/2/S*JM91^([Z T#)GU*5@?
FC\XJ(08_E)@C\$45N@*LPMXLN/F,J, ID67=GY?, M=G<SE&9">+66=)V)ZWXV+QQC=O@L (1W8T^ J!N!%C>Q.F!@
MK@@,0V/YC+_)@N1\N[E<9^?!)DH!G(Y,>U^Y?_!)XBZ,H/P@_L:O MQ!IWPA6.9\20QM\$5CX90>!)0MIHI6@Q
M71",8Q5E9R2-WUM_[-P SP=X6N_& C/P5X&L1([IQCXL>+\$+#REWL,O7] M6MM*MRPX"1F6 DE9E6%0)">!C^K/JKIX9Q>/V4?
C7X&L-*#FS^TJ.IX6T MR_7BC75?_?BGPO#&Y5^*2^4M'MHHT0.MBB*6.\$_A^*#H^LZMX=U?3_?T M4KG2_T.^M 3TS4K.3RKNQOK"
[OK.ZMY<QRP75M#(K@9&T@#9KV2Y_D: M3O(IH+KXY_>XM[PZ@G)M/\$\$W6>W08YHKJVEB5% RVDAGDBVIB0L94 C,D
MN4)R:<962Z6ZKLP/GZ"Y_6*8.LBW/E%4\$+YP_ YKG&<5]_LC?V_ XA [1OPJ_67TOV,PU<:
MY#X^900LFM;OPQXWE@+7DT,V8DM+6Z0[#4KB5@WDV%A_J|>67SSXQ #6 M^#/Q^(WPJU_9HIO!/B[4](L60%..74 "#I?
=>J7M^0!..YX4U/2=5@^6. M[EO+0\$R6]DC&_&^5632_";|;|^H'G5?HC P_S/N%6E^&OVK;6SU*5(Y?& M/P^6>=%*1WV?:=3
[1_\$.6@_*TMGX?ODLT8@330)&2K! WYW9'K!CZ5M M>%0%NO>_%A P:>%YQ9^("FLV'B#1+UT>2.WO)CCGC25+
<_WAN]AM[A M>1,6[RR9+(M*!%S@XK=M/G<#^R?OU*[>I&+2#&"/B+3H5ZQ>(! MI&D17N"CE4X9?E&37/6\$%G-
R/+E!CNKA'4,(LRW\$H)56D5_FXXV!N!H)K^ MH#]G P#,I^?1'A_2^?#W@+X@ZEI_97BWX>>*]5M=%2_N)+,:IN?
M#&HWES,IKWAZ[MU5[1X,NWN(8Y1->3.NY +?BE+>@E\ (M)GU[XA> \$OA M+.W*6!UW!HFE^*M2U7Q+K+
[PZKH_A[1_&VH3WS3MSNDDB6_ Y"MDYT&ZI. M5)U>9).JHV=JU[MVW?0#^=9=[XVACG])1/, SO+J6BE@!PLS31'Y",
M222&1RERPVX &0??CMFNV^)7B7PKXN=^)M?_!@73?AJX/O 4B7P_MMX2TTRS+XP>"8[M4ZW4CJT3\$]/ MBRY<1PSRN",4\$K3-
!\$9H(5BE>8VENN7N+N58Q_6L" O)=7,(4%N^P^280 MPMPO?@Y^P#^RUX#^UBV^R> (A2KJWBT:1+/V/B7Q HNN^):TR9^LLFC7VJ2Z/
MYAP72P0FLYZZ27R "+8Y%"=KRKG.V=<]XF<9Q[TR2_9D,1+2;JU(IR_MT, +*001F_MR".O:9/1/_P?%Q_Z/DJ\|S|^3_6P MZ?>
[27P2N?B)_R!^SE^UKX?BFN]8T?X6>##'Q82V\$,27?A 2XGT/10\$JX, M>,>[7/AR2W33=1N'+2R:5'.LY^Z>M?ET19B0Q0D81@C
@R*OF%?E;I)=&@(M,D9W,, Y J* 80T+10\$W[?P?FV^("5#UOPCXLTG5M,N1O@OM/O%&MZ> M|G*!\$8I0D?
-/PDRX;,5_ /^T\Y!=_,9\N_ WBOX_,FUW/HRS?WVX_UAXB+ M,70!NKR23Z9=+(&R?_*XN_ #VH1"1C9M/CN-
PM)/AWXOT>Y.BV.O>&O\$EILEANTC8 W6G; ME!IVJZ,=E6DM9K.6%"NY&!1(8XU0DDJH7),A0%&2"2< DCT [U^Z \ P31]=:3,?
V1OV@/ MB)KCE=) #ZWXM(87RK)%<6^@^\$XKJ\K*U>,& N_ \$7V"R0Y.6\N((XT>1T0 MXXM)47;K)E9?F7^VQ\3W^+7[3_3_!!S-
H7A_6I_ 'AT'(6'3_6S MZ<^5GK_K-EJKCC#;4E!8RECNT3W5>WES= M)YJN75]_ [J4JD".4J0N MI+O5)54@37, FY\$9+.%#
<_V3O)HJX ##_ Q (#TCX(^"G^_ (QK^\$ @@0+<1> M)?B+X3TZZA+*WGZ9%_JL>IZS"8&(5H)M*TRZ@GDD("9A Q(! I5 X*\$> E^<
M7)GQ2MK6W.:)Z,8> =*80S(8& (W8O+^X.8-\$7@7J4A> M,U'P?JX@TJ1IM U?2ITM[VPG92K36T1S%,49E\ P#(5W M7&&-
>H2C^TQ^T)K&G.GHNL_&SXD.MI>L6,FG,EUJXFEM+O3[HMIMY82PA\$ M4V=U9@I/ ORNSNQ*[BM_C^ITWXJ? 4I91 IMW\13_Q
X8EJ#6KY%500CILMM2@WN M=OJJP2FV(.?W BD\$JE@_,Z\$&8.Y*&GKVR,CVK^0HCSXK#X, M^*GQG= MWCV711_ \$)*^9992\$?
0/0MO<,J^2H"B20V"3KKZ"1Mj7>B6F%8MBOZ!+4. M(R9 VYB&0H0257)79[N<(C,XY)SFN\$12J72W0] PO[?!,!9HHHK\$ HH
MIC@G9@PZD^P&6NTLC\$#94X#^@*05VG\$CD11R,A M'U_X.%?VJ2_ Y_X*T M5>*X?JXE_ "Q19?L[?].33+W^TM'L!/ P<@N
MM%U Z#? &*XT_6?B)?Q"823VTDMC/J7B05)*>6>T>1O_4=X?A M6Z,^ MQAL?M. M*W5]_IV?A=KB#1]K6RN,GXA>
(&V"/+QNCE2'4%>1. MA87=K(4)2TXZFO4/4M00M7+4]6U>YEO_5M5U^_U+5KZ,WDJSJ M<2,5#SW=Y),S(\$5DB,)%
(2&E*W.KVM9\VM>WGH4H/E/FP6R58^I0E.W MLHQCVI H612)"NY^9L90D_1*SGJZ"2 K*/XLXPW!" J4\$# @>@>@_4_P%"1XRH M& !!)
(P200, CVSS_ "#IDX\DDFO1>?2Y =, P & F/Q?TA .. 9. X* M3 \+!_ XGWUEJ_A'QAV[WQSQX3(76H7\$6!GX^+ AGQ%)/C!%IN_9+9-5
MHFO V,Z74!>ES#J?B^WF4&_67^>(XB^?7PJ^?7C7X8>,K).8?#CQ=X
MD!>*&1&2)H1_7?"&KWN@ZBCASO&,FQED1F^DQ2I^C.L.,?U\$ X(1 MHW/[M'A P4 _&9/B]J>N7&A?
#7QYXH7X!?"9M16PT>Z^%OQAN,?P=7WB!Q,7<MC.3_&O^> BQ%.10*UUJWP_LHFE50U?< !U7^R) PS3_P5\8?C1+GM/ M [6?
A,2 C9I\$J_&E'XSMHSX6^)UDGGQ+ O5OT*D?K7T/R;^T_XG_&3?VE?@!^TKX1N+ MN#6_@C7?7Q&B2Q>!,B_P!.ZS,W'B+0Y/D2-
K;Q+X< M?0)XG,1FM]1F M@6=))H20SPK#)(R>IX!Z @KVQR,D<*CD3*TN>RNM&4V?@CQ J9LM2TFZM_X 2_VFI?V@?
^"2@7P5K>M MC4O&_?&GQ&=? &JAF?K?P>%(9=^(PZ:/8CRZ,^\$ &JMX=T^?5?GCA. MW5JKM+8SBA RH>H'WEQLZ
ESM;+!!W,&<#TR>V* K)_X_!VP?^%?%_B M)^S+KFHBT&?M?#?@V>GP>:_!VR_/%/X/RZEXL\#.YE,US=KX&[2P MMW5WU/7K-

DQG/WLJZX, A8.K \^JC M \^W P#/BJA A8.K P#/O8 \^W \^*HL%SK+S0KS^T,R/TK4H|KZ 5N1),>;
MEE&T.AW+M,"X<#CKFQ9VLF2,-I5DG \$NAMF5BZ\$LT\NT\|^<9.1CGKQWX MO A8.K \^JC V P#%4?\P=7 P?>Q [JO
-%4#N=8NAZCJJK,Z9?R) \$,=^C MFJX(Y P@Y/56(R,? P#P=7 .?>Q [JO \^%4?\!U, CWLO \^, P#Q M5.PKG1KX90[6Y 1M 0L1B
8+9+FQ>4VT0 &U")5QC&2<9/X5T<F6",7#I M,%&JXT**Q[D*2<#VR?K7GA PL\5_P#CWL?^&^H X6#J /O8 P?#M \^
MXJE8=STJBO ?^%@ZO_S[V A W? .*H?Q"U8%&K.R((@_518+CI5%/% M 11110 4444 %%% 11110 4444 %%% V A P?%C.Q_S[6/ ?#
/Q5? "QM8 YJK" +X? M P?*JOJM05^OT/[C4)Z9<3,]K(TY/-/0>13DE"JP[7](V\$@A I&3SG< M/1M6, P:>%I=I/I&LE^9
M *>".0,*&W[B%5<%9)YQZU#4, @C8ZK9)?VQH<1M,32*BS@ @ DXX&< MGJ7,8?+&UC CVL?^&^P#BJA A8V1?^UC WP P#
M51]5J!H?H?W?I?>8?+&UC CVL?^&^P#BJZCPAXCN \$"WGVJ*%#!LVF(\$ M9W,NN2?2IG0G!+I)(4445)04444 %%% 11110 4444
% M%/% ?\$S F% P#,7 V2N KO_B9 S" \^VO \^7 5ZV AH\=QO>7= HHH MK" CQ_KH= 1117DGT04444 %%% 11110 4444
% M%/% !11110 4 M444 %%% 11110 5U' CPE #MCN*M55U' CPESCMU[BK5 11110 4444 %> M, U_R'M1 P"OJ7 T,UI/7C&?A[4?
KZE]# "91HHHIB" BBB@ HHHH * M**"BBB@ I#T +2'H, /-J**DH***"BBB@ HHHH ***"BBB@ # @/B9 MS" \^VO \^7 5W Q, YA?
7 P!DK@!,# PT? XW/ +^N@4445N <@4444 % M%/% !11110 4444 %> \#A YBG &R JGK@ [X0 \,4 [9? L]88C^&S MKP7>A
70[BBBO/H@HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ # @/B9 MS" \^VO \^7 5W Q, YA?
KQC60^M0]J/ 7U+ P"AF09Z/8UK D/C U2 \^H9IH3* %%% 04444 %%% 11110 M4444 %(>AI.0#0[M1114E!574 3L)M3=E?
6UG,@A3+A \^#& P?* MH_X3OP? #7H? X,8? BJY P#X4EV/^A> P#)VX \^4?*2^C_00?^3M MQ \^> @ X3OP? #7H? X,8?
BJ+^\$! \^0UZ' P?#& XJN? .%) M?#S-*% P G,C_XY1 PI+X>?] P"3MQ \^\$?B,X8\9JL>GPDAO2,,YPDOX#HW_2:N M? PA
M.NZ?>"M(2TMGBMA_X, G<, E 70***W.0***"BBB@ HHHH ***"N \ MAG S% A ME \^/7 5W PS P"8I VR P#9ZPQ\^C7@OX?ZZ?
T445Y)\$%% M% !11110 4444 %%% 11110 4444 %%% 11110 4444 5=1 P?"^/7..W70R M^M55U' CQD]>..U P A[4?^OJ7 #
>SUXQK7 M "M1_Z?I? T,TT)E&BBB(*"BBB@ HHHH ***"D/OTM(>AH JVHH MHJ2@HHHH ***"BBB@ HHHH ***. ^)G_#
" \^VO \^7 5W, 3/87 M M? 9*X"O6P P#/#1[C?XOZZ1116YR!1110 4444 %%% 11110 5W PS
M P"8I VR P#9ZX" N P#AG S% \^V7 L]88C^&SKP7>J= #OZ***D^B"BBB@ M HHHH ***"BBB@ HKA?#\$S0>
(C+?W519P[L=W%O" M"(\^)5XSN)SNX*]9QW*G*=P,CJ] "T444-5=1 P?"^/7.V>XJU5/4C3I) M)&7>0%"Y/I^?J?5, P#/ >+ _OL4
2T5%JM \^> \^V*/M50 P JXO\ MOL4 2T5%JM \^> \^7 28H^U6 />+ _OL4 2UXQK7 "M1_Z?I? T,UI%JM
M P#GO% WV*EU>PO)=:OY\$M)W1KF1E98R006."#30F9%60[OO^?*Y [] MA1 9M] SY7/ \^Z, "P(JT5, LV^ P?"^*Y [] A1 9M] SY7A
WZ, H MJT5, LV^ P?"^*Y [] A1 9M] SY7A WZ, H JT5, LV^ P?"^*Y [] A1 9M] SY7A
WZ, H MJTAZ&K?JFWW #Y7/ ?IO*0Z?D\$?8KG OTW^% ME%1?;? GO% WV*/M5 MO SWB [^%242T5%]JM \^> \^V*/M50 P JXO\
OL4 2T5%]JM \^> \^7 28H M^U6 />+ _OL4 2T5%JM P#GO% WV*/M50 \^XO \^Q0!+147VJW P?"^/7 ? M8H^U6 \^SWB [^% \$M%1?K?
GO% P!JBC[5, \^>+ \^% " \$S F% \^M,7 V2N KTXA127W]F 9\$.XV \^NH, \^9V8SBN(LR \^&Y P" 3?X5ZF'D
ME36!C(2=.32 JQ5HJU_9E P \^S WZ, "C^S+ P?Y,G +] A6 'N< MOLY|G|S*%M%60[O, Q/GQN? OTW^%|F7 \^SXW/ ?
IO!.*.X>SCV2WJ5: LR \^& MY [] A1 9E P \^S WZ, "CFCW#V<^S^YE6BK7]F7 /SXWA WZ, H MLR \^&Y [] A1S1[A!?
9 N* LR \^&Y P" M37X5V P\BDLOI1^U/T& RMOFCN, N^JTSUZCQ6&(DC3>IU8\^E6BVOZL=147 MVJW .> \^7 ?
8H^U6 P#SWB [^% >620\$M%1?K? YQ?]JBC[5, \^>+ _OL4 2T5%JM \^GO% WV*5+B+1@J2QL3T 8&@ "2BBB@ HHHH ***"BBB@
HH MHH Y[5/]#]>WK'9S,3+(A=T!0HPC.%!8@+@D.U&CZ9.W(N8/M8 M[G&WSEB42\$80RV,G@8ZU=HH ***&
&%YRZ?Q2,T@MX, "&^Z*DHH C^MSP \^8 \^&11]GA YXQ \^BI** (LV \^QC P?"^11]GA YXQ \^?J2B@ /" M/ #
,8 \^P#OD4CV, # GC' WP*EHH B^S0? \^(\^&1]F@ \^YX1 \^I* (O MLT \^PC P?"^11]F@ \^YX1 \^? J6L+50%\$&F,I#I<%A?:EJ,D1G M9*A.:
(M&JBI@H/ YR3T%&QJF@ P?"^?A WP*LT \^PC P?"^/7KXVTV2M O*W MO\^R74G, VLHHPL, F2, #!V55V8(8LP
QU.1F1/&E+H6H.K=>S73I#/#=VZ M#S8IIC"84D,6W+MVD@ [A@T, GV, # GA' P! "C! SPC [X%< .> K%Y|F# M4[& T:6"S-
5U!\$&Z?><%&8?+QE20PR.*DTSQ,,ZA?6E1/INHZ=>Q& S^V M(@%PH +8V.Q4@\$.X4].# @ W/LT" /" O@4?9H/^>? ? J6B@ "+[
! SP MC [X% V.# GA' WP*EHH B^S0? /& +Y%+JGA P?">? WR*DHH C^SP M\8 \^&11]GA YXQ \^BI** (LV /& / OD4?9X?>?,?
(J2B@ /" / P M8 \^OD4?9X?>?,? R*DHH C^SP P#/&A [Y%*V')XQ P#?(J2B@ /" / M/ # SQC [Y%*V' GC' WR*DHH
C^SP \^8 \^&11]GA YXQ \^BI** (LV M #QC P?"^11]GA YXQ \^?J2B@ /" / ,8 P#OD4?9X? GC' \^VJNL: M09Z%
QJ= *8[.136= 87^D7\$5!JMV:@B M#?, &<%'82?2, @D\$9% &JGA YXQ \^?H^SP \^8 \^&17/Z= XSM, \^I(9 M U&RBU,, "XND01W.!NP-
KEE)7, % /<9JO> \$#3K*J, H^4^CV\$P@O 2 MAB1H"SA@? R*R?& BC3? M"6BMJF1NWDIUC1(P"KL>%4@+\$]3UZ FMKJ* (LVA
SOC, \^11]GA P?"^ M,2 WR*DHH C^SP \^8 \^&11]GA YXQ \^BI** (LV /& / OD4?9X?>?,? M ?J2B@ /" / P V8 \^OD4?9X?>?,?
R*DHH C^SP P#/&A [Y%*(E8E M, L2 CH0HXI) % 11110 4444 %%% 11110 4444 %%% 11110 4444 %%% M 11110 4444 %%%
!7+, JCV^L#3=1L8 \$=W,C-<."VL 8@22MU*@EMJ? MQ?3DUU 96H> % # K77VK4M"TRJN H7S, FTCD? Z# + G% "6^A0^%?
&@ZT MYY8?LU", F4+6YD?2DGT+8D(H,4ZTO+M=5>SJ2Q3Z2E)H, H%, OD#S11 M1@A1 \$^&H9AV = E PCVB_V3_9/GZ?
_9N< _8 LR>3G. <,>O/3K3I!T M72DTJ32, %]3&VT, W0PK@Y & QCKSTH YW3K.ZZ_N & B539F*S> WLE!D G,
MY#N7V@H&V@G'0# SUJOJ, & Q X7U. "IDU+14! %, R%, (QIC %M QR%#% M]QXP
YP>ET[PSH&D7)N=,T/3,>TT 34(8V3+N(8)&D= -TBY-SIFAZ,93E2AEMK2, MIZC@ M" *@#DM6N+24[X,>82QN9,Z&ZB"
,*0.7..P&#Z\$CIQ4NHP#QC>^& J M@2ST!+AEU6]C0+JH?.9(8@.I)X>3L3WECl5C, W4?^, G@M MT1Y,C)W, !D\U\U2D\\$/^YI7EE,+Z+)
(%F=F=K"(EB>)JVF@ # @OB4FI2V&N3W MF@WK6 I,B'3I8I(# @7S)64R!Q^X/E, # 'C7JEK(UI%)), R6[L@+0R% M2R'T, TE GRAPHIC
12 tm24196492d1sp2 img001.jpg GRAPHIC begin 644 tm24196492d1sp2 img001.jpg M J C X 02D9)1@ ! 0\$ 8 !@ # VP#! \$! 0\$! 0\$! 0\$!
0\$! 0\$! 0\$! M 0\$!
0\$! 0\$! 0\$! 0\$! 0\$! 0\$! 0\$! 0\$! P 1" (NH# 2(A\$! Q\$! 0 M'P 04! 0\$! 0\$! P0%!@<("OH+ _0 M1 @#\$ P(\$ P4% M! 0%)0#
0111(A,4&&S%U%AIR)Q%#*!D:\$ (T*QP152T? D,V)R@D*
M%A<8&1HE)B7J#A(6&AXB)B1*3E66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+ #Q,7& MQC)RM+3U 76U]C9VN BX^3EYN?
HZ>KQ|O/T?, W^/GZ \^0 P\$ P! 0\$! M 0\$! 0\$! P0%!@<("OH+ _0 M1 @#\$! 0#! <%! 0 0)W \$" M
Q\$! 2\$Q(A!40=A<1, B,H(\$%*1H,!"2,S40 58G+1 A8D, E F1<8&1HF M)R@I*C4V S@Y.D \$1492\$E*4U155E=865IC9&F9VAI:G-
T=79W>EZ@H. \$ MA8: B(F/DI.4E9.7F)F, HJ, DI: G^FJLK.TM, :WN+FZPL/Q< ,R, G^TM/4 MU=, 7V G:XN/DY>, GZ, GJ|O/T?, W^/GZ JH #
,(1 Q\$ /P#^ BBBB@ H HHHH ***"BBB@ HHHH ***"BBB@ KXW \^& P%N/V= "OP, \^\$@/X MP? \$CJHWXX2?>PUH_P 3?
C+XA^I@C09,3X1 %3XNW B17&GA7X)? %YH MX)*^%MJI G15AV, EKO4 6M)MOL,WF=OLBOA3]MCX _SXD, O^R=\^V=M
M!^\$B QI^S=^T, // WP4^ MNK, 7K J? % +3M, MXI A!>6 I, :>VLE]8S2P2&J!LGB, (L1^K#/%T5B144W
M46=/.7PPJ24'6C@ (U90@Y1I3J, .?3)16\$5%SQ'MO9Z?FDJ"JR<(&QR MW%RP\$6XN Y&J@H1E)0G4JG" H^24D^4)?
MU, :>+ =4^#7Q{^&?@+ I X + 0G MA, XH? OP5XD&:7/6?"Q\ AOKWA JHB]3V'PS= ", XG, 7^S[X=UWQ, ^M M.CX*8^/ &?^
^&(7PN^#T, F^* "NLV/B'Q%H7AZ7P P?*J?W?@O \^%\$?@7/2 M AQXS: >, 2_X5MX@ %WPC\5_WXK>?L?C#QC PA\P9\, ?\$XQ?#RS, \^
M^0Z7X) L+ I Q+ &Q(BIXTUVZUC5?AKV/#XM[G00#D5A9 M PIAW?B/7 F3Q! P3, () #, XK^\$O@SK[V, VH>?VBOV+ (L LE?CQ% X
M P# P4! H?M2AU/JWQ< ,^?PVA=^M.T7X>, 80B+ # <^?TJ/ASQAX C^F]N&I19R8: =*2G&I, V#FC, & MDIU, =&H3L3&@U+DDN?
PH5O A@?K%.4%&GB/N PC, %4?V< ,2?M/Z3XIL B=X(T, M9S, \^7@# X, Z3K% \^\$ C J?& P 1 \$7X6^%OB3X?L@IX TWX \^3?>
Q7 M#?7 4M, ^WPL BIXQU7PU.D \$B#38 I/CPCJ61^QZO \^V?2V4=) ^?P M)P R\$77 < V% \^Z2X-X+TCPC)2?C/XV^ (EQ>^?
[N33 B%&XC^\$?@IX> J M5 > !7ANT \^M!+ .>, PQ< O< OYH?%? (.) M^, %G MC3Q!8, UX U^PTCJHSX+
+5PPLO# [3O2 [, WB?Q9XMA+ +%NE?L>?3X M5+ &B2G^S]X) L/B=& J2QT9& @SXM \^CQ3XWU+6WU6Z)>?A%H5O>CQ!Z
M=, \^O!V/B?V?K[X, &3X, .) !ICXR, I[3 A7XF# +XE?M' M8 \$GP2) : M?9 \^OQKJ C"R, 8^ FB?7X?%+XA> !=3^\$AXZC+XD\&?
#KPU64U'6DMM M) #^3SP3PZ8V%"\$QPE, J= #0IX> K&GSU^+ I X#^C*5& IPC, QHT85(1 M'4J&1P> KO#XO"XU^C4W32L52
#+JM[XC7.D #^X, /> OAA MX6^)NHH? <>*K+P9^+1.QZ11 CJMCH, EZAXKU#4KV L, T, UTGPU% JWB#4 M[ZRT[2M^G0[NWM9, D_>
!1?JDD?#RW^) <>/GMKKXA3?> #X<1?L M'3?M M&A \$RWT! O% JQX% X93B \^S +3. ^) X/2 XJFTA A(MW% V> /7C7P> RZT? MFG5?
^=OQ# \^8 P#!WX* L^+ "AS3 (L "CP1^SSJ YXG \^*OB5X %Z MUX \^ 7Q#& \$N3!J(<> #)!GQ> %^&?
\$VK^\$TF QAX0ET/Q[X0M[Z/7] (MUC2[6.7R/PI^PM^VM O"E[K P!+KX??# QO!1/C!8> /C?!, IC @H5^W7 M8=3?>
#000AAJ7@#PM.7W!-?10PX^, QFCUOPSK U, ^+K+0 /'GPBTFTZT MNRT[P<^!)I0!..C> +C06 S6GAY+Z03QE, CELXRYZ=, & MZ5,
M\$2Q6&Q, XT, < NHT, .8/#U, 6*E#^JZ<84*M, JO/6S6> (HQ= %&CF, 1P5, MC3E, M5C+ \^S(O, B, 9, 9, UYRQ4Y 498E8B, JF^*Y)O<
@I5^OK 8WPBUS3/B9XJ, M5VWQ, >? 2WPY, P^* .^ (WB, J, ?#3Q1HO@KXFZKXH(\^ OA9XC, 5?#B
M#X9> *&F, #^2D^) &C, S! AJ, #^7T/C, +1? (U, K=B'-. J7[(7Q^?B3Q MWV/B0G5) ^%7AGXV> Y B1\ VCO@UXA 'PM\4, UX?T^V
< !?%B!X MZM? !, Z9JGB72M^2ZC2! "OQ#, P, XJQ PMXVMO #6WJWJ6ORU> R, P \$ MSOCQ, (% E, ^% P+
F^?7P# P" C/PEN)4TKQG5%> HZOK? [7? 3W@ MWXV?#? 2WUCXZJ, ?C#48= \^#J5A1-4\6^+ \$ BY/SO?
!&OQCK17P_95^%UJEXI \^#D B'X, & V, CICCO, > QK2C&+111^4WC/IDC, MOEM> E, Y2R71W\^6U \^ C131617Z

I&OB\U7PZ!X7=JL^CJCP^6JK%+%M MTYUL#*ZE9T:6(Q%2IB*&:::G.,?T\#/?%MV?B1\58?
@QX0^*6LAXXN/B120@W,RWWPC^7A P\7Q>^\$%QKVQ#^%5MK/7/\$?PZTG3W/Q(T&V\>(-
G\3ZYX3TNX9>^M+U,PH8M9DQ_X M*=?L0.GK^K>^4^,UYJ\QI?@SXA->#6/\$/PH^>A/P7XJ^>OPJO?#^F>_O'7
MPW^7B,X=3X#^*G@_2 64.%HUXKE^&OB,PQ9HVOZQ>G1?#EY^>J6E[6WSX MX6 X]?#_2/|PVX,:_XB^>I_P\$3 X*3?M4?
MA^)+S0M5/5>2 _?XZ2 M/M#0="VS#P,,7LOQ,T^P^/A>+5.DCLM\$M9M_UJ/2_6%JBSQTM4 /OX\$ KJ MHGXX>JOA^S9?AAJS^)-
+9 P#WQR(-1)IT C?BM M!J AKPC>=2C"!&E3% H2^!2P#D2#T#Q%X@^%6J^*YD^>(6 M*?,>?#GQ^>%QOQ5^?Q\$!>(O)TW7X
+7 "SXU^>OA\2 T^H>J9T?Q!H MI:JX3T^>6!U73=TB6JTN^MKJ?PCX7-/2S]BCXPW^I6?@CXRS8?>_> M%:^*O&/PR^>P?
AWK>B?N:6#XIS# B=\3/A#X=^KWX82P3)11\ M&*>UCP\Y, XKT 2%& PA @G^SE=^V=2! Q(T,XNZW#IWA_Q%XAT>^&
M\3P3T\JKX\ MCZ^&=\$TO0ETW5[#0OVA?VE/W@3XO>(MA%FJ!=7M !VI^ M&[3P[XIAMX="37L, Y=S?DU\#
/@G)^U5^UG^>OA\1+@^T=:_!V?/A=_M/O" W!9-MX!U#2!1HOVA <1?M\$ZA= A!\$Q/0Q^&/BWP%X*TKX9Z%X)*?% M76 \$!LV@?
\$/QY??%B=O#&LK,?#N"V:WOIJE2O&A3R?8R(DJTJ>^Q,) MS#"XFPZL)4Z>(JX-X7"5Z67X=NIC7C'06*PZI2KT>"A)..^L*5/VN,U)..MLI/
X>&5UHXB EAY1E*,3#%8/\$8B136"AA8U.F?QDU*EBOV'TS (*3?L_Z_MV/B\4O^%H>(M&(_"V7X?
MXR_X2[X*?CP1X1@TCXK^)+3PC(+ &A_X? M>,OAEH7Q\>#KXB>(KQ ,?>SP1X81#>[Q0]OJ,^B^)KVTTC5+BS]=5 MM5?_KP
^_ "QP77?Q\A @|QM% M& 9P?PV, JH, \W5MVH7R^+>2X70XMCVPOM3FT6/31.XN8 P FO"G_2] M^
MOX^(_.^),^7ACX<:Q< LM^%M"U?70VZO^" @W!4OB#P)" VE/700\ M5Z?A @OVLMOU+3 A/8^(-,17)?
A3X-/>AOXC30 \$-PZZQV, J:T?5IQ1/Z5 M?MR? #6 VC @T!X&V?#|X1?>W\$M8Z!XKM?GQ>=^>%OX.VL[.3%J_N,WP.M)> @9#JGQ3^
7Q)T,AJ, _?PEX5?9ZEH:J&G1>_L#5+>+4-&4. MW4J/%X" G> >8*45+&8GD485.K^-*4*514J>7U_K&JT1"CSPK#IS6&=;
MEISE0S2>(AS^['\$TZ># +/H^I.T^*7MYXZG^K5>ICJ%&C5C4PU2?O A?CG M @JU^S,X&,>
ZTE_P"!T2?KXX_IXY %W1_B#X^%WQ7>>=&0QO@3X ^ M% @3Q3X,U2\ 9Z!_!Q38=^+OM%G>^(+WXBWGB/00#EU)>
:W9>.=%L M,A=)ZUXN X*?L,>"M9).1KQ=NKZV\8Z+1. \$=KXQV "#XO_!"^%OA? M0/B/[E/PKUGXJ?&P#X\2 "KX+Z,\1EO,3P3?>
%|QEX@!30R&,1WNXHY7 M3YO &>OV?VE?!"B|X(> C\40# O!U?X?>LR?M? P9U M,^)Q&^*WBK MPY>?|XO?I0QV\!O!FC
!7^(@3/&OQBV?# #P7,;P7KOQ=^(L?AWXA^ M, JVT?6|[PDTNJ7,D?%WQ# .8 P#P42?/LV^ V6!6?@OJ P\> KJ MD/PMX6< M
'SX9^& ! CS]GK1O 4/Q *7WPQ^" P3MA?9?/Q(1>% 8UC M2/B+!2?B%9^!26+L= 9S\4+X6L) COG1P,J8&E&K!J>886+&*JU&G@,
M3G&HXI5.W+ *KY,ECAB88FC3E2Q2H4.)+VKQ6 YL1]8C1QM6A*E4J4&K_3]6NOIKX0?&+X&M\$/%FB:+XG, ZY87VC, JI.G.G9W
K%^3/Q9_XG_!2=^?/M0/M\$7A^2XC?#? (*?M?MF^#O#GAGJH^JH3]FW2&V@?&C4OC3IVE^" M<:_?_9 TK1OCC
(\$=IX0^+8EU#Q X%T3Q,96NKZ1+H%YI/C+PJ5J#<>7(M\$!^.^JLT!)!7B+2M^T3Q7XF>>OB7XMTSP_9/VA?VA,2T0>_J5^WW<
M_Y,?VH/%7B7XN %#68H(K,6?&V1V7@:R\1.BEQJNC?#KP,%=I.<4.86 M!N^*3+SPH9>^6+Y82Q%7"Y75Q480.E[2E/7%YK3ER5'+
U,HHT?DJ[S"56/9C MHPI8J<:U\1/+\$Z+C)+FIX>G7QU/"MNT9NVL5M^>_!M3T3POIES,W\$<%J|T#CP3*IC,YU?@
M%!/@M#//CSJH?XG?9= N-TGXE? MGPUX^" @O=CQ5/1/B1XG^&GB+PAXVT_Q* A/P%)(8Z3X1UOOQ1JVG: HMA?36? M3_M,?LNS?
M:3_!GX?>+;U?2@X5^(*CQ2LO!Q?(*^PI^*B/Q/X&T) MGX,3X0)=,60!WB_PE8!0+VV^6K^)!!=^?M=8\^\$)L8=1TW6!,
M>Q^#_X)R_WJFOXF)G^RMK7P\>^!AG?%Q{^7PM_9^/QSU?7 M1O?V@?A J P1_9!>_?
CUXBV_ 'SXFZ3+XW_LWXS>!/&^J1?&/6M?UOO)X M\(^)M,T#3[K1O\$5F\>4JT<0^2^2\$4/JU%R^K8?15%3QB]KCRRS,ZY!X6
M4UB%2A@)XE/#Q15J&)=,W5AC0BJTX0F12E6CAH5YXR_98.*Q\$Z=166K!JM MB7%&+FECH864JJKT.V\$JK^%C_!5GX(^_O!A,XG^
I #?PT '7B?3?VG] PJKPW^R|R!B2 #CA[X?V9&O& C\Q)XP) M:QX(V7 (#\",XP %CXB.OKWQ%T#Q'XK)Z-X\^'GPI^ /&WQ)U\!**
M^\$/%B?4!X>:#XHN?#7AWPJK&N>)H]T03[FZC_Z3 @G_ /M\$^ 8B_9F M3VVA1_ \$?2?V8_V^?
\$_B, X0:+X(^+MI^S%I/Q0_A, ^%4'P,):1X_ /M\$7A'P!XON18>_!7COPWX^NO\$NM^!+?2%#01#6?"|QXC^F_B+^PE^UWA:
M=5^CQ3^,GPO_8Q\8^2B7X]_9Z6^# (3, ^T5^U\U^EE*/A9X^N M03 #KJLOX8?_ P" &+X2_ \$M 6!9W&O_#4/#,P7UR36/"FH>
(AKJ7A3P % MJD?C^W,7&E'ZM^@H^G/*0.5?MC+DPN&H2C^I* 343SJAFM!J=&A36%?M6>2GA/X%SOYK'U*5N?
#^VY%?KV(ZE?/1/G7 T^*RO_U=K_N16JNKBI M893^NNKAZ/VO=?_!3]FZ?XS> OAZ_0.01#/QO^R!1?LYOYAM2/# %/1-M?A,X6/\
!1)HHHV7BQO?JCPYM_IGA>YMI.ZA0W'B_ A!O&7AO5!&MZ+ MHO@WQI/H,B?QQX8L+KT?2@_@HC^R/K'P!6 _V'X@>, /T,P3K'A30
^*M)@3^T!X2^,EQQ'CM PKJP,2L >?A=H_QW!<3\$H1SA #A X0KX<>(_M^(_L=M=R^"GUV.TN6B_ Q\!\$QOQVKEB\O
7PW^ (GQK(^_!07OV./VEOV M7_B\1?%?Q) ^*FK^/ !\$OQ_>_?KXM_!X(^) ^\$/M%?_Q!T|P*G@?71?A%X MQ!6^.&P4^?_BKPI^_Q2/B
^,FXT!X?IG_3_!VZQ_ ^SV?/0/V MCOAWA1?@EXW>&_?1=10#JL,0?B78?_!1 C7X>0_!OQ&_&_KMO%7BG MX6^=%=?
TSXZ^+K[P1H?PP_9!URX^%?BAKS7_9U[XP6FLC1=+J5/#4^"7)[5X^+ZN%PD_ H_K "G4SB'M7AJ/&Y4)8F2K3 M|P4>_T!+3?
+%3=)J,A0JJ,HU,*L=F5'\$XJ17K/FP,ZE#*YTH0Q_ MA_T]_9 M0_ W\?M8^#OBS0/"NEW/A[PA/C5X^&= M_J_N P!O,J,K0^= /T"ZU37
MO\$/AGOCX6\>_>)OA[JUM>ZQ>Z1KW@CQ/I*:UX6U\1,RTUB..]6XM+/_Y UC @K MM\ M0^>(40@IX61/XJ,VGP#^?QVO?
BA\OM^" /P@%7&C^"/B?%?AMH5YX M,5/V>?>K %GX?&7XMWVH^%OC5\!>?>=1N/"^G.1=S.ZA>ZQX?
M9 V9/V;B_X<#74G@ JH> ^&NG> ,?VF C+V_B+?0_!50\$GB/PQX0_ %MWPUIHGA^QT6UU?
QIX2%ZEK,N>_!+PGM[S51 #FGVFOW\$>MC3]_IS:4CY M: \ \S VY?B9!A+PK0_ JDW0^" #01#7BC]CCGX>ZOX+> %C5_6^(%U\
M40V9?%A %>A %>OEH^J_!1/X,6NM>%O@_J=&J?#C0M9^)B^#?N+!_ A_?C/ M3]NKCPs, #C2EB\>#%J\$*,*CE&..5,.95< B/_?W!6?
PQ^*Q^>P,OOV^/_\$GB_7M8_X M*>#=>TSXB>.OB9X5TOP P#/#JLOX>%/C7X\=Z+? A[X3^&3>_AN @ MRRJL_?
PMU#10#&@>*:O,>P_&D0Z5,7F1>,ZU_P2_ .-\$U_X5>_ A3]7C_X M6BQ7 P#8= _X)Z_?Q?XCV?%+XS>
M>T P"/ !WXO_K6M'4\>_!XMX!&^& M_&#?#_XLW7B/4=&NOB9X,>?#_X]_U"TSQ!X9+!_ J=^T&L/"2P>%K5Z_ML>
(LW#TL71Y)Q9!@C]Q,^44YSA@HTX8NC3C/ZMCL_K MHGA9!T_71\!MXSO_U'30)/#S_12_=/WNH/ILFI77YU_#C_@GM^T\)\M\)
M) M(>_O"7P1M?VC?_QO@U7QE= "CXG?MO MS M,^\$O@K6_ @UJ7P6N=A? MME?M^%>OB?>
%BP6Z19W/B,PO=>S0V9!>_Z=IE@OPZU/P_K,W?>R^B? MAU^PG(1=3_X)M? #JBXV^, O!FE> //CU#^V1.^)&/PF.OZAX2T!?
VG0BU7 M?NEW6A0>(-,A, ZY("TOXBZ?_!6G\$1VSQWEI?65CJUW"MOJ\5%2A@, UJQ4 M^CJ= -
_4Z#JNM&%9YA2CBE04%3>81GEM2MC)SE4P[H3HPRM+ZU/ZT^+!_J 3% M992Q+=#!U,SE3QN*IN_2LN>#J<:I0<%# +Y4,
[.C1B_KGUU2CCN>&IU_ M/V70 P#@I!^QSK @,QU\0K,XH: INA #R3P6NMZ7XJ^#/QT(\$^/8A^)FIMH_MGPLU'X=?"KQC<
"^*Q=T7XM,VDEA_37?A3XA::15,ACTCX?W_B/48) M,9,VW_X*9?L<7GASPSXAL?7Q(U&Z\6 _CQ3\)>_VF_LT?M0.C\,X/BAX)
MT>R2>+/GB+JCRQ^#=Q!< !B30?"NHV/C#4 \?#00YH?EPGC#>&0VJ MK(&^_ @GU^V,_.!^?^?AQJ7P P#AM=)(^?>
PjT2_U@_H_P%!/VH M_WFX "OPX^7Q=XZ_WCQE PTXI^+RWI7Q_LFEL="V?"S1GCXKZU[V, M4[A?B7XMAUA8=(Z,IC_>_O?>
M\$ _!3XXV Q:^/B,X9!1.7[67QZ_!OK6 Q M^+_QI^>_7BNSTOX7?LK?#_X+VGAMO&WQ>&67B'Q1K7AKQEX2U=)=50=0T+0K
MCP,)IMQX6>_!J.%C,/_#1R8-RKVJ24*5+ #SIN3C>_O.7\$3G"G.^3^N*&G
M.4E3J97C.U?_!K#UO8T9UN&M6Q<_!PPJCBN^*5%*A6IX6E^UFFFWEV,JXB_M5HSC_&!H0Q#KPYZRH?8W@_>_(*8_L@?%Z+48/A-
_3+ ,1,DO@3XH>_O_ W MXI^%Q\^/ @3QA?_!VXU+3OB/IWA0XB^*2A\IX=13.SX"U,39_ QIX7#GQC MX\!V,CQ,CJ@V2&YL(W, _
_!%1OV M6!0Z%X\$U/X!7%KJNK_X,>_O%<6@_ M"SJH+7 AGX&L^SP5X, _G02%7QEO?@SX=1#>_!/^(_UCX\| V/PZUSXD7
M7P_7QCK>H1^%,73K/QO_,KX4TSYY&?_!%?C%X<^!G)WPSNO\$/PJ,Q%"/_M?_!9N@^_!_ZSU,Q2=^U&_!_*?_?
1?"4OANYD\07UW,66H^+M*N?%KZG8,+ M,0VU_ ID.N3PVT5SR@_7 @F=,O#/P4_ ^!_I^)OA%<_!%KXT?_!JOB_X_M!H,"QU?TOK7
M5O#*DH2K5)XS).+&HX5(X_/#90 MFN)J*5/\$VCPXN63^L8B\$^FES5*N*C NE"\$_U2I)Q?S3TH8,D^Z,+_(*_L>W_P7+3X(P?
%74H_&I^*^/ @?0!^_?%7 MQDTWX8^_?%PN, ^*O%WQ/T7PA<_1^'UK%&%S\,]&V>)T^(_LCA?X@ZM,
M>_!MTS_A%O%,VD^*+S3]N_0?@_#V\!_2VG, P_3Z5!?"B,5=4),H&OZ_MCIWCX4?%WX1W^1^%\$!LFJ1>_!%B%X
M/B]X\!_W"Q^" %_BZ31_83PE[4? 4? MB7X>>)VTR^&A>M0^S2?Q(^\$PS_>%USJ!_!FOJEGP)(>_!J_0Y_8V^>/!6 M/C^Y^
OO^>_!7[7@/ A)_#7Q=^?_!1WA,PUIB^U/7P^" _WPF,G1^_!%QCM M?"M]=?_!X_FXOZ1/XU&Y^%G+/#9ZK]?
!\$/_V_ CQ^R P",_7CQ2!>_?VBO#&@S!LJ M:_!Z.T AZ5^S=)M5_?_!KWPW9R@)XOUF72)GK3#PH5, _@J233Q>58C%*G
M&G%8FE4P"!_=&<76IK\$2JYAA:.%CSRDL)3Q/ZBPU,VM\$QDIT<3B%&GS/#XS M!T\>_!D*]3,5%Q*5&C6]CA*.6X_>_H2S"!@(_
XG!2HXRZ#T3_(*% M?LC>(OC,J7P#TCXG,O_!&^)&L_!O5GN?A\9M ^FF?%0!2,4,SX57_QH MU/X>V?
P_M/B3=5!K,A>_!R>) \$^AA=>Z!JVE21WCXEC P4O_8G0) ^ M* MQ_&6XMX/#OPB^WC_XL>O!6K
O^,6A>\$/PR^EPMCGX^??"#Q=K7P M^T PU?_ CX)OY_>_!30%FO? C5?B/IWA[4KW3] U,XM+|4,&WN/SI^&D)[M5_QC\9?M*?
#_!QMX!_ #_!JE^ P#^H_BGJ?"QJK,OO#T7JH_!Q#_?_Q1X M9^\$M\#?_!5/AS#%UGP_XY\5>%M,O8?C?_!58WA_1.
[X1T[X-ZU),GB.U_M!_!_!S?C1H/P)_ O_V,?B9K Y^SO^R7H4>DZ?, XNV?"OP(-K74V^OKX^@^G.1_ MZ3=99=&&H97/%U?
J\!9@LKLXB3IN\$."Q^R^MB\1.C*4G0EEU7'YAIY,5E M!_?87"3QJ4.E!X2IK/D]OB81O!_!C5F, "JIH:&_KX?&YAA5* 65.*KO\$4<_0 MQ-
6M3H118&M..\$3Q_NL9#_!V(VH@TWP/OOVC_3UGQ=X1^NCQW4DVK _/X M3_>_!X, P0V)&_>H>(?#6F::>%C/8>),[X7 M:[<3?Z7]Z_X@E\WNF>*]#2=M

VZ+XNVFZU,P7K?JE^++/1-FT9-#O\ M(^?V60\$ P!CX,>/?@1XT^*OC3P?"?PC^+'QK\7>&OA?_+2'QX-.SO?@ MWX?_ VP^&&@>!O!^1?0'P\ "OQ7^*T\$OBV#5_&5XOC_ \$KPI,^!M(^0 M'P?X6?6M.T6VGODDIXO%PC)TL/1KX)X6=2TXUJ#HYO%'QK? PY515.1+Y1^K MJC#"1G#GFW#?Q?+4E7668,\$1@CCJM^3Q.%@VJ/M^M4KY,Z<*XU(4X86C6S+V M)3\$2G4Q4%*54(1K6C0^G/&_ 4W 8E#>%O!OC,6/B JN!>%&O@^P^*MMK MO@2X_ "XEV A#X6ZEJ=JHEO2 B_)?AMXJ,X\$ #Z/6-*UG2+_.?&M/ M'AK2M4T+O!^J C9W>@ZQ#9=+XI X^#?LD^" &/O(\$(>(OB7K CJ7P@T?1=, M^)NNVWPF^VK #GP9,>*/#OA?Q5X.L=:_+6C? #W4/A9?XB=Z XS,A?< M?C&7Q110 1OIM#& /KFNZ,JNFV7Y2_& O/P4"!>?LX>?V4#?CQ?^?S?Q^>WQ8^EU81? XX ""Q^&OQ): \$IXT> XO&L^C?WX OXG .&V> M M#< # P JXE(&*>* BC)"/ A8> \$ 9M[WPJ?7" B770" N^N 17Q(X)?\$KX? M"!J P ":" XQ) ^= <^/Q4 8S /, @2X(>?B?X> MK?[^GP^ 9ZM) #/B7 MQJX)T P!1!-CXD?!=?O5K+2O&OPUU2?QCX=V.QIOC#1WTKQ1, H=LX>SE M0=>E1P2E6KT.&(PV4RJ4C3Y\ VQ&58C%9K&T6Y9K# +J22PZQ4O9^A2 MA0E\$.E62KBC \L845*> Q=.U_ NT%CL+OPKG3DU3RQ8R>(53%K#PA6_3+ MX%?M\$ "7)PUJ BCX3ZYKM,>& \$ SX36>^&GP^^(OPC^(C@KQ/V5CJC M:IX[^7Q=!*>?B,X&U XT?5_*US3?Q,X2T,XU30 6TC7M CNJU2PO,CVV MOS^ 8* 9.7?LZZ5\6 \$7Q\$! .#X5!>? &#Q9H&LZS16D M: M@ MM.C%IWA' MPU,^& #/B!JH/L?6!, QKXKU!K>>2TL #OPO^%^A'!=^DL?#TEEXIN=+B> M] 0&KKQIQE!4V M.%"52*!M&G7E23KTX55& /M(0J6Y9.*DE4E3E>5!RGQ4I5 M)*!16Y.U.% N/YT8R@J524 5"4U*HG+<4X24FZDF%/%%8FH4444 %%% M 11110 45E.YKNB>& 'U/Q%XEUC20#WA_1,*XU+6=US4+32="TG3K2 IK04 M- 3U. FM#PLK6%6EN+JZGB@AC5GDD502/,CJOJFVT#6'Q/NOV@_@?, M5=6FT'2_B1& &7?OE MOA770*Z0%TU)75XNM- TZ*DKWBZU1.C14N5UJB=DJM1="GINCJS4"!{0 M]54=>.C^VJ/,Z/Y45.G[Y!17\$^*/B5/.?_@! B?XU?^"?!_@".# M3H_!BCQ5H7A P>EMJTD\$6E7#")M60!315@U.6ZMHMF/Z((V2X@2V.1IHP MW&ZE^TA^SOHUCX\U35 CU%)*TSXFKN^&VHZE40 JC8 \$)?M%O;O JW=:[M%,^+%^U7E1,9T&2^VBZMX<^9/\$K4HMR<FYQJPH2@DW 5ZO! .@X..K5/9 MU/9T7!5JGLY^S15.2?) URQG=^T/X36.F.M@0HWTQSQ!&J.V.O>+7+SPK%&E^I=>SUR76,32,C M3+,POXJN+J+P[J?Y+ LM%?#7? !//AC4- 2_9M^2?)M?37TGAGX.?&W2_V MOB5K&M67AZ ^%/@C3/7Q\$^_6C #_P)XC=7JK#?6%OX'T34MA #WAB?XT6 M'AK0=+AMM&^Z3<^+ JHK. ^*Nj252ECJ5^C6123C^5.DZDJDX2C S MK8>I"JK"=!I#^UL31,K4ZU/ZKJZK=#!02M+^XBKB*=2_U*=)1A'DDC3<(5 MXT\3.E4A5!5JE"A*U&<*D\1^7? C'10"G@/X_ L@>%OAWX1^ .7BSX=?LV \$CX M(^*O\$)E> L^ & [!8W/@"3P=0?NC.XO@NX^%AKNNZ P%"O% WH_B/Q3X0 M@*>|WQ7X AM|. U3PQHD#-0DWQDW@WQOH6A M-ZA\K/P. ^ FI.?^TW#OVF M"WP%T3O@!1 M#?&,Q H. @^ TSPK>S_!I %^F>?!"BU3\2H M !NFVUK8S3ZU=6&HZ'+,0?T(T5M*7M*V(K5'+Q6)EC*3DEC.=54ISHJ,15, #PI8WVF>%O#6FZI)YVIZ? H&CV.HS% M MYEOK33K."D+Y,[S+B.1MV3NSG/01WFLP>8,0+G3+G3]0TS7 1M5MM-NK M. \M,[O]#MX(BYEU>^@O= \&KL)9(!*QW2P+(B(DAB7IJYFI P"1RT" +%G MQ, Z=2!555J2K5.M-2B15JM6K)17+%2JU*E62C%:1B150%,51*&BEHCDH48X M>A0P)PP!"C0@Y\G"A1HT(.3TO)QH0IWIJM!>E.9I>C.9)0.EKFNZS^J7EIHND.)HFFZAJ^ MJZA=6!E!JET*RUS0, !40\$GBKPOJN@VMCX@ M/WLFHBUUW29KSOOVGO"UQXS^" B00+ X3K\WCDT6!/@*#QN?AUJKTNP.U8 MZD- ,^%+PUH=) >&)+6/0#X < X0,:Q!MA GC/PN/BZQ. C)"1^W/X_ M &? POUCX_ &7Q+I7BZPM)(34K7Q1^SQ#80@=),+X?> ("AJ?1/B#2 MOAAH^I>O\$CB5&TOA!6!SX8>& K1A,A,K?Q%K^&DOX/\$0YYPQJN15, ML"!L&JO/3H598B.)4Z=>K&%2K&M: <U*!&E5AA)3Q# @I9A "+X7%,25./U*3 MYW3JQRQ2?L^6= :G3!E%*2A3,C&4HPE*C5J4YUZJ3#Q?^R?6.V& 3/QI^T" M(7@,P? !1M,4W&H>\$ B>:#! P-N?!"A?Q? \$05-5[XCTV26M"MO!WA M7X\K/Q7;7^E_ #?XJ!UIOASPW?^),KP,;ZU\2M2T2P3?6'PCL/^\$1L M1,SS %2X&K:&Q!>K6%WY%Q16H1>5?#P?XXTzs_93U3X4 LU \$BWA_!LP M^ #/6!P "N+Q7#K#7K_ .: P# /X@ #671/"M!J/QFD+7>M?"Z^4/8> M(H/SOB!0#5GM+^X\Z_XLM!#J S.867[."3WAWP+!?"?P4.2.Y?M> " M/4%#%Q?:=\0_A%!I_P !/?BKX^?M\$^/,VQ^,(NK^/-+OM6L?#OA/XX.5=2W M P^]A B\$+W5O#NK.986!L26&DH_NJ"! 0001D\$<@!]"#W M!H"UA_ O,6!N6+F"!&N>KF*4+!W;G.YM#J CXLM+1]8OKZPU/1 \$.H&Q MNX)6&RFL 2\16JVF**5,J,>7=X[H(FD=Y4,C<[23:3NDVD[6N MDVD[=+)VZ7MT"FY2ITY3CR3E"\$IPN)!!MKB3P+XBU*X-> \$V MD>!OB#J>I.9,Z3,&[DU3.=2,*F" C QA"!M75.15FY4IN,)QI4_8FLQJ^&KM:0IN< S5W\G1E4A^C>I/CHTX4U?!)IR5>004OW"HK\6 C!>A5!A[P20\ CQX\$ \6?%OPY,)? ^/(!*>? M@ XA\22W^F)IV0.1XAU*WUCQ JN!KJOC/XA>*!PM)TZSU3Q XJSU22JA)X MDM+> [UC59= D^10V/!CEJW!0M^SE,-.4!LWZ59M= !XRUKP?^TKX4N/B? MX8^)>C^*! AG!0180#&C_8M0\$G@E BO?Z? J.H67BN T"7QMX8MM)TOP<-) MKB!OJ).DWW1615*4ZMM+DDJU+ /L9DM2E4CRSI1P?U.1+5%3G43D,B9UY8: MC*LZ3!Q!K.5,K3H< J&I&HUSN,(?V/2S3VD6Y*56H\THRPD5.6N3&96*\$4?, ?U%?RJ M@_!O'_06> 8L\0? C0/AIXT 9^&7PPA^)">+,- M &=OV8_B!JOP#?)>B/X8?M>(?ASH@/WP_K'@P)XN\ "X?>=7+ZQ50 M'NF>*O&MIOZJ, <4JK>Z1K>F.?JVFW DLJ1LK6[A ME@1JG&="OB*C=AB,KHYE0Q,MRNDJ!RJ3A2H3IQK.C".(JQH^V MTF3G.EB%6!JPY.TL+B*].HC6P^80 5,*!*52-.5 /@#30#WPAG M^%WQU^!CC,6=+T77=3T[X^" &72>% \$!1CQH^A7VK6>K^+2# KZ!>O?# MCQI>,X8^"NF> O=&_IX6OX[3PY=W6D6N1?U? C+ P4C^#?{0OCWXK JU M[X_ (F\9ZHC6&E #KXX "+Q, PKXO?^3QM,%^/C\$C1?%,QKXST627X)K MK>O>"O\$UC 9>CZQ.6!Z9X)!.JH7B.3Q)HWA 6X)C"O2!*/M M*L"3C2A4J2ITJ4JDURIU*N& X4<9@ZCA6ET4*=.I#%*LZCJWQ? ^(NB^@O\$,6A.3IK30># *^.^&8 %CM\0KBZFLY/"NI.QI,T\$FA^" M[BWG\17BSQWLVDVND,M26S^U^U^U5\!V0/A,JOQ7^,NN75EI%E=+ H AS0K6 M+50+OC34[2TEOI=\$\VZ JU9G5=0CLH)KZ^GN+NQT,1,M[K6?&JZ1HMG> A M!Y5XN^#_6=8 \$.85^.(H.?IOB,/X3^&_C1#,_&>D3Z/H^GIXK\??" PW MX7L=5M=%OKZTUJ M?&B'3,N"STC03!1DTNSCMUU+[!&I\$]60VT? OQ#_:# M_&,V/CA/AMX)^&6N6_P 1_ \$ @CQJX"!> \$>L? #RQN %DS2QVFFPZWH^LV?C3 M4)TCP_XKC@BOM,705K/A07(141+XET+0,U#9IMRJL(N<*DH9QBL/BIT2) ME5RZCQ/E>7TZ^%=-2%.4*-,7B*#>S5H2J3I4JN95,&% TL,S8.7M\T7A. ME0JX+*JL85E&E4HXX\$Y BL5BZ.)E2G4BIT#_ A3XF^*SQ+X+L JSH7P6^GC?7=6 M.%^%OCRW2^//#B?5,+5 1>(P LSX8^/BXCL_0[S4 2T6SM)] EO M + "5@ZJRC* L RD=""@ B#FOQS : P#V8?C7\1OB9\1=>V#,Q!XU#QK\! M AGV@=XK^"WQ4!+ #?X? P!F^.^#J75ZWJ%}>U3X_U7XJ>!7^/7PZB\5: MYH7B32?"NJ #SJH,0?2K#Q5!%CX"TB!UR,_Q1^P=BEU'96=<+!%>QVMNEY M CE0S72Q(MQ+#!@?7%),> #8A"X&J,8!"NHY+VWURK34>TO8KZ^TN2T M,JDZGR[XFWUC>VCP5. \$)U93PZE%QA/+<+4JP:DL8Z.62KSO=J\$*M7\$X M^*7,IQ^I24L/A/8MYA.HHHK(Z HHHH ***"BBB@ HHHH ***"BBB@ H MKX! X*(M.2 %S!EGX0Z1XX^\$WASPE=W%YJCB6/Q+XY^(7ACQMXQ) #S2?#? MP + %?C2TN0\$VA^?J\ZFD?C#6//MCX&TS7- 5\7>% #>@.KKUJ&K.C=%+7 M1]2XOXN M@_!X5 LZ? P")NE>!OA#7M9^?C7X6Z!XQ^+?PK\!C60V<)(M!+^/?C%X*^! CXG++>ZU8^_. \$>K^,M'7V^J>?#>C_0.%X.OK?6AKGC_ M %NQT?Y\&M48RQ"O35!Y@LH2DU%O&X^IAZ>CJWRA7+%"4C*O6="FX>TC1^ MM*E.,2HG3<8R3,E@<,F*Y4W,#8"CB.^(>RYZOL+6Y%V5S5.G4CAY5:&='DU77IM'L ?T",5I/BT^W(2Z24+?XU MTS!KKJ? 50B=#^RS+22 3P\!J/ ^7Q^>N?&K4?AOX^UX/WGA2P4%OAY M<=&U'10@^?OQKT, Q1,^+0%GA/XDV.EOX? NOCK>6VA>X5!6>I>ZS.6!JOHYBF M ..H!H!JU4M7&_*E2H8C\$N# O&?B#P%KJX=U% WEYX M>U+6/+5J@SREYCTF\!L DEEWR/J!UI.S)JKW3O^\$3# ZJYVMWGC#QW!S= M_,\$WAK6. ^S+ #1M @S0W4=HGV,S!_9IKB271^/EG!_1.2,< "7 Y M@ZUC2E)JQLU?5O_!I58Q,34KIVT2_S/ZOJ?^,C/WP1 .&T,0 #WQO^% M?@? XJ,+X.12.3XNT#30&WA^PUVWTGQ#HEY!>V6H600(G.\$20.K. K9A0L&NZ M1>.%KEKJ.BWJ!J87^T/ #RSJMC_*+3_P"8Y^\$O_P P=^#RSJMC HM/ F. M?A+ /,3J+FA*>C4IU,X2E^491DT_ZF=7!># \$! MAZVU/PIX,UNV).SI? B/PI,ZOH6EZE!X9!0Z^+ %HFN^HKRUFCT76=BFFC MTO5_6VOM/CFE2TGA61P> (6 #X^#M)5. #XZ^?PC!Z%XZ!16'B_QOHO MBW!X_#2\$>D^O%FE=J^CZ9XH!5=K&C7EGXA!_!=LDZ5I=AK>KPWF16>C M9!JE,W= M96T42!, / P1L ,8 Z+3 YCGX2_ '1 P /+AVV^BT P#F?A+ M P#_0V^7S3E/F)FE*5&O&S8!L81KUXPC& .LJWJ1-U_OAU>^ M!D^&%YX!%7?PUCTFTT% /AY=>%M" N R.T D_8 &3PE+8/H"Z39?9K?!)P MT6=MY\$/DPIY2,>T "@*H 4 ' X K^4+ AY9^VQ_ P%I + M,< "7 Y@ZA AY9^VQ_ T6G S'PE P#F#INE5DYRE/FE4G!2!4IRE4J6(O)A_!8UC^S=)TC[9_9'Q#6Z%I_ Q+!L_ TJJW^SZ5IEC_ Z+8P> M,YGS^,%%%(84444 %% !1110 4444 M %?CA^SY!>?VF)?VY0&PE .0^N!^#&J!U!Q3!,/ @CJUJ!^OPO! M'5S= %FZUCQ)HUV:;7,^=LE_X7+XZ,PAX8!0ZS?Z/X+N%'B.2S2_MG!(6 M7@FL+RQQRC6=L +8VC*5E4=.M4BG2J4J,KP^LZJ &J1UJ F4U5A.6EC)*MNN!5J<&U7!OAZE!2)*@! .ZM!KOPZE!>S)T,W!J!>*ESX*>^RQ16 V@ M2!&00!8C@#XYR?"M2A=J? P2@^P,X^".5)(,1X!#ZOXCO_1. 1%&I_ M'4H&N>+J>NY8/236 1N.M_ M!F!H/E&VEHDM5?5^T2/C3!OVA?@EJ" M&IQ5J7@_XP? &P %^ U^%EW!&#GA_9Z!& #6'!)=%UF!_ JZ!&OKUK M!9J45VRZ #K3YOBJX8M &^L.IHG@_1/A#?K%JOB_OJVR &BZ!XT/_ ,1? M"GC_QWX3!, M"V@FTU!7!>P5!\$G@N!>KKPGX=UCP!IOBPC3XAT2/48K M! .N XQO> F_ (NM2CB9J+60!R!PDX/QC^R)H?Q"9? VWXS^,OQV2?#^?QIX M+^(_? 60?W@W5?A J7COP!>JWAG75DU'P# =%#0 M/\$A00 \$DO@#PA M!3#CPON= L!0+Z7P0WUJZQ%*P!HSPQ!U2=^I4L12S1V!H1Z15_5!>YD!W_&V!7 M\$X_5"!O\$H2C4Q!S"7"V#H8BMCVHY,ZC14K*C

M2P^*56<:"FHT/%MRQ_E1PF8_*WP&^WQON_P!H"X?JH26/VM?AKX9^/(Q|M^_.?PV!^7A#QGX"90|L>
M+|)WOC>7P%HFFC30", [8IK.H>/NI>/= M*2|[SPMX1|3SV]_LO6|,TB^T>SUO|5^OE01/V5|L?B_H7CSQ|7/C1|3M=|=|>+0\$?
CWX8?#_XF.WX)3>?\$AAXP146'B2_0USPSXB@'Q^,&LO9Z_XM_M|3Z_X>TWXA%?+QOHOA?
2=8.G>-,TRUTGP_TU)3ARK!X&D|_VHT%2JMZRDMH0P<83K5S>UQ=613QU.%5=2IAW*M1^K^SC1|2E3NI|V+Q=6*M2K595(15E"
M+|E5Q3Y_/_2IX60E@J5*%,<0JE/\$NJZD71J2***D_HHHHH ****"BBB@ MHHHHH ****"N9N ^1RT" L62%0|Z=2|5=7,W? ".6@_
8L^_? 3KX*H MZ_BBB@ HHHHH)J07|J07XP?L_M^_#PWV_A X,_&V_L_K^PVT?QCH/*&B3003,XQV6JVVOAZRDBBDDLLA,B6Z=
HXWBB@/^_?Q'M|3/_\$(WP*|)GQ_P#,H_X+?G,^_O^R%>?&_/%_ (G5^4%=<(0<(MQ3 M,6K^ P SDC..G)*323T7W>1^K_>
P(^_? .9 Z\$;X%?^\$SX_ CG4?/BVF? M^A&_!7 A,/_/YYU?E!5 SA_*OQ_S)JI|^_?9_A D?_P/BVF?^A&_!7 M (3/C_>=1_P/BVF?
^A&_!7 (3/C_>=7Y044>SA_*OQ_S#VD_P"9 M_A D?_P/BVF?^A&_!7 A,/_/YYU' #XCHG_H10@5 X3/C_P#^>=7Y
M044>SA_*OQ_S#VD_YG^_?1^K P#P^(_?9 Z\$;X%?^\$SX_P#)_YU' #XCHG_M_H10@5 X3/C_A GG5^4%_!LX2RK?_P|^_?9_A D?
W444450?%_?%_11 M10 4444 %?VYJM L7 A,_&7AWPE_>F?9/M|2 LO^WJ1T ^T/_/ M^P^V 9.^_R?,,3S_+^TP|^_?K!_P#_@N3_S_>
JUK_M_>25J#PKDM_B/YL#E%_O5PU1%_6>_O1A3J5(>PPM,\$_+EA6.IOFE247S/2,F MUJD?&>(_%&(X,X1S,B3"X2ACZ^7?
4N3"XFK7HT*OUO, +@I<|3#|J5,)#>2J M1Y|RC&,O_/_UZ_X_O|V60^CE/@#_X>_ '1_P_7_LM?_!*>_ /M_)HZ_B_HKJB_X@QE?
0]SA_(_N_P#DS^9_>_G1_P#^B1R+P.>= M "H_JO|VU_>_P)?VC/A%_J7A7X1_MX?CX5>_ (M*8.=1ZQ|7O>_K_Q|M<9XQ|
(.QX1U,PI|30"VC^_>_N=3THP_JFK>_JM+ 0/#VE1.JJDCA?2[RVN|VZ|4.A.W"RV4EB,|B,|C,*XN4VXTH8S!87%2HJ?_I
M6HQ&Q>"K..5)*4^J8 &X_ MG5DO_4J6)*,I2C1J4/ZT_VA?&_P^_WAR^T#&_JMC|JECP=<_?/PC^*_P8U
MHZOX^_1270@X@_ "WQ1,^*G00&L%0|.M,LOB)X=107E!L_HUO|M1TO1KG_M5H|XCU^"O+/4=1^_?J8^_?P40^\$0%">*OV|V\$OB^0?
B3,/_XV?%B/XL?"_MGV?_?X ^_?J!>@?#_P?HMC%_?%_?OZNO&A ?#CPYX3|_R^_?_T/XYKJC.Y_M_ZA/B,^_?_4VTBV_F/H/(_?^50C*,
<_S1^*_&5O_>_ZQK_O.SJ/B7QK)U,9I_?8V!U?Q#K&J.BFC6_45CIT=REC9QK_M6|0'7L#_5#_17_1RGP!.V/_1 YHZ_B_HJY^#>6U).<_S-
RERWM@LM22C_M"3C3A*&4|1C"1HTX16D_>_C1!05XA)S_<_5""&_0J^=6,M&ZC^'W^_P_>_(-.9_Z.4^_A_X>_X/_>_S1UZ_P%"_GA
M,QQH5CXH%>_?#_C#PSJGVK^S/_?7A_6=_.10.%/J/V^N_O/L_KZ3CW?V3_M4+2|L_K|/_>_2?9JRUN+679/(_B_P75_7I_P\$OA_DQ,X_&_1=3/
%(_7\$&_R7&Y%EN64L_E%?_HUI'_C,QQ%_6=2CB%AE2E#%PC34)1Q_M4IN47Sj4(I_E^*ZJX9_>_ \$_S.Z_P1_PK@H_MHHJ2@HHHHH ****
"OB/_(*^_?%_@2JC/XQ^*_17B7Q1XA3_7_>_1 LSQ_M%_X7UG4?#^NZ=JM^*_O@23KS|J^DW_!%_HKT^_N[_Z^_SW?_VBSNKBUEWP32(MWVY7P_>_P5#_Y.6^_7_>_P#U/XB?_M #1T?_7 M2_J?*!P?Q\$_P#FCKP&BOZ_>_LO* P#H5Y9_X_?YK_M_P"!L&?_>
_0 SW_P^9W_>_3W|_AJ_J7_>_4^/W (>_XB?_#1T?_7 M2_MJ?*!P?Q\$_P#FCKP&BC^R|K_Z%>_6?^&W_!O_C>_^L&?_>_0 SW_P
_!F= M #Y?O|_AJ_J7_HY3X?_?C^(_G,_T'_#5_P"U_>_T/XB?_>_1 PU?^U_>_P!_?*!P_>_P_>_FCKP&BC^R|K_P"!A7EG_<_MN_>_^L&?
_0 SW_P^9W_>_D?_>_X_O|_V?_?CE/C|_X>_XB?_>_7ZE_>_M\$CO_>_B3^TAXVT+XB_>_WXG_>_M\$M@CXDU_UT?QKX^_5^*M*MM5@_!>?
#6S@ MU.WT_7=60|2'4,(2_0K6*ICA6YCMKR@2017\$RO^&U?KU_P19_Y.E>_JD!_M4_>_JQ/A77RW&^79?2X1XAJ4L0P%*#_!_D.H5*6
P_*!7M\$N.%2G@J=2\$K_MKFA+_LKV,3_>_#_PJSK.<_XCI_&_T_IG_<_8BA5SRC"K1KYOFU>_C5@_>_FC<*_E&_O_MFE_C4BW&+
<_E*I%N_6XMOBU_3M1117|G^_B04444 %%%_!1110 4444 %*5L_!>_?=\$U7Q)XCU0491!_>_CZ%H=A/J>_KZK?
3D\$0V>_GZ?_W%W=2D\$1_MP0NY_!6W7A_BSPGX5>_?%_?W@7OUX9V^_/_/C3P_K/A/QCX_6_>_IWB/PK_MXL_>_?(_.N="0^&?
\$WA|6+_>_TC70#^_NZ1>_7FEZSHVJ6=UJV_>_=7 C26TJM/M_>_WCGH_P#_!>_JJ_P3_&^>_HV6C>_?^@G!"B?_2+C3?#T7|1GPIL?
\$>_H M%#_>_W,R6/A[5/%_CK5Y),VMC=7=S'_V\$CVU1\$J=8!_?XY_&_?UO#/CPLIXTA%_Q_MX_>_8^%?_EN8S,) #/B?_2
>_A,2^3NE\$NEWETAC'WBWRX,_/AR?WJ,OS!_7_>_M\$A_>_DXXCEBUK_>_T/LH62S\$ESX0_>_?OAWX>_R#,DDHJ,P#,^&I8!ND8-0
MO&%C"0J!%_?B#_B#_>_U1_X(JZCVU_M2,ZU_O)_>_7^G7/C3Q_XQ_WO_>_2YMQ>_6TY\$C0W,C,F%CMT@_Z+Z*_FJN/^#_3
MPKX8N_VX^_7_5G_P?"_Q7P1@GN|BZL_>_8,MUH6A0S75_>_0.7I_6G>_# M #_6M'3_>_AOI_P.J|_J>_4TTM_JE_>_75Q))_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>
\$_F/^T@B1GD^/_<_M?%V718HHQI_B?"_JD,X6?_+5!_>_XK&PCD75?&60>_>_736%N|1MKBX28^_>_122P_MLYUMC35+EKV^_O@#^_D74
0L>_5=5OK/3_>_TRSN=0U+4M0N8,*P^PLH7N,MR^OKRY>*WM+_TMXI+BYN,B2.&_&_Y971\$9A,5E90RD,K,K*0592,@_C@_CD
M\$<_?_?QIUS5 MO@_XI^'\$QXU#P9|0(+SX>_7S^=^_?_?WA+2_APWBK5+Q_>_MJJ^F.9.ZE%.V MD6G_E!JL,4_F7_>_VU^_W_!P=H3>#?
AIX1_9L_>_QF_8,UMIUMXX_.QUK4?A M'XK%_VA#.R6VH?_?QMX_BE_>?_?P9.VMW%_9>_?3PAXY)QV2Z)X6|0>_?8M!4E<
_O.K!_P#_@N3_S_>_JUK_>_25^_?%_?/_?_?R?^_7 P#NM?_>_R20_MN0#_7_DMY?_@/1117|7^>_?4444 %_M%_%%_!1110
5_7I_P2_>_Y.6^_!O_>_3/5P_>_?OY"Z_KT_X)>_2|F+2_W_NIG_JX_M2B!7Y1XP_P#)_8'_>_4+GJ_>_H_!Y+K_>_R5QO_JTR@^_>_***_FX_N
M\$****"BBB@ HHHHH ****"BBB@_KF_O_D^_?^ZJX9_>_?_S.Z_P1_PK|C_&_K3,CPLFF_MQW_C*_74KZ&_Z,MA,V,S>_?(_G|5_!S,!*!_?OB!_P
\$N/V(OVIC5N)EO+_S|_MFCJ|/A\$D=IML,B^_>_ROCIIXVUK4!&6_KW313ZZA<_3ZAMNXX|MM.ME_H?TFT_M5|_E'_>_?%_?_>

<75G//R/.5HKO176M+M,K5K>^L[.L8+06UO-75K?)+M#(BZ11+FX@-45T" M-MB9VD,T^K%BM];75G 16H6?90M,%
 MSIFH76F7<"YFC>/X,YL#2 "@*H 4 8 ' MX KFO"7 ""KO L90&O *F6054N5RDX)Q@Y2<(R.E.*^3A&4DHJ4E%Q4I* M,5*2"-
 !TG2J,MK&*&=A.O?:= MJ>K>K'Q JLVK6FAZIJ6.DJ&HZ3!=QV%?7.IUW\$=4!\$ M>_!0C0M9? M>_B5J0U7JF?
 4KOQ1XJU#3{Q5H1J7%&^N:E/9Y%CHNF,H&@:#.93W,L6C^J M/T?3M,TVV.%AENI,J[N?2CKX]~&?"&K>_P!MWXS>* \$T;JH[X1]?
 ME L=>#O MV?&DJE_XC>?">KZ9^S7/X9(>=8CGF0Z,X8^(.L>+ B5.^(\$T,^S= M6)J B>#5EODAN6L?
 W^O/AO/10,0RJ X^%WS \$ 38 &^37GA_0/EOB'1% MKI4^A6NE>6FL7/BW3,0JZT."QUZA.PZ5I-.M/" Q_UX\$?IJ P#B3X-L
 +TKP7KWX7^&1KQ0X0TO1(YH=%TWOPOXLCT.370 M#JAI\$ Q<1:79Z3?VE081SS1VD<2RN&6&HSRJ4?P6!P?M*-HUUH?5,PPF.
 ME6PLI)*E4JT,#/*FYMRG@)OVCM,O!U,JH/7\$@7[X|0>,<^*W@C MJF^UU+3=3^(LMH\$,^+BRPU\$ X2!#,>_S|F3XRK|=A%I?
 CI-5MX%U M&Q!3?&X>..X5T!7\$14:4PB,X4>/?\$GPT1P^&%,>C>4!2%I!-1*7L A MS6SX?T>_P!(EM)+S1(01/O#MKX!-G
 M6O"NAJ?&OA*Q&J"R!+^13?6\$Y1^,,.YK0M=\$UC[9IEN7U00VJ#4+OSM3 MPIX2!*>_#>C>#O WACPJX,(^,&3/# A7PIHNF^&?
 #>A,,@B#3M&T/1[M-STS2!& \$B&TLK6"WC(2 #J+VGLXX..%FO=JE#0JX,VAHE&
 <=5C2PB/!F*Z57\$1Q!\$X2E5053\$)R5^M.48MR4*E3&1 M|6I)20I#X*DFY)Y.7"J#1114 %%% 11110 4444 %%% 11110 4444 %%
 M%?@ HJAXC^' .T,!*4T+X,>?%GQ7&!/8' A7QU!+ !#) MXJ^\$.I6CQ/A X|U|P!HV MLZ/|
 WJT.F20NBO.XNCA=8^VJC&DG)^TK8J.\$@K65.%_DY\$/XF15J4FL < M<*L3BXO#J+DPM?\$.%/#FDZ.3;
 <*>Q6,FJ/>E*2PWU>E&G,&J06IU*Z18.% M7\$1 ?FBOPC X^*&3Q.VF1?"YM)^.GA/X, # P 0?L !'U|Q7X2^!7QK5
 M^#OB[XLU3XZ>"K/2_AV_Q!& #[Q%X%TO0/!NA6^J^)O\$>BZMXBTG7?%OC?4 M/ASX7| P.E=0ZMI
 JE M@ #,XP2"KJH> P#V1 ASK7A2+Q)8Y=4L/A,XD_O MXDA^/NC.%>_LYOX71?#/[52 2B#P,,2!&OA)9>/%45\$!H>*OIOB=I
 MMAX0O/ AJ^JR"([K",:U/BZCC2P,5C,^JLY6BGA|J8^A4K24)?5Z>(K MX?&4Y>T13C1P6 Q6/E"3>P125T7[6"!4J|L+Q,2C)RC13<
 @<13H6J MK+ #83&8,%MPG.MB,11P%/JZJ Z7[X45^?P3!>A \$SX,IX%T3X8VGPLL M @|HGPMTS2M TSXB1?%73J3)?\$?
 X5>SOBKX_UR^,1^& "KW'C74 !6P3? M\$2Y)NVL?%37UW.^/(\$EZGIVOZA @=E=V*P|L+7J4977?I.4/9RE%2JPYI
 M4W*ATC.E.4JE-&*11JMU:51RXZ%:(I0JQ5E) V4E+FA2JQ2G%*1. MCB, 4C41KV52-.2DW2G284445SPF4444 %%% 11110 4444
 %%% 17,^\$ MO^05=+8S>? 4RUZNFKP?"7-(*N+L90&O J9,J0!TU%/% 11110! .01 M117H'CA110 4444 %%% 11110 4444
 11110!=11117GGH!7Q+^VI^VH?&^@#04+S MX?\$.XH,Q!2/B,|A|96WA/0!6MO"A2Q^(GQ=^/PCC!7?#XDR,/?^\$O" M
 EI&J \$K19J).WES+XM<7%GX7T6ZT 3/\$^N>& K0Q7X,T|QEX80^\$=7 MN=2L|*3.
 J6@ZE-^%/%GBGP'XGMK'5,2.QN! #WC,P/K/AWQGX2UF*&9WTW MQ'X4U|1?\$.C7BPZAH^J6_,P7,?PC^T9^Q)=>,_V4J_9Q^"/BCQ*
 [Z7]> V M-/BSK71/QV^/QOUR32/A3^TC,?C+XPL,KXH?%Q!90BCJ U=^' 7J MNC^\$=U#6,C0[35]).TQ)?
 #^C23WMGIAU"6+P.Q# <<+ &EDZQ_C %P 3-#< M2S2,ZB7 A84E&C)3C4DTYX7 8QDWR+ #XB.3 MYI5RVO&ZC\$SEFE/
 T5A91HTW*!2E6K3HRC2/9 VOOVH #7)?PHMOB%KH(MRZIXC8^ OAWX*M?B%&0,X3?#V7Q9X-E-Y!??
 \$+XHZCHWB2U^G@#PYHNEZ MWXK),>+U,^|W1?#&A.I=5X8|ZLMCHM|+ \$K @JEXJ^/!.OPQ^D7P+ M^\$7Q
 U/QH_QS=ZL/A?^U X6^/(P.UX+?L>%+KOOJX^(WP1^/GA7X6,JO
 M09U/Q#X>2U7X9>10%7PX^#VH^(-. M,3.&I #RQTD> 5G/6 P^&*QJB| M%7?AWPO|C6/V< C9)JOVB?@5%10/&?
 B=J^" (C7P2! B[2/%A#XF6&C?" MW6&%C'10\$UQ. #/B%X,,XRZEI>OW=IXON? 22%/?0?\$.CJE^Q XRUW|G7 MXJZ5!2?
 7, 'C#X^ &7XU>+VE?!"A#QSHTWQ4 9^ 9Z^ &NZ%X|V A,6? M!>K^, AEI7B#Q1?^ KKP| PG@,1?#/X>Z|X|,ZIK=U#I7@Y
 7DN,7" @ZB5 M>M5C&I+!8*01PUXPPEBL#20.4*6!C!I*,5,(5LX>Q,YJC@,,Q#=.%>O+X.E1RY8.5#&SK5,7F:
 MK@Z,J997P&)^M@^T+,2?M ZW\6KCPFX7EM AE!.?%MCV!=^(-WJLG^/? M'&DZ.MQ|4, T_P, R, ,I_E #77KNT?7^KR.W?
 SZCXZTKQOH\$NE.0WA\$W. MK_1U?B3^SA |\$M?&7!/.JC!9?#&L #NX^\$N@V{+9 \$2XU_ QC??M*^+M\$ MU7X)>#_A!>_L >.M
 U#PO X8O?A/!6 #!4?M53^+8?B1<CK7QD!-WA,^)AVVKLQ\$ /&&EAZJH, MRYV!+U9-
 EE3.LUP&4TJU.A4Q^(CAX5JL9SITY2A6GS3A3,J2BE1.M!IWDNB9 MY7\$^?
 4>%^LXXAQ&&K8NAD^"GC.N%H5*5*M7A"KAJ3ITZE= C"3>BU*HG&T M))ZN)^I=%?Q& P##5 [40_1RGQ^ V|1A YHZ/^&K
 J7_HY3X ?^C^(MG_S1U^I_08S3 H>Y9_X1YC _/C1+ \$S^0? 1(Y!P"!)/_4?VY5Y MCI?P5^#>A \$+7OBWHOPE^&>C %,Q3:+I B?
 XFZ7X#1+!>00\$=@D50 MEKWC M.TTJQ'Q'JHL I.PK, AJ5Q"(K.WC"!(8PO) &S PU? M2 J*?P1?Q\$ M^: C AJ J7_*.4^/W_(>XB?
 #1TO^+!YG?F MW*^,DJ4! 4LPO! M#V M=+C2FQ!,M3=U87Y^M/W*L/L<& J/Y XN+X1SYQ,A)Q>9Y*XN5*2M^K'X8CX:^ ! =,F3?
 AX/WAT>! MM,BZM,Z HYL?"8T|^P+0Z3KMI,ZUIAM/J/C AJUM,ZE,>50QS+T=YX8|.C MKFD^)JOV?^?!)LM7TS0 \$ YF
 A=,YHNZC P#8?>T 2=6GMW0,LM, LS M3?7TM+ XA@U+ S|^9|JD@!O^*G AJ J7_*.4^/W_(>XB? #1T? 7 M M2 J*?P?
 Q\$ P#FCIOP9S1W,S|+S2Y1P>8N|09.AS,|W>7L&Z|[R M]@W0Y08MT6?309# P#EGVTE R,EVG5J0_&P|JUTJ|UM.LE6FIUDJJ LY| M
 ??#X, "C1[KP]!+?AYX&^&OA^U_ U: U^|T|P/X2T#P,H|YKNJLCZGK5UICAW M3|LKC5M1>_ [4H|O+QH!T.XFD^J1W?Q&_+7-
 +40_1RGQ^ V|1/FC MH_X:O .F P"CE/C] P^"C^(G_P#-#&3JX^Q6GC^9JFAV>+Q!X98 A[^,7F],L#B:
 M6\$JAS4*.&QM,I/V^!(8=1JT1E+W4SJN,*** S MJV"BBB@ HHHH **** BBB@ KE?^" (*N+L90&O J9,J735S/A+ D%7?1
 MV,WC7_U,M>H Z.BBB@ HHHH A7HHHKT#SPHHHH **** BBB@ HHHH_NHH MHKQGJH?260CCX=^"2Q'UOJFKP9X/^(?QXTWPY/A
 61?#G@OOXH\$ MJNEMIWB378+NRGTTK2G@.XDN+V&X\$T(C#117\$FVWE|)JFHK^U?^"L'!. MX02W3 M| P#| ,XK.YX>TN"?
 4%4!^*7[2OP1^,L7JL,>X_QH PR|+Z_XF MU05X,^*!WL,(>K255D>WL%L|K4KF.THM |@Y &0? V|VM?V1+@H ^
 MQ(D\$EK,3ZW^T1^RCK>D^%&U"Y@,OJG6FH^>UW7WNDE|N_8|WPKIS3I=V,T M(827*68! 2E17XR "" @X6 X(R)?
 &NU.Y!* MJ_!OPXT<EK/. %Z+QCI^KJ& MXAMK6ZE55^,WA?P+%^P".|BCCU#3YKS3+FY2ZM+2JN+FQO(H/TV^&/!1?/G
 MQLL,5/@S!-O@W!6J,U.W2!TW4?AC3-3XJL=0M9%A>YL,OPKKFJ|VW,N MEQ,NDT\$DD,+/"RL1*8 JDHHHKR#X4?M
 ?!XZW7QJL@!14_ Q'U?X?&CQ M5\ (KZ7X3!06&K.K,2B2X*U2ZT,QX^,7!*=0,^|+U"RN8VLM4MK9 MKN!\$OK\$W5A #KIJYCPE_R
 M"KO_&OK_ZF604=1110 4444 ?PKT445Z!YX4444 %%% 11110 4444 M?W44445YZ 5%#/!(M>L6U,9=0?3?2U'PW
 K6CR7PLK+!7?97!EP,S.5G.UMS^9 Q_X CO|M@BE7,|UB|&,IX2ZS>1&K|X2 %_XN_#VP@!C X\$EIXOT7QPO@/UE51
 M8P7A128'2!|5K9+?OA10_ JO_!NBPCKVU4ZQ>RJ_P5L_X^N L|UN%NM M)K^T@/B#|=W.1K(^#K 1/PUS1R/
 ^*G>)5U@S3,TM0Q)& BXW^?M57E (>^/JEX MH|7ZSJ^M.M,4 P!C|ZL_/\$Q/2V<2V<C<IJ,BRY|+^|OANEH6H.I?_1K6D>(
 M,32=8M?J|JB@#A_A!^2? A"XP77@N^*^\$6A6?7C N^*^5IK5AX&O?L< M34KSPM8>(|FJUVPT:ZG4SV=CJE)?
 7EFDGV_6JO#+\$+F7O?@M_R:UX" (+ M|X6 J5W^* 7J0R% P"!TW)K7@+ LOWA, U7?Q4KZS@7 DL>^/QG3 /3& M /SOQ_ Y
 IQM P!B?O) ^I>5!Q %%%?UX?YMA1110 4444 %%% 17!|?1 M!#,)N@ P"Z?*!06Z >OWX X,?| T'_13 P!ZW7POB5 R16< JR'_ M
 *L|(?K7@9 R=+AC NL?^J,CJ^*** E\$ T_&B7B@ HHHH *** (X_& M,%?OX(>KXCX \$O5 %7Q>_S,(_%GQ%&.S!10%NN>
 M.^OPS_ %UQ#_J M.T/X4.AK=SK)&OX1/P^&+6/#7AS2_*^CQ/KQ O_B7XN|,Z|7B7HOQ'G M
 &+JG+00#/ "S/%5S.=^&NI " 2)LQ!%7UL?#Z|NH+/4 B8^MS>& M727=J+U>CTE9,90%-(& GQ@_98!-Z X!^/CKXE \$,PU!,
 N/B_X_L A71 M3?%7Q4U2?6J+^!LFM3^%J8^(WQHUKX7ZSJ?A&WT,PI|0 P!+XB?#8S7PV2 M>)/AAV_ 'H?BS2IC T8=JOJ7NU1>
 (A2G!U/AJX,18JPC 6414L#F"!56 MU3A\$5CA7*G4Q42.DI5XTXRK2HSE.QA%JVC&^M(7>36/.H^8,SP@R"5M?
 U/5,927!51GS4M/V)U"E%F618WD0+(JRC*\$10G M%QG"4H2C)6E&4)2C*DJ5*,HRBTJ4XM/5,F\$XU(0)J0DIP04AA. +O<&Q.C.
 MXM..,H3A*+6,9124!ZBN9 M|5? H2O\$W @7X ^VC^WM5 Z\$KQ X%#^? M)K|DHZ.BN9 M|5?^A^3?@7X P#FMH M|5?^A^3?
 ^?@W YK, /X?_* M 3G (= M6_!J/AA X6 |ISU^Z5_M YZ?#^# PL,|YQJ!?.0 F7X Y M%?^.2K S&HJK,?^20/50 #T^& A8WW
 ,SU" #17JW G!,A MPL,|P"9ZCVDAYE^/0>SG * P|AS|QJ^? 3C ATK^U, P|/AA X6 |P#, M|1 PZ5..M YZ?#^, +& F>H|J#^9?
 C-D'LY ROI #, ,BOTY X-* M M6_+3X8?^%C? S/4? E?VK?^>GPP P#(QOO_>F7X Y!_?K M S/S&HJK,?^20/50
 #T^& A8WW ,SU" #17JW G!,A PL,|P"9 MZCVD/YE^/0>SG * P|AS^F^BN9 M|5?^A^3?^!@W P".VC^WM5 Z\$KQ M_P!?!@W
 .VN(3J!Y^G^WM5 Z\$KQ X%#^? FMH M|5? H2O\$W @7X ^M V@#J*Y^G^WM5 Z\$KQ X%#^? FMH M|5? H2O\$W @7X
 ^:V@#J*Y^G^WM5 Z\$KQ X%#^? FMH M|5? H2O\$W @7X ^V@#J (7 @M_R:UX" (+ JX M6_+5= %20U4 M|5?^A^3?^!@
 @W P".VOA_ @H1^S_40VL@QX9^7PZT& MVT76J%>^B^ JZ|ZUH^G,5)I6G>%&NA3V|O/H5/|XCNWU|QO'8R1126,5
 MLUM%=-NJDJ0PS 1(80#8#B?(9C!/#87#9A3JUZ|5M4Z5 4<7%SFXPG)14 MIP6D),|EIV^((21^5=%?JI P. M= VN?^?CX3 ^%J? P
 S%' #G?!.Y Y^?A/ P%"IJ?, S%' O7!W 11Y9 MX,K_/\$S' \$)?O *(G/? P1A/ CJ?E717ZJ?!.= VN?_ GY^\$ P#X6FI M, Q1 P.= VN?^?
 CX3 ^%J? P S%'^O7!W \$4>6? @RO /0?0E|2 ^ MB)SW P \$83 YZGY5U^!#, FZ# NBG_O6Z^6 ^[7A S_? PM 3^
 M9BOTI X|P LE?&2J# A<6< YCP1FF|R_ L#B M|76^I>RPJ&=5U^GL|AJL^52PM, Y<3-YQJ|V M=Z|J!((O#OCG(O\$+A,
 MXX7S, +LNPO! .UC&3FPEAXT*MLHQH"ESRIYA7FO.5JM,G&U*703BC97DOUA MHKF?|>U7 H2O\$W @7X ^VC^WM5 P"A^3?^!
 @W YK, G_ MLZ.BN9 M|5 M?^A^3?^!@W P".VC^WM5 Z\$KQ P"!?!@W ..V@#J!H?Z?_W%!"TMSI=JI M+K*T8MM0DTR29T"
 (PC5M"U4!<1,7,0Z3,XW|OJAC>0H O5XY1+SK^S|X MC|7,90@!5!)?WQ TK5="#>*9?ACX)D1 M\$UV&*WUO1 _VN HAU/Q)6
 ML6!\$&JZ?K U>VFH0PQ17< R1HHJCHI65^ RY6N<.. RYN2HDJL..W R5%&*J
 MOOP5%\$*10FHO46FTK|M|EA P_2YZ4N>F P_7/3C11-N|C/WZ/Y,X MC|7,90@!5!)?WQ TK5="#>*9?ACX)D1 M\$UV&*WUO1 _VN HAU/Q)6

[9'6JUEV/Q:&2UN&A1XK%K2WN3 MJ%U=%N5,(RY&V1+|[RJ|NV",V=I%,M889"IT3Q,2Y?@MQN1L,<|PU5M-
UW7M6EEEMM&TT6,-W1,F274!&1'(4+!,1CY20WXUH>MFZQ'KVHZKJL6,3750!D5I,FWRS)DEF1ET/H P"NA?7Q?
J9>Y.BVQTR438 M&I+YFC|P1!A%Y0!&2#C?G>O2EU+Q=J5MVL7JE%!/I,TL"1C4YXQ7
74M!?,J19+C47NTU@2M!LB4R,Q@>2/FX UF/KT MK=G,WNL@>+198/U6-.2ECM4/JC=QOR#TS4QV5 ZV X(XM O^-.
MVF3,C/[J3M 6VF+<],7+3KMQUW &ASUUX^7.1IM10>PO2TV),A1112&%% M%% 11110 4444 %%% 11110 4444 %%% 11110
4444 %%% 11110 444 M4 %%% 15%ZU>PLM1LM/N+E8JJ+|WC()&E1D^PXJ,NUP#B10\$.L.7FHZK8S
M0P" T>,6=O-.99%"V'E#C.,"|JV0!V'74+,:WMJ,:?DMU)Y,*D*G:3.ME8*HJX20*D/G2XCWH) S+B2
D.02#PP!QQP>A'(XKS&^M/MV1=3Z#J#ZM M JUIESKIEQ<716V61,K3I8H^56,-TIVH(YB)J<|<@UF MMX?
E@M[2W&DK!|N\$EXDD.FAS72^=HJHXCC9#GR,91D#ID4 60|UU)3Q,^N MGJ?<>NWM|,Z=9R7=WY<\$8Rj,2<MA OY?*B2"VDG=W
MP6P% C5FZ^3T15YJ,CW/[G3Q,MIFHZCJL6J+^Z^QJ(JA,192PC,<+&#=-|MV>K5UOCJ,<V% %J,*0.AODGTZT
Q+ \$ODRC(3RWXR0.5/6BWY YE+5V|COE M|8Z1,13S#4HQ Y\$4,Z5="61JL,"QF>1@Y QQUQJ#XFTF>S2Z6Y<10<+:M[9](\$=920
C(RAE/Z@=17%.S)=0%/#J/BB=,75&:>?166XA4P2,8 LP M!7 SY,?>Z^BVUAJ,MF9!J%U#)X@MKB.XNK/R,B1!LW(@1<\$\$ E5X XQS
M32_KYK_4G977J, .1U=MXRTB[U^SDXU3[5|NYTB[38&]"EBT8"J<DD# M@+50U@V50,CCC5(AH9!!)96J(5.UB&FR
>A(R,45RGQ(M9K|NW@T%|J| M^P\$V5,26YVR98D1[2DA<8'SD@G(QNQBD^A25VT>DT5YJJA<1^,^CT^YNK MJ22 L,K3Y T;.%#
-'*=<(HYB?DMGCD&K7Q#MFO16MAH109392&UN'M)15E MYX55PL,|AV*#>#P12EJJN*KMZ?B>@45PB|,?#O11>P7\$1 SIXGB*MYK?
O M\$W\$0>=A1-TG7/7**|ZTWP1-336!O+|FXM=-E^RSW5KL\$40FYCP19KJ*N,9 M8L!ZMUIJLM MYL,VD1>4P?
N9Q/3K7F^F>&FO+K0X+^R.ZTQ,BI=87TUJ."M* HU"KY3NY5"-V%?>Z,"J,E IT:W\$ AVZNK@Z4JLA6WD#|5G,Y3@W#9!
M"YRP&IG2YZO17D-CIDR7=T="#E3PWJNAFEL8*EBBDB,|CB@EL2,"PV@C M)7U@33IKS2[&S/T+&S40U<-7+JJK&JV3!&ZMP
P!YVGL,H8T>RU2U35 MK/1[5,F]>149UC01Q*|L>BJB L3J!7.W%CJH^&T5FCW,UZD40D#)Y=0U"!PZ>A#4, H,6>P,81@/.<1.H**J
Y (SSZC%+7.%?+3?M=S93BUFNFCB=8X7TU[N%F)&,&AX9. M.)>IGFL,Q),WMY|TC65],C,F>TD|R(2&6VD?C%6/H015BO'KW1
3D,|A7.JCW7@@6. M2)KTI,UV^P=51T,%,2160>X(Z=UIE,^) + NGM|,C4 0 M59KK3GR,|0|QW, M, E8P/2YZ=1112 *** "BBB@ HHHHH
*** "BBB@ HHHHH M *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ MHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@
HHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** \$-%D1D=0RL,%2,@BHK6TMK&UCM,2WB MM[>,8XHD"(@)
IP*2|O+?3!..|NY5BMX5+R.W10*CN 2M+73Q?S3!8JK!M M).|& !DDY!&C/ %NBLAO\$^D+9=<2*BR^2R&WD\$H?&=ICV|XYZ=>E7
M8-1M+F?R8)A(E+|H)&QJ|3GIS@T 6]*** "BBB@ HHHHH *** (H."Z14 MN(YE5UD42(& 93E6&>X(R#VJ6BB@ HHHHH ***
*FH.7I^KVWV,4K&UO8,A MO*N85D7(X8\$5!/.PVL"06,<,8V1&H55 H-*DHH *** "BBB@ HHHHH M *** "BBB@ HHHHH ***
"BBB@O=WUCH0EO,J"VC)PFD" GTR@EUS28 M+@6|NJ649K2"O="|@N|/|,6 VB2,./,&)>%1<=|CDX"!O@>AL0:HJU=26M M0?
6TMO'G%?,K,N#@Y.1S5NN9T, BUODM, 8ZBUCB51TOH%3RC+9&U@H#Y), MH6'N. 2MN*G,0#ZD9HZ!U%HJ.%F>/+8R&(X&A(J2@
HHHH *** "BBB@ K M\$O/\$JM,.PNFBSOKB7*AVMX@RQDC(SSL<#/*@5MUQ'B73=8N\$,,NGV 64X1 MF @?
9LPO2,CY@#D@8@(.M" W0/9G1_VXZC@#UM#8WDT.2>2|S\$BF 9,9VGYMW MISC:>345IX@.YU@.9+I ,3F(S%I3"RJN< C9(Q&3P.<T
8D7ARXJ9+Q M:1QM0|Y56[HUC/#>ZK>W<>V.ZN3LRP/[I0%< M=|U,|H|T+S K^OT|FO1110 4444 %%% 11110 4444 %%%
11110 4444 M%%% 11110 4444 %%% 11110 4444 %%% 11110 4444 %%% 11110 4444 %%% 11110 4444 %%% 11110 4444 %%%
MRWU72[NJN|U".^,WVF22*TDB=6%"L.R|PV97HD.Q:VZPSQ MP3^6|D8@#1+L\$)CAD"QJ|D9Y.#DD=_136C!ZH***0!1110 4444
%%% M 11110 4444 %%% 11110 451U6T^V617?>(-YCM)O*>7^YNR",^S+J<9 MK&TG4|J+P5>74KO+>62W 9)N=&0L51C_ \$0
H|H+2751%,K!\$LJ|YLBSE VT+ MQM4XX J37E=>D #|D 3 P#7TW H*4F'644444AA115>JFCM4,26UM6NIU R M0APFX_4|?YYZ4
6**YJ/Q3!,ZD 2TMTO,#9N@L7.Y63>5VML7TYW=2< M>>@IVN*YV%9-DZG M &K%<1P1+99FC@DW9|Y5X+8QP
P8#KD#/>M"D,***ISZMIMM,T QJ%I%*OW MDDF56?D\$TTFJ1,LERBL +MW1 ^@K8 P# @0G^>JNZ/T%, P(3_&GRR!
M\$^TAW7WHT*YWQE>K8Z0J,-XPA9IY8HU-T4(2"V1C<#P3@UI?VJH_05L M? A|R?-
&A|J8^0VN6MM,@RIXKA"4W*5!."#@"C^76ERR#|52#=>BA|MFJS#3-LMYJ5U9BVEDN+RQM84)8. XF&%
,*CG/8-*M,SJ5W.0661VFEJ2R-M6TS0B,|,OE,C\$,GEDV+P<@Y49XP:1+0H+5+>V13 N^|9>1 YY8EF+!@
M0^23RH|YQTQ3KFW/4/8M | A(%CL#&D,V27<9B=5X Y!C7,1G05-T<# U6Q | A,A/|T2|Z"MC P!"!2XTN678ZM(JUJZ
M"BL ^W= P" @K8 ^!"?XU8M,^SO= P!DNX)F WE2!MN>F T5U?4,X/2 N C P#W2 TZUU%8J&(1@Z,DC1NC>JLH!Y(MX>F6^DV=I%#&ZQH^7S7(?=JXN?G)J6R>OK7AU%+ZGJC M+[^)?8.1 M8.8!/.PLK,H3+RN^U1T5=Q.U?|D8|M4+^&M?
|+NLP?LIS^,^&^,GY F M,YL|J|6H1 5/[PO|2 N C ,]^HCKP&BCZGYA .7JW@? @'OU%> UZ?| M#G D7KC
*^V P#0\$K*KA 9QYKG1A|9!?.)RV.OHHHKE.*** "BBB@ HHH MH *** "BBB@ **% 9 WW J" 2U%! JS OO P"A&I. "BBB@ KR?QE_R
=| M P!L P#T!|J8KR?QE_R=[VS +0%|IH3,*BBBF(*> "BBB@ HHHH *)^ M W (G Z^F J|20 J)>^W (G Z^F J|2DQHZRBBLQJ|JE H^P
G Z^F J|2DQHZRBBLQJ|JE H^P< M!N09+5IE208 M|A|F>QJ|0AA^%4,NT0|P +Z" T W)MMVU&XED7/5W YSCGU|M2B@#G= M"TS4K?
1|JRU0|6TBN9PS/%>< #.|19R8H@-@0!P, 5/"TC>J|TF6,R.MDU"RMX85N73=Y#0KR1\$KD C.#QSCI74T4V|P!@-
1.>#J|/37%XGV6.R.MN2, QWF3*S*460\$8 C"E5P3PQZ=^RHHHH 5Y#XV Y&^ [9 +HM.]>KR' MQM R J| VS J%K75A/C?
H>=P1) IS1%&%>D>&%&% 11110 4444 %> P# M/ F?|JL 9ZX" N ^&? S% /V7 L,88C &SKP7>/|-#OZ***D^B"BBB@ H
MHHH *** "BBB@ HHHH BB UD +OC T\$5+447^LG WQ P@BI. "BBB@ KR M?QE_R=[P!L P#T!|J8KR?QE_R=[VS
0%|IH3,*BBBF(*> "BBB@ H MHHH *)^ W (G Z^F J|20 J)>^W (G Z^F J|2DQHZRBBLQJ|JE H^P
M>=HVK7"NJ 987",5Y|0|Z#G>D_UJ*U|Q/P) M(!^M/0Q%|ON\$O)K^QD(SLN)PPT'-H|< .9 %CP)*&B2V@ /|==\$ M?
-P*V, +Q,X,U\$D660Z7<,JQ7<\$.24 T, %O5Y#XV Y &^ [9 +HM.Z])|,|#SLQ A+U.?HHHKTCPH|HHH M*** "BBB@ KT X< P#(07-
%JM P@)7F%>C #G D7KC K|, T!|Y5 #. M|?QODSKZ**|L|*** "BBB@ HHHH *** "BBB@ **# 5G ?? "2U%! M JS +| /H|J6@
HHHH *|G|9?|C7> JL \$!|J8KR?QE_R=[P!L P#T M!..S\$"HHHIB"BBB@ HHHH *** "O2?|A| R) |KZ, |2O J)>^W (G M P"O|O|
T%*3&CK*QO\$VEZKJ^D&VT,6FT>|P, +E8!+P,Y7:2.0'; % (9YL MOA|XK6|8V C72|_ PI>Z>(Q^. G^=(ES|8|1AYMCX50D'4122HQ^A)
Y5Z5 M10!YG PFOQ(M4S= #,RD#GR 4C/T:G|6,NT M@|XJW= TCG3M&M%4-
,L>SMU1PIA%>N|0!L5YXR Y&N| J9 ^@>130F85%&% 04444 %%% M% 11110 5Z3V0|D 3 /|7TW H*5YM7I/P^ P"0/A J3?>
@I28T-91112 M&% DC25=LB*Z^C#(IU% />^ #FI\$&^T#2|DC, #|1L1GCT)"05C7GPH" W MRE9?#5DH/7R=T1ZYZH1BNQHH
+|17 "VOM4T^PK#IMGMO5Y"XV Y &^ P? V. HM.Z))|,|#SLQ A+U.?HHHKTCPH|HHH ** M** "BBB@ KT X< |B|G #G
)%ZX Z^V +0\$KFO7|JL M- &^3.OHHHKRSWPHHHH *** "BBB@ HJO?77V*PN +KRGE|F G|N,99L#.!5#P M|K, NMV3W V|VL< !RJ %
<57P2#S@=\$/-3N* >BBB@ **% 9 WW J" 2U%! J MS OO P"A&I. "BBB@ KR?QE_R=[P!L P#T!|J8KR?QE_R=[VS +0%|IH
M3,*BBBF(*> "BBB@ HHHH *)^ W (G Z^F J|20 J)>^W (G Z^F J|M!2DQHZRBBLQJ|JE H^P< M*** "BBB@ HHHH *|A,? (W|W /-
%K7KU>^ O^100 MO^V? HM.Z))|,|#SLQ A+U.?HHHKTCPH|HHH *** "BBB@ KO|X9 |Q3 M ME |/7 5W P, P#F?>
,+V>L,1 #9UX +/ ^NAW%>>22!11110 4444 M%%% 117#7AM?^\$BN=QA MC^T|<6^?| 6^1M3=M|[<>9G"7 |1SZ?<7U_+
M|+23FQCLQRP),NJP?/J|-MSCFA.V|J3NZ|>U6Q,2+ZY*RK<1S\$3WBX|L M",RY E?
G|QNQPB,,5VNF7QU+2H+P1>694W!"V1^|QR/0XZ4+X\$|7^LG WQ M P@BI:@43JSC9=&S9^> . /3VIVZ?|YYQ| # (4
2T5%NC YYQ| # A M|NC .>3^,O^1K0?^V? H"UZGNG P" >T,?0,2U|R,?2*9V2N, @#& T|, N|BHM T P#SSC [^" C/- M
,X P#OZ|,D,EHJ+/-SSC [^" C=A|HX ^ A PH EHJ+/-SSC [^ M" C=A|HX ^ A PH EHJ+/-SSC [^" C=A|HX ^ A PH
EKRQM R M|J| VS +1.UZNSG .>820(XL,2G4H074UHKNO^%S P#03C|/|&C A6L |T S X ^ 1 QNK^
ML4^YY7UO ^ 1PMM=U PK6? **" G VZ?>9/0E,F|E<9 M& 8/16%>M" <19UX3#5=7FD#^#>< J|A4VQN9K^>2XGD+DV,? ?
(H^S0?|8 P#OD5|J M=O-7 IY=|JL&W O,D2N P7OMW94 W(8>U<9 H|< K7E|E1|S !|MU|/J44, M|FW\$4,1|J4|LA3DN22JC(4\$8S0!W?
V, #|X P#? H^S0? /& 1 Y%<3<. MCK=QX/MM<76S W M5\$=K|QLMMSZ7) J4 MNRJN(XFM|LJBUB0@!MTVTGS Q^7YQNR
%ZFC,6P1'5 9H^>? R^L T M /& OD5+12 B^S0?|8 P#OD4?9H|A GC' -|BI*(|OLT /& OD4?9H M|^>? ?|J6B@+|+| !SOC|Y%&
!SOC|Y%& GC' WR*EHH B^S0?|8 +Y%& M GC' P|BI*(|OLT /& A|Y%& V:#|XQ P#?|J6B@+|+| !SOC|Y%&
M, # GC' WR*EHH B^S0?|8 ^ 11JF@ YXQ |BI*(|OLT /& QC P" ^ 11JF M@| YXQ |?J4(JXLGBL|P6DS8 G|H2%1GG /& <9P3D
|X2N)75M9.6'2X M|7FDANM5|ZKY4(E.86D? V>620|C9CKQD9H6KLA^9W7V. # GC' WR*|L MT /& A|Y%<)>? ?|J6B@+|+|
M0ZSXHUNVTO1HHXXX 1.6R.J, "L(ED1#&,Y^9B6^>?|LO+|? !| M|?| P|8 |OD4?9H/^>? ? R^EHI 1?9H/^>? ?(H^S0?
+8 P#OD5+1 M0!%|F@ YXQ |BC| !SOC|Y%2T4 1?9H/^>? ? R^L T M /& OD5+10 MU(XX|{5|< HQ3J** "BBB@ HHHH *** "BBB@
HHHH *** "BBB@ J|J M6F6E 75!|9X@OHVHSLSX"J|@EBP2:SSXMT8>M|JHF9&F|S|B;651 - Q MG9Y(7S V.< M<=|LM MYM U|T

/XGT>WOHK22/F2[,,D+O&N_[FZ0 M*43=VW\$9[5QL>IWEAH<>DOIJP#4IKJYDN4TV>,[#),!-=J(Q\$15NA V]3V
MIT\$/H^T.59Z3IMCJJM"9+2#[\\$WV-YVE2J20M)C"X&000Y1NE.VOS K[@>C M]#?UN=S10.XYZT4@"BBB@ HHHH *** "BBB@ HHHH
*** "BBB@ "GJ6J6FD MVPN+R1D0L\$54C.1W8%5%19C1 \$UGR>+J\$CLH,OH1.Z2LRL+%.322@KJX&J4 M+KMFY
QWJ,Q%K,FAZ4,1+3[N^E9Q&D5M VR?XF"Q" CJ2 28\$[5Q]F9JN MG,Z,5+j.2.[2=)N5D-
Q(8F!.S>Q&5!P1P,GOONH"57/C#0,187DOB| MX6*LYB7RT,Y". HYJ3, M \$C7 P#A "U:7.36J7^V"5+B7=,VP@D4ID..\$ZDD[CEM]A
<\$4DFI?U 7 ! M/A/K 7?]>DT445(1110 4444 %%% !1110 4444 %%% !1110 4444 M%%% !1110 4444
97B0D0Z9J@DOKRSC+JM:E,N! "P=6.4JP1ST%4IO-M"CS16Q,7J560MMZQWB+,-,(W!CP(-FWY5/W78DNM3U&:VR.9K*1T,+2(05,;F
MXWJK@.Y%\$=3L,>ZO%);GO11,SYO+,(8)C1VX(P2!BNEHI MW 0 *. 12T44@"BBB@ HHHH *** "BBB@ HHHH *** "BBB@ HHHH
M**** "BBB@ HHHH ***
"BBB@# V0! end GRAPHIC 21 tm2419691d1_ex99_2sp3img007.jpg GRAPHIC begin 644 tm2419691d1_ex99_2sp3img007.jpg M_JC_X
02D9)1@ !0\$ 8 !@ # VP!# @&@<&!@>@0*#!0 # L+ M#D2\$P!41H?AT:IP@)XG("

(L(QP<#7J#A(6&AXB)B13E)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%!@<("OH+!_0 M1\$ @ \$"! 0#! !<%! 0 0)W \$" M
Q\$\$!2\$Q!A!40=A<1,B,H\$(%\$*1H,!"2,S40 58G+1"A8D-\$E1<8&1HF M)R@I*CAV S@Y.D \$1492\$E*4U155E=865IC9&5F9VAI.G-
T=79W>EZ@H,\$ MA8.B(F*DI.4E9.7F)F.HJ.DI.CJ*FJLK.TM..WN|FZPL/\$Q<`R,C*TM/4 MU=,7V.C:XN/DY>,CZ.GJ|O/T?;W^/GZ_JH #
,(1 Q\$ /P#W^BBB@ HH MHH *** "BBB@ HHHH *** "BBB@ HHHH *** "BO.
MX9[VPRU&UOKZ@O3WH5=3M[S18S1O(52(P|P(R057-67CC M5#),PGLUS+:,0\$NG7,|EP7CC9G\$R.QH5#YVP2<'D9!KA MI+CQ,A)A14\$
W15U J'V2[1=6]B4D%NC0N2S+D9!P!ECC@=+@#17*2>/J \$ MY\$5EJ%Q:AX8S>0QJTO:95. +^ <-VY1PIP3S@SSRVXLU2 M+S\$DC
+!B9-GOYIW\$>J 445R(17@G=&R@ MZBACM+R"YC:6TCC11'=(.%\$88D=0<%)JR.BHWA0365SKD%J'N
MLD6>U\$.D.&.)AA1SU,>&7C 9J.0CH,*YI %BZ>5M|0M)Y9K>*ZCWCN)VM,<0((%59DWDX)X7>0 3TIMIXS9 MK6,2Z?|VZ!>,Y/IV|JVAUE%9J.S9#0#K22AK+| M/JI63IE NX?16%8^,7@T&XN &XX|FZ6 1/(55P6#9^94,PVJK &E8!)?F)4AFQ@8POYO
MOO\$,H* VJIL.Z!&SKK,A)>/AV4*>NP%E #(IVL(Z"BN?OO\$B6= *WRO800 M1F1D4M)) *P\$2)SC)&V1 I*.UC%Z+>|M,M5|R_3\$!@(*,5-
MHP02.HZJ\$ *^QU=% [4W7V>,2M4MV2ZCM9S+ "M@>3'E[B'.0VX8V|L9^;,3Y7>Q.U.YT%..YEM|R&SW2I>O&OE3 \$+&JN&+9
1NJ@'<`\$U?T%7%UR%Y4L+RU0!61 MK@ (5E5NC*R,RCITSD=P,BD Z&K1110 4444 %%% !1110 4444 %%% !11 M10 4444 %%%
1110 4444 %%% !1110 4444 %%% !1110 4444 8L?A M31HK7B6L@<2^<(OM\$CD+)G,0|O/#9YR%SGFHAX, T\$7*W'V.0NCN18-
U*5C M+A@^O=VU 0QR% "J!6 10F8K>J% XAF^R #\$\$4(MQ((WV| ZMLA&@L M"1B1+?PUJ KJAU&&W<7:9G,|C1HS?
>98RVQ6.3DJ 3D^IK6HIW"VE@HHHI M%%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4 M444 %%%
1110 4444 85JHM |V|J.CZG#937\$.QW" W%J9T<1G,P="K" M)&Q/`1 M|RIW3VWV6ZN+N|0|R,F,V>AJKJ A?5T|06 Y15Y M&I=W-S)-
+ 2/S(U4*4WJ6Z-01 CVMM% MMW8K\$7PXM,BU>&6|G=" Q| M6ZR*TJS,7=2,K (^
M.V=3T4T2^DD9&M'0%Z3+P0K>P=48>Z^YKF %FHZFT7B4V%ZUHVFV,8B M.&W.2S @,N3M50#CCFH8-
:U 3M4U..:YM,BQCU>WM)(WCDWGS(X5)C|B_0 MS|MN&SD|CJ:5W72VM2 K@"SU77YM3*.8QN=CCF|TR.YE&T Q.YPC &058= M
UH1^%+6V OA 4.1,J'ZJL ,^3KQCS.OMTYK\$7QAK"V CJ?V(+#3,[@6..S&CH|O(RMD,T M>0""RD#!
(QR,5F.IKVM7ZKJ77B6,3M4BAM,^9Y5LJK+&%/164DQS KR=NTKZ'G#LWJ3=6*TC@! MFT"+2ENM .(22.+
QI8EMUW8 P!5'0!BVX^7#D#)R#QA@^&MEJ27*M83@^4 M9I, -\$V.YN28U504E8 +D,Y5N_O,W|7(M|+%"C|P)&L8X OR,HZC|H4GN
M3QB>VOS_(-OL (T+POJBDL^V, LES=3X|K&|SF8XZI,=W70CM6?%X)O+6 MT6WM=<|3IT>GRG/*6168EU^,Y6PY SD#J0>V??
^=5M!|TR|A@LFN;O1Q? M,CJVT2%X5P/FR%>MZG@<^MVXU05X|J33|PVC7,,H6L:30+)&A24\$C*B3)(
M(Y#Z#I3DFFT P" N@E.R0!OFL>J#1+VPTCS6FOKR*2&9"B?@L.HB6,+8 M5#T)W80C)KL+ S@M, **RCC
MXHAj8XV@80^5>-VGB?Q'ICA2YK6"2%XF MDFOY,&>6,G>1L0004>,\$YKE,S4-36XO&NUN)FCM +C95B>452S%1ARXUQ)
(,P,3!-5L)A6/8P?+&S8C)& ?08YV+OPO|JG09/MFWM|5?VM[CRL/?)O>O.?+ZJL|/BNAH|SO<+%.?/V+73M5,MVTZ 0|LD4J.
M5%J#N/N^J.V=P!8X^4@ DC= "PUX5. @7E=//.)=!0T-E9-98B1CYV0,P, MASRW &<#@5TE%):J0HHHH *** "BBB@ HHHH ***
"J&LW5W9.7/90":= M<84J6P,C+1RV|DX)Q5^JJ?;,1X/F@)P1)"^UE(G|D#O2= [.-6YSD? MB34&!*|J<<5EYH6F* MC!)C4AG/"0?
7H*|L # M:%;I,SS2^=M,TQ(#,0% QQ@# "@8J|^6+K2Y,Z MX9Y,N2+R%DM7BV|HCM*MU4@YR#" A3M?
0E&% PD^I26DUU\$MFJ6=HMQ<R M,3)EG&%^8, #A#PD7+Z.H!" NQ@ OS@ \$@XS@ 07Z,JVJ7AV| MEAU!| V B|^6|@EH|S|JX*
"Z9&>F>J%AJ=C+9W,RY,E3@ @Y!| \$ M\$ A6,HWAJ#2,6YC, YCN|E=LMQ)@,5YP, #&XJN|)WLOJ42Z/27%SX2LK M^= -
PK&T.YU>|M5M|W1 2M 5FMDEQ>6|N0HR|1K&C M|K|C(RIK,M)*DLX+&QM|F06%O,&U1+ .^ H4|@ 00>01UZ>E2?PLEU,S1S
MZMJ3RR1^2MQNC\$D<>02@(0#P,D@D^M5)KF,6Q*09(Q7UO5HY:80W%W>QS7K MPP7D, -/H VUYI\$4LD|SR LCO)&(WW*Q4AE/
(W M#&#C@D9%5E!.*MK!"=3O2JL^ZVF"0HT'RE<%C'D8)&"IK1T^PATVS6VA+L MH9G9C.6=F)9F/N22. +5%%(84444 %%%
1110 4444 %%% !112,RHA= MV"JHR23@ 4 +15.RU&QU&I, &JMJ 3M9X)5<^A(31313PK #*DD3#*NC
M|JZ@B@!J%5,34!/OWE2R0K.Y>(XD6+57*T, #Q2RZE8PP33RWM0% VR6115 M"QMZ,<|D=?
6@"S14501.K&|AU%8VK.C>0ZC9Z=9,0O/|,TJS&74! OR@|IEY|KCG@ M&K6BZDNL,-Z@JHHG3<0IR>AP>XR#0!!>>16^O,N6?
YH+VU^S79W1 WWMB, Q5, JH&>J5HO AZ,&1%LI"B\$. M7N169\$#,E"!ME I*|<,>V*Z&BD,A'P?HAAAC^SW.*II, +R83,S|MTF>
MX(#@#@%T%.M?" A6 M/6UB(X9|,[Z"5R#&ECL"/R|-7V%,-% +0PY_M" &AW%|EY),/YJ/* MQ(J%XL,*!M18,0 Q&<#&<5/9^&|L-
0.^MK>19B6* MAIY2</8S.SB,%0E6|F4,K<48! FCR3|ARHR>..T,1,2TM|6N0M9P MDT,0QJ%P(HTR0HY_O, QSQV.M" B@ HHHH ***
"BBB@ HHHH *** "BBB M@ HHHH *** "HHOJ9/ +X J%2U%K-) J? H(H MEHHHH *** /O A8.K?
+^JE WP P#|51 PL'5O^?>R P"!>BJY.BJ). ML X6#JW #|V7-# P#Q5' "P=6 YJ|+ OA_BJY.B@#KA A8.K?^JE WP
M P#|51 PL'5O^?>R P"!>BJY.B@#K/^%@ZM S|V7 'P P 51 PL'5O^ M?>R |X? .*KZD* L X6#JW /O9?|V P#%5M^%O%
JK>IR6U\$%,HBPF0& M6|R&4=R60.*ZSX??A^? KU, T)*0STFBBD, ***ANH+>UDEBMY+B15RL, M9 9S2 D@?F.
J|XJS|5.OJ6D-24BLK/4 1O-BV+R(TL4(B.3L&4N2(?)>7G M)J|JW/C|{\$>G,|BRVR330RE@S"YDCF\$1CA.X88@LXSNX'3J0!>Z_P!UH>@
MT5A>?"4&O&Z,=U,,5DW101R RK">%=QDXW8+@#?16[2&%%%8' FWA| H M|? D&3 ..)JE&4MD1*<8?
\$|&_69XABA|,W|=Q!+0L'6W4)C'T@|CVJ MC_PFWA| **" D&3 P")H X3,P| T\$/ "#) P#T \$93,E5Z7|R^P",6^ MKV>JV3)#
<6VXL|RU4O&4>9(1&*><#IP,|C'KL^%,FTM |&CI=30QK). 19 M& W@*20>O)@|I|C'PU"NV%5%R6PMNX&2 Z")|D P#BAA-
O#W_0 P#,G_Q-LYJC 6H>W|S+| MQ A46!.9<07-K<'O|H?^0/ (FCV< S#V|J^92, +08|EXHT,4, R.TM+SS|Y,|5 M|IQG)& @
%0XN.Z (SC)7B|A112*BBB@ HHHH *BBN+.+3|,S/M|E MB0D+N|9QSBLI.BN84/E%|PYX&6P>9JV=-NI?#JE=0I
MW=3|X|X+1JQ,3C)0XS^2-2 MX.C:47YU&J^W|PWV0,?F8"E-N FS&"?X?>I&VPG3XK)+NZ2*88B1364C<|Y). !^0%37/ 'K_N^5
\$M%/% !1110 45 M4U/4(M*T^6|C5VCCQD(3R0.Y'K?/P"=)P?>|X3_XJ@#K*Y/A8, MD|+O>|V|_51 PL'2?^?
>|X3_XJ@#0UC1M1U* MIH IMX| #YOLLJ|T MJ/|#D=LBYQQ@C/7&(| #|X3_XJC A8,D|^|P!) +4!18U+(N2<#/S5TU !1110
44 M44 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110
?MU3,)'XY5L#RC|PY "U|Z 4T5RVL>M|IK36)K&VEMX1,1QR2M<6|LBMO)X|IQ\$!JY@1STXKJ1R*EPZV"BBB@ HHH MH *** "BBB@
HHHH *** "BBB@ HHHH *BB UD P#OC T\$5+447^LG P|! M?^@B@ "6BBB@ HHHH *|HHH|J|B0HHHH *** "BBB@ KK|A| R'Y ^O50-
\$* MY.NL ^W "Y P#KU, T)* /2.***DHAN|,VO|62UO+>&YMY!AXID#HJ|"#P M.2SLK73K2.TLK.&VMHQA(88PB*.O 'J>B@#E|R?!"
H"7EG*HNY,AUO M=/6XAE#R.^UXRP/ &[@A@5TCQ!|J*7.M!B86JNL.TQ^>RL^YL,,H HP, #UKI** M5^@!7@>_5X#7?@^IY&9?9^?
Z|1117<>2%/% !1110 4444 !X) Y&^Q| M?| HMJJ+KRP3 R|JC M/ 1,5Z|7FXOXUZ|N9= "2|)%%%,0^ M140?^V?
&M>3UZQXR Y%21 P"V? H.UY/30F%%%,04444 %%% !1110 1 M?T3)#^G2, 7U% Z\$|JKFGC1A D/Z= P?
47 H0KV.DQH***OP/3BN4T MO|J|8|27.D7K?>2QVK7,D6G|K4Y&V RS?6|R#A|N, &MVPT,3,*|YTW3K2 MR,|J3,0+&7,U,
Y|ZUC6>@W |,M&J,T>9Q1RVWEVODOA9,CIB.% M'W50=|=, "W#H9)7.G PC6HZA,6EC/ZD,,F8F2.WCWJDD(89P"2<#W|U M-
H'C=60+1.WN)K|V>2W&*<*TYPP6(%LD!,1@G#K|U|N|3|T|,|.)#=-W<MET"4QLWX^7KSC|7BL|O
0.|L|C^TOF5HW028,M<DWG|E,=|R_7|WRX&,T MX|_E^0NGWCG9444AA16,K6M6VA6,75TDKH@C B)R03W(|*PO^%C,/_P^
MUJ WPG Q5,1|SDK1& Z| #M*5F=217(?)&T? GVOO| O/ (JC A8VC | M|M?!)| 53JC4| \$ 6|AR ^|TS|5|G7_G,2L?
F2|MSOWKCKGC%9UKX|EMK MJV|VU&M+2>2XMX ((D#ONSO2=|P^=N H|<|51 X6 H- #|7W ?^? 4%?|+& MT?|
Y|K| OA_BJ%1J+H+ZU1 F1>O#MS>FY|JH11 ,K=8+X+,GJX,"QY?Y M#AB= W.N@50B*J, "N1 P%"C,/_UJ WPG Q5' "QM' Y|K|-
+X3 P** MI^QJ=@^M4?YD=?17(?)QM' P?^>|X3_XJC A8VC /M?!)?"?_5| MV 3L|ZU1 F1U%8.B^+| I #7,Q|6UBN4=(S(3|J@8!
{&M^M, U1*|B|,UA,,U>+ MN@HHH|2PHHHH *** "BBB@ HHHH *** "HHO|63|X| 014M11?ZR| MWQ_Z*).***
"BBB@#PJBBB|) "BBB@ HHHH *** "NL^W (?G P"O5O|MT)*Y.NL^W (?G Z|6_)"2@#TFJ>K1ZA+15S'14T,%^R\$02S+N16J2.X|Y14
M|FBWGQATT\$SZ7X,U=|AVTSPNQ^KX|Z4O|PLCQ1HZYUKX,S&XW?|MU^M.% Q^=>E44>Q & P)I|E4U1-
4TF4C/EWMBX_ QW=6_8?>CP7J2H,?Q IN7 MQM66<1, <|J|V|M73211S)LEC5U_NL,BL|^!|>-\$=2=CN_ #>ER2 JYQ,*K'ZL M

#0!3N_B5X.L/%L/AAZODBFC@26&X+ PN6+ #9N'/R@||('KK@ M!J7BZ^N+2|M)T(LCV>"()C:_WB_N6R1R>O3C%>P>%?
 #B>=%#BTJ+4,Z^ MCB^ZJY'91=&.*P[4,5>U||7@=>#ZGD9EJGY H%%%=QY(4444 %% M% !1110!T@G_D;
 !`_MI_P"BVKUZO(?/-(W/V/A VT !%M7KU>,B C7H>YEW M)@H4445R'HA1110 4444 %% !1110 5%<P#`K_N^52U%<_>LW^X?Y
 M4 2T444 %% &%XR Y%2] [9+H:UY/T7K'C+D5+W+^9AK7D] "8444 M4Q!1110 4444 %% !1A D/Z= P?
 47 H0KV_O=& P"0 IW _%J1?^A" M09J3&@KE.^)C@K5&"6WB2P#EM@6.3RB3C&100G!O.NKK!U3P3X7U1B^HZ! MIUQ(1@R
 JQ_O 9 6D,VXIIHKB,20RI(AZ,C @ B*?7FTOP2!,0LTFBW6KZ) M,3]@POF&?8[LDC,: PAOOQ\$@YT,Q|V|)EOUJ|W=&D&6/U*&
 /2Z!R MB+XJZ_N 0!Z9K@ P"LTV|KCZ/DD 05S3CXXZG!JG+,^ 2TR[6XW7%0 MJ<&QX@"J UZD'(IUZ4
 >Y45S@QQYHOCG3!TD(R\$^X(CT_ MX=/0!R'Q& Y%ZW_ OM?_0'KS"O3_B_P BJ, J?_ ^@/7F%>IA?X9X&A MXWR04445TG"%%%
 !1110 4444 =?!.?^1AN^O1O_0TKT^O/AS_P/C#C?_A17J]7BOXA[^ @ A1117=P4444 %% M% !1110 445%>M,5 M%@"HH04
 63 IX+014M112ZR2!WQ_Z*)***"BBB@#P(BBBB)BBB@ MHHHHH ***"NL^W_?G P'Q5O|T)*Y.NL^W_?G ZJ6 J^@#TFBBBB!**
 MBBB@ HHHH ***"O_J^KP&N_!3R,R^S!T"BBBNX[D***"BBB@ HHHH M Z#P3_R JC VT+1,5ZJ7D@G_D,^!+.^?^BVKUZO_Q?
 QKT/ JL _\$. :|CKUCQE R*E| P!L P#T|CH3"BBBF(** M* "BBB@ HHHH OZ) P A 30^OJ, _%">S5XSHC "]. Z^HO|T(5! 28T
 M%%%(84444 %'0%VHVEYKEHJVUH16(RLJ#)R201&>@Z|<5TU%&_M!A 1]B,6DZ79V2G[WV>%4+?4@9/XUI444 M+K[7>O,*
 M/^(W-(06_P#UJK_Z]>85ZF% AC@8+|C?)!11172<(4444 %% !1110!U M_P.^?1ANA_KT, #203ZP^/_(PW_7HW H:5Z?
 7EXK^(>@/X/S8444 M5S'<%%% !1110 4444 %,F1Y(71)6B=E(610^5/J>/S1%_Z9X5>&ZN M 10'ECC"##4?V.#_GC M'_WR*EHH
 B^S0?&/.+Y%V#_CC_P!BL*(QLT /&A|Y%V#_M)XQ_P#?J6B@"!+!_SQC|Y%V#_CC'_WR*EHH B^S0?&8 ^11JF@_Y
 MXQ_!B!Y_6!8L_6M)K25VF_YNTCCP01B,PYF,6P7W^NYMVX+T&WGD#H= M)JF@ P>?1 WR*LT #OC P"17.7JFMW2Z1>?
 VN67UGS<_MO&T=JP1 MC0KM"LV N"&YJJOV|MR_AJVF1,1,?_R^P/_?J7.HV"1H1W_Q,?_2(H^S0?&8 P#OD5+10%JF@_YXQ_ABCI
 !_SQC|Y%2%T M4 1?H/^>?,_R^P/LT /&OD5S?B!J8L+V"YM 89GFNNHK%3MXJD\$CS M S\$%R0N]MP90,#/? T[6
 8DN-*U!J3.2#5,ZXM19M#_Y<42E&4J Y/H9W M, VE2|DF.JGDC<86!E38GT(4^9 M/6K%_!4 Q#Y13XW,BI 8@X5M 10!%Y"?WI/_C?
 XT>0GJZ3_OXW^2T4 1 M>0GJZ3_OXW^D>D [^C4M%>_QM(F)HIT,L,-=4-BP/?H353_A'&_Z M/MM_WP*TZ*,S_A'
 &_Z:MM_WP^/^\$T,WJG265U=BVCM8D?S!H/F,RP!P25V<# M^(UCZ?XDURZ A<_,DM!66,#[#LDB_E4LGF/EMP8*!U.Z'0_>(YHW M_0
 MO^/1 PCFC?_VV|X%9_KJ7B(WVHZ5(VE7%Y!%_Y_!+RS!6&Y_6, J?|QY41TP>MA< X1S10^@,?J"CA'_
 &_Z:MM_WP*TZ*0&_F@_3%LD>GP(ZD,K*N""_A!M|Y"?WI/^ C?XU+10!%Y"?WI/^ C?XT>0GJZ3_OXW^2T4 1>0GJZ3_OXW^M
 .#YDVM)C=|W|QNF#/_N*GHH_B/A|TC_QQ!/(3^) P!_&_QJ6B@"!R\$ MO2?_&_QH|A|TC_&_&_I.*_ESIMG>1B.ZA\$Z[@LI+ 'UP?
 K5, A&M%_MZ!=K P!_Q61134FMF2XQ>K1E P#_&_NU_!JBC A&M%_Z!=K P!_Q612 M_#C>V_&_N+V<_R^Y&9 PC6B_&
 NU_!JBC A&M%_Z!=K W!%<?>)=,/_R MSG5DT^Z4.?>^79(ZF QXPK,S'>&S@_M3D'CTLVNH^)VN|C2Y7TE|XV|5S#.M
 M(9(XT5F*N&3>Q8KC(^9=V?X>M'_N TXKHOP?_X1K1?_@7. _!L4?(UH MO_0+M?
 OV^PCXMOK/0M3DN8(1K4+6Y>UMOLX*1WJ@((9BH'S!N3C8W=% MHEP)J6@Z?223+BRW M,X0\$*^R@G&>W'_+O _\$R>2%
 {67W(B_P\$^T7_*!_MK_W!%_!_NU_!JBM2BCFEW!_99F M1]M>0GJZ3_OXW^2T4FV|RDDM\$1>0GJZ3_OXW^D>D [^
 _C4M%_9%Y" M?WI/_C?XT+!4F4J7V3C+D!8ZGZU+10 4444 %% !1110 4444 %% !M!1110 4444 %% !7#/PLZ>
 (9)8BU[5\$DG92!&_!-X@Q!/:N(J#_J3U MYKH_*_MP|CF8_!4\$3/LU?5%14E2UC#Q 6?F>_1V9SR0 Q, Z5)IWA,Z,I75RP. M>YN F^3
 PHPBjh"8?F36E110 4444 %% !1110 4444 %% !1110 4444 %% !1110 4 M444
 <J_X6=_4NLQZ|JD,L@?5;5=XU08^=13H,G#_Y4FOX/MK>_%RNRH MWYBCDFEMK5C'Y=M)G",2QLWL,S4+O5/JD MR7M-
 2AM!_=(@/V(B#_V1U8G^57J\,3X.^VC2K2*V6|FZ18XT0 X_@!_!_MHQP/_^M.%_X6"BBBD 4444 %% !1110 4444 %% !1110
 4444 %% !M !1110 4444 %% !P:_K,59=9L,B%VVQO2Z>^"!C_@HSC,82 M3UX K6 A#4,7RHXM:@6&Q28..HL?F@9P0&
 <^9B3,"0_07FNOHH!ZG,Z3X? MU03_&_N+5M,LVGD(D6ZATJE=,I,M)OE??C&"IMP_A'&_!BZ/ITUJ=WEU'WCDAM9=,
 Q9+&C@#*LYW|C)R>?SSN|T.Z) MH5CIB323+_PK%YDC,2V|U^8DCZ9XZ-JT**=Q6"BBBD,***"BBB@ HHHH *+***/_9 end
 GRAPHIC 22 tm2419691d1_ex99_2sp3img008.jpg GRAPHIC begin 644 tm2419691d1_ex99_2sp3img008.jpg M JC_X 02D91@ !0\$ 8!@
 #_VP!#_@&_!@<&_!@_P<)"0@*_!0 #_L+M#!D2\$P!4'1H?AT."P@)"XG"
 (L(QP<#7#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZB1JK*SM+6VM|BYNL+#Q,7&_MQ|C)RM+3U_76U|C9VN'BX^3EYN?
 HZ>KQ|O/TJ2_W^/CZ_0!P\$ P\$!_0\$!_M_0\$!_0 \$"P0%_@<_0H_!_0 M1\$!_0 \$"!0#_!%<_0 0 W\$!_M
 Q\$!12\$Q!A!40=A<1,B,H\$(_%\$!1H_!2,S40_58G+1^A8D_&E1<8&1HF M)R@I^C4V S@Y.D \$1492\$^E*4U155E=8651C9&5F9VAI.G-
 T-79W>_EZ@H.S MA8_B|F^DI_4E9.7F|F|HJ.DI_G|FJLK.TM_WN+FZPL/\$Q<_R,C^TM/4 MU_7,V G,XN/DY>,CZ_G|O/TJ2_W^/GZ_JH #
 ,_!_1 Q\$/_P#W^BBB@ HH MHH ***"BBB@ HHHH ***"BBB%TOQO#>_!J,&K6<
 MUK,9>_TC=#!%#C&2_&_D6E6,(L18_&1&G?49X.3>P/0ZFB0/K_Q>S=_X@73|6SBNK"VGDC62!GQE,,RPE,KD?, MN P.!DC_2S?
 \$JVL=26P01ITS0K_YP=YE2.7[R%?D!9_1AB2!SC2!)-5N M(%,_C_&_VM6 M_&_P721%_TS/O(RW|B4J,_VI=O,1VE%>K
 \$,F_&_".3Z"FE2_&_M_!_OZ|A_!JBN6(QZG|JKNK!7|^_6!_M|N_989HK=4PDA56=Q*V|J<_!ZFD'6P4444 %% !1110 4444 %% !1
 M110 4444 %% !1110 4444 %% !1110 4444 %% !1110 4444 %% !1110 4444 %% !1110 4444 %% !1110 4444 %% !1
 {W3J_!O_&_62|N=02>WB34 MH)H?M#!"2LB|O19" 3C_&_#4T.KZS.>((BWOIXKF8.EY0|HRI_&_!R#,_!O_,
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 "6J7=ARI*U_+@ P'1ZS17_MGUZDFH>_%"_!UJ!_R%UU_!- UI<_2UV_JQL45Y|C'7C/>VD\$5G|5PEI'_1 M_&_62>&_1XY"D,EOM(YP<
 MGS1C!&_0<^N2#_1TN|N45QOA_03?W_&_F32|N|PNH|)KM_&_WE1|J|DB4 M8>_J,|U36I(UTXZ9I
 U#_!310YJND9#_L^10Y|RC=TXZT M?U^=WV.VHKS|_ZI=74DB6#_O_&_PBJ^NWF(\$ C#_!9'G(MP03&%_QC<.3S5R M+7?
 \$MS_9%#_!U#_!U#_!4_1.2+R6!@B2_1B+DR6D)_C_@#[M]_AUT=M17!MXTU M4^(_K6_3WD@M|R_SEA@TZYP+9"!Y!<
 >6H4MTC)YR_@4R3|3>(KVP91FT MV=1@NA!Y#_!H'CW,68E_F_!Z_&_#W)NRN'6QW%_!9S>_!J.T7PC8WCWVFW,L
 M&FP7,|MIH9Y|P|H=<#_!_@3D2*!6M|XIU_&_ITO84L5TLZ1_9YA>_5BK M/NW8Y(.%V).\$_&_I:_&_VIFL!_9WL#3(5TVYA%MT*
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 4N4WOR%)R22" M_*_AXPU9XKR/4FTZQODC5TM|RVFM_*<_!N)99P_@ID(R<#_SFBWY7#_!RBO
 M,\$!77|R|8N9E8V&L>1)_&_0R6RW,?V9Y.8W)((D' (5)IGC,O!_V,RQ,1) M7"S'_Q!%*<_!2,#_!((5CT.BL+PKK,VLZ_&_JS #)<_M0S&
 +M9,9EX!>*_!_!W(3)!.&_#_SQNTVK"BBBD 4444 %% !1169K.MV^MBQ1/_
 #_!_K%4CA4%C@94@=>@#3HK77!_!_QVT&C7TLC1)+_!JY*L2!N!L M#_GY3P>E%GK%_!>_!K,7,R&00S2*NR4H<MPQ/Y@9H
 UJ***"BBB@ HHHH M ***"BBB@ HHHH ***&_R+OC9 S(6_&_Y>HJQ65+X"+26Z\$S.A?HAG@N!_!_T\$3S1,0K|J6Y!*>V/_=/133M
 ML#U,N?_!_C?2W#_7VH.C=Q2130QQ32(1LHP^Q@N!_!CX66+6 M 40.4.Y1'CO73J H9RJ @X4_!H..0Z&BDM
 =M!U_!_C:WB7!^8K2>2XM_M!,NCDQ,ZL&Q|N@R<%CCM@<58U+P^_JJZC,SJ&G7_A|AO|JP,7=N&1_&_M_3VQ6U11V YN7PG-
)?2IXDU_&_!%L_&_2>_!7,JABPW PD Y8=JW9>_!&_3 M|S|FW.8_8VTMM&I<_!&_5F9N,ELH#G/02&=BQ P!QD!5&7@%?
 4@9YH6H/0Z6BBB@ HH MHH ***"H_NRM|Z...YB\$B1R+_JDG&Y3E M3|X(_IZ^!,_!T599-
 >VHED+0!M#_Y&_L1P1SE5(4/_<8K+B&_6=KJU MG=V,F*&_9KF9&_DFDGE,1B#_!(_DXDY&_2<<_O2T4+0#GH?_AVWW,+!R&B. M!
 /F5PD996VH"QV%_!_!VXXQ94/A31X%_@V03EX,C|2LSWX4_#_3Z3X-TS1_M)IYK&_!833JB2R37,DS.%SM!9V)XW!..PK4HI 8,?
 @_28,4!B%_M3A9YFC9(M M5NDC+LVYCY8D)_D|DD8Q8S0/NB(DN?)NB9S0,/_!X|VH_&_F=CA\$)DEO!J|V!_!@R@.SEAM8 J00D8)=W)9CC
 Y|X%7*,_73?_FCZ3>QWEC,S"XC MB,:)_&_J64K&2#L&_!CA0QJS@AF6/_!L5B"7"8YY(V5,_%=RL"5_!_!QSFNM>BD'6YCP
 MIHOVU+H691T*(TF=8BR_!6,(L9A@8)(P|2IX_TNWAM(HK4"TW^2I=CM MWY#_!3SG)ZYK2HHW YI
 /AR2U^S/9SM|Y(@_WL^UTS=&H8,_!MN?E)R5XQC M|JM|X\$ B>/5KJ|6T4ZW^6T,4JDR*_!F)E*\$^K_6/_!QUZZBG?_!J M+&_38>
 M&J|TR|U_!6!|@J_>_!1TB|ZB_&_8K&#W" @9HOO#_D.E?K>W5JSS#_&_F=4DVG M|[T#_!7P>FX",M,BD!5M= M+&_2>_WA_&
 =R^=AO.JJH7)XX4#_XXK)7P3X? M6&6+!^4D4*UU,?_!_8,!_2V8@&_!<_!#T%_!10!BVOA/1, J|HV SQ<_T MD|DA.4(4WL68ECM)!SG/_?
 ,B!_#_!_&_MDS)(GE|9+B1Q&F0=L89CY8R_&_!M MY J|6|10!1TO2+&_1X9(K)_!Y|C|Y|FF>.1VQC1.Y|P_3P|BKU%_!1110 4 M444 %% %
 !6)XGT^U+2C_6J!<_!3'_!<_!9!JBK?PD?3|VZ^,3,PU>,P0R1 M_&_!J*OJH N^T0\$CY25),X&200FK6FZ+?VUY9K3>3C<_M14!<
 CN:Z*B@5A&4,I!S@_!AQ4<VM*N6(#X&23_!6!BB_UD_&_OC T\$4#) M_&_!BBB@ HHHH ***"BO_&
 *_FV7B^629H|E,LN@ODE>*_!3,6@_!0_!M4G&U2.HNB, A^7ODTVP41W_G&UT8(AZ, Y7SI JY2W, #P#D+U)HZ(#OJ M*Y/P!(K.3?
 1B2YE/4)R7\$3(SY,J=P|J.W3BNLH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH
 MH^R|TF|FOXKB?4D2W2D>2W4V^&_5F4J S!O4F|CP1I&_36010@_OX?N)_UY&
 MOHOLTM%_!30BW_Y!_!CAMW"DJQ@CWJ/6?_WJLRRS2W2>8Q41B2>B(%_VE= MPR_Z*B@_!**!8[6.B9_B|Z0,U+^U07\$,1C)
 M!_!_04_&_!5!VNVXDC@CMC Y,W8NAT_!MIUC_&_!LSB1KB_&_!SO@_!4!R_>_3T M_!U!#5V0=M_&_TC4_1K2&

{2*Z[K\$,6X,]V,%96V (0A+ PY9VZ]*&I+AU M"BBBD 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 % M%%%
1110 4444 %%% !1110 5% K) P#? H(6HH09/ OC !% \$M% M% !1110 45YE|C9S6L5IV*|VQOSNB+Y2'#\$-*?J?
JEK P#S P#)IC M P#B= A7/6**|C X3+7 /C A R# /S?|)EK I S+ D& /P"HL%\$ MTN+2 AU*48|*|R90LDP0,F
j3 C.7"CV>F6&G>9|ALK|UP|C|B|4W U M|.S7FA PF60 P#/ P#^08 (FC A,M? Y P#R#| 313+GJD,\$ N&,\$ 4< M8=B!%
W>I.Y)DKR? A,M? Y P#R#| 313+PF60 // A D& .)H ML%\$SUBBO P#A,M? .? A(,? ,31 P)EK # /D& XFBP7/6***
M*OPHHHH *** "BBB@ HHHH *** "BBB@ HHHH *** "BBB@ HHHH *** "BBB@ J*# 5G ?? P! 2U% JS OO-
A&@6BBBB@ MHHHH Q9-%FB6UQ!)!>[9(V. OE.<\$!2F!)EH' / A P#D&3 XFO M, Y# M^H J?40 *\$.H4("N>L?)EH' / A D&3
JH P#"RT#) /R#) M\$UY/118+GK' F6@?/ / ^09/ B,/^\$RT# G A R#) 37D%@N>ZT444AA1110 4444 %%% M!1110 4444 %1K/\$TPK*AE0IFC##
(\$#^7%MFMY19)9>?WT+ %F/M!0MPZ/OS.C8VJW%.3WMO%,>MWM+!XXW6[CVQ, M,@LOOS*D,2,FJFM,:
I%W<+,W"7\$42">96B(6.)JBX\$A#?. [%CT^6,COFA M>8I((!!!!Z\$4M9CA 49-5T.*[F\$]>JF=0|0(20*Q4.H)/RL ".3UZFM.F] M"BBBD 4444
%%% !1110 4444 %%% !447^LG_!>@BI:BB UD ^A MT\$4 2T444 %%% 'C.M|A 4?^OJ7 T(U0J K? R'J1 P"OJ7 T(U0J B0HH
MHH *** "BBB@ HHHH JUHHHJ2@JE:ZK,W H3V4<-XLL/WFDLYHXS NR:H10 M^DU=HH Z@|90.K13/MK,7+4606YMA9)
<+OD3,SKG,2=P4\$=%)U, XJ M"260%UA J9ENOL\$#6, />2%P(A1DX/RQY)J V,NGVL^H6UJ)%NN,976)
M|Q&T/C=QC!SM 6DBTZUAU&XU".+U<(D1YS,^)K1KV*WU,/5?LMBT|SQ>>H47<3/YAWB+&,L273&2IKTJ6#*^4
MY!&O.Q|OPHEJ L S,9,T65Y0J,X+,YR^XALL-U.5(&, 5L@8&+30H%H% %M(HHHH *YQWE:>K8Z0)J,-XPA9IY8HU-T4(2" V1C<
#P3@UT59.OZ#%KUC MY#3R6TR!O*GCBP2FY2IX/!!P1+K0 &5<75XWAY-2B|MLBB8*T-FBM+N5 M75@2#G"E5" C.>G05"U?
662JOWNSH@N+>2R6- &C? K|F<*N0I.!Q3Z P?UWZ?U 78W.***OPHHHH *** "BBB@ MHHH *** "BBB@ HHHH
*B@ P!6?J| 0C4M10?ZL H| H1H EH HHHH ** M** /&=,.0 JA UJ2 ^A&J%7, P'0 J/ %J2 P#H1JA5\$A1110 4444 M% %%% !1110!
J|K1114E1110 4444 %%% 5/4M4L(MUN+Z,RHF<(&VEN<\$ MXXI#5RN0^W (O6 P#UJK Z J73B134695IN% R70T/^V1/2
00 |@R? M ! ",>O|H(?^09/ (FO(*|J|D, / (M&KV1Z ,)MX> Z" D&3 X MFC A O#W 00 |@R? \$UY/1114AW8?VC5{?P"VV?J!#
,@R? \$T?)M MX> Z" D&3 XFO(*|J|D, /# ^T:O9'K FWA| H(? D&3 .)H P"VV? M|J# ,@R? \$UY/1114AW8?VC5{?X3,P|T/ #
#) P#U,TWQ%6K#6 M|C=>,J%ROELO&0, @>HKQ6NO^/ (PW' 7HW H.5%3#0C|R1K1QU2-11.61 MZ?1117>N% %%% !1110
4444 %%% !447^LG_WQ_P" @BI:BB UD P#OC T\$ M4 2T444 %%% 'C.M| (U' KZE P#0C5^K M|A 4?^OJ7 P!" 4*HD*** M*
"BBB@ HHHH *** />Q?%%OX@N=(V&VTM 060.NH|Z.HSE3P<9XY06 MU14F'F7 F7Q!/#B+P4 1@7|UWHDN P#|A'!?
716A17QB1&ZC,;XU|J MNUSV^H&H?0L?ES^-[62JN@Z1KD]AU73+2|3TGA5!P0D<4 6|ZM|R%9K
M6>*>NCQ. &4 B*EKSBY ^@0W#77AZ^U7P =Y+V%TP 4 GCV!%02V=16#? MJYLJ7TQO O)CO(?L|Q'H| R?5F
IU%>#XMT7&CE47#^J8T? JA026MQ+ YN54M\$Y4D,6XR|T74URQ& P"1>M^OM? \$IZUH Q\$<)=J,F
MNQP|JNZQ P!6^1" QH MW6A H*WW @0 ^ 9%>MRQ|'SOM)JW|J ^#W= M8_Z" M|X A XT?V|K' \$%,| P?
&L^BCECV#VD ^[JFA ,NL?J|6^P MA + &C^W=8_Z" M|X/ (UGT4P>TCW?WLT/=UC_*" M| X\$/ C1 ,NL M?J|6^=|
A|SZ*6/8,3|QFV|JNZQ T%| P?| QKJ? I7JYKL=U> MW,Z"V9@LLK, =R|X|ZX,NO^A R, Q|P>C2| H.5E6B0900Z,3K13?4
M|JHHHKR3Z(* ** "BBB@ HHHH *** "BBB@ J*# 5G 'W /0C4M10?ZL M|H ^A&@6BBBB@ HHHH |9UO)#^H |7U+
A&J%7, Y#^H J?40 *\$. MH51(4444 %%% !1110 4444 >ZT445)Y|J7@QFQFH7 WH?Q" N=)I7E% M= MVJ3HFYB-JD%&<8X
%50 ^,EL2UMX,UJ%2>(W>&5QVY.%Z>O|J| HH |T M P%"D^)J 7 B> #C6(@KZ>ZW0 ./.SJ:#XV^#*L /?7< ,|9NK*?
M.!7HM17%K,W,;I F*9/|LB|A^M & I C,PMJKA+Q#ID|A&1&MRF ^Z3FJ MWA Q|H7BV>M=|N=MY.20' ,2X#X5B
R^JC'4>O_*J, U, /|VJ6=PA A& / M\$|(2AA3R"7ZCE,=Z|W+?L|WFGWEOJ&J^)7MKB{U73%(&J|&^)H JZKD/ MB_R+UO
?. P#H#UUD,101QM*K*H4R/CP2!1110 4444 %%% !77 Y Y&X P"O M10|T *Y"NO^A R, Q|P>C? H.5E6_ALZ, + !H^IZ?
1117CGTH4444 M% %%% !1115>NOL5A<77E+Y,AY<8RS8<@"RQ161X>UF76) |E|6.%Y5&
MBN|KX)Y" P" GIW%,#5@"HH09/ OC !%2U% % K) J|?^@B@ "6BBB@ HH MHH |9UO)#^H |7U+ .A&J%7, Y#^H J?40
**.H51(4444 %%% !1 M110 4444 >ZT445)04444 %%% 6M,76M\$0=1>2".|A.|Y(L,E5A@XSWP M37#.31#?
^EO%*,&Y)HR&62XN6SD=)M'Z5Z/10 B@*H49P|CDYKD?B R+ MUO|J?: @/77UR'Q& Y%ZW .OM? 0K6C-
!\$<^* @R|S"BBB08/F@HHH MH *** "BBB@ KK (<|C#C?^A17(5U P.?^1A1N|KT; #2|J|W1 M G1A?XT?4/HHHKQSZ4*** "BBB@
HHHH *** R,27X|F 6V% M(> ^>V:WN3" D,EP%7RTD8 A3|VN @QR* MCLO% E?>4(X,A9)9\$2_E7C? H.5R%=?|? D8|C KT, P#
M2|JW1 G1A?XT?4/HHHKQSZ4*** "BBB@ J,XCDEMY(XIFAD92% D502AJ< M@ C4E% .3X5 L,F, NWDN)Y"Y G)),KC3^V,G|,EHH
B|A|TG _QO| &CR\$ O2?| & QJ6B@ "+R M\$ O2?| & P,/(3^) W, &I.* ,U|TF61) /@-V)9F9&T@L|B@>[MKB]VE0GJZ3_OXW^ 2T4
1>0GJZ3_OXW^ D) >D [^ C4M% \$7D) >D [^ C M1Y?W|/ C?XU+10% Y?W|/ C?XT>0GJZ3_OXW^ 2T4 1>0GJZ3_OXW^ 0
MW.FV=Y& (J\$3H#N"RDL?7!^M6Z! 7T9E |(UHO 0+M?^ 8H_X1K1?^@7. M|Q6115< #(5< C@T*+R#2-2DO88,FJ|,IK,W-
J1+R3."JEF*X)(DXV M,<4.4DKW\$J< T2|W(U ^\$.T7 H%VO?L4? ":+ P! NU |JBD|,G K7A, M2M4N4C2>
|M8Y1% C!"AF4\$@9..U.9|QJ\$5J1>0GJZ3_OXW^ D) >D M P" C?XU+12*(O3^) W, !|A|TG ?QO|EHH .D83."QS 'F) G3J M**
"BBB@ KFK,1=1@O(5M#6ES/E0,EX7N,|F6XTTV|F0V(HX: M%2#N8L|R&+,30G(0 GDUUE%\$44, BUCCFD+N\$=Q|NXCJ>*9%,
(QODW, >M)&Z9..J6** 1% Y?W|/ C?XT>0GJZ3 + ^ C4M% \$7D) >D [^ C1Y?W M|A|OXW^ 2T4 9KZ|,LC22?
|L2S,RY)ZDFD X1S10 @>?|? K3HH S M/ +*\$M8V7E|,PVD%GIL4#W-M<1TKEU|LJN &7.K#^%LCTK1GU/7,7,"*Y_LZ
M6TOKE(X!|Z_K, #) (6PP^49&P8W-3WJS)33 + A' & Z|MM W|P*/\$5,\$ #9G< L.ZBC MS|UL9G .. T#,, O@4?|(YHW_0-
MO^>6C12 B|A|TG _QO| &CR\$ O2?| M| & QJ6B@ "+R\$ O2?| & P,/(3^) W, &I.* ,U|TF61) /@-V)9F9&T@L|B@>[MKB]VE0GJZ3_OXW^ 2T4
M4|R\$ O2?| & QJ6B@ "+R\$ O2?| & P,/(3^) W, &I.* ,U|TF61) /@-V)9F9&T@L|B@>[MKB]VE0GJZ3_OXW^ 2T4
L4?|(UH MO 0+M?| OV*U*KF EW)JG#LON1E |(UHO 0+M?| OV*/\$T7 H%VO| W|%. M9S@XOGMFN,00\$NM^Y9SJR.?-* /GO?
+LD=3 8|185F9C0#9P&VIR#QZ+ N M4HOHOP@ P"\$.T7 *!-K W|% ":+ NU |JBLBUU|Q.UW<7.*^D0?&W
MBN89Q#)&BLQ5PR,V+<9'S+NS #UH@47D&D:E>PPW |.W36=N,52B7DFT M\$,5+,5P20W)Q|8YXH&3FUKPMI6J7*1I=VLD_ [^
-C1Y?W|A|OXW^ 2T4 11Q ME)7P6%*1C"OX5+110 4444 %%% !1110 4444 %%% !1110 5SGB# M0=7U,4K2>UU:SAM+
<OL=U8M,CR@Y|C,*F<<8|R,|<8Z,B@#E=0)W|M|J|KL,*!W,|D)*
MZJ!+=2G0)!J4L,5|ES#|I|L<*|DC0YI.YL|L&P%64|T=9.VNK3H|EIN M%J^EFXL1&K
Y" S,6/7DGOTZY>BAZ|BV,KPUHB>#=AHZ7|EP+2%8 (-U?5M2M)|75K&TMQN^QW5BTZ/*#D.=L M|J9Q@|SSUQCHZ*
5U#PG>WUS=|,Q|O6NH+\$1B%F2T10 \$HWF?(&((C M04ECH&MVWB&?4K6, YCE8J%,3W\$4L/.|V..Q|V@W |M-
M|J&J!> 9QR1WVEVODOA9,C|B.%W50=|-,,% PHHHH *** "BBB@ HHHH *** "BBB@ HHHH 1@2I"D!L<\$C.#7(6?A'5&M 3M-
8SUBROXM2A>* MXE2P>=L@?|?9F4*H)PH4?|<JA10%SCY/"NO2P74|201ZE+ #%,)RK" MA)
(V>3N// !ACL|5E|Z76F6|KJ7Z|, A|O|9N+\$1JP_0L|S|CUX|J|N> MGHH>NX &5X|T1/#CANPT=+B2X%J|L|F|N6)@S@=!Q6K113,=V
44 144@"BBB@ HHHH *** / J|D| end "GRAPHIC 23 tm2419691d1 ex99 2img003.jpg GRAPHIC begin 644 tm2419691d1 ex99
2img003.jpg M|JC_X 02D9)1@ !0\$ R#(# VP!# \$! 0\$!
MVP!# 0\$!
\$" P0%!@<("OH+ |0 M1 @## P(\$ P4% M! 0% |0(# 01!1(A,4& \$!%A|R)Q%#*!D.(\$(T*QP152T? D,V|R@@D*
M%A<8&1HE)B7J#A(6&AXB)B1*3E)66EYB9FJ*CI*6F1ZB1JK*SM+6VM|BYNL+|Q,7&M|Q|C)RM+3U 76U|C9VN|BX^3EYN?
HZ>KQ|O|T?2W^/GZ_0 P\$! 0\$! M0\$! 0\$! "P0%!@<("OH+ |0 M1 \$! 0\$! <%! 0\$! W\$! M
Q\$! 12%Q!A!40=A<1,B,H\$!%\$*1H,!"2,S40 58G+1 A8D _S|1<8&1HF M|R@|C4V S|O|Y D\$1492\$E*4U155E=865IC9&5F9VAI.G-
T=79W>EZ@H_&MA8. B(F*DI,4E9,7F)F,|HJ,DI, G|FJLK,TM,|W|N|FZPL|Q>P, C*TM4|M=,7V|C,XN|DY,|CZ,G|J|O|T?2,W^/GZ_JH #
!(1 Q\$ /P#^ BBBB@ H MHHH *** "BBB@ J|IQ@?0Y|C, Y|EJN" P>2<-G|J|GCMCP*|WDH=9N MW2T,70|>3-PC%SEO'X?
GI D2%5"K|U|3C%0%&|J|G30 (5V M%& Q M|S|V8?VA BYA|0|7Q+XY^&P4^*|Q\$|^KL|/7,%@CP5K0B+1)?!R M!<7.C0Q2(=QPO, @?|CPD^&@_Z+|G|XSW_P"VS, 212 _S\$&+!|Q|< &C M|H|C7?&|PV .CU|Q|EV|6DT+0_!OPM|8^)(CX6?|Q|/K|L?C#P7, _L|L^%_S
MWE0HCPWMEXOM) |H|C1|>UGC8|25/8WLG>7M55_UNDD09, K|V|C%0^J|K|H-
MZRH/6BJ4|JRUVK0L|ZNZM=, 45R,A&, YSC|X|U&O@|Z|@9|P|GK 0<^? MSX6/|2CJ|K"7XK|A| ^A|L| M5ZQX_99^//|07PA|,?
LW #O|X|^% #>B^ M|O|A=K?P T710AMHG|10Q3|20|+ VN?|A?#|OCZ, Q"UYX0|?16Z@70 #D7P M>D/C/P?
<2|O' ^UU^>UC|8|, ^|O|C|!|J| ^W|V|X|J|> (M, 9S, R M9UTNR|Z|Q9^T% X|T= ?VA|V|O|C|)2?" P 3(I/#?B1C|3> \$?#4?|1C#P, MX? P|X:=^"O" A1V8# .O#81UXJ2LO.QG)ZWT@G*JE=I6ND^OX&WU9_6'1J MVBX4.F(I73NU1CS3|>ZEMK, H?T."=K, "25^G'3_G
MCQZXXP, <|V_* MC?&*U_X|C?M|S M: CX=^&R?'+X\$!_VR?MFFV5EXI7X M1^(OBA^RCXO^+WP_MV#0YO\$!#G|1?
f2 @X!> ! Q|A|I&L &|Q7XG|=^(A20CK10\$7@W|X|D^\$% @FV M^Y|RJ#WP4#5R,C"KAZ|2M4H4XPE+|#VOS><93Q-
GVC@*6,D|12, &|=G12 MG+8, I|ECZN|P|J2OS8 4W) 70|&O|WV?TMKO|Z@|O|>G_ S.33/ & M1CCCCVQ2#1XQ^)(B"3JG'Q4|_@?

^U'^&_V./BAH M.F?#SXC_X^)/Q+!_&/P?^GCC|XU>!7U|XU^* #GPC|>% \$ Q:CF|& M? 3Q+X3^,'BSQ?X1T)I7^ RS7<I OV=2A= -S2DE^,3^A,2?08J.WU/!&JJKQ?X2Q?X1D>=\$-2!>*0%>AZUX./P_X) X+2+QYX ED4^#U| M4|#/ /9CXTGPAXF^/VO? &{QIXW^"FI?^GJH3X1>%15T#JBWJMCX1.?&K#X M4>" \$?CIP?BE^V#/160#?LR?&02BRCAL_##^)OA5!X- M?BOQ!XCEURUYX-KWH66GC%?&+YLBK652>*UJD|G_W%-1K|N74 IZ^GN M?QX- 2HB@!J?&1!^WX5^2W|,OB_P#.M;JNOXM^!2VE/B3| %D51^QO^>SO MX||+Z+!&M%>^)@CX:Z,JWC?XQ?M"QZJ/ 7COXA %-%7!0K#H.C%?I/B=!XOM MQXSLJ|VNC@!P6|PI7P1X&^,|/ >@ MK?M'Z1H/QX%>BC6/BY_P4@U/JD/ MP\$?B7X%-A \$/PS^!7PL?L+2! 4M%>^FB_MJ%?A?K>MR8T3PG_P-(MAX1%>, &7B!0%>C?QYX|/1%W@WP9X,V>%K>TIPHI6G!SJ? X5%6/Z^TMGOIN MT,XE4Z4Y2J/WHTJ| AW,CS KY67>Y-3#G=D %A/D 27C'UQG! *SK="#B1'& M=NN>#S#&A QJ!OCN#Z"OPT"!0WJ,1 "OPQ: 10.1!M1^!P1'CKXY "MCX6^!-!(\$7P+ %WX<^*?A=X1^/GB#P3XU<^, \$'Q+AKX@:XJ/P&UH> M/ACX8|\$/#%O@1?\$\$^V?C,QFD,T2^6ZC_P4! X*!\$OAA!0/B#XALOV.M2G M^&W!#P0 P"!ANK66G?#/[X06900 OC3- (6%#XX_9F&C==K_P)"6!ZS<^ M!OVI7E?PO'G|+^+RWX4/XHAPITYU18Z-<80RZ,.V.,V5.C3GC.SQJM,)2!MZ63=J-6G, <(JR,6!IU91UCK#SHX,19,WC+&0018 H42U,|^H"QJ,=V M229SQZ9!J^, #6Z&!X!KX".E^/WQ&^J^SG|/!@TG@JS^*G/4'Q.U7X> \$M'0QJ+ZWXQ^&WPW@_!XF%?7-&>N%/#?B/P5K_CNX710AU+X=1^*^K3QO-MX_X2F|UR+?XSLHT0S_I.D?MS? MP-\$WXU_7JESP?PR9X^&+JWJ?J,/@OXP_M\$OQ71.?BC2/AO?>?V4M,^&Y?A0!/(U7X,3X\$^)OQWCI60XW .\$.@!.@,PE MI=CJ/BY/K0 M, M5ZQ!^?TU3XD?L@!,P1X0 .5,IFKX76?QI%?PODO &NG MZFCN &[Q*WC177T?XUL?B[KXT?7 FGFT?J!(9-W>J!-C3@1CCITK M^!7C'G @Q P4 .,00@9JQ4.Z3!8/A^SM^SYP3E^?7C#?0%FB_GX MD,\$WXE25^T,/#OB#XK%?HCQ2!-M\$KK_A?6 "D>JQ?X^?GQ5B^+GBKQQ_MN9?Z" .&TCCA15*?\$\$)*V&Y& {M7>#1/2^"A7!6_QA 9PT[5SX1??"GWPS=>#/A'XU^+VK>#? M?PI^?/7[1CQ,^ (X1+!HO!W@SX3? '7 !>O>? #WB=V_*!^?M^+&J0X2G.. MVE^#%W.V!SXHAY4M&C*W!9R2_!<5 [= 6IT0>5<13ZX-0,T_G4G] NGZP MTT *.OX]* (? P!^UC^UG^TO!8+!+0 @!H7!.W@2X? #OX/ LF %#XOZ%?0, #X MDZSXW, ^U5HNN> ,TWX7> >O^&80A! PJ3PWHJS10XS^\$/C%OC XQW^# M)?!A3=O!/XR3X<^/4!P!8 A/P1H5JX@!5>#OC!7,7X!?!%3_C/I W>6'Q MZ!9KJW^SM^V=J T3X.Q> !Y?VA0% A37UETJ7QIH@?Q3XF10&@CPHGA M,P1X)EE\$+X^?QOU1P[C*5..J1.6NWNV.OLM>,-/! #ZPO:>SMK>W708_I 3^0QS^.* 7XA?M! \$X:CX1U|JF_70 %E!*/%?QK M^*?PD^!OQ7D?XF.N=3!3.. P3G^,GQ|U_P::!H? @3XV?",PWX^, ^%OB/+I M'A9!/?WTFWMT!>) & NL?C./P7XR!&?%#?JOCJH7X? GP JCBF>XS?%C M7/V1/^"4 IHWBZ/PA^U5!2%O?/[57C7X .!K?C+60V>?CQ%>+BSQ_X@!M>&O#TGB30.%\O?@/IXP? &KO5!\$PEEW/7FW@&P*H8.6+HYG)OXY]_?J?M)Z O&O@CXF,^P5K7B/P7^UJH?A!Q=XB|7Z| M!+?&GB*V46?%NV^\$E],O? CN.#QEX_4VC6W!_? OXE#XP??"X. \$^Z!_ MO,>?!"AW0!JWP^UW50\$@34%UO3!.T A#6M=!=^\$/.LZ!+ (R26DOB+PIX M90#!,) &UBUN9(HQT!VE>RM2A25J9QJ22TNTU&6E!Z/31M R6&A3@ ^TM2 MK.MKSUM+47Y SI@>SX*GT/6IZA< *&/OCH5- 647S0C/^_ X.QO!1/O?_!+?YA M1113%?%?% 1110 4444 %?%?% 1110 4444 %?%?% &?VLU>PP7%O< M!K6X@N54!-H4 ((#AR!M)"N!U!3_# # @CU^P,(&6C^,O!/PYUZ+4" M MOJ?EX#T#Q1!5 C+!1?AK!) +UK2#H,J,7!\$?@QXZ^(?B,X5 ..X!..FWAF> MW^\$O@KP2??"SM!K26CM&NBB@#Y #?_!+GJASPO=0S60P,US6C> O^PO-MT6UV?&7X2\$?/2"GPNI,/_/OZYA/ FA>/B/XI. # X,HGA P/PE M, "5MX7%?^"IM+2,PX6,E+HKW?PT 8A_9M^&6H>\$/N@>#O&I>+ _?Q_O_M B?X,?S?S? XT \$J3QM=?#O7 A\$ 4!0 \$WXQ??.QCXP=I?#7QMKW@ MPAX<.)> %A/P7%K5Z @NUM9T2/(-J) N1C/MP,?S/UJX3=IZNK*UUOI MJ_76W7Y 25.47".NY6<7VY=7^GZ?Q1!6/V//WC'JD,JHCJDKX>2+!IO# MO!0@!JHS0!K7)!?5!&..!XF..3.X@.OXT!8KHNN^(HII ,OBKQMK/BR7PVG MBCPY&SR6JK X9C,!@Y#X5_!X_V3?A?X7L0#>G_ ^U,7)EUOX>(+WQ+X1 M^?7Q@!,^=(9-9_9R18,)!0@!H>D^("WQ&18>?" P, A7!0J 7Q5X%>?A MKQ5%V"/,FL"!W&^7X/4GGI6*J5.3PW,) M,3.K^P1^RSX@!0 M1>*=8^\$FF3>OVS0"AKX> M_Z!ZSXJL=2^+!A,P9H& MK>?#ND.UMNWG9\$0H2J5YPT64%4Z7!GS6!,&YEL? &EY=?@OK+H?_!G!^M/AW09X186GPNJN0N!\$JIXYM) GBCQ_30"PO/CXFV UH CJOA, \$'OC MSQ1%?/A/?MKJVL0>H? A7X)^(IXO&M?!)>UXTDCR ,^YSC/X_E4E', + M^KD4Z=*\$JDH)*4VG.W5JJK>SX?_7!&!/O!GB?%00A1X5!6V7C?QGX4 M? #SQ?XN! ^M^=8!=#?J5!^'Q!97&D^?O!GBC 6(O M!@OK,VGA>RNI?#5NR6HAABWK?DCX".3X /Q2L?*VGC! A?FK?M?&7T!> M- "3!8>#?_!PS_KC1M%?Q.N@*) @P#X9/A86Q?%K(6!KX3/C9503J344C M4^&K!_@G!>R5H_Q"!1?>+X9.K_X@!67?Q"U&ZTF_P#B? +7!4^?OA'5OC!F MN: +!5?%?PN^?6H^?V^?%OP=!, \$N#Q)K4'3CQG!*O!_@QEXM&L.VJW>W4UW= MS_U^K?L8?LV>(O#_ (F!<Q!6N] +,2L^>/V50\$^F?!)2X 6+5 @!X_Q\$ MWA P0!_ D9E5!>?*#O_?XUD76KHR>1)C6!D^MJC4KG@8/US^7 P^K MUJHU.D\$XP=HSTGJUHMM%HJWO^K_YTU.4 ZP, ^=O!CP,XS? #X62M!^"!#P M|40#>IW^BZ3JVF>(O/FH>O&/C3X=>O.? B/1&B?1 \$'@CXF> >+! M#>)+!W,BCPIXK, ^*(P7C%PBS7"5!^*?O^"3!. C7Q +LU.E8?_ "5^" M.AC^SKV_P!H!PY.^#/ - P 2/C1X*!>* %G!1.M?#?7J> ^{VN_M&?#_ /, MA+XY3^(+IO!B_!+QW/XG!6>*KKXP_P#?P/\$0!,^)I6X,Q3^LC%<|C)JOZ|B MG9!J/S%9T7J7E5="T95,>UM*U!7Y-NJY16-JAO*,DHQ>T,V!_VO^6!&>+ M!@C?^R(XVF)VM!^GT0_!W@#P!) +P!V0WQ+^\$ @7Q3!,O#LLC:+! M_BEX)^\$OCSPCX2^,7PW!_I<.N,7X_ %K!P!XP!%1G6_ \$8T!XCU'SNR!_ L5 M_LJ> /"^O^"!+! HNE^?OB^/C!<OX,^)WQ<^?CC0/C_8R^?CX!# \$ MP%?0"QG%?^OB!O#4) E?AIXG!+0?!" +S^(1A;^*+F&X^P)/#UCX7^_L_M M.*?# P_7/CGI^K.9!_>&BOX. |<^1XD7X41.KJ(9-&J=9L?P/A&YNWV!> . MX -CGXD71USP7!"MO#OPMT)M9G!47&O/PKX>TTP%H@7GBZ/!XPGOC/ (M?!,U1L5Y[GZ]/H?U_! I\$ZC5=.%_ODKK6SY,H,VO! GYF #_69KH7?PX^+?@CX^= "7AKXQ>)SXAUF,+PG!5?#GC7P_MCX>_60\$?#Q0VK371F^RE*!-CJ>OU/ZJN?U57SU!J^_ K1"3=.=!/^@=6!^5C M_P"VB2ITJM6!>Y5+SY.9+ P!+9!W_P3R_9+!0ZJ,?#FI "[5FO_A X M1^?%G@'PM.)?3?C#X,10>\$OA)K3^?) A1H0Q5!\$!\$+ A\$ CZGP0!_!%XD!\$M M!_!POXZD!> +!D!86-0.ANG3!AE^?QO^?SM!*&5JXY!_!M5TKQ!/_!95CD MUGXB_ \$KQHINDZ9^T7XWT?Q!J7H!> #?& B!Q!X7!.IXO!B!X\$TGO(GAGP_MUXTOP KW@V31!XI=9%3Q9XX!,^\$ MO!OA%=&%FDGDG2>\$1!7>/CC^UJX_ ^#OPH^?OPX^?!)6J>* B!A, 7@GP!_MIGPL^)WQD!_?S!CXE>/8ECDU7P7!6=%_. (+\$3Q #J3P^K>)+A/A1XLO!W@ M(PJXBC.?QK,B!)#< [Y>2R0|R^L QE.Z5!5?7W?X?_ + MQ3X!_ =7PQIVN> 7TCPPEXK^)VC> #WCK4I#)XA.3Q)XFT?XJ>_!>XC!7R_M>84A!0NT\$5NJKX!M<^&&D_ "G7!O!OB#P!,OAK)X@ M^+OQD!9^?)> WQEXQ!?"#0_!OC,Q5!0?_ C'X?S?"OQ'X^?137G@7Q)X/M!2^?%G@B6W!_6W@!4,1!_!O@?!"?_ \$,JH7X^!WZ?_P-XU!1!LX_!WQ@ M!_&/?ACX2> \$!+CXXZ!#^?E^(QTCUS7_B,=1^&O"/BN(M=>!/!MC(1^#A#- +7!8^?J!&E @^VUXK^_WQHT!2=13 #C20ASX!6 &CP=X8!M(> A!>#/CBZ_X55X@1!#J_@G!H!C787^ GQ>U_Q*?4GBCQ7!O#5CX, M!>?VN>W=C^/F!3I=5&JHMP4F!V7/WKJ7V/9/X4!3>35VU,&E P_O M+NT4LTU,WS2!OJE!_!J/F,NW9.9,M)_J,G_P"!< +! JX1MO#^?%B?!) M!5!P#?10?D?VE_#7[0JYXHUW2M&V!B36],_!BT,XQQ? M,>6!4^&_ #NA> M%?%?3?J!AN0!> @^&?"4D+67AVTMX/L3P!X!&?" P=X9^?OP_!>_!7X4!> M#!_!TOPSX2!+Z+_- V? I,A>M!A!C1M(TJ!_!@#\$!*_YA.%RX#99N!1B!_ (H2#)_ #,F1!_SH>A+X0!,ZWK/A_P50^(_ MB)? \$(_NH_!TZ^%+92?NZ<^ED^1_+60VZ+70,CQJ2PAU_P"!#I-MH%ZND!_M!?"QQ7!)>^!/NK,1_P!SX!<^#22B_XS_822RB7X2O!56U/ MX(MXPTKXF7CAW5?,ZA!8+SQSH0@_0_,M!3XF,PS_ (T//VA)"=7X_G MQB!L6_X3!P0,Z?7Y?J9U/_Z>R!_&_!2JC,J^S!X8TWXA? M%CPY!%? P\$/?"D'QPG0!,!Z!-15_&!/A/ &N#X_00X\$UKP?*?/SWB!#_!A M/QVD<6Q(H!OAOQ!@_SXIZ!6?_WB!_!0>%K/P3XO!"/? \$WPT!8^!#Q?"&^ MCV'BK7*!L4KZ+!K!GASPA,1X9!6^!5\$15DA5753!B?_?X3.E!/#/B&Q!1^)J,1^_& M'Q"/!3_ \$WQGXETSPVW@W1, {Q5XPG598!^(S2_XPGT71+30XM#/6ZMXM!4R_M!+S,H9PF@J?M=?6Z?>_!&T_ P#OB74+W3M/N+ZT!,ZPUK= M7%G"?6F!2)XV4R @X!% X7GC'H!J%?%?% 1110 4444 %1J%Y .201Z? ME7BGQ!^+>_!E_3X?^?{XTZQHNNJZ_!PPI!^?(&M!F"/^T!^#0M*>5HH0!5D MB4ZJ!R!PSA5!_!AE,XM!_!@H3X_P!9<^7!2QQ?^ W@SP!#12A,QH!2@WMP=J#_ M!Z+XD^?#GCV!22&RX^!O!_!%E?AW:>_ !AOP=XB23Q!XQ!3^)/A M!_!+X,M?"4!G>#!,PO=CPY2HU*RE&"NM%+OK>R7JD,S,YU%"4(.JYMV^5M_ M_ {5OY4ZKQMZ#X!OSWN!V!_!LH^) VGO!J!M(O%5AIQU, M!W!&_!S!_!)=!JVC!#7Q_U,&*PJH7@WX@!1_ A7%>?) \$6MA_9QX6_!PUAY/M_>_!4/4VRCM4^ OPC_!#?L_!P!_!^?B/KX#^?!.L,X6!0,M'!>_!MWQ!U#XD?_!#J.!_ !O!B!_!ROXT!_>)6USQ#15M!XIO?&?A!_!B&_!MH.8C#P!UYUJ WGA>135MG44WV, W?LY_ ^G1)LG\$U/JWL6U_&YK?JN?+HTVO_;%HVMW&F_>_!M!5M!J!U.RL_3= -4TQ_65(QJ@ M@_S!8!8DHB!\$!#AQTU%>E^?7!_ !C9!J2F_!OS"BBBF_4444 %?%?% 1110 4444 %4-Z8= &_!A4!>_!CS^?G2JY,>_!@K9^?SC!_!O&_!C!_!P!K?_!OX! MSW>M^" \$^N^\$ 4N!J!> #YM+OM4T#5!J!&U= -GE^?5O<1QRZ_!D3!/_28+M1H!_!Z.7Y3FV!R/JQRK!5_!@H2KQIQC_J=Q=/_! <8TME!%NU!JZME>W3YCRT/%CPR,E.COKPFY M2LIOZRM,7MM!S>Y!_!?MF_L^_!%#X!>_!TWX0_ %X?#_!#QCI#_!M9M!_!B&_!Q!Q!_ M!&>B^(_!HB.KIGCOP7H?B!PM!/_!9NU_!XS> VLM!_!#_!B!_!Q!_!K!_!O!_!P!_!J!_!V!_!W!_!X!_!Y!_!Z!_! !MBSX_7XSX/ZVO43?3KRWTZ=NA!*>_!JFCXH_&7Q9!_!BOXXZ/J!P(M_BE!_!MB!>_!GX/V8^*>_!OA,XC!_ !^#B^"/C1H/Q!"Z!_!@,Z!X=C!VW4?_!MQ=XW?V.9!>_!AP!_!4L=1^!GP7^*Q+^ PA^&_!M/P!_!20&_!A_QW!6(OB_ !K_E^/ABNOCB2+Q7V0#?%CQ9X, _!Q_!S!_!SPIXIC!_!M!"_!&WCKQH8SB!_!& X20!LP!_!_!CI_X37PZ_P#GDTH_X!_!0?LQ= _!7QV!_!V_ 'Q5ZQO!P"!T!_!0_?_!O!_!MX>_!#S!_!8.0!_!S!_!#_!WRKVA_!N!J!V_!#_!V!_!3VOL^3VG!_!TK!G!"^UN9'TM.0<5!<3_60J!LZRG_!J7L?

K2]JEU%4^K_6:^P|O:,>UJC5JGO?V<^P4445 MYH\$%%% !1110 4444 %%% ')>,_D3?&/_80.S_Z9Y*ZVN2|9_|(F^, M?
^Q>UG TSR5UM !1110 445QWB_Q1X0!&Z+>(^O%WB/L^6@Z>P_WX@!1ZM1
M>@Z/H%O!S/J^M21V1%AE)67>2L8=PX1P#L,*!\$ X-E 9F Z, ^!G AWO MAS IT' U_&S_ T<9#/A P[WPY |FAH Z?
XK>'_/BCX<_ #OPO!TVO M@+Q J2A[5/+PGXOOOO^FD^)M T+5A,RC1Y=7VZTK0.UH!N&_<8VXVE=7R" MC?DU^S/_Q1^TCX!..?
&SQ?XG^["!+>B^", 2M_9Z5^SC?W/B3Q3!_Q M% X1 ^_GQ\$!>+1U3QU, _&D, P+1 %WASQ#H/A3P+XG!*>?7Q1_P@O@WP%+
MKQOX_7WME(X!?'I PU_&S_ T<9#/ #O?#C YH:0 M3?LRJ VC@?P" M=^'1 P#=@JH5'2ESH) J|OI?TMK1W, YJTH2ZQ, _IL?
GB3 @GU!2?BE)2 M^2B2KXO^B,X.?&XB^)" C330/PC!0 #?XC?/PGCG;_ P! M?^U M7 V,41ZSNV>!&IWQAX>
(^10%ZCQUXGB1!Q\$Z>F> OV30BXXTT# @GUX8 M!9, M=!=^REX=U6Y=W^I7RH6M %!" X8I, _SH6B, #, /"F@Z_X9!+C
M70&PBF20%?%\$IX709V14>WN+L 5Q_F 9E Z, _^!A!O!7AW P#1|TG_M U)^S(>O|17P, #XN #0^7_D
I495%, \$UJ_L15!JM\$G2C5@GU, JV) M=&J@Q^W.CS/3#|UM N?DT^?LUNWJWCWHA2 2>, 9?| SSVJ2O ^&I?V9>G M #1?P, />2N?
#K' *D&*7 AJ7JF, HXSX&?^>^A|T 0E43DYV2?PI7(MH/%)= >JT5X) PU_&S_ P!&? S_P_ J.? FAKKO!Q3^&7Q(DU)?A MY0-
CQM\$6P.KGP5XLT3Q/8J/ 9, FJMH Q"/!O!7B_P" &@/Q'K4FF>)C)X@!2^&/A I".1JJZVO M:MX=|^UX{UN/ 4T>WFM=#2#POH.L>
(91 \$ S'9/?RJ//1%7D_C?XJ^WA# MPEI0Q^ P,TCXQ?+\$+4 _NG:/8_ XK^*FG?CP)X?LG W+J C3QIXW/AOXI^*8 M_ #%%&L?
@KX5 %GQ?<^M2!6H%1V3>*&@/ A.*_#CQU P6%T3PUX) M_92U&ST+JE X2^?OVAJ4_ T6XM?VM?VT_ 9<^\$.AZG^S5X^M?
A3XVB#/_&Y MVA?BRGQ,C15/>49/!Z4!#?F?>#MGC*VA)A3W+X@?1 11"Z^&?070_ MX.>./A7X4@()H7P.?XS?%73_C=Z,X!4?
&W1OC+K7@>>J|D^&D, GQ6^M/AMO@AXW7QY14 %?B7X1CPG93>_!C_, (5+9GQ5_PAA|+VG2JOU^3!&=2H
MJ-KVUO0Y6!UW/U5HKY1 &>?BEJWQK^\$7@CXL_CXNOAY/XZM+ WQ)X5V:MJ M=Q|>J|P(K&JW)>
(=S|G| T^2[A3]>TOY6 & F^P5 \$5^U1 R<^TE V7 XP P#JR>K^W60 MXBOVJ A DY|H|_ LO_QA P#5EZJ7[#X+ P#)1XW +
(P#1Z9_ OTF?^1%P_M1_V6_7_UF,V/**** H2GM/_*^U/S/XCPO^ZP Q4_ U#PX44459L%%% M1110 5_2A7H|?WX5^%_A S3G_
50->2UJ%W FM P#NW? WLA1117X M6?UH%%% !1110 4444 %%% ')>,_D3?&/_80.S_Z9Y*ZVN2|9_|(F^, M?
^Q>UG TSR5UM !1110 5(%) ^3) CA|WPV P#5J^: .|J^\$? @/I_ M, F3 &? 'OAM ZM7P#0OCC %UOCH_ *Z, E%HHHKT%\$?
ZZ(X^W^?14M%>4CSQG3O,FC,|SOB|) M?) @?GK^T_ P34 8C .C^, 7P1^_OQS_9G^"GQ?^(_P/_W5+RJU?Q9%_A#X MTE^<VE3>_ \$?
@+20#_Q4U3QQV?B'QQX? (VVMQ^)O!GAU, ^/_C/10#_MZ&, NL_Q!
^T=X7^*GB/X7/X0^#WP^ 9^>6L1#P|JX^#G[1+ZWH/PL^)GP MUU?1=9T/7_)@|H7_ J:6=QX%NO!,8|2G
MQAX1^P*J"Y*5E>ZJ|R^? PPS!_ A3^R?^TW^S?X"!0_#_X2_15?^76) M3^_CW@?Q_X!^)OPXTS|EGX7?^"QOX?
|1Z|A|V7_C9H_P1^+17B/60@EXB_MTA_XIVX^&SOP>^#A|O!CA7Q?9CX0>_&?5KX1!P?/1_ P0K!P#_9!^16
MIZI_0_6H?#PQX(^WQ)>WC|PC1,H &V ^ AS05/CWX<#7Q#X9|3^(_M!_G6|)T3PK0#?GMC//ZC% M.K6P-,
0GRPKUL/B=+RPL/K P" &7JG^/J|P1H I#)J5|6,11+5_?@/7?BOK&N M M1?&FQ+X8I+?V1^T|6=!=?>#CKPWX7C|86D=OVO#MQ-
X_8(MNGA3 M)?_*Q, P%GA@FE!, VE_B, ^R_9_P|J3P3|?"C|*|/2+3QX?^4>K M_#7PNH0>M"!1:J&E_ %'Q)!!_I8I
"U|29&8^+8,DRW" O&=Z_2KPKX1 M|>_L%?@Q%H'B_P|5MJHTOQ!X5U2?/\$&C7L3^>)F)
M0"J5#8#JKXBMBI0QK5=6J5@C:U 814/FTDE>|O9,*R1N=6162!R|Y23W_ M_9UJ?Q?%2M4?/C?M)?JE
C# ZLO7J_MUK^K(JJC_DY|H|_ LO_P 8?_ 5E MZ|ZWX+)_1XW L C_Z>F?S3)G D1<\$_? 98U? 68SP\$HHHK^A*>T P#K
M|4_ B?" P"ZP Q4 P#U#PX44459L%%% !1110 5_?A7H|?WX5^%_ / . M?JU, P!YY 6GT7?^:W |MW_WLA1117X6?UH%%% !1110
4444 %%% ')>,_M P#D3?&/_80.S_Z9Y*ZVN2|9 P#(F^, ?^Q>UG TSR5UM !1110 5(%) ^3) C/ O?#, U.O@&ONZOA_ @/I_ F3-
G {X,?_JU?_ ^_J=4_ " MZZ, E%HHHKT%\$?ZZ(X^NO? M@OQ7YNCZXWAK7J%|9Z?LR
I(4C3:HDNV*2%B(2N_RMP=7Z+IV=ZV7HOR M/S^, _|P<\$_!@/B/Q)^W7_)&ET0(,?3?@M!XN^.OVO<=O|Q?"P|X MM|P-
PS3W^*C4, <\$#Y0C X_ M&^*M_2L0?_O/^F?8, >IVUA=^%O' A!M!X?S#|X>X|_*^1K_1^/ #XM?0?
#D?_ 60"7B"UN\$*ES PD A!8Y!+&A,18P3WC // @OU>OL%Y^ MT_ P6A!#2L Z3=6VE/XB^G!&
+^AM6DR.YU02/^CQ11OX(^_7VA=D<7 MB2ZEC6.5 Q)A@<?TKT4 ?P M%?&F/QW^/ 1171U?J| XV \$+JF'5 A= MX%!9?,JKA
+|8Z75?V@O%OCIO\$GCC0, %^G@E9T2/GUVW^/ (+\$A%_MOC%SX5(0^X"DOC(0Q)"G L_ 8U 8C_ &AV!O@MI?
P&_9^_D_ #SP3IRP_MWFKSVT_XD!>(HM)@T_7Q?XY10!&_O70\$UY,;/?27K1F9_*VPO(G+?8% M!_717|5')SW|27_ &
/_J|R>K^W60XBOVJ^3GOVDO^R_+Q A_67KU_M?L@O R4>_ |^GIG|T_29_ P"!P1_V6_7_P!9C/#P2BBBOZ\$|3_Z^U/S
M/XCPO^ZP P_5_ U#PX44459L%%% !1110 5_?A7H|?WX5^%_ / . ?JU_ M_ YY 6GT7? FM_ ^= H(4445^%G!_!1110 4444 %%% ?(11?
I6@GJG/6 M? FB_QX+ ^*GQ!7_ \$5?#WA|X7:116IZN=37 JX>FU5AXC|2>S0#IB_ MX2_QMXA,I%_=CQ,&UV"2, " M
'U|17*Z|JL/B'1M)UB*WU*UMM3TRSU*V MM=9TC4/#FJVBZFH*QZGHN1Q^(-%U=|T,D5TD4L4AE60"13754 ^&W JU?_ ^_A 75?"PO|
MKHS^46BBB007P1_KHC@?QR_KJPHHHH *** "BBB@ KJTO_@BS_ *SJI3_N MCW_H?Q8K1+_.=+ @BS_K/VE/^Z/?^A_ %BIJ?
PY_+|07QQ_KJC|UJ**X.KJ% M^,;_+T7Y_1113&%% !1110 5_5^U1 R<^TE P!E P#C#_ ZLO7J_MUK^ M(KJJC_DY|H|_ LO_8?
_5EZJ7#X+ _E'C?^P/_IZ9 /TF? D1<\$_?JEC M5+68SP\$HHHK^A*>T ^OM3|S^)+_ NLA_3_ J0_ .%%%6_!1110 4444 M%?WX5_?
7J^%?A2C3_S3G=6 P#>?UJ|9W_ K2_NW?>R%?%%?A9_6@444 M4 %%?%% !7YT MV_ SXP2?GP?
X%T7X_ ^!_ @UXXCT|QOX3|1_A1WQ%O!J_>? M" KZ7XMI_RCOIX^)VB0>_+OPTL7AR/Q%X3|, X8LK#QO+X0UVY|\$_^_FN\$?
MP= X0_1.BLYT>4>7!M_?_ (J3D4E|ZM|M?_SYE^"7P?_B%_J|_Q>? MVB/BE8,BQV>%%#%IGBNP^&B^T31)@UCQAI&J_+V!?
XHF_Q!IEQ>RIXS^*GC_5UF5&1KJ_5!JBBM5_1C|BMIVY|O_+S,84^24Y7^_1=?_ M_#.4UCGP|K<UE=, YK%G8W NJK=068T?
_25D^+3Z'_X)&X,4<*PXV*Y/_ MU?_Z'_Q'_X">/_ FJZNB!#E/_U?_H=O?_X">/_ F.H_L_5_+H=O?_M?_ @)X0_ ^9JNKKH
Y3^PM7_Z'_Q'_GA#_YFJX^WP_&_W%P5KGP!_?_O_MXD|_ ^_S72/7T8WFD..UV_#UFWU|2_VK_ X?_M?>18M&_J5^_VH? E= ET3P1XH
>>/_B%_XK_XN> M?BQ_K_ B7@OXFO_ JG_&_Q=X6|0,2|303SQ>_ =0VER_4N_ JN|2_ M7MUL|WM|QJ_&_N/V/O^A%+2?^%YXN_ ^/T?
N/V/O| H1?S G A>> O_7 ME?@3XR?%_ ,|OM|1V_>_S|N!L@_S|_9?A_&_C=1_0B7IW|P^_?P|^&A/PM
MMX_ ^(!Q3T3QK1+7^_WQ8|3_ \$370A6'_@12^%?C!((C)K8TV.3X00 M6DOB|8_A M_?M,>(_S|?_=2U7XA?L9_>^_9C^/WB|X_?
%+JL_XD>?B00!_ M&K #_P3!.?#GCWQ_3?_P63XV6'B\$W'AKQ#XD|PN|9>%'65MX4%>?# M7C_:/QWXMG|MX(-_JSD>D11_E?_?
D>V!_N/V/O^A%?2?_A>>_ O_C_ #K_M|C|_ H?_G A>>_ O_C_>P_L_&_6/VEOV,?A#_>?7AFP..S|0_#?_SVF ME)?
#E_IGJL_SHV@^_/#_Q%,Q?"OC'0(8.2%?A^VRDG_>_!_O/B022U|_U M\$KZ7|S2GU^7ZCGS_ /#KC|C|_ H?_G A>>_ O_C_>Y_!_E#X?L?
_1|P*M@A1!>_S#XB0K, ^Y|_!_VN'2#CQ_XD943^W=7Y6\$/>_ FJZNB!#E/_U?_X">/_ M|F.H_L_5_+P#H=O?_ @)X0_ F-KJZ^_4 L_5_+H=O?_ @)X0_ ^9JNKKH
SOC+Q%_X_ UJ|10^+2_ U3Q)KM^GC37=(_UZGK6K+K&I_+1_QLTPVQIA M\$\$.B+Y,B4?HS6<_>_7ZS?
XXKJPV9YCEKG_>_ F.#E62C5EE|_1^1U(P,E!5_7= M_J+E)P6JNY.U|_IG_ ER_0%CC_4Y5FJH.H/_LAF2HNHHJJZ^C&2I>T48
M*HU9S4(.VC8_ AU^_QE T3!7_ X7CC_Y=TO_ZF_8P/3P|KQ_!_J|_XW_ M/EY7Z/25R/83*EMZ|K|_A3EKYV
MACQ7P%P_+K_C#N\$ESW_Y!#_V!_3H>74_!AU^_QAW^_O?_AP?&X_ M!_P?^2(GQ)_>_!2\$CXEP_5%H\$,N@Z|I7@CP%1_@_I
FC7<_O=>/_B5X MC^+50_PA_#AOK_ #Q!%XFN_OPE^7=U P4E_>_!9_!WQO^T)VO_7P9^_7A_ M|FS|C7X+?M3_+0'PG^)?@_XD>
O/Q&U3XFZ)0/7B_1X9_ XJ_>_0?A7H M|P,PQ_0 L7B_>PCXH5?"CXM^_F_>^_7F_&>_4CF@N_>_Q103C4C#_?
@!12_CS!/_@OX)&_>_ O MBJ/2GBSPW|3?T+0 8^*^NL \$SPK|O#VN #/67M_7^+ A!_ IE, M|V|OA|X|E_7S_>
!HM"UEX3C^&_<_B3XK_!_O/Q=^S|X3|.6 P|_?_?QM MXOT_XRWMZS.K|_BWX%_^G@P!XWT,P5,Q!L_ PGSPE'X@EV_XA_DX|4_>
M!6VT\$MK_>#DE|5ZRXAXHISITY9SG%JRF|X"!_1C!_P!W_1!R4%_F?_>^T>_5 MFSFQ/_4Z_>_!4ZN?O?2A2DU>@Y|*7Y01_>
X5A+BOB13E#^W>_!2UC7ER.JA_EKJM|U_MJ|K&T^>_JTU5!W_ B|OW/SA_X=3_+%_0@: M|_X<_QO_/_1ROT_ L+5_>_AV1_>
@)X0 P#F.K.^_>_ R P%_>_!6+7S_ MLSIG_&_S/_+>_PY09?VA4=3V2M_7GIC= NW/ROY_+L>OE'_V19|J8 L7) LHR MCZU|_+ZS_>
_&7E5/_K/L_>_R|O!_?_>_RJK4|C>_L_3M_ C9RGJA_O T_WB_ M_!/_S 4?V%_J_ \$WBA/_!_ S 5_5_U%_<_9!RCGJA_O_ J#MVC_+3PA
M_P#, U2QZJ<_PM_>_!E M_!/_S%U^&1DQ>_!F|0CJ|V|R1WZJB@_HHHH M_***_BBB@_HHHH_***_BBB@_HHHH
R|V_>_YN_+6_ RE@MX0, _!_YN_+7_ E3B1U9@&_Y7*|E|_S?_C|X|_!_LG_ S?_X2_>_Q'>_XDTW7M_!T_>_!_S9WQ?^&>_@ #WX9_#
MKNNVW@WX6_>_!@|X7|)()6C589KCQ7|XO_8ZB@_!<_7_8'_>_U_ P|U_30<_>_ M_@_PY^T=X5_>_7P=^_!WAKXQ>_V1_>_!ACPSX_>_?
PPU|QIKWB980AA_PU_KW MB_B|5(KQ%_P|5!3?#708|/X2MU@/_7PCX5NA)>_O|AX_9X_>_&_GP^TQ_S3X&_82#GQ(A
A\$)_0!%OC6#X7OPV_BRZ9_X*^*_P|1_ MH M>_OBCXA|_!#7WU?Q2%_20|W|22PGN9%_@_QG9^_H|XLB|_9_H_151FXWMU_X/_MZ_@?
_!/_G|/K^S5_!_7X_>_9XCD|4WEJXW^?QAZ5!_?B|130_ M'Q<_UB^?_AGP%K'CN^37V>_11_>_U=<_M'X!_P^*/
7CSQ!X/E3QD0|HAC3P!_&_S|F7)@**_RT_X9_ M@_PU7X MZ_>_U#_?
\$7PO^U6'A_X="OQJ^R%_20\$7BCX_>_!Z7X>T_QSX_>_&GQ_>_?MG M>_ "FA^*?&XTAKF^_?_?BGX0>_*_&_Q_>_NO GA^_P_*?P_X8_>
GJG|JW MP^T%_&_WQMT?PY_>_!XH^!V@_?WQE^T5^U5!6?#_@OB+QGX>_!OMK&E2_>_MKJH7Q?
X*6LO\$9M_&ABUFC_5>_HEZ|J/Z&FMUZ_MK|R*J4Z_2F AE90_>_!O|R_50&0>_YQCI_!Y59J)NB?3^@_J6G)W_!7_E^@_J4
,5"E^*V2T^84445)H%6%% !1110 4444_>_9 end GRAPHIC 24 tm2419691d1_ex99_2img004.jpg GRAPHIC begin 644

I>947. G&2^QY9!.-8^*!VMVOQ*!# PE:P7EO'X0-MD1"?WQ%XJEUC2'N)H1/K.E^?(A!-*O^\$1NK'3XK'YGTC3SXDLX9+F6R35KF MXM7N;OU9-9(R&7)ZP*>#ICD#00\$B@,1@09VY8#)BALDBA\$&YCB[ORI\$=I M/40B-
+R3225DR\$Y->221V=Y7DD=W.Q%&8E*E@1IGY0JA\$10JHB@G"@*. MI.6+\$84A5TDTIVOP,J2<824M&Y77I?R.A
\$=QXETP=V.I.+JEN4T33X, M6ITS&NK==TUC3-%WFA06B2B^>8,6,RF,P>9\$K%)=%EXP(! M_PWR, M_P#(I.C / C3/8+ (-L?
^QE% ^IMX,KJEZ#Z#^506A \$7^QO#?C | MGQUI7@K^QO(U'PKJF M/00\$VM V MG .'JH^(.IC A?LWV+[%"YOVSSOM// (MJJF?..
<9) P^,18?J\$)| ^%OJ, P-S?B?GVA UTM/2.FBNKV M..Z^I /4YO,3/I /8 .S (? ^,/^B\$^& P#PMJ1 ^9NC A|WXP Z(3X, M_P#"WU-
.9N0Q3HHJC#NON_ ^U#VT^S^P#^V/ VL P?"S?C# HA/AO|+|24 M2 F,H X? ^,/^B\$^& | PMJ1 P#F,K|4Z*8P[K|O_M0JM/L_O|
MCJKA MA|WXP Z(3X, /"WU' YFZ/^S?C# HA/AO|+|24 YFZ %BCV, Z^I /M4/3/I /8 .S (-
^,/^B\$^& P#PMJ1 ^9NOK#JCSJOSQA^UC3, ^7M " ^& /JC!-41?VQ :H^*OM/JFZ X8T/^S?/AOPYY/G?))JJ^V2,I?
M+^Q>1JED^T>=! '7Z0 /!C DYCQO D,14?^I],.SJTQXA= 7NEMWOY M(TI5)2G9IVLWOMYL H?
6T18,, VJX,'3 F4J1/55, H'0+73. U%,H^%-2|N5K^|U.U.VV),A M'@ L) "WF.9! <@>6GEH067C_ IQ_PWU(Y%+4>W !B@#FOL7C#_ H
M/^& "2U' YL/L7C# H/^& "2U' YL,Z%YRJDK\$[N ?W8!BVQW",RWDQJ M" DR2(BAT), I*K-6X+9(0E07Y& [D,'12FPHT"S*
{OL5B@65@# ^Q> M,A HA AO|+|4? FQK1Q0QVU ^"A7B|JD3XJ..!F^7ASXAG6 A 17CC^MVO{4Q?"V4:EXC5Z#_92|G/!*# Y_
C7V0P, .(D^V^1JCC L9[CJ9T M,<XV|E)&X9. ^ZW.=N2<8P3@2S% P#!,; DZ7P% P!D/+2^K\$^*E?>M>F4Y?G?SM+
9G3=7^2P&85103<7[2A2H2I,Z>DIRZJ3I..(WX4X%Q&<M9)C5E^/AF^38..)=>JZ5%8C%TZJ/V>4,1A[2..YI4W4CRWI2C)R,]_MX?
9>+?HW|PY X7EW R%"^R16 J-> "N|YD#BBWOB B!"G M 0' + P & 3 + DS^0/(X^Y) \$54/ #,P3 |ZCQ P#AJEXM P"C?
0#C A>7 M? S(4? #|+Q, T,JX< +|P#F0K1 **/*<(<&?J/A MPO+O P"9"OPXHH XAQP9 P! +?^C?O#C A>7? ,R%#|+Q, & >/
0+O YD* #BBC B!"G M 0' + P & 3 + DP_XCCXD?%5# P V| #JW" X?9> +?^C?O#C (7EW +M,A7Z@ L4?M > + VN A7K_P
25T+PWA!HCQ U7P/ 80DW BS[4=+> M M3^T4O?^XAI (27)JB L>8Q 80/ ^V2"Y%\$O '07J.W !%G DUKQI V7|Q3 M P"J|^=?
#^(?W#P2<5G0_5 M!?Q_XRXKXZP^3YWGLMI<JP"2K CZ=P, J #&X_O+V^TOSM1@ MW<>H,M92/VTM%, U2|FZ,Z6"ZO)
(MD=JMWY9N)S)A"KR",2.5N1H(T M"#,ODG,H0%F.YV@D9>OLY|VYR%O %!B77ZQ5^30 !8G DV?P/ ET\ ?^H+2ZT?
M&OC^1E6^!^L?S9_SV/ %TN/ 2F.BCL?^NEQ_Z4S45V(%%%% 11110 444 M4 %?J +|S>/^3F/& + V0S01_ZGWPQK|H* 5 +X(?!G,>
+LAGBC_U/ MOAC65,X'ZQ_FMX'XUZ2)|L?W3 P | P#1.5)4 P"?,?V,VHZ1 ^T% ^U!X T QUIL5N|OP MG#WD_Q) ^+9ENY)K>TM+CX?
^"8.UK1,BXNH7B#)\$T2RMXXY,BJ0+6(0F?M)Q/^"IC_6",T9J_XF_|\$N], ^/P|U|S9.?^U3 P4@UV3X.Z &CI&UUJ
MVA?+PU)JOB>PMJ1LVT Q%>0-%+P_OBJ B2PNKFUN/# MT=JX90?FGZS#>VLU?.1K'C+3M3MIK>X1+.YPF_P"3+A X('
IV,>U M|0 %@ ^"E'Q^>RTVXO(j3O2V8@B[+. +|N.ZB. ^M|+U|PWH0M|0|Q.
M)X@LMT8T+Q\$/#OPZUWVFTVTM|P&YMP[G|5?L?K?\$_?V,OV(O#47A? 93_9 MQ^%?P5M180Z,?SX|0 XT|1V|N) \$WC/X@ZE)?
//&TRK'&1/XJ2.M,|0 MTRN)&R#, K@?P*?%V/7 !4GKJR^"7 !03PW P3W .) 8"VZ7J7ASF3P M3XCM?
BI<6G[3/QN7XF>M:UGX2.)XJ^\$7@(^/BIXA%|F52#(*T#0/2[MN#4/%Q3TNRL 70,F@^@3^K @@S_P \$] VS/V2_V>9_B-
^WM^U5^T1\8 VC M?C#9Z7J_ P *?B?="WQ2^W/ OA,*P?3%"EIOBOQ!KCAW6/BHR)/X] M9Z5, HUN?L'A#PS/KVC>&
(&7BKJY|C0/ANV B.ZMX+HPW% M>1"YA\$PCO_HF MM,Y2S"1KZUAE#.7LLDMW,JFVGB!E6.4B3RUV,MP)?7.
M4"QO !:=D7J7P\$&=% /@?"QPSQJ,5+JPYE"(Q5 M,E1YI)KW/9WM,6Y|XF<8KCOA6MP)@|7@#7JYCE 6(QU"IB<H8"MB*L
MX.E3JYSFJ4),1.DWN?PO^9% P J8 + O!_I=H|R+ CK' WJ@ ^U,1 PR M/^R P&Z G P 'X& ^4U, JDCJE?VZ DJ/^2>IN^?^H
+5^L/QKP. MM?A =J* ?T]6[V7P>3/YS?T8L 2,?S#5DKO A(Q>R/X? B P">L? WJ@ M^T.9% SUC ^P? _IVO[*B?&?
V'OA+H\$ BWXF "GJEOX?>\$[0VJW0BCQO MX +^% /A/P 927NIV&CV<5UJV06EA9P/ >GJFCV?J9)5BDO,VUM7ECDN(0),1-
MA) ^PKX@|*Z#XYT+X9?LH.WX,67&B6GA'Q,HWA,X0ZIX7677B?4CHWABT, M>
(K."71M7N \$6LF+I-\$ALKV4.KK,JZ,ISW5PRT &W!>27@,4P1PSM6@W& M=24805E"0*<,M725Y J,9, + P")8>(/W?
QDG#7V,10 X2,7|T86?A _\$ /&BQG=X M\$|(>?V/ %/COX?PRT/C|P3H&@? 50%W@FUAD6&6?Q7XX|3R7
T6QF14\$|L7AF>JBU1XX9)(8H LS",,Y.^KJ)*%2,0 M6@DH4JHHSIDY."BDJC25W>2.G&|&I KZ,\$#Y4N).&7S34(VRC%ZS,FTN02G-
MWVTY1,2,B YZQ +V# ..T>9% SUC . L' QVOZJ AYX9 P"="Q-TW3M M8^%ACJC#XEZ5J0B#4 "FG.GX!TOX>,-O?
\$VBZ/X@U,PW,7 AN#5+5 \$F MFZ'<1.O?>Y(M6M,)OY[2.S G,VN#JDSJE^96, AG/X+AMO'PF".=JL
MW*Z/P49FC=3@AT8S4"B,AJ=*>'"%CS415)4HS5TM".\$HVWT,M,4 B=R+ YZQ P#? MV# X[7]. P#P18*M^RUXJ*LK#_A?
WBD95D89 P%"=OC*PSI9S|8Q7WC P.MRA LO_ INOP) | X& P#E7JW@7X=> AE%QH/PV% ^\$ NBW>HS-O=.
MIX,|Z5X9TRXU2XMK,SCU&>PT>VM,.. FM+ "RMI, R2 IY+>SM86, "< M54(<9C.2XZA2Rf,|V@,/^0.8 JC+X+ +4V_UU2JH!
M*N518?1 (L?^QE% | J,>&ZI@^@ E0 M% % 17Y. P#18G DV?P/ P!E MT+?^H+1Z 6*OR= P" "Q A R/X' | +IX6 J07XEU12-
?AC*M#|J8 FS^ M, GL?^NEQ P'E, U%'8 +72X J*9J| #D"BBB@ HHHHH *** "OU? P" /) MS'C? LAGBC_U/OAC7Y05^K-
1X P"3F& 9#% J?#&LJWP/UC^> / MQKTE^2/Z18 NG @/ HM*/C (*?(!\$=) X*)> ? POI3 +1 /2?/O@K
MPQXSNO\$7C6T_9P^(+?# % XE> +P|JN@WG@QG=26FIZ=?^&{EM1B06CU'M1J5,#VJ,5C<7,7L7Z#Q/_ ? \$6E25R'6?F,^QW-
,\$>?^" MLV LO?#POXSTV(%50\$EGAO/B^TDLUM=7,L7Q*,7&N>*^2>LK, L M0,|2=(M|F M,=#!
& Z/SS0VN\$N!\$=-5E4(KQ)*-14\$BK>=I,JYBCCM M@?T, TUY?"DITU?5K,1,|U&|2>WLK66|E2RM+F NY4A4L G8V<4UY??
MK@!33K*&XU#4%F%MIK=7)6%OC3Q0I M8:IX@ 9, .!^\$?A XN6^K_! MX6 %S7 (TCXR?L?M"?L>)M2|3>
OAUJ/BVTCM/|A/|AS1/B1KFARRW5A M,V?B'00"U_IU/-Z8A>^ U" #5, VBI4A2CS3,4 J, U&4G>5TM(OH)675 ME1BY,T5-
||I:U74 S%N4M@|9A6!(5\$LG|R& V@MR|Q,ZLPA|N.)HS|)JH2 M 2|Y[V,7?DLE\$VHLFX1VYD*3!(69T\$3|GV-
(PRR^6T>8QBBE...UG*&S MEEN!%?V7=(U47U X, M.. P#M ^ Y2C ^ROX9 .KNM3V2%+V@ B.. M_P" & Q! ^M^&H|QO1
\$>7Q9H?"! O?2?RC2,760&>AZ=XM^#W! O, U A 98U + MP,?I.1 X,261,TV2/R3P3^S /M3ZQ^PCX*^*PC3?MH> K2X^?&JV_+U-
MX'Q MN?&JU^ @ IE,6/ CB'X\$?X. 7HGHJHZS9> "I W2 4E^"O07^N MBS &OPM% XN5OB5X4M)FT], P3JFON0HJM4?
+1T493,,27+!R2 J,EU97N|DF?TE6JYYR|WA>%LG?65WAY M+8E9,P,A\$T4A\$TZL781 +&@E>VC,AGCK@&G'<9RJD\$J02"!C..1R?P
-8< M ,M15Z|: #?A3JH, Z+ + B?Q|XJ+ _JG|P|0?#NA6J LUS^ A% ^ J1 MCW7|JOB:Q! X + VGO& P ./CAX@! ^(")?
@?"^&UG|*O#OPIE|3ZJH, J^ M=\$36/WVLC9X2764,)50.6 7W#!?9<1?*RQ\$F!9,
3"+SHS)\$!-G=VMI=YPJPJ%H "FN>)/A7QJH^E^%M3!>%&=W(BGX-T6'XJQ^*[VSM M,7PEXJM%NK>\$ +UNS!FVA CK??"[+?
Z89K6+5/GC|GSQWOKO UCJ7R MW@#PUX/BUT7JL^!%> (AQX9B&?#^XS _IB, ^&|300!?Q? ^%KJZ0&6XE
M^\$%/QOQ46 ^JZEJFH6/B> ,3=166GBIK*,SFU? <36 !TKO|H H^MV CJ^MCZK876E.OI&JVL I>K?70S6U IFI.?
=K+7N67JM, WJE/^%|L,>[2. MW|B)/)OA-X07PE, VF07/ "#.J9> O"DEMYNEW6@ZYT, MI:WNE7VE365
M|8HNG3W.BW.GPSC24T^"U1 9L=1T^|, <2A% /DYY5,12G3BG/V9U:\$Y M,JN1Q,J4M> A'E7, TS3F7^R?
3FC7A ^M15% /12T|NC.WNU< F)/\$NK?&SQ)I*^ O#D, F(, >?A JH, X8 M^&?
VW_BM,2NA M/>%OAW! "A|XA& FT+2" N#5> ^+L4/Q5TYOV<=82 M !SPQX T|Q! P, + S_A|KG1_IGB" T_X3KX1(
M|UN|Y3PLRPRF/,&8DOPHK\$RM). \$ITL102/ OA/8*M)QYJW5SCHM=?+3|COBM(!^S!^R
M#^S|JX,T^ZNM8^ 17A/JH|JFK6, Q7JF% XG, ?QW! =? VC !-16WEQ'9B" M|N 'FE> *BU)XG,20.?I&KW\$0^QZ, SQ?K, IV?LX!QD-
S@|J| M|B&Z| M,>(O"C.I+I |.9.C %HGB6,> !K&2."Z W!/%3S#D8, M8\$PJH?*"
6RQ"AG,/S.S\$*BX1>F4W5EBISBE/\$YMBLTYK+G4<5@+A|JS<,1 M5, D, ZU,,5RIU&U|S9R4*2TM&K#%UZLH*S=TH5(RVZ
ML34444CH"BBB@ HHHH ***"BF|R3C,Z|3/PH#Y,,?K J,FTUOVO %84 M9*2,B|I.SZ. P^BD!.2,8 ^O+G)*%.1TQ@X|RC-
7B|LVS60S2&+1115 M 2W/ (**+&R^J2YA=>2W/ ""BBBBS|007^877GJS, @H MHHHL +U_F%UY < |@K7_+@CQ_RA
MDYCCQO V0S01_ZGWPQK|L4WMO|JCU9K1-ZBWWET,Z(1% C^Z?^ ^BTJ2HX-
MNG@/ HM^DKC,PC,8.19#U12JE2ZGVC|P, #74X4A0A6!8\$D|9M|!%?V= S MUW,6JWIUY JK=6 S!%
-7%K, L, JW%K, N/L, L%RLTD=RC1|1|(4Q=2"NM3 M2"3PQ^>K2>VW Y.?K J,FTUOVO %84 M9*2,B|I.SZ. P^BD!.2,8 ^O+G)*%.1TQ@X|RC-
M^E6G@7P8Z=?,"=K10A7,6MAI=I"!&M)&Y%7P0V_PQ#)Y4D.EH(4/66W M@|0K'2+7P[8.9!G^C^K+2CHEIX?L,"VM " @T?{
=,32HM(M5AT^TTR*S\$ <4 MGIL% A BS10>7, W=U!+U!(QG'O _M^4= =6DWR/DZG M5.VZ\$IN,O,170M. +?7EEI+?3, @B>F_LX?
31M4T6J&^"GPDT77" L7A2 MPUK> C #/P3I> J^H/ 6A> (O" W@ #0=1L= #@O_M !A Q?XL, > \$> PG@BT#
MPWXLH1Z%8K!>NZM.WGLJM%Y.9B%#E6279D*NR I,..)51541PHRPQ@#/EHN M26R3+@Y)SU&|I|?Y|0,9|R3^=, ZDHVFK1KF
M,M\$@,,D=U,QRF*>ZMY%, <(*ZCMOB+ @H?H @,7 FCQ=I0Q!>3> /#T&I M^% =7FU.Y!, SXR|W.H.1KD6I,X?^)GA[P]<:=?
7/P|37=H^GZ|JFM^? M#=H8+|U?Q#IJO.OJ?Y|LE^+|/OB3P P# /P_XQT,1/A7^S+ #/X%?M0^ M/|
U+0O&WB< #/Q#XA, W'PY, ^/(BKV |4Z^FA> (#?AS00! Q%)MSHLW@ M74|2#P|Q XQMN/ #7B0VULNJW> !U)T9SG1
<L8173|R3=W=OHDM 6*24)0BE MI*,I/3JK=NY^|L5|&5FFC\$0, F% =I&6)GD6)I4,4,QR.%2 K?.TJW?GVZ+ +'M
+B59KU(*.F&&TL"Z@R,|>%J%UN6Z, %/XMZAXKTPCH.E.TA A.7B_3? >A7VOW^J>[* %#PSH'P MY MM^&
!"^V0JJJ^L> +?&L^+; #4C.C,; +|6#? @AO!O@,6%NF'10%NF74NN

MZ)M)*,HJ%G!IN3M.TK,6>N 570S^C@7R,UC92LC,BB,K*)'W&W!>%#"/"FBB% MPC3S(OEVRD?3"PE6)/76 A|LX=6D
W,BT,H"1%Y.R)1,7,4B#J\$ M)?>#>PJXB-MDOCKGBS|ACX&^OC/.RDS.CIWQ,T.Y3PMH>OZP,EQ=)XD|4Z5)XAT?4VN52
M,^S/AUH.F2)-0O,'Z^1)%DTNR92#CQ/X.1MIRHDC|<^8Y%!(4G9(KH2
M54DJ3C&*ZU>@^@ E7%:S,ZWJDT%A,V.DQ,%J@ZEJEBU=16-3=5TC715E MTE=&))Y|.TR=4D,"2,NU7N,\$,>G'S<Y&>.<,8)
%HHHHH M^*^30VQ?V7 ^&SLOACH?PZ_X3C A /&=5XU MG A?>^J|^T V9H7B,1/, M L (2#PY/G | "1??:MOVZ7ROL?D_9)/M!PP?
6-% QU5[7-12BP*SMV R/PK XW Q?"3[,.06UOAIB. Y?XGO#-60DENYV,:(FF58YA(O/QU MX#^U^I,A>?
V>CIX<6.#Z3^=,%^\$'Q#T[QIH'POCMYOB+K&A7WA75K'7MJA14.H7FFZ5/XNCTNZE7PK,C?I,7&MFVZ=&
(0*=2KR@N.3DE=+O0MMJ3 M&A&3LEJ 1?FC4/ G!,|X|-14T[QJ|P+?V| (8-\$O20"=W/TWB4? 'MAKPXRL #6HVZ1336/B&X|?
&C5(-#N(1>47 W%JCVDEE#[1># &D7% C X.M)X?LJOXP) #QO!(@H%)(B|XJTNRU_P+X?1O/ "9^/#NIV|E ICB/PI
MX6QP MS7|OMQB,5H 7TRPN!K+>RSM+#+1P^?2XMX-9JG|A ^UKX*^&T M/PU^(P175?%#EXA_5^?@/00
B"R^\$.N M7ZOX0>"GXIZ X?D?PQ_K MB "3QXF:58>&, PGX0) ^*J,^W>%|+7 2L \$&O?>^2_QG_8A!&EOV M MA"?
\$ PN&^I 35I MG2 ?^ (Q,120>O!OAN7+2TUB,X>IG>SU2X2XN (./<M22O&[5F]TMDV MJ&
[Z].3T3V>R=IC3IPDHR.3DW%:749SLVHV7NTY6N7.*JZ45+YT^)W !' MX. !31 .122&+JN,X, "CP_JN11ZIVO?
\$SPSX5^'AZAJ|Z3S6>E6&K>+ C M1HUE=W^JVJEJ QH4"5IKFW2,[1 .&^OP1+!M.2L%7XE %X| M|8.KX|T% NC?
&8^(@I:ZQX)U* J/IX^.@Z1XS(&0.%)<67B6WN 17. M1/VS, +2X^%& /B'X>> /&^??"P1^\$|NN #?X, 'KQA_X5^),SX1^,?V MB?
&GJ|X9Z)K^>AA1?@O!0600#D=WXJ7,6B7VH>J^WB#X96FK76H0 M,|>N76G>*^4.TYIN+,47%
W6|H>TCJK7FI0GC.JX^KK4T6&NDTE9^S22 | MRC|8C.)|JR DF 93Y.ON+>NA@FO!\$K+XE0?!=^_O^&=G!9,NTAU"R^\$
M<ACPK#3,3KB,SPZC:>[CXTP>*J,SVP, YDN]\$55M)=O((PW4WH/A| M _@C|HGBS2X),|?
M5.9KVD3W6I6=O>D?"NWU3Y1SKC1JN%U.WCOK3XK36L MEQIVK.??Z=-I#>D5W.31>2.8K8&^)WQN_9^>[06B?LP,A0?@%!(?\$',@,
M|H7X4?&OJH.3Q)XM^%O@SXDZ P#?PW>>O\$7@/X>^IM\$>|L<(M3UMO MM2DE%5F5S6OZ?
@VF)48N+DK632,TW,M,8^%U_X(L,AD?M*^I P%")& M|R0?BF,1CC@YYP/K'CS_()|P,C?S\$6 B+, I= P"\$^ MGP,JC@O| ML?
X0' (17-.60) AC7[2-M# A??:G>3 PC?V7[JABIS, Y|V// MY, Z0HQ8,3Q|J|H|(Q3VZE2WT..U/I.W157^F?QH!%&(L*** "BBB@ HHHH
*** "BBDSSCVS^N*%HH!%2IP\$) MYQC/U|8/4^M0ZD%&S,JU)NSWKJ*KB=OE =G MC&1NSC#EO|O/3%2QN77<5V^V<|@?
0>M\$.D)2Y4|NU1VLU13JNA/5JVE5./FO M>C>HY)Q.3T,O,KMOM 3Z#Z**L04444 %%% !1110 4444 91 IMAJE0=V
M=]6UW,7MC>.:=VJU,6JW!<6.H1K%>6LT%U%, SV|Q&H2XMI|X,.X0, +B&5, M, +7ZE|O!>JZCX%U6XT*S@O
(9.A9|U,2-H)=DWTT.2|>"M"4PZ=.ZS.)-6NE.YX?1V= MN'NK=1K'A74[6?#UY<36=U,7 T='U6T@O,*WEG D)47[5.W2J@7?6R,*"2=
MI4282K'(ID |N9Y())I,C<@<%W,Q+SIQM&(+8./?HIE&=, #+#NN)9'B# M(SN%7STE>!YGE2-0(MSNMH!>YMQ_JG='12)?%^G.?
M&GB,Q@NC1>(M7N9|^N+NV/6PM %TZSCO+Z6WT,2.BDO9?1)(ALM..K:E MJ6NS61VZJZJU|J'6T4 1JA7+QFY))<6,)+8)"KC&<+@
!0!CC)>ICCMV^G MYG/^"FHH *** "BBB@ JMI>= /2US2<5)6>V_W!>4=8{?P|/GG&I^?X|>^ "H.%I
M^*S\$0\$UIXA6E6Z,86NC=K_DZW,>+ 71ID C!<7NM)J5|<7PS0SW,J M-WBB6>UM3. 'P (?VZ2V?VFX4^&_Q(U
#/W@OX6.CX?T?O)X?^?O!\$ M>\$/P, #6 KIN?#X5%?%GXT>IMI,?M#^ M&TE)/B'X'D #3Q=11%_RU#
M3|5UG79,76K,|NONS7+A+*SN+QTOV%M9WMQG2J,5U5(W&WM919A9VUG>M#^V|Q@K^U#|+ C*?V,OV MLO@A^RCI) C#^Q?
^U?!"3/1^7@VWTQEXK (OQR)? !?P! #% &GQJO MO"OP^!%.= !^* BA L#P+I U=Z=J7BWQ+K^J6>B33A+GDF0<46H124,NI
M.EAY/7X*&)Q,E=8-P3 MBK?7NQE,|OAOQ^WM#Q#9^OB'XCI>O&WABV) ^* #WB,Q,X1|9_!|J,PA M|9?^O!|O_B,4,CX?
ZOX+^WQ_& C2'XL).?>WV_P!+^X_&^%NC^ M,+VPO/AS*)3A|C1|*N3_(*?LEWMP|T|WXD0^>B|)5EJOC/Q|X\$@!> M%_V=VC?
\$ QWM?%W@S3|36 &WA06V,?#OP>UO! .%T/40" C36>O>+ (? MACHV,C!>0^) 7230#T|MJ) ^& :O!0^?B94?
VS/|D7I,B PEX& 9,^ M GP!TKP#)>R ^U#X/^*CSXOZC|3 ^'OZO,.9|+M?^#,'Q+U#X>?"?M@L %NL6'@B'Q?
6>LZ7#U'P| (OA/P=^SA|50%,O^WCHWQ# M &HOB|XC|U|JH7JH3X(L ?M"!|1_0Q7,P3X |^CX2_9R^,O|_60_!D?
MP#: #OPMX0^\$'@#QSI|/CK1K^Y1.76J^+/%GAKQC<.IXJCCV4//& .<>6 MK%&HYQE&K3PM>>689N*DYP|OE=.ECCGS+W9S=&?
+53255SA6C9R,C2K7C*2=MGB)X&OX= /W%1-4 +GA^ZM,JC CC3PAI5/"A?XA ^M?T0Q7X|+5.98^O! M_B?1KF4/ +UG1M3TX2.?
JVG7+Y(Q<6MT1,1DB6JU!+JL,F,@W'GL>?7AO MX=,:>#X3L1IVFWOB'Q/XHNE>XO,^|N|>Z7Y>^) /&IW^H.E=WE?W=_K.I
M7URJU<22"2&V& .W0GY3 X)R^>O&7PU 80^/P|<^1K/X, ZQX+|, ZMX8T M, P^*6R7,%.=^# #5,|HOPZUCQ9JY?
ZGY+,FSQUQVR5HHH_HHHH *** "BBB@ H MHHH *** "F Q+ ?ZTZFY<>ZX F?Z4>3?&?XX?#?JG P5?|Q#^*>M7>MB>%
F"XTG3,2?#>BOQMXCUCQJXBU, #1?#A7PGX&!.XH|, ^%GB?6+ B#2 M/#A3PGX>UGQ_XCU>XM=) /V|JH|W ME^& ,K @H|^R1,?
#VR^)7 FGCW4= M U'Q|K?PP@!\$'^O?OVC%/?QVLOB'X,T>W1|> (!WB#|FPOQ)M8.%!,JX M?!,WVC^*M^& A
HOA74|+2.NMCH^IZ? =W/HG|7W|06H?LT?I05_BK1 MP7^,|QZUQ2)1T?20#_P|^/PX= %'Q=> UKMTUC9ZQJ'AOX>?"&C2V1Z
M&Y6||7,JHGA77,S2M% Q!|K27XL7 KP%=:+!.2BK|/AV,KP3^UH0GU' MXG?M577[6&HZ=^P5^VWH?
C:R^Q!%OP2TSP3X@!_L|> @AHGQJO2A%\$ M|&, /1@2X|=^&?ASXBT5, ^\$OB+Q!, ESXRN["#|E6E|Q4YI] 53K3@K M-
7=ZU,A&JFESW=DFXTDKOF=K)M>MM%IWO_F2|7XM P^"BO|/O0_?B34/B
M5KWB#1/BX*A^)FA7/PW^\$7QK^+I=QHOPS>|GTVX^)Q,TWX7?#GQ?J7P, ^& MEZA, AI^M>/BY. ^?"6BW^F.K8.KK%G?
Z3JEM9^U>+OVE @X NO@AIWBSX MC^&-*OOVD0%VF^>I@3.QZ@N|JM3 !JGA 4%=>O8^%|J34+2+MX #&F7>M
M7.K"X71H,2./B8>Z.MJ^* &7XE !CJE?X_L@Z %?VK TOQ^T'XU? S M?XI %OP, ^QE^U5^T#H?/GP8^+?
QB^(>0 !R#P)! @G16) VD|CX?> I/M#/AKP7XZT/3/OPTLO#NH>+O&VH7.IZ%X0!>+|XV LZ?M=I^TU^Q!6OAY
M^SC!^Q&WP^"G|2 /|OA3GCC48?C%?!"7Q\$ _9- &40#OP<18VNK=|6 @7-MXG_8ZUAM5NYM7^)B'7_B?<^) |>T7X_ "5=|
(P,JJS,U!>ZI, ' M,) *S5JF%5, Z2V< O.(MRBW/2>BWT=|NZ,6B|M>2/Z5K>4 MS1B1HVB)).QED5@C8> />8HF\$AB9#,@5A#-
YD^F,T3,9JKVK,H0V N1^855 M, M(H|X|AG1C09B?+9HQC,C,|DV*T%&%%% !1110 4444 %%% !1110 4444 M4 %%% !1110 4444
%%% !1110!F4^O,SCJVD5O,O&LSD=9)Y1\$|N49 MG.S+326B,6(CDN)YAD9E*5+=% A%>#YFMO|3|M|3%,R12QM_YG|Y7^
M8S2"21F,2Q. #56%2+NSM, E*7%K?WGF+|UQ#|JFN=(7| %< QF.VF.62299W MGE+,
(XHHH\$CA0HH>N^NSU|MON|Z|N|U,V,6T51"K@13,%F< J^*9^BO(548" M^9(6D?WT=V)9B_LT44,N|W|H!1110 4444 %%% !1110
4444 %%% !M3?XQ|+ 4C^M%& >H#ZI=Q-D'9Z, M+NZ,SW,J8 ,1NRA6ED+|EQ#|N<@JY)@.5.50H45E025.
M5EW^C|P*DN)8K9GW@3 &*Q3W\$ C+R|LS0M!)&S9V AR|CW1 &CEP66" M)(H\$N4&V184FB486*!?
LTER8+>%0(X=JL<D<J98HHWD9KH12681(BO*Y4&M"BB@ HHHH *** "BBB@ HHHH V0\$! end GRAPHIC 25
tm2419691d1_ex99_2img005.jpg GRAPHIC begin 644 tm2419691d1_ex99_2img005.jpg M|JC_X 02D91@ !0\$ R#(# VP# \$! 0\$! 0\$!
0\$! 0\$! 0\$! M 0\$!
0\$! M 0\$! 0\$! 0\$! 0\$! 0\$! 0\$! 0\$! 0\$! 0\$! P 1" "" 60# 2(A! Q\$! |0 M'P 04! 0\$! 0\$! 0\$! " P0%!@<("OH+ |0 M1 @## P(\$ P4% M! 0%)0#
01!1(A,4&S\$U%A|R)Q%#*!D.(\$((T*Q152T? D,V|R@@D*
M%A<8&1HE)B7J#A(6&AXB)B|*3E)66EYB9F|C*6FIZB|JK*SM+6VM|BYNL+ #Q,7& M0|C|RM+3U 76U|C9VN'BX^3EYN?
HZ>KQ|O|T?2,W^/GZ_10 P\$ P\$! 0\$! M 0\$! 0\$! " P0%!@<("OH+ |0 M1 @##" 0#! <%! 0\$0W \$" M
Q\$!12\$Q(A)I40=A<1,B,H(%\$*1H,!2,S40_58G+1"A8D .SE|1<8&1HF M|R@|C4V S@Y,D \$149^2\$E*4U155E=865IC9&F59VAI-G
T=79W>EZ@H.S MA8: B|P^DI,4E9.7F|F,H,DI, G|J|FLK,TM,WN+FZPL/\$Q< R,G^TM/4 MU=,7V G,XN/DY>,GZ,C|O|T?2,W^/GZ_ JH#
,!(1Q\$#P#^ BBBB@ H MHHH *** "BBB@ HHHH *** "F,3D#Y@,|F4>2<MD9|DK@ND3").+R|>R9K*UF,2
MT9W>X N>(Z0^T ^SOH Q?4" ^\$= ?18 "7PYX M)UGPIX,KWG|6EO> !%'V2|7X4&+XU6NMZI^W%< @)^T,X ^)8.MZVGA
M/X?Z/X^&C^\$/!5W^PKX-TM @7&AWK_C,X<^=%-1^!WQ=|160ACXR^ O#X MTF33KWXWRWOB'Q1J'AR4?JL|OLFT|Z|UE?
2UK7VUOJUVM*|V|LW^F4+=97 M|VOTU^6Y_3=XA5^&O|AG10% @ Q' H?BWP|OXA|X5T|Q,X|>RUW0J7TV) MFM,S3-
6TJFL|VUDA93'&SH|FJRI=NEK^)K1|CA^TKX1^%OP\$!Z|,|P|M|MM_84_9NU3JD&Z^ (|/|17|NB70Q,NX_1 C_7? P@=^SA
&GP M P%\$J,L+ZQ!%>^< 9_43>=5TKPV +MK'P?H B7Q3?^T 3,X5?"QGX= M P" G|GX|16_G/C|XG|?/\$|QH^H #,X=?
M0?CPYXU^#/A50A_KGB,ST MXW_1X?B,P|I|A|CHW|I?@XZ,8Q^ VT?A|K|PZ|9^ .?5|X.B|0ZCXL?& MH6-
Q5*FZK13475H.ND LI< N05. YNM\$FG9< TO8U.E*W|I.3CSQ=HRLHN_MZ33. ^|9Z, HOHJM:2"6\$.LRSQMM.*53N#QF-
"K^8#LE\$F3*LD86 E=0H(&Y MK_9_CJUJS_0<7S).UKJGCT"BBB@84444 %%% !1110 4444 %%% !1110 M 4444 %%% !1110
45Y73_ (O_K^#|H|N|J %7XH> OAAI>JL6G,7?? M#QKX|=,|VHE9IA96 J|XDU#3,>N,>*KR|M+&X TEE%)/<10J(Y=NZ|6. M19,AX?
T>|1Z|V1>XMO|AO3_4, "VO/\$VGZ8FJ7FB,->> (K?2=,N
MLJ="US\$K8..J&1 GD6>,JW4J6TIU3.NKMKDUT|E|Z>NGF@G|B@WKS|)=+, M|JJNG^=NYHKQSP\|A#|6Y=6B^%?
Q@A&CQ,09HK7_ A7?Q!> CT&6!ME%O9PZB/#^KZE 9MY>21&2/4K5Y3*|BWB|2YMY) *6|ZKOLG,U2?Z@>X45|
H^T^J^S@W@M_B2G|1GP3X M>|XAB|+X^E^+7@9/S^9(9|1,|P|WB9,7P|,Y=Q0&YMM,BN7N+VRC,|@L
MPLY|ME@ZQ1OB|1U|0M8T|71|UBSM-3TC6M&QH-1TK5=Q,>*W|J|3KRPV, MCM|EONL|U2X'2OSLUKYZ, ,LM|

AX.MM96^HWEHJQ^JE&H.ME6HJ2JR=C3H508U.C%1@U.4FFPVVHUYT<+10)5.T6/14D8PE4J01SC1D5
MT511TESRM#,63PU.OC+?N.U\$133717Q1?M5.J=Z-KO19/1?0>L.\$?MP=JVD6/CSX(G60V<^)(GA#1?VCZCJWAQ9JFK^?
VDM%#^>H^&-\$=CH1.ME.CX0^*.OW50OKGTC4+T4/(\$1@>^>^A@H1X>^(@KX5/)>W).10M^(@OB11,P3)+2S^!JMXPU_P
\$?C5#?NB//BS,ZJ7Q^C^E\$K.JU'Q M%J=IH Z Q80M?7PZM9ZEX8T3Q;8W^HW=)Q3LO:24*+,5JTW4*^48/-U
M7"8NMJ_APU5J\$54/WBINU5QVJRDG3^*M14Y4ZBMLH/5,1VF&CAU=\$=M9\$|N0.H8.A#HX(9,PVMD89N.3G@?
A71/#GO.^A,XD^\$+V34?"C321,M'Q#H Y,SVDIVE.C,175GJLIG,9WL<|J17UK)"Y%ZEPD8>(1S2^@T)M| M.MS1C)*Z?NRC&
<=7-SOC"7ES,IBC*,T10DIPDKQE:2/KRNCJPSRHMMSMY>M^3'F L7<%*+O,MAZ=[6W50,&O>UEU?R.ZZJOZL0*H8*H WL M<#
-68EB>I))))/HHIP3C%)N|5|M>#?5QXK16GQ+30"DDGAG3#LXMA'CQ/XFU3Q H?Mf.9.ZWD '\$JMSQGX+977A A24XTCP%H?
/VJ"1Q+3+2?B/XN P!M#QC>%"VA #SP?X>?GQ?UGP7>Z>9'XL>&!M89X5V.EXW050\$ MBAS7).#=4,5|9,5FJOI-
I#=A1TSU_MW^* M'&D>,\$X/!S1ZIJC1, M-\$K2?B+|4CX8Q>"A1J>H,).Z9X8U+3?A ME|0,7QIXZU*JTG69#T74?AWX?
^P.51^I.W0M\$L \$I=40BE"UG%V2K1 MG>G914TU*,E=-42,17Y>/2V^OAUX>162L2@|PSINI^,J1.TU#PMJ. MG7, U#HEV-
(=^I0IVM>I+1^?W M>OTKB3J|MB ED2&1C5B"9F@..,YE5P)1,*L" H,JOYIC",S,SL,IJS,?1 M S\$G=)J|P#K"Q1112&%%% H1110
4444?DE P%0=>TC5/TCS@XKUC1*% M|Y, ^%OA710?B P#?#>+P+O@-HO\$OQ>%C.K/VB/XCL?B21-%)T>
MQU[PE/H^D>&5UK6?")|S:\$K0QK,>%O&,>*O@?XD1Z2E^R+10% ^\$5IX/^M| M!>B9X, ^(2>"!Q!+X1^\$JU>LTZMH&E?#K0+
(2ZA,>!O#&B>+TZ H>@:1J MV@AM4M|IWN, %*.2ZN?UM^J2&*J2!@&@#\$@D|J<@"J>U6*0%6-5%5 M55"HH"JGW% "K_@<+V
J,A%&CI>I7=52UT34/-|^YJUW6UM75?M(TH M|>SM>M7V1,J3D/V:O%EGX?6^OFO #|XJ '#P1,2V2 @C!O!LOC7X M#?
%+X(/">(O!%BCC6 W7 MBR"X?5X1?Y6,= &V>. M.15^YJ2M?#G@CQ1J&GQ^#?BQJQ'BOTUS0= ^&?C,Q#-WVHZ2@0R^+FS
MM'F H&U'0M#UB".UU,1M*U2UAO+348,4-.M+V"14 /U*UUFP0HX,F&6 +RR MU>RLM5M+I5\$|Mj5I,WT+I=64J.>Q/F^5?
G.7^4.-H3+HWZ?M0Z7^TU'(OCC!|#,XE>&J@TP?LV & U,1 M^)(?V9)<|*CQK_!P?PFWQ3 +&TJ6XM?
5UXHM!|J,6N1,7>.UTNA16&HW M?Z\$ L5^&/\$A'JF+X4,XITB^|Z14>LZ@ U.S%A?,HNO>*=-U_PSHUQI M.RSC3)J+
ZGI%B^F%A+IGV5'C'EIC,MQL7&W 7,C+ NU M573"=@*78F<%SG.=HSG.%SG<<0% SUV@#H*I3?LXT?>
#EOWUD|OFR7 M|,UFIU 2WANX=0THZ^*&KK>6.9"V(K Q9)?D4MA2=I264* M1A" P(|,\$|UX0511UF0J@MXE|\$|B,ML,>2F?
7.6.W/W/ (#.KH7@ M P\$|A/X|26J, MK PP|I|F,W0.WH5K9.C|J0|A7JMSK/AZPT?XH.%K, ^C MZEH%W6K1?>?K@SQ&|UO39H?
R+X? M?1 OD ST Y%|QJT/2L4Q M P#@L% ^TRX^OX+^!+J|JR6#^?C K\$V!|^*Y!7D|CD^M%3"5)1<>?*MHU,
MZ|Q=O5VWVU(IXF,CM!M>RE3M=OF5^F|UJ UJ^&+|O|3JU @+K'QF M|?|XA #GP=1351*!SP?|X
7|6/PVM?"@OX5Z/X#|B|XZ2 % X/(>+ MGP|JM|HWQEM'&PZMOC?>W.C6/CSP7X9UK0/5IX#M#X1^LD>*|V40"-
M'CSX,E1OBI9?LMVOC>P)>*!|CYP|C5_AYK^@Z3|/OP_XRT7|1?>'O MB2X7UN/2+CP/KC #BU|#7NN,|ZIK&IZ7+,C,Z=|"-
(* M+MU?"<, M&Y|>.S|P8L&Y^* W@Q+10Q)SDY|A|/^TKG/ "I?/R<+ " ^| N| MF/G -(60G|V2=GIW)VXS17PCK1Q%*U-
4L5B76J|W,HR5.K4A"UHJ4L,A/6 MN|I4XU(%),RIXBK2I4.4>3J|>JG.55*IA3?73 8C\$T)=75G3J+W8R/J73 M?
V,NG)AQ_VGXWL90C1 P+<..! "IX^\$K3XO^ O@@ Q@!,>\$ 75?!. MB?QUKFH?2YLO@5X?N,VA C|Q3XA| :+V= !IX>AU&ZO?
^\$H|0.K|V/T M#^T9&/\$6A ^SWJ7P)&^'QA2Z^%GAGQ!+|3Q!^SE|0 V\$CX8 .)TVX^%?
B P%VKV>#|&C07%AK.C^+!DVA.%J/P^TC7+^?48|M+|VU P"!P"3"9">!?@0@.2=OA#QXN2222_V8?
A!^O\$=,ZGXF&>%X+,Q1>66HZUK6G2^)J3GFUSQ=& US MQ%"K6MZ?,6IWQM=7U.5FOXR+@16L,19V_U%7|UZ-
|93|HMC)4G-Q9Y|GK2 P#|X,J1W H2O@9 X2?C1 Y|%\$.S\$U& 6XWC%"Z M7+3A" C"!0R4X7|^9J,N,?
#7PCTWP1XJ,Q|E>-&-%26&0001@G05XIL L3,M1 M2J67,+<>&UMIC LN9%#ZJXDI,?>OAPK,V9B9^VY*D!<1/2D<>0R 2-.JE
M=V3>0H SDG%M=-.QTO?%2VNKDM%&(%8454C\$A9PC,,QXP6 !|C,CQT& 3 MCD8'2H) B,).4V.D.W'KCD8.R!|US6D=+
>?%7MNGI=I?K^!>G 5*|U|3 M\$5#>CN\$5+VLENX30R2U0NS2H&J,D@Y.201D|J|L3CGIR"J3WJ4C(QC'O M6W,KZ7,|U)M,-2.?E*4,Z=^6ZZV:Q|*JR,ZY&XC,S&ZL<3(!2 M|MQYK,C2,1!&4. Q|M2N2X|F5#|\$|BD9,J?%7,&@Y91J Y*FU%OGFH6NERZV M,?
DO+7MYVW%./)1BW57,JE|&#J|+W2=N|2BOY?H/^S/4,9G|KP?|\$9 MDDG>9#
H/C6J9(YOKPQ?2S^+1,1(\$A,/\$1&RR^8 EHCH^C X2,?M2 |0D MO PE2B! |)FOT>CX5185<*M+ "9.5,1"X.>882E)QDDUS4ZDXU((5^-[
Z7 MM9H \$)22#|J4JE +\$5|H5Z 6M1K4Z608 %TXU*.M1FH8G# N*6Z/|E+|W M616^*S|CH1 @HQ|/CS|>
%|%Z)+M^" #0Q6!%CQ!X# P" \$W^#7QHBT|3=% MBGT|X1^\$/%D/Q+T7Q|)X4U 7|F?3/|#VB^(&# B7P3YRP^)?
#.I7EPW^J L .7. "W7X !NN332K?- M.KZ6/Z1/AK4@J<|5Q_X1322X8S5.SOUJ6?J=|=?A+|1?VF MJ0T+6|3^#/PG^/(AGX-
!1^)N@VGP\$:)|6ZA9 !3X1,7J|AOPJ|AGXT:W M|?|PHWXDPZ XL|7, WB+2 #OAN ^%2B_3(+K5\$|PTSQ1IUQ,V^15XQXV_81
M^+UW+?A+V|1?@ XON?"WP?^(>PG10>, 8^*|1/P=|0#K2/WB&X0.5H M&DZK|K2,6, ^/P. ^& @=*=!9!OBJH7A3PIXMT?P?
H^IZQXE/6NNG1= ^M&2|A|S^U\$6WGP |=PR W ")^AMP!^DCA PMC/|52>>2JGL, + /F P| M3(-0CX9%(! X13Q D!B"PI_X6SD
E5)<@\$|6O !" C3VDI 4|N9W MLLTP6FD5UJ|T|W|*R22E 2&|U ..)X@2C|E5^&|U^WJSI:@8RQ0%F?>RB|/LS,*?>
<6TTK S&C @LX|T%9!X^>H1Q* M'0>?H5Q, Q>8,0 M?#^5V91001(S%FR234B 1%F VHUX7PA 11QPOA3 MQ^@.C|A6|RJ%H IT
IOPGXT, ^IX+7 J,8'LE SHA1^D|X,*7UKB#3 J, MF,U|M J?T|T5-(>?SC|4|F, "A" O@8 R|&M+U01OB;K?@VUA|V>LZ=|FFEV?A/P?
K=O M/|OZUXA|273WVWS7|YECOH,?|/I'.1|RQRS?@YWP1Q%P @Y8W,L)3|T|U
MX=8-2AB*=6,ZD|V49P0|QT:4DVFTTCHSZ3A, QEDF0X0\$XC5<^F&|J ME7PM?5*5/+09^V1UJ
2|Y3JRJK%OC+9.7Q(^*J@MR=A4LS%&V%F8D|5, M.222X04U/7R,33LJU 7ZGZ9%MQBY1<&O,BVFX|R4K K1M*20,0***0PHHH
MH *** "BBB@ HHHH Y30A R#, ! 1&7P7 ZFWANNJ7H/H/Y5ROC# D&V|A MV,O@O U-O#=-400?0?RH 6BBB@ K^, .(1\$?
IG, ^!O^R%>&? 4 ^)U?TDU M M P6(Y,9)?JD|, ^|I+|ZKH &O67Y(RK?#| P" A^4%%%=-SW?R)&M ME| S84444AA1110 4444 ?
= !N|6F|R2IB\$GVA%>(&%XI9#*(@R3, Z1JH<1 L?, /WJN#|J|K|XP LWW7|/M+ M (P^= !^*O|24,OP@|?
\$WQ+J^B)X, " ^&|C1|O|PMGATGP_8>M), ^ M?B|J|G|X|EN|KPK 9NE X+|0VMSK?BR^U&|B| @OQ,6> /V, /V=?B=|10 M
0Q@^)/P#^"OQ" ^+2P0,1^&?Q2|S|MC#|J,DFH1'0,3T R|V|I,3LTA| &M|V7=>3V|JKF4H3,Q+A)+VN%ITZ%TW|'\$QD^>L|..,HV2
M2J,2FT2/SE^&G !4?QO!^OVS/B7/,%ND^=0=^?P|L|B|W7X,Z%H6M7 .TM MX@TB P#|@G H Q| (M"Z#|JEW|3+30,KX,>_C|KL?
|FWA, PY|) |X|1,1 &*** M P#^#OO"OHM51.)^F|/|^?QMT X?|3PEXS?XC !| XD^>|H86T?XH7?|/GC3 MO^?PY|-
(TWCQ9V|+7-1^)9[B^|ZD|>&J7.K,A,-K= WU|J UHVFH> M1Z19A "XF9,^=0+7/A M P" ^K7VKW&HWFVGZ?,>?#?5|V^(.EZ9J&C>
(8I, &B>=!G^" @W|1^/P4 M|Z,X|4@!^.H,SQ@>>? 7A^?X@>+|5TZR|6>(VNWT+PKX|V/ASPGHNG
M3G2E<94J&W9|JNJM, Z6N|NUR, T9*NJD&E&KR-15 <A3C*|LD^<|)ST2M MSI,[3/0"3,7'&|C, !V1&Y6, /T M P|GY#T]
M|PKGY|V\$<+OBZM|Q, U..M=66Z3|JBBJ,XSJ|WQJC*EE|J|ET>NS|J3^>MU23%|IDY<1J@), DD^Y|J,1/5| P|<|T6M+7|OT?9U-
&K+8)LL=F"7+C|737 (Q|Q|T MA"7%|,|1TZ|6%%%>|S|P|J|+?QOW RTSNN^*| #ECO D@HHHH|G2 Z%V6 M?CO-
.%.UWQ7 ARQW R04444>S|J|+?QOW P M"Z|XK PY8| Y(* H X(MOX X9A)?X&6/QX|3 ?|AN ACC|*.1P M>/|PI Y|H&8#V9AW?
G/BW% P|J"**2LH 7Z"C2H|N7LJ, M6=J?M&YV5FXN3 M,O*72UOV0Z/53E|1>C02CD7%.56/M|XF?)ALKQ+>605NZDIIKJ#DW=|B|O|
MJB?L#C?|V10_WMB9S|XQGWJ, HX@, <D^IP, GL *DK^8TK)*|E M9+63NWINW_6B1 ??EKHE'7=|J4, #Y, ^C04444 %%% 1110
4444 %%% M*>, A D&V, 8R^" +U O#=-400?0?RKE?& (L?^QE% P#|J, &Z|Z>@ M^@ E0 M%%% !|VW !8C_DYGP-
YOKPS P|P#|P#|S|Z0Z2, FV P"Q|)S@, M|LA7AG U, B=5T2C7K+D950A^|J|H***|GN F^2, ,+Y FPHHH# "BBB@ M HHHH
^Y P#|@FQ R>H&|JSXE |J/5?U>Q? =/72, P|&O7H7 |C DJ M3X,?|GQ+ P#52>J J|B^Z?^NDW *|N|T= Q^:(2G*1NP9Y-
^Q50|Y5|XP|KWE|E(2N3@?%, M)<YD&S,2?|5HJX>R0'<(O, IDI"!) BL%<6C,%\$O|/|00^#>?X^>M/B|X|^*FB%<-
^"OOPS|1>, &WBCQS=-#X\$ _WT|PYX|+|R>=7N|, PUX M, T|R^\$UK)HWAK0E05T|1= @UVXAT|2|*V|4GV6Z|^9 1"VY-VX,&)(X88
M.W|W|R#|G# 9|-226W@C&G,X8|IA1DCQ+&D|V3+LE3#|J|DE3Y%Z, ORL" *|F MJM|^#?XQUXZ|Y| @? @NE P% C=>WNTO=,M-
8, :U7Q+I50<1^JU,1&U2PT M?6(.0(B2VMS9JLPB994DC*QC6U| ()#?%9|U*,X9?|^#O|2&A,7<65J9 MK7X_E LN?
#|XH71U, "80R"ZM|V|JEU&X M# M| @|C|P3|(|!7H1D,001TP1^F1WKG^\$GC|PCX7|UP|SICB30/X|, ZAXPU
M9J")6&MZU9.9<^*%\$OIM|JZ|H=E79%L 7U\$78, C|J|6MG|J|BC|T^9HY(MXU, ?|W, !S @X6T26"7P|, %^O#NK, JGG, Q, P
\$ OV=P(X)NV HK6 L MO\$EK, -H>1FN(YR!|PD|W "7 @X# 9G P"X, GJE3X,?|W|H7P% ^V|ZG M^TKI-S|(|9? 9R, P|)=Y?B, H7@?
QBFC^*M8C|\$6M|#, OZ/KGB" &Z@|V M|VFBWQ74, V2S1H>Y69*3<7%V2^).^|J|WEWZA'3GYM, WY, ?9T5K|W1^W1O|J?Z
M\$||J2PR/*DT9E&QT|LKG>WFKYD, (2LYE#.BH0P, *O|EWJ|AW6|DAMUNH+|WQ=K (D|>*JU=VVK, C|, 6NF, 98?T
M8J21=YV@[FX|C/QY2XW @"B, \$QKE>0^XES6DVG/#65E|=63|K&|TU05V|FV
M>FUY4)OKZK3RW|X|U4"7" T6M+2) JH/|N\$| HM, 6O|>P?|N|F&|Z|4 M 3<# *3\$ P"JXW L/S# -6&/"BBBN@Q"BBB@ HHHH
*|F|X|Q|FO^?|M|L0|B|G_U?A|7|S|TS|S|8^37_O_9>?/| *|PGK|V|7|*23H P#8PH^ MDUS|J|C|_P|C%P_ &(^|O|U59&?L-

Q\$\$!2\$Q!A)!40=A<1,B,H\$(%\$*1H,!"2,S40_58G+1"A8D_.S/E/1<8&1HF M)R@I*44V_S@Y.D \$149'2\$E*4U155E=8651C9&5F9VAI:G-T=79W>EZ@H..MA\$8.B(F*DI4E9.7FF.HJ.DI-.CJ*FJLK.TM,WN+FZPL/\$Q<,.R,C*TM/4 MU=,7V
G,XN/DY>,GZ,CJ/OTJ?W^/GZ JH ,!(1Q\$/P#^/ BBBB@ H MHHH *** "BBB@ HHHH *** (TECD#,KJRJ64E6!*,5<\$@X#
&RE7V)!!P M00\$[Z(YVNC,20VUU.TJ|1L#/@C!\$B,A!QAT=3AE(K?Q,)>B9IO/|>WAWO" M/JCGXS12LJZ3|
<8 V=(-3.0BSX.C!\$.94UBJD%6H>*3PI QU'D^>CZ MI%^WOWF.E=>+|+|GE0IB?SPZ
,:Q3_9NIO=5P0Q6^*WQ,^)OBK|COX?\$/| MH.R/47'C?JH,|@HHWA JE|4 GP5E!*!P?X%?LL?MH>,7PHZ?#NP^(>_O
MZJ|>DZ(MG19K'XV, P#%0/0.6^((U+PIX!\$Q6 CX1DEW^J 6=..WP6| K M|CX08WAAW/%+ #1M*+2O,003T=G, XZ7M?
FW/ZC=6U7W2\$J,0WE|3QFN MHXXX[5,5)K,7WKL(.&R'L P%)>+54M/MZXZCAZ%F^VK8/7, G|46JZ
MA|2M#&3 "CJG3 @FOKOP6TZP=| M%L?!^K' P3X7TG4FLMIL "[Z7|\$/C M70ZU|IEAH5|H|C30:SQV?)?
&+JH#JIN|U, J|P#)7OCA|3 M&|&?&3P!^WVK @+XB^"VA?L, %7JF2J?X2^#/?B,3 ?V/D640|47P M<^. A'P%\$X|1Z,|<=+_.0-
>/OA7>?#1?&>D^#O\$'@S4K'P:7669.>6RSB M#Y?^\$>E3?+ 6%-6>+K'D|8@OJ7Z+E&{527+BL&HQD|5A, >,DU:6,+)
MIT\$J<*M?M8 M?>I?>XH?&XS>?@W13?QZE*Z1H | P5B| _#2/V1' ".3P|IEE M, J4|1ZWIGB'2 %VF>\$S17
4^*/C#3, Q^*TNL3 !,C^=&S|(+^*RM +ZC M#0R!'5U/F/&HXOC!|,>U4>'.N,JE|J^YO?>N+N,119,^! #5RNDZSJ<|>+(O,TZ
M2YR_0.96MM, .T X)V?IG3_ /|G= P3K^(>AOJCSIN,7Y/V3/B#XE&A LI M?%#(7XP L>R, MK7PO|5V P"O XT@O)T 6-
M.8BWS^*J\$W75+G2){2FY|&*Y>5|2RUC+E, L/17<8WQ>WJ12JOU4YT2EPYFBVH| VVB7H1.V&K?NZKH?TV ;,8,T>SUG2=4
MMXOL7|@#JBWJD|X< M& MY>?AW R3^SAX!9?"JL@>%OA,XN?3X2>/&M\$/PXT+60V, V7M9U/PQ!.?\$/A7PC9Z|X6T*6?
QGXFU#4%#TRT>X.L^+/%\$M MV@/BB@C*<7&52\$HRC*G&W|NC3CP|*R>KOS9UB,60-X>NTOW5>"15_LZ4H
MOVBDE9TXJ6J3BF"O9RLK_N,|LY VXYSTQSFOY| VY P|L|XO? M"XPW7B7X?M! N^TSX, M8?LD?
LT>* @IX>^GP&T0JCC0/H3XA^%T7C, M00C+|4/C5#??&KQU|2M=!"\$S3M>|S V?|+7B7P5.>%9-6)6?B?X>^)=+|_ M
L,^)&F>I?L?P&?M,7G|7JUX":^(B,7?#OO-N/CPWPAC).5^R|2/V4 M?
&%C|+ %M=V(9 ^*P5N|+ .3!|YX\$|&+|X>^,GA|K/0?&JMXC|81 8> M#O'A, J|T?3+7QW>'070S)1M?25UMTUL|?
YEXC_9\$O,7E?EJYN HI, J4?M MIYFX#Y@001&,\$ JTY'9CT/0XXZ4*8F56\$BNK=9&#*W4 *1D P>.P){9K|M"?
@I#^V|7 @,XI|^C+X) 'XE0O|O&W| WA'Q+|&?!GP, 9JT|X+6NO M?&3QGX+36K?JHCXN?"#4_B XPN/&G@,Q1%, PK PU^R?
XE!"\$,PWJ|,G6= M"93W%LP^I V OB9|7?#Q6_X) ?!OX.?W40V.J| .4_A, "SXA^/ & M?"Q9XKN|&T JG#XR \$?1=|
&M9O|WQ\$!&3XMO \$'@W1,6PU,5 "7B6SFN M|NUT^YLO\$K"6TJP P#M* = TK7OSKV,5DV_CY.B?J|:M\$8F|6LVI.ZZ)K M1V?
1/M3?4E, Y2&4%AN3#1*2HW4RF?>GP%J P 9/%4OPF? P M(>|CX MY?
3PW P3|T^/JH2X^!3WQ%>!/Q 4H/VU B)% AWI?P8CTOP5HWB/X MMZ, S=I&D>
(6|2>+!-%UGPS|0/@ H.K.1,WGNM|U P#MA6 P?, R, .HU#XHK MX6E^ GPD^=WX)>N@Z)|"?B#|+O? BOXN LF?
_X| \$#XC^+ B)X9)ZCXY M^*OA7X1^ .OB1KGQ\$T2,P1/7FT?6/#\$B,&{E|8VFJ>%|)WU?/MYE5U|75J MC|MU_8'C)W.ACDW*/F!C?
<4, 'J| Q|^?2{6P>14 'GJECX< M_ M5?&+JK P 2?&CXC:\$Z3QA4@#X\$ X)S, +^UE| MA" "GX,>O#OPKU^R
M^ .BOX6 L>6'B Q6 B42B+H_-?2!RVA5Z0)K6XTG20AQ=, 2, &=!% .J M P"@"WQ+T|JH|Q3^T?@#J?!.3.T_1:T, QY16_7
MQB :|)Z,=>,&7A>S^_7A6U>/O!WP2|+V P 5/OPY^ (EVWA'7IK2T^G MQ"1.7&C>*%15, ^JMIK>VZ3U
L)A.N|DZ"J1VM>52+6KBMXRDKW.6 76VK7| M2&8JN|*,=I= E=NP \$MGIM ()..,\$'* AZ,3@D'&#@@X(X|@|\$-CP, C?MO
MWC+P1=VP %\$O|6WQ A^.N '3XG L1^!O!6A ^#/A%\$/BAKNEZS|0 V<7 MQ?>@/EH&H?#1QI C74K+3
=NM!6 %R#XF^"M/MM'OKWQ+X*|8FQN,B#@_MV8 VQ VHOVB _\$VA? ?7VC0&?P\$OBYXGUWXM+|. ?/A 4?^\$+|3?V,/^
MIVF|-K)Q>V?9 P# @+ _D3^EGS8F&OZ, "0!AE)/"D= #D9\$B>HD0C(894&H M.650HR.9XE^ M&UWXJ5>?"W@WX5.5>>(/?
C+OKN|00)8>+1Z6XM@V1)5INU2<8, ^J% MK+F=^?DUMKY|T0U.%/#67E \$^Q97^U,E TOL?H>Q47&JU4X& Q X9D5>XP
M&8!0/|8 YQ10L @NO+!<%ADMMDDVC, YMC%| 9VC=|@J, U, HH, M, ?M6, M|S!=^/OCG0|B|X<^7O|<AS1|,LOAS|!+ P
%-'15?2V6M)T6X1?&7Q, H M/B'X1ZUH>D %/3XMGU7P|XK9>1>7P+I6DZM,>*2^\$=C|,KG5, Q|6/871 M0 |37PA .NM 6LOB?
XMA/ LM> 8 @,%=MA/ V8?BAIX8U'X?D>?710%5 MM^V#(BC>1^T08^& B& IDV.7^S_XZ 9, +VJUH5%|JQ|3^O &VSPGSJ\$
M(5WE<>62GF=F|J|>8TXRJAR4ZCDE|R>=5.QJ, G.*I54US4ZGLV|K|9L^7 M3^W^|J|V|W4 P!S>*|K|?PO?.. E<3JP?
CQDHL8?2 Y<1A, YQN+D(% MZE_E W\$"AI8D4,|D:QC569U52TSB,0)020'99&5/P#EW8*N6%?SEW!8?Q? MN/VNO@%XA
IM#X, MX<15?#X" "HGS2M^"PX^* M&O>,&2X(6L\$, #12^O#|C X-V7P| 'OCGX@^+ BG|&O<WXAU-XTWP9
M>@|X5U7XY^!7|97|, AKX* "#1@CX9^)1!|LE L< P#|/S4K, 1M&N+ M@CMX ^7Q+D^/(P+ ^VN>, > .4^ (G|4 P, AE|
V/183.GX+>+ V< MK+1) (LO\$6FZC?O?^>?P0. ^C15=7E, \$%-+ WVEN?..>JNFVKM8WQ"!6B MEA PVE Z2W^=WZG)?
3PR&CECD4XP4=6!W(LBXVDYS&Z2#U1U7X93>=6T3POX5^ (7PUN %, O^\$ QM^'7PZ|ZY|9)*&F?>!0% M/C|1 &?
@WP5<^\$ 4TSP?IVH_N& WE#NR>, / XXZ|USW_V=5K>^XM|MO>5N M,BBBK*BBB@ HHHH **3(J 1^=&1ZC|Z %
MHHHHWVUJ?R#,?3UT, ***"BBB@ HHHH **3(K _\$WPWU#X?R! 4/
MA0X&OOA)I#>CX,77@WPY+VY/#K1L P#PCXV| P|CG0#|HZ0M|@73#|I#6(MM,,)S|J"E,^>2BE^P1^S|2 ^%FZ|HCPN|\$ "#XQ?
%31K50 \$ P"TO1/A) \$ M|+^X+^%,|P|JMCXY|8 _QCB|QK3> J,2>, UK7|&UVXTSP9XA|2Z1H4F MF6V|6UX?
ML<-7H"X^|0_2F|/JRZ5.6'X JW, 3R7 #>3/D,JB?JE, M6K,X, XN 9V^>GC _%KX1> !, ^&7PZ|6?SX7> !O?C7PO| #
H1,*2/-A : M-XS15, #KBFPSL)(XQZ9XO|&6@2>*0%=& M6JGH=Q?B6^U*Q.WTVR6_G/3+,&ZP=|N,D|H?YX|>2FC*KPA|S_2< M#|C-
"/|P|F5=9 XI,-WHO>DK|WZV7W(Y%5%8>*H86U."K)=M,)?^7C^QG M^R5/*|*| 93_9U>U^!<4_ I^SE^"PNNK'X0-
;SVTTE,|EY<1V!))5VM5_9<9WUWXXKCXZZ|_SU| M3^UO_8GV|XR, MC|*| NN?%*VB|ZQ)>^X?
B+?,"%JR,))!J6A0F^>S^\$ 0DD,3,J2S 4? M1) + %@!|OC/02E0^P7.&SGH02<8ST/Y4 ,/P>UM?MA ^P7|/| N,|, M|JO0|JSYI^ W|?<
#7|2|H>H?M?L^ M#.CX2MM5L " P#^X, #|XN MW'A|PU.XM, G6+?1+KX^A^\$ %YHD&J7UO!+ IVEO), W2Z?
8S*16. 8 /M> X) MV L\$>) "7@IX?>*V%0V00\$ @X.1ZL?ASX|U|JF3X.(QX0) |" 47BWGB% M? WAVJ%>30%#%WKVHIV?+
"L" L+N22SN+LSRV&Z|M%^ A6 !%>&J\$B^"ACQ!9.7.:|H'P &F.49/ FB M:G:3I CJVB^\$7TK2-
>N+"4+C2O)@DA|31/|7ACPWJ|BG4 # A?PJH|XT MU?&GB^>T,0K32,KQ7XA L>UT ^((DVGJY B34FTS3 THWJ.MRFG.7.(9
MS,VMN|1|6BH|MY2^Y P"7<#Y@?LC?LQ \$#XAW Q|< LU? 70C4J4TK2?# M>H?%#O5&_AUX@!ZGX?| WL&K:#X?
U#|O3K7A/6=?GT+0=5T3M,T>VFU|) MI|KNF.9./V.POVZMT A'JFSX # X@>OB X" ^WP>+ %KXC, MO|0 B=X, ^&
MC@,PS10_WQCXST?P HGB/Q,5R2+>77 203<28DU((K 7N|ECPO? M|C'X4Q@Q)X)YXX/2M+ .VE_O,|JL0>3WV=U^9|U^?_?
V1|P|EKX1^ .+CXD_ \$| M|F,X"?KXB7WAI_!UWX^>(P, ^7B|QG>>#Y9Y71)W/BWQ> XU3Q\$ AB0S\$ MS^&, BJDTE%, 1M, C>))G.?
M|L,?!,J|6?@Q=?#PK, ^//WP6|6^*&6D_M#7Q_H A+Q3|&O>|I>, ?A?XQ^\$E|HWQ, |%^*?VN:, XCT72/"WC?6, O28X, _3
MKFUU>&RF^T3E*F^O= !^%(\$< \$^>^?UHOK2<-926%{WY|A) IV|F|
M0Q^RC^S7|30"GP_> \$?|G1X&^?!.PHO=\$UX7^#?&PEI>+?"WPUU+PY, M P|GZ7A/ %0^%{W3|,FF64<=CI>H^&,TZZL-
-4KHT5A-M)7I, PV|6 ML BIVW@|PG, CX@+|X|JDM #ND1/XZAM/#=MX5T (31VA23Q+, VCAF"/PS' M.. #K"QZ3.6EHD< I#'?
2 Q!!OS G|7/4 A1-WN%)>P7NOKV?Y, T/E M%V*/V/U^\$1_9|7J|D|JF| A0#. PVNM#Q| "A, %|(7UE|M|LZP PO, PI X&D MU^T,?
3J8.X,A1W#.C|FJ,C> Q>^P&^#, <LVUK|& AK9660#R'X/ZY.P> O"14.M "NUN=9GM/A, J4, >E(MUV(74>(S2_,|D1,6-
QX@UE|G1H|B M|2?V5'7!_? \$6H|,21|A|ZQHZZ_A, A@|T%#?^>YKYKK?79[Z^NNY|S> MOV1?V6_BA-
KMW2_V80@+1|KCO1X9/ >#W|C X, #|QF2^) AC71XAT3 MP2XKO T#512\$A, P|KDDWB#0|JU|ZU#3+76|RZU2WTI_666^D|
(-.! X) R M 3XW^"M" ^&NAZ? , 2P|17CJW^N|J^&OAI| P, ^9V, >O&JE8V&BZ|XBU72 MOCC^S+<
>TCO+I=M,=H>H CGP" H ASQ, X-BTXLGB,3Q, Q^*T3H%P#R#H| # M?|V|VC^%>@9X1UA 9X^\$ C, T, 9J, PWHOP&UKXD>!
#^7C|X9MX1BM(M"U? MP|X|9V&J^)M'U^U,3,?^V=, U6VW|W4DS, FYO(EK|V|XE?"CX9 &P, JOPY
M^+OPT!"%OX>Z !#KG@#X#>O# (R|\$.PL#1R6<&L %>C, I|H&H650) C M + J|LW49X6|E@FR(5ZA2\$
H|G|>IS55,TJ|OB&ZE|VW|SG+7> P|IK772V09) M|XYH7P, ^%A#X?VCA, X3?#|P|W, ?*TU?2_A8GA|P%X9T>V^&V|DZ, W|Q>OZ
M9V|, 3, 16, P3|JZ2#)8WV> %TTZQU2&CT^YEN|AU1, |OQ^S, ^S|H2_ @K MXM?%?X\$!|XA%, X, H|2AY|3/"PP#>+?
B|X&C, H? W3PAXR|0>=10^%H MI=0(C9ET4, %+U, JD%D+2'W6B1 ^7=+ 8^ 9ET?QG> \$00 V:OV>= ^)NN> M+I?>
B3XAV/P5^6D^, J, .WVC, UX700&UJXLTPW^?%%QXN/A, Q, XIT>#7=0 MU74M9N?
#FN^(O#>IZT+I Q%>W\$=^| 9. 9FU, 7 A= XDUK|FOX"ZGXC^|ECIVD M? Q%???"X?W^J?C2='M|, TG3?
A7>R^%U+X?1.VBLNGZ7X5U.UM|) #1& M*.W504^DZ*/G_1?V, @|X^*WBGXZ^\$ @|(- ^ .?CW3GTCQMI, ?#WPJU: M-
+6%^FD, 7Y>F>)OB+9Z&?%^06D?|G6+06WB^*N|.5M%T|0N573|622Z HH MH *** "BBB@ HHHH Y_50\$OAOPZNFR>
#|AZ\$FKZM, Z#|I3.QJUAIBZGKE| M|Q66C, >U|<0|U,|E1H|73K8RWEZLD, +L| Y20C1V/CS6 A7H'Q9^&> MN?%PU%-
XB^&C^/"/VI^= AMC9 .9=+V6JS^(-+BM_0L|/DOM, @6+| M=9-85^TP|_F, J|X/60B|Q1^S, X TSP|J|B7QAX& : ^\$C6VIV-

KFKK X21& MRZQ(-B34WL=|VPT#3K&+RVU#Q'JED@L85,E[=I\$P\$?RG|-*15Z|2?A#X5 MOOA?17/Q^%/VG/VT0C|3%|Q!& B. A050AOXR,XVXK2N2?Q!@|CP=X M|02\$!2B)/6L?# (+UWQ!XRU%=(O|/T2R?PW<).K#/V^LO=UO[RM>UWJK MEZZ?FMHG9M07,70V/U"NC|&,>V'PHU+XN##3 BEJ=K?;,|,WOJX4 MM/^H6 U,7 +,7ECX.GU./Q%=-VMQ9V=W-P7\$&C20S6UK8. IGB'PE5 AKXIT#6 \$=QX/T77#OKCPOK>D.XMLX+F[N "VEZEIIFJW M5E? ^([6TLKRZN-\$M)Y=3@[2YFEM5C/E9/RI^?@[6?&WCCXL "V,X.?%JZO M/C=^V^S918# BIO@H4+P4@A?A?X+2^+Y >^?(H,1>% !.M.,>I/& MA.KX=16ZJH/B^UO,RV1(K0X)M.BAN/,&PD^ O,OO OO- P(! \$?XIZ! M/\$ MIN@W991LQNRP^7!& FGC((SC((+N7+#+KC<,C*Y&1N',(Y,>HYKG4&JW> MC6UP((+UAI*RE.VNDDOX=.CVDS19@*&Z>+J K!@V"6&5 1>'+J01 30/> MF"2CU+7,>2SMIK61 (&UZYT!<<ICB*W8,V'P^S(I|EBCJ)****"BBB@ MHHHHH *+@J#4.S0L,K+P(R"LB8*JX.03P5=&STVNK=-!NNZ^!PYC2,V3 M?HF R3)**C|Z+/FOX8D*=ZX)(!S@D \$D#D \$J.3MR?O/(Y"(XY//4= M/44 173.36Z,2,14VFOG82JY*4>C+X9+6,0220% *3*44PRQC.9\$&"P.748 M*+N<)X*K|S=7DX+ H,2>N@77=?>O|PHHHH ***"BBB@ HHHH *** M "BBB@ HHHH **3(J1^=(70-74<6^;,OV>NSY|=OS=.3.6[2]6E^,0 M#J*9YD>W=YB,-P3=N7,O1^6%SG&XR?%ZE E W<4?3N'6W7MU^?!.!***"BBB@ HHHH *** M"BBB@ HHHH *Y3P1_P @RY {&7QU_P'IEKM-77*>%A D&7/8R^ O|U,M=MH ZNBBB@ HHHH 01J7+*%4\$LQ("J%R6)X!R2<#S2U0^)O^@CJ)/@ M01K0A'Q7,5#I2B7PGK>N>&=TX> B14VEZ[X.N],5,5-4L= S87,1,4MPC012.XD2+ X>6?L3 J%H,- W18/_@:=CV?WA R%==UJZ MS/NY5VBO@7J0.V1Z7!<^(>HM4Y/A^2R|_BV?#3JH+X? 6+QK! M6?BGKVKA^ OAGH'B,&X\$ /\$P3/X@TWOJX[U#PW,7">TUU &L)3EBAA5KOS, M8 X*6 L4= COY ^%=% !?R| FO,/_A P3)_EIX>LO"Q&NVA+QUX M^(WA^TC1#?&981,|>> X2+POK);>%E-%INMVEA>VFGR":V5H(WE1X) MH@%A!_9.15 P"98CV#NM7Y. ^VVVUSU2TUG00V#?V.K760C!10%_CFS^" P. MX,KQEX^)C07%7B0QUXN62!YFE|9?+\$+7 6U,2/Q3XIU^!KXBUR#*P[9-MWEA:AM?@J P=+V?AA! OBA?%,PHOA PIH BO4/K1%71^/"/>G? M\$7?&CO&TWO>6% XH06^F HM ^WU^PU+XHM '% "J2.HV6C'03/X?^/C M>"@N 6LJ, MKAO"##%? 1WJ\$SUBENWB1^|C0596F1!==@@ED@DY'0 VP?^ M= OAJ!XK70AWX7FD.A!/\$EGXJ^(MU8^?CUR.SXBL !OASP38.K. .3,K MX6N+,POX31..&|2Z#>I:=,ZJ5BO/[3NQ%92KQS|\$,N>:C|K6JU,4>5. MSU45&+MHDK(*#CAL/EN% C.T,*4KIVLG9- WT|MR.3,Z'S=^R'^V3XKN/B,X+M,?^*^*GBW6J*# .^ B^) #YTC4 @ %0?&FNZYX."Q5^(MU->)K35M8U MKXK- !C^& C'P'X&|2>% "7CC0)(M_FJ,>O?"?A?Q_I+7/|O/IT_A,5^ M\$7Q=P"35OXI^\$OC&RU^UT[7?@KX?| "WA?X=&T!+? M&IHFG,X36XLO_2J MN^%{J C) ^ 2^\$>JZRWP^U/X@. XDU#X>WFK7^N^&Y!"CFGE2ZHA P4L M8G(_%Z& P#*=?%&P-*Z*ZNVU&2T.MR^MK67,H9)ZU6ZZK #/O&BO@ M P#X>62L3 +1:&|W18A Y@/."^EGI\$ _\$6AO #=&# .8&LKL_N?^ M10==UJZ S/NWS\$R5WIN#,>2 PR&V>9M(SD Y?SX./SYL,>?7F?PU^)@OXN^ M"=^"(P|U= ?@W7? M8TC638.WIJ7@LK^XT2/|TQ'9V&HJMI<6MY,W7C0H8 M|JUN4=2Z,3Z92&%%% !1110 4444 %%% !117B&J M?LW.%JFI.)K? f07P M0T,6M&U"!|T6 (U7XK^ J.U32M5TZYDLM0T4M/NJ?AN!4+&|BEM+RRNHHK MFUN8Y)XTE1D%# AJ+9. Z.4^ /AX_AW/_?,'!&XU*=3JW4IRA&I3J?NZE.C4 =CO2%6.0=QR?IWKY) .:B.T^%OB M3Q_A,O' P"S|H_@/2K- ^")'OPUTIX6.CJEGXJ*! J6|6D!Q9^%G94 M|H*6!MS "2"Z. @RQN..*RHE7IJ JEK!{27P&*>IQC^GJ?5>. " MXG2L? "GX5>. AIXX:A^#FE^%2B'H UX917GACXV "RP10MH^HR#5+&SN MM6N0\$%DCVK3^OF5A^ M."H0) C^0R5U>V>9>UJ,? +&JK!TUZF?^R.9 M(:C^S/IOB,XP \$ Q#XG M^* Q4B|0^,/#6?&CP=1.8M3^%>A^*X5D^%?@ Q)H?PO(?"OPYXPF!&./8 M3>,+F?ID B,6|[Q]!P1WNE&YK|4>/VO_EJ^TQ!.?AK|90%[2^H^ M@GX1U 50&JW,A7%XT^%GQJ|0^) +35? #P!*&#CP3HGA/QSJEC)K_40B MMX0^%BSP|XMA|V5/[#V=12>)/&5KXUT>[&I?&WQO_&>%FDQ.H7!,?P MJ^%&DC1= T%H A|5?@#,7.ECKGARX16=U,3>(*16S.7>%9+NS|0>\$6T1 MO#B.7XEL5N_,\$./B?PM#X8D|<_9FD_9F_9? T2/POH7 !0^Q^(@VULKP1>\$. MB,40V{9,U4|36J3|9ZIXM^&GPC^"Q(8> -3NH+FWA1^+2W/BKQ_K7 MC\$.UKFM>)XJ>|736FOP,5|KS1X6 97F-K/+,OLM|,OMH98,B#(%AK/ABO M-//,E3|=*OIECX,F^(R->) \$GC?X M/ZC8? \$7X16V1^= -7TCX#P?%WPMX<^&50%!"9 "WPEUCP"60C3XFU7PA|+|J M|*Z|3?@A! NW>E6?CK4G" @<0<7Z_XU^OC#X,? +\$J_&L>DC5VN?&T&10 MZQ|15|= Y.8M ?!6'4?C HCQ9^(&A?&CQKX#(5S//&CAO4?&7@OPG#9'P MO_PB'B310#FA.1H5KXMMI, QU^A!_N:9,V?_)+>G "X AW!+4QU<MLKS/V%\$ 9F9WUNO! S'L0^I?? 4!Q'D'UEM9JD5K, P!N9+,?O_&OQ/H*BO M?^&K P!EK HY3X ^C^?|T=' #5|+7 \$M MZ+K A9.IH^KZ1J%J6EZMF16Z76G.CINH6|36SW2V29V16 X3C M<>PC"48SC \$HSA*^XJ<|QG"4X2A.#4X3C*4)P.C|[M02|)S|10+V7? XQ?| M|9ZJ7A%>@MEZ+D>>%%% !1110 4444 %%% !77 J C DR2X,?WQ) |M5J^H|J^U^\$?^," 9A&|/|XD ^K5|25|W5YYZ 44W>FY4W+O96=5W#&QV//M0 ZBBB@ HHICFQ M890,CVJ7# O7" F//F!CG,>#OSC,@|L4 /HHHH B*.H.Y.>.2 P"R P#Q MA_5EZ7@E>J M4?&G/?M)?JE ^ A ZL07J\$K^TLD P"2>X> !^%%% !1110 4444 %O5X17N P"U! R@MEZ+|D>%%% !1110 4444 %%% '77 38 P"3 M) @Q_O?&G_UOCZONZOA' @FQ R9A&|/JXD P#JU?U?=>>@?G5^V, P5 M\$ 84 P"!>NM ###P#U^V1<3X)ZI&: "7QEHC77C6?1(3#J.H2),W|G7#0^>>&+@MW_,\$B MO%D(???"BW!* E&Z&50^\$D^&I WASP?< N/E C@Z1*#P*ZHXP,1BOTV, "MIX= \$>|3X@#?SP XWM4MIXH80%OA,10\$JM.V|S6 F6Z1.08W4T9U 6UM|N6 MS8! J.LA.&6. M@^?^"47 3. ^|UJ6> O! @G Y^OIK.KZOF35=--|J|F MX3VGB4I4*3>|UWIA2VUXE=JX,6L,CVC<2H" T>U /AVV/B,Q/WQ?PL : M| 9@?&5K)%#< /C|*?50+&GF3Q1S>?F110)>|J|Q/.F: ^B M|+US- BW^74,|P|U|XI "&%7BLXXY?/PE|<>%E"SE/GCDP96"3(BL MWSK-?&K_!(&SU^SU^P||+ (V "Q|S1)H7B/X< M)?&+7M\$E4 A|U# M|Q3X@|5."H8H!<6KD2,A3MH_HZ#H6*!E|+|C31W_B M32K6X5=|?U32(M1M)FE\$6IS6Q4J/PW!_IMMX3I. (GPE X*O_&WX5VL! M4Z I>C MBM)I&AG^ETM +1%Z%>QQY## SV^#?Q^_OCWX?_UUX9V^PZ_X^ MB2%676M!<3R P X+|>S M0Z)XKMO, ^7C34?AOXJN>*#?#AG09V//VM>K.705L10&A|60,2 ^EB M&4XPP_0&& "#E3T88|L>AI. ^?V@|U^U_!V?V>/? PR .P .B7JK XMZ.9 M| XRO!,|X97LJE(D,:=H6L,|B&|BT>O! O)XOU#|XF, HON?5E9W| MM7VM0! \$5^U1 P G/M?)E_&/. L07J\$KWOJJC_DY|J|_LO P 8? 5E MZJ7@E?VEDG)@?Y8<3?|E/G/99|9 ^MF%%%>L>%%% !M1110 4444 ?VH? LE P#)L|!O_9" @U Z@>C5)C 5) N3?^BZ^,V2 ^38/ MV,?^R%_IK_U&KZ3^J3 N?& P Q3S^ (OAQI'CSPM7CW0(.;J|HFUKP? 9.K_XATJ*W M^P1^2 M^TZ!(OMUGYA7|3#O|/MQ6LEJXK622U,<5>226K,2TU#IS?9 F^S_!&B>F M45YA> &X,;X^L? A1|JQ=^&%A14M3M8+[3.4M>^O"EKX^U"QNK_YO,;L2 M|T^K1^(KNUN+. SN|N"X@TZ2&. VM,F> VB@E=9? #OOG#^WB 1],0^\$OBO/ M%&@.WXCN?^C:YX=|^=%,J,T5 %MG,W W=^%M,U3/5N,* |1VM19WEU P^| Z3S =^+W?%|O_&5RCI5N*,>N690/4LHZD4=91110 4444 ?QG?M0?|G,?M/? M/ /9= C% ZF>O M5X17NW|4| ..&4DIO^%Z %^3.GYMC? \$2(.NQW@F56QAF4E\$P"/. M|J,|T7Y|)****"BBBG9JG5 R%-=UJZ S"BBBE=UJZ S'YOL P WV?OV M *****-GV? W/ (5UW7WK , JZ X)!.?|D P8 WOB3_ZM7QJ7W=7PC P37^, MJB?X, %>1N)>/(Y"Q6!*>1Z C2I= :|J|XJ**** "BBB@ HHHH **** /X MBOVJ^3COVDO^R_!A J67KU>"5|U^U.0W[3W|1P4AC|>OC%/\$ 4ZB0"13 M'D)SA|XE%+@^A (T8/H;R- >MRR EE X#+ Y\$|Z|K|U F|12X,H2R &#Z|MC3|G4 YJUA P74 ^0 OJ^ (Z|Z @BO P#*1*71#^1HP20 D.7+1^67 @ M,0| Y\$QNNZ^|PYB44N#Z|C1@^A (TC5)C 5) N3?^BZ^,V2 ^38/ OJGX&?D LD^|P# MZ\$^8F>303'WAGZ4/EJ,(24\$-P2F #Z\$G@>IXK^(& P C#&2^RZLK2^R MWE,9!/->J|J P#|J7PTC J|DZL|QX,X,A)6-XSAPWA83A)6NIPFG<&E.\$TX M3A". <%"BBFJZ/D(ZL5X(5@V#Z!/.QH @V'9ST ^O C7XY #720% M6A \$CX1^%,|X8?%ZS1?3J|OJM+XS?&SQ?_6^ J\$KGPG M|08/#8!>/\$"Q 7XB #Q!P P"!>10>,M172,S^WM\$LG1.7"6Q* Y'0CZ MTM32M0Q\$L2DFV)K7.4>5K1. ^C=M R?^8=X,|E'77!& GW/Q=^(?@{6?&W MCKXL "V,X.%?JZO/C=^V^S918# BIO@H4,|P5 P*0TOPO!%9?%|FO?4 M>&(" @G6M L GGC0=5. ^!>TQ?WM,6=UH< V4Q0W E C'X1 &W|F|Q M/2|C,X>|/BA4 # P|U|P^&#/61 \$|X^?/B?>+ B1. 2#0M+56? PJ^M#NB #&Y31+7POX. ^7,|W@3XPP.>WA?P?>?C) J|B|JGBV2ZAN1^&5%.A MLR?+K>Z|L|J|K34=?. 4N,2UN 2W?T. <0,K=Z,7 @TO6L'K*5K22Z ATZ M?3 %F H,IX NH"ON#8/894UCZ=H7B?3X9H8=JHIC 2^P>+ /H_&O DM0 |FJH^P>+ /H_ M^&O DM0 |FJKK. ^2^P>+ /H_&O "2U# YJL/LB *#?AK PDM0 M^ JNMHH *#Q| P2@^%GQ",>?>L?&KXB6FK^ %VN^>J4L+M?"D6BQ.K MK6IZQJTL,<VAR73VOGZQ, #V,F|W\$ 3CFO^> WP7 Z|K40^>@ P#^45?L M%N V6 *C= LM^5+ZQ+^JJS_R)JDNWXH 'W AS=^% P#H|Q2 P"!> .45 M-7 @CE|W*%?CXH, "JN" L? @Y@4 <HPT @J|P*L_& !.* 83=| ^7 >O MFWXI,2&37@WIGAZ7PW "OCA^T#XB|8.X^B,|V X^?O" \$JN|4TZYUO6J5| M2^? B=XO^"P@#Z+H^D:2|E0J7Q&^*AVW19>)J1L?6@R7^K7J|O|W M,7K1^&0U1BJD003_&9!&? #G+X|G|6/B>?O| +/P= RS,9) S_X^1 MHK?*V#Q2 P#&G X* @O MCXH,C@A?+|;B&#%2!>3D(Y|S8CHOVEI MP5\$^&JYX5- >) AI# VE C ACXF^,?B7X2^&OAI X3V/BWX ^\$O@G|H16^ M%G020OBH0Q ^+W@,3|M3|> / B#P5/X9^%&JW1? B#KQVZ &O MBA 8+GPMXDOJ1= %P"4 '6BRVGB+2|C5J3^"PR^*UE/56^E 6SZ2EM M=&WWMB4|>T5VTDN- H#5%Q56-|EB, XJUVL1AVDUB*#KX.6&C4.7?XHN.W M^)+YGA@ X(X_!7&3|5 BAC+ #(C'D97(8? ("*D'<.V#GC- \$, @OV M^*OQ2 &+P> /'FOIS, H+!>+ 0O@XL^\$'QY^=I00&7CCX6 "KX MT \$+P|X1?#CXO?&CX=.%K'B?Q- X. ^E#XAGXXV|ECX9T#QCKV> O\$ P| M!% #&QIHOAN_U:X,>*?NGZJHMS? =98| 0<|5NU|KEJ>.

MHK?JO:@Z\$4WA':RU:O|I>Y^0'_#F_X.?J%4^*/_Z|(?|RAH_X_3X6>%?A/X,|4
M6VH.!X1+NC3{WQ}X=DOJ,G&M^)=7|02^=+_P#H.^&O_2U#_YJJ/L'B_+Z#?AK_PDM0_ ^M:JNMHHH_Y+!JXO_Z#?AK_
J+4/YJJ/L'B_H.^&O_PDM0_P#FJKK.*.2M^P>+_P#H.^&O_2U#_YJJ/L'B_+Z#?AK_PDM0_ ^JNMHHH_GQW_P \$BO@Q
M400&OC7QWKQ^5AJGC0Q9KGB|5{2X//ZZ1|J7B34-4U.^BM8+C0GNS.K/MJ|P90<.
JX,DC,S(\$Y_G_ARM##_J_BQ|5G_|9^\$\$J^V^U?LYOD/5".>T5V?_MQ_4!93DA2?
JMV0IX_3VKZK#18/485*,|0=-,4HH1FN5**44E'D=DDDDDDTD-MDE:R50SFOX7>V*0+QF*X'R6K5,;&?
@+X71%2+HFD^\$GTM=3U7_?OE^)?P6^\$B.C=S.Y,_VX/U#XDP?S70^_MHO>%=?F.7&G\$T+Z/@_I
!%KX&*,M16/BD/E1DOX+RQ^J,G0>K,0JCN2_31_P_6?@,M_P1%7^*7<-X+XOU_Y@_07IFM_+%6_@/Z+HGCKP)+/CS|6?
A^GP5|_M_M\$?%+XM?#|PMX@+?L^_7XFZSKVE!XN^*A QU|30/Q-N1,>M9|2^M\$_A?/B5|0?"FD>\$/-
_KGARS@U#2Y,SV#QS^W|X4^&?Q0M?GB_P"!W|J?_MAJX_7?Q+?GP33JL_+@31/@/3_(H,_I7AKX>=%_T|7/B38?
&K6_.M|2>?)%VB>%8_BQX^&K_IZU^_1X?B=+=Z>VVGJ_ZY|9?J#?^!S.%>M7A4VU_J,D&GM\$_I
91_T=%5W537J73?I5<5|5.SI?5<5|54UAL2|1_+^#_ME7X&1?_V/BKST^3PASWX_XI|TYH_XA/OC-8KC/_MBAI26?
80E>TN9|KUMI*W++73W9/73<|7X4>&BE./^HF2J5.WM(O|JBE3NKKG_MC_+I4|HTDJD,LTS|9_+^*GP_Z*Q|5?^_S/4?
+5@/_T5CXJ_J|>\$_M_F>KJFLR>A_IXO_C=&9/0_+76_P,I_ZY<4?J#?^!_B\$_AK_T0
M>2_&FM_+J|R_X<#G5_AKX&1?#|IM=TVXTCP^X1T+P9HUQJGA>JN_3N_+M^Z9I>BV4J
I=Q^)HK4WGY|A7R%6L|3|2EJ?_=LWVW2ZW>O|MPWZ|1P_M8^!O!AZQ_/_&>_&?QE|8^/_!M+C2_+I
\$,PUX7^/7QK^_@_X@^+6^?#^>M0!_V2:_K%_!^Z_M!+_>*?NYNC_?YFA_NG/YBN?J?G_P"!W\$47.*?HOZ<
2/X_?KX_7EO+10@_M^PE^T/X@M?BI^QUXK_9JUCX6>OB_+Q_+!6/AC_3!%_+^/Q\$^*(E_&GXU>_C_M^U
H/B,PGI=M3^_GBS07|0=,^#OC_XH^)J,|U:QBU^+^IXG9M+39U_P^+U9_MX8O_G_9&0_L8_0XO_+I(G/GPM^
>AZU00@OXX_8YM+7H3QIX&_MZ/ATFG^/#GQ_+H^"BCP%_S_AUXDTG2%&O^#8?_GB|4_C5X@TBRT_BLO
MAEX,NM^_JOIN^_(_-D0/XO1@A_1/6BQ53G4K1NHM*|FJXX^_FVO:
M9HU)IR_X4,JGDN30^_+ST(5TN>^KMT_R_57V>A^1GC_.&?|0_Q8_6^?Q_M(M?VC,;X)>=?KH%Q
M'CWY_@_K4J%_F&5|_8M)J,-W?XC=GB76_TUM_P6%_%%66%_%%_!1110_4_M444_%%_%%_!1110_4444_&_!7YL_MR>+?
VMM\$TOP_+AV9_V_C|20#GQ)E_M|46/QH^*OP5|9?LR:+X^#OA"V2UA6P^+7AWJH,XZ_?PJGC/QFEW=:_X:
M1W%?_X%AMYO&&K^%_>O"2)?TFHKEQ_%"914P/YS_(_K_+G|0&F^#_OV_MD_A_!/_V*/B/HWPU_+
&_*@C^SEX3AU3QM^S##!^QH_A#_0_B)_-\$C|=M|_CR->2.9X8|^_!6/J7P(4_M#R_K6@ZP(E?5#_S?2?BRX_B_+M
+4'ASP#_00V/C|JW|+WP7|<>!Y@_JXV%_^/V0=4^_P_0_EC8Z7^8_M\$_M'_PYXO_&NO?Q6T_P^\$M>N|R^+
(?^_0_AUXT2.K?>%M)^CN/\$NF^_M!FC?L)?ZQ/K_+I,M%_S_K^MS_.DS5|5WS^SN|_WN^C7*X|=B|MCFJH
MW%RY86_X2E_SO?_%@/40E?GWQL?_L,C7330|4,4T|YYG'UK_?V7/V%?VT/@_M^W_X1^)_P_1_B_!/_C1_+S^SI_9_+^(_0Q_+
LZ>(OA3|0&GQ^_QCI_?M\$.XA|2/XA_Y^+>L:EXKN,K3(M,_Q58^"U_Z+X(T+3/@_OX1^_+J_@T,|_(_M_NFT61)
HOY8_&!QWX'_G)CHU?_@7|ZD'WF_P" PJJ-1K"Y=12JR*BEJ_MJE%SUWZKJ|-ZB|A'ZWFN)O|
0,>U.OHDKVY=+-=V5DDDDDD64445J=04444 + %%6%_!1110!_JD|end GRAPHIC 28 tm2419691d1_ex99-2img03.jpg
GRAPHIC begin 644 tm2419691d1_ex99-2img03.jpg M|JC_X_02D91|@_!0\$8_@#_VP!#_@&_!@<_P<)_0@*_#10#_L+
M#_!D2\$P|4'1H?AT:_P@)_XG("L(OP<#7J#A(6&AXB)B|3E)66EYB9FJ^CI*6FIZBIJK*SM+6VM|BYNL+#+Q_7&
M|Q|CRM+3U_76UJC9VN_BX^3EYN?HZ_KQ|O/T?_W^/GZ_+0_P\$P\$!_0\$!_M_0\$!_0\$!"P0%!@<("OH+_+0_M1\$_@\$!"0#!
<%!_0_0\$W \$" M_Q\$\$!2\$Q!A)I40=<1,B,H\$(_%\$*1H_+!2,S40_58G+1"8D-.S|_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/SQ<,'R,G*TM/4_MU=,7V-G:XN/DY>_GZ.GJ|O/T?_W^/GZ_JH_#_!_(_1
\$/_P#W^BBB@_HH_MHH_***_BBB@_HHHH_***_BBB@_HHHHH_9+_!\$|LT_MB1QH_S_!_1ZDG15?
3|4T_5K,|3IM:WL&_=OFVTRR+GTRI(K,_81VLOAVI_S_M|4L_FB9I+9_+1%9%(_=E/5_0" W!XSQ7^&7+,_KWFR7\$,,D40!
(P=_8:EJ4V_MEWT7Q|_PPBVC_ZD&J7-XT-93>FICD'S_,P#2SC_+@,L_+2D_MQHJV_BK2,NVDGMI_F98W".D=G,TBDYQE
F|^YQCBK6GZQ9_K,2W5FTSQ1.T_M,|H)\$8,04_64\$D=_.UXKCJ^OM7CT#6FM(_R:&_2FR|^_K)YQDDRH&_6^4DB
M=216CCK_&_TT.QT|3_S+N^DQ_*308*6)*0G#_GK56(80%&E2SR0&2YADCA_M,
#BYLYH0\$5LN@&*D3Q%_ICVLUQYJT+_ZH26_B2|FQM_C*AB3D8P.>U<-_Z5
M>CHFO71AG6|N|K"+MVOY\$3@_YJ0K,404%_Q,W<JM|G34SIB7=0_>_>_!MS#MR7=%D!2IW(592#_@_10_"/_0C_6*P_
M"!4T6GW_FK_M>ZDDCDN_+EE4G,JUP_ISGC_X_X%,E_!1110_4444_%%_%%_!M1110_51UC>=(NA_>)9N8R%N_,\$_IY|^?6KU->
>_8VCD171AAE89!_N^3!G^MGW=U_=&Z)D2_<_RJ&_F7+@<_XQDXZ_&MEJ>?PKI>ZZG#3SP3_MS+_L?
&_V&_SRI1C(.3FMF/0M)BL/L^Z_.._9-V_R6B#^6|<_03GTBQEDE:6VB_MD22)(6B>-2FU22!C_03\$!_UNW5B59<%FSEMN2/F)
M|U+87=U,|O?RW5SJ?4(_=H?_RJAC!(_O.WN6SC_-=2^B.5)_#^F6310Y,4_M_6ZE4SUVC"X5)_9MAJN^V_8K,
7C^C^40F>_?O6I0Q0M_99)P"8=Z8DN_M|V4HR\$_#8|Y#|5|42_+46^XO|VH&2T444_%%_%%_!1110!GZX9AH=HFN
M|6&_!M|Y_>XC62&12KHPR&_!Z@UD6?A+1_*SFMD@D=9GWM),|29%_MEP^=PVDG&#_QUZDFA=0%/_V.9_=.N_64W
DMYWAD62Y.8H>#A92_S#_#_!/_Y5SD_MR26T/B#4_+4+Z_&V7_+_.|FF#SA|K(M'AMC."TDEAC@E.5U
M|QF,Q92#_0).6Y(.65T%2)I-BEC+9" W>5W=T+\$Y9F+\$YSG)S|-J//^NG_!_M!_?U^/_2^ZOH_>8QWTI+,22?Y|J17@-
%="U/_T0|OX_+^_IK1H_M(S(K,ARI(R5,_>G|KP.BCZGYA_7JW_!_@'OU%>T4?4_/_2_N_C_P
M|H^KP&BCZGYA_7JW_!_>_45YA_!_D8,C_KT,_P!#203ZY.M/V_MK_!_H24>DT445),_+<000\$DLT<,S-LC5V+M@G
J3@_X^8&HK^_M_&_LY+N|MG2_&_YVA(6NOZGJH>_7+6LN|DA09XU<,_7"2\$,_M+9W_9(&_AK_>:_?
9_+4%L+A=QR>G)ZGWIX,X,K<>ET8S^+_+|B|KXHE:6/3VM_MQ<*&7YR#T_7/WCTQ36_76":_I_V)AN?WZ1L9JB.
(R|BBM|V_!!<=,L8|6&YJ+DA:QGM_WS_MR_6555@_0^=P&XFN.^_!/_Z,I
M2SVX_40+CMHJZAD_>8XPIW_90(9E%4_5WD@B|>|MW\$SJ_&_U_+5_!_J@218_M)"?+@#>H)
88_+4J1|\$_5,KD/_FZYISWB,KJH6\$)&B+<4_(_^JXP^=D9!_M0!_EQM/RCOUJ#MT_!_KWZO_!L'U/(S_+I/S_0****_ICR0HHHH
_BBB_M@#K_(<_C|C#?_A17J>8?#G_D8,C_KT,_T_!_K|K|5_\$/?P^_YL_M*YCN"BBB@_HHHH_***_BBB@_HHHH
+B7_CZD_W%_FU2U\$O_!U_N_+_.#:@M'_6BBB@_HHHHH_9UO_D/ZC_UJ2_+H|JA5_6_+0_J/_7U+_Z\$:_H51(4444_%%_M%_%
_1110_5UGP^_Y#_!_%ZM_P^A)7_UU6P^_P"0_!_J>K?_A)0|Z3115'4
MM9T01XUDU34K.Q10NM=3K\$#_!Q%247J*Y6,XE^"8/E_&F'_P_P#Z#FL6_M?XX_#^\$D+K3RD?_!_TF_JHH
J|HKS4_&C2)M0_!9WA|Q_J^LH99+3|J<_J_MK_J>E^>_VOWBM_9GPV|02L,8^U@6RG/N0>WIF@#TJB0F|Q)XW^(_EE|2LV-
C_M>Z5?7R1.(_X7-28&W.W&D+S@_!_J^?07A_X176A0R^)_J,TM-189_*VC?^A17J>8?#G_D8,C_KT,_T_!_K|K|5_\$/?
P^_YL***_YCN_M"BBB@_HHHH_***_BBB@_HHHHH^*B7_CZD_W%_FU2U\$O_!U_N_+_.#:@_6BB_M@_HHHH
+9UO_D/ZC_UJ2_+H|JA5_6_+0_J/_7U+_Z\$:_H51(4444_%%_M%_%
_1110_5UGP^_Y#_!_%ZM_P^A)7_UU6P^_P"0_!_J>K?
^A)0|Z361K?A,0_!_MC6S.SHEO?&VW>3YRY",L,N_?_RK7HJ2C_M?_WA.R=7M_#6D1R+|UQ9Q|AVZ_MXS6Q#96EL(+6&
(_#IV<87'Y5/10_4444_5ET^S74U_6T00_C\$33|10*_DA<_M|<9|X|ZLT44%>_UH7@_+^ZGD9EJGY_H%_%%_=%QY(4444
%_%%_!_1110!U_MPY_Y&_X_Z_&_J#203Z|P^_!_>_Q_UZ_Z_&E>GUY>_B'OX#^#_!V%_%%_Q_&_LBA@&
+#5X@_CZ&G8|U1_+QJ2?_!B_M_P_VJ0G)_J|AWJ_&_OF?R,%0|JL^_02_L45%YK_!_O)^:_XT>_#_J|_R_M?FO^_&
\$M%1_>_P#S|R?FO^_&_FO_!_&_GYK_C0!XJK?_R|J_P^OJ7_T(UOK_ML_1%ZM-ZG=W,_?D|)IGD4_&R_6)&>*_K?(_K/K_?_#_&
(51)S%_=-A_!_(_K_M/K_?_#_(&_!_(_K/K_?_#_(&_!_(_K/K_?_#_(&_!_(_K/K_?_#_(&_!_(_K/K_?_#_(&_!_(_K/K_?_#_&
S|R?FO_!_C2&2T5%YK_!_O)^:_XT>_#_J|_R_M?FO^_&_S%1_>_P#S|R?FO^_&_FO_!_&_GYK_C0!_+147FO_P^_GYK_C1YK_!_&
M/O)^:_XT_2UX#70|FO_!_&_GYK_C7F_&_K|606U_P^_A_PKLPTXQOS,+WT
MIU.7D5|SE**ZO_A7VM>MK_WV^/_"OM_J_7_OX?_!_4_YYGU6M_*SE**Z_MO_A7VM>MK_WV^/_"OM_J_7_OX?_!_4_X?
5-W|K.4HKJ_&_?_UZVO_!_M^/_K|606U_P^_A_PHMJ3|A|5K?R|L2YBNK_P%?_?_UZVO_WV^/_"OM_J_7_OX?_!_&
"CVU_N^U6M_*R3X<_P#(PW_!_Z_P^A17J<3X3|_EH6JRW5TL_M3H_!_C_B?)R64J>E=CYK_P^_O)^:_P^_&
>=B)*4|HJK|PE"2LJ26BHO_?_MYJY/S7_&CS7_>_3|U_QK_ZR6BHO_?_JY/S7_!_HZ_6&2C_+^*444_M4_%%_%%
_1110!4L|_L_&_EGEL_!_&_2=MTK1H_6_&_G^OK5NBB@_HHHHH_***_M"BBB@_HHHHH_!2ZSI<&_HZ_&_J5G?RC_&_JZB5QZA"

<<L-S?B/_*U'I=%>.:?V ME|7M,5C<.%X?U=1T%GCVVF++X>F|.WHNC*#).L|5S M&JX9#@#(RPS^&#F@#WVBN\$^&_P
3+3Q_8N/LC?^AI7(5U_PY_Y&X_MZ|_J#2LJW-G1A?XT?4J|HHHKQSZ4*** "BBB@ HHHHH *** "BBB@ J|O
M^J/ <.^U+43?|^U_+C?S6@ "6BBB@ HHHHH |V^/(_?@_P"05?_T)ZY M.NL^(_R'X/^O5_-0GKDZHD*** "BBB@ HHHHH
*** /9M\$ Y&G?J>L7 M^*OU0T3_D:=UZQ?^@BKJ24(VXJ=I_!(R?I5+3TU."UD_M.YM,N?)* MFTM6@&=,-
(^3G/15ZB@#A|6N7|5SZU#8ZQ<0"R_>&ZL_*DMF#*1#D#) M?G+\$/|IAN@JK9Z(-376,N635Q!YZWEM?,>3>
(V1U\$3QCY0GRK(0.3U/_MS5Z%11_7?|UJX)V=SS7P|. HF065J%\$%,7B>2%,8-L?EL"EQE6C"Q*
MD9Y.#DB>E444V|B2L%\$/8/S6KG60M*BNK5(G=Y&1*1@JQI\$>E,7)V1,YJ M\$7)(WJ*P_X6_K'_/M8_P#?#_Q5'_
L6_A GVL?^~^/BJWY^JU#D^O MT?/CT^N2?P_,NLVJSJMRJH|^XZ?2|(UFVFM9|M.%GT^Q M:UMUCG?
\$S',SDIG#:@,NHNK^&J6U.1H(5X5+5XG>5)Y5?Y"0T?W/&MYP0#TXKFO^%C.Q_S|6/_P_P 51_PL,6/^?Q_JX?
.JOJU6JQ?^J%K_M<>GT5YA_P+&UC_)JK'_OA_P#XJC_AVL?^UC_PIV+/%40JM0?U^CY_M<>GT5YA_PL,6/^?Q_JX?
_XJNQ|)ZUZUX530F%/%%,0444 M4 %%% !1110!UGP^Y#|_UZM_Z\$E>DUYM/O^0/->K?^A)7I-)C044 M44AA1110
5CZQX4T+Q?>6MUK&F07TEJK+^A=Z*&QN^4'|HZ@J*V^*(X8(M,%88(DBB485(UJ|5)110!X#1117NGR04444
%%% !1110_5U_PY_P"1-MAN/^010_-\$*Y'NO^/_",Q_UZ_Z&E950X,C_QH^IZ?1117CGTH4444 M%/% !1110_4444
%%% !43?|^U_+C?S6I:B_CZC_W_&FM_M\$%/% !M1110!Y|0?_D/P?J>J^A/7)UUGQ!_Y#|^_ZK_P"A/7)U1(4444
%%% M!1110_4444>S.)R_>P"06+T\$590/M(L,C|&(S=>6WDB0X7?CY<^V<56_MT3_D:=UZQ?
^@BKJ24>9MXE^*DKB_%.=JH YDTVJL_@+Y/Z4I_A<=G8 MLPU|POXCTA5X.6>R+1#_(\$#S|0*J*HH XS3?
BSX%U09A1V01S@BZW0?^A@M5U-IPV_-\$)+.I@N(R,AH9_X(^HK_U+PEX=U@AM1T+3KJAT>6VIFT_,URUW
M%/,IQGM+*YTVXYVS65TZ,AQC*@D@?E0!Z%4-M=V|XCO,3QS*DC1,8V#!74D_M,IQW!!!%,R?#?
Q%J\$#R_41M:@!IN*7ZK=+@#MD#@JJK^=G5,?Q!+J^E M:=
<^5>3&6|6_D'P3ECDL0V.>>"HX^F10|J15R'Q_&P"1>M_>OM_ \$!ZZJW_M9J|)KB)(RH,B(^*W< X&HX%_M_>OM?
-0'K6C_>1SXK^#_T, **M**|@^. "BBB@ HHHHH *** "O3_AS_P_BIG_Y Y%ZX_P"O MMO_T!YL5_#.I?QODSKZ***LJ|****
"BBB@ HHHHH *** "BBB@ HHHHH M**CN,&VEW,ZKL.60\$L.HQSFN\$|(7\$-C'O" L^@W|EUJICGWQ&/.@KC)|SGGTFKJ-
T_/_OX?^*EE(EHJ+=/_M,_X P#OX?^C=/P|X|OX?^*).*BW3_P#/.A|'^HW3+/_M+^_@"6BHMT+SSC_A_P*-
T_#SC_P" A PH EHJ+=/_X P#O MX?^C=/P|X|OX?^*J|*K_A6L_P#T\$X^_1_OH_X5K/J./_OT? M|,ZQ3|GSOU*O
R_D<+17=?*UG_Z" C?^AI50_A6L+T\$X^_1_QK8!.>S_#^H27?VJ.??
M\$8JNTKG!SGGTFK.K7IR@TF,X?"UH58RDM\$=9146Z?_GG_WV/^%&Z?_YYQ_MJ_# (5YI9+146Z?_GG_WV/^%&Z?
YYQ_J#_ (4 2T4U"Y'SJH/L<_T|_MU_!1110_4444 %%% !43?|^U_+C?S6I:KO/\$+I,RH,*P/S#/@Y%_BBHO_MM,_
#VC_P" A1H@_Y|I_+?0H EHJ+|3!_SVC_ ^A1H@_P" >T?_WT* M/_B#_R'X/A_KU7_>N3KL/-O=Z#);0R3(+95+1J6
.YN,BN9_LV_M^?*Y_P" 3?X51)5HJU_9M_+|^5S_P!^F_PH_LV_P?"^Y_H-A0!5HJU_9MM_+|^5S_P!^F_PH_LV_P?"^Y_H-
A0!5HJU_9M_+|^5S_P!^F_PH_LV_M_P?"^Y_H-A0!5HJU_9M_+|^5S_P!^F_PH_LV_P?"^Y_H-A0!ZYHG_(M_TL
*#80_015^LW1Y8XM\$L(Y)\$1UMHU968 @A1D\$5=^TP?JH_>^A4E\$M%1_M?_8/^>T?_?0H^TP?
HH_>^A0!+147VF#_GM_P!^C|3!_SVC_IZ%_M%6!?.M8/A GM_>^C|3!_P_JH_+OH4_2UR'Q_&Y%_ZW_.OM_0'KJOM,_/A
M|Z%_C)+L>7T5_+^U#_GP_MNO_&ORW^%_JEZA_SX77_Y_>06YHJSYWV<^S^YE2BK?JEZA_SX77_?EO|M" C^RJ0_YI+K-
+^M_A1S1HAI.?9_G#G_D7KC_KL_T!*_I_+^U#_GPNO_&ORW^%>B^5-ST*|. MZ4P,EF"RC.2JX/TKGQ,DZ>C.W
QDJUVNC.NHJ+|3!_P_JH_+OH4?_8/^M>T?_T*P|TEHJ+|3!_SVC_ ^A1H@_P" >T?_WT*):*165U#*P8N#FE MH****
"BBB@ HHHHH *** "FI&D>[8BKN.YMHQD^HJZ=10_4444 %%% !1_M110_4444 %%% &/>*<
M=3_L^:Z=9PZQ,P@D,2.V_J/(%V*QR,D\$YJ*V*X_MW7=534M<70|FQU2.PAFBDFG73,B5+A@0RHKHA4*&
+2.F/4@6Z0=&S8C|6_M)>?2V80&62+S
7D@D2(E/0A9^HIBN#D*3C|*FT0Q#INL2R16CJ4,E|X9'07&6)N=-M(L7T|4,TB_N|NY<6.T1|D/7Y0P!Z@\$EJ/_MZ_K-
_9A_7|2G|T=GI^JY_JBY_C<+_.+=K>4KG"R+C^,J|N5QWP_T^_TR_M#6,:_TN&PB&H,T"120(K+L09|9\$R0'WNYSTQSV-
#\$G<***OPHHHH *** "MBBB@ HHHHH *** &NB2QM'(JNC AE99!!\$5'.V=K8P""TMH,>((CA0(N?H_M*FHH
*.4S*KYZ*1CZX_PHU%_!1110_4444 %%% !1169KUO.SZ<70MON_+T MA/F3/_W|@+J?E+KA@_X/ RD'(.@@&G17G-
E,,CJ%U..9J6H.I_,BSNKN#, M=R13|?_41>8ZD%BJ'D,3UYR13EDN-2/V?QZKJ|07|J
J0#9Z)17>REQI/BG2KQ,G4A#=\$D,3DDKA"0=N%#\$8P0:\$KNR_J)HKAHJ_VA,6|&UK5(J,T^MYC=<7@D(>
(RS+GS3|QR_&SR/R_*PO%_B>^T/P(VEW+LJ8ZS_.SW*2W,ZI_MD(90+09.6E(VKD<_>H&16?X?C_7W#2UL>K457L+B*
IT^VN(9DFBEB5UEI@R_MN".H(ZU8IM6=B4|JX4444AA1110_4444_C38I<_,3^9S3J** "BBB@ HHHH_MH **** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "LW6!=T_7X(= M129D@E\$T9AN9(65QT.Z-
E/&?6BB@_I<>#J'N:&=,^00APDC_E<>M?&Y3)_MYFJE.!D'_XIK^#-\$,43?I>P7!C2(FVU&X@4H@PJ4D"X'ICN?
6BB@_R/#_M6E#4_P" T/L|GGL_V^?)Y7F?W_*W_>^UMS|UK444 %%% !1110_4444 %% M%% !1110_4444 %%%
\$5S_QW=K,+3!C%*A1PK%3@C|P001|16).^"M\$|J/D_MF^*J-F|0B|B74,B1\$4\$; TA"\$#!?1'8T44_D|#Z#+,10/#>8BN#9
^JCC@9)P_E:+8R_>H|RSSV4T,1R+<74LKL9R#(S%_KQVH_FHHN_H^H1JC'J, 4M%% !1110_4444 %%% !1110_4444
?_JD! end GRAPHIC 33 tm2419691d1_ex99-2img08.jpg GRAPHIC begin 644 tm2419691d1_ex99-2img08.jpg M_IC_X
02D9)1@!_0\$ 8_!@#_VP!#_@&_!@&_!@_!P<)_0@*_#0_#_L_+M#_D2\$P|4'1H?AT_!P@)_XG(" (L(OP<#7#A(6&AXB)B1*3E)66EYB9FJ^CI*6FIZBIJK*SM+6VM|BYNL_#Q_7&M|C)RM+3U_76U|C9VN'BX^3EYN?
HZ>KQ|O|T?_W^/GZ_>_0_P\$!_0\$!_M_0\$!_0\$!_P0%!_@<("OH_>_0_M1\$_@#!_0#!_<%!_0_0)W \$"M
Q\$\$!2/Q!A)!40=A<1,B,H\$%*1H_!"2,S40_58G+1"A8D_>E|1<8&1HF_M|R@P*4C4V-S@Y.D-
\$149'2\$E*4U155E-8651C9&5F9V9A1G-T=79W>EZ@H,\$
MA8_B(F*DI_4E9.7F)F.HJ.DI:_GJ|FJLK.TM_,WN+FZPL/SQ<_R,G*TM/4 MU=7V_G.XN/DY>GZ_GJ|O/T?_W^/GZ_JH #,! (1
Q\$/_P#W^BBB@_HH_MHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@
HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@
HHHHH * M*** "BBB@ HHHHH ***
"BBB@ HHHHH *** "BBB@ HHHHH *** "BBB@ HHHHH_X_QEXUB/V|8VPU6SMD@%"7%Y,S.@@>>
W!"4W|_8!D9H&Q"!#(*P)(Z|9KH1HUH4U%)0TRZ@Q,XE_XM\$%0FT>BX'3W/K6)/X#LY_3|N|FD3111SJLJ|Z28P_C.2A-
T@\$KC(Z@T+I M<_IY^Z7XG>XUF/37@D\$9GM8I_V|DLJ06ZN9|^GR_@%F<MLT>73YAC_T(XQ4B^K+^STY=2UA
L^VBCB_U_1&28(4P8?B^=Z?9K_JRZ5>SWEXD)N=2%0"(H9-N#(T|WN0#G&21SBWJ_M|CJYOO#UU-^K-
96CTLWTDKSJA#_!PNT,661@4,C(&_U_<5K?_9.Q2M_&_I MJ-I>=+-"8BT0E8-(B|H|R"189^8@!J*74?!=H,+Q?
V|CJ50YUKICN7BF4 MO<1|X#LZL<@LOR,C'3BET*NN>_3_@D|BC5_JST2HHK|V|6N_F&..SMA/+
MM923M38^3D#H|K(U/6_JR_)<6NO>(7,NHP0//-.2LNX&CJ_7|#/7E2|OQ_>BC4(J.^BM|4NYVMJ2L(4D
MO|6JR8Y9\$#AHS&@VD%@&V@J?3_-\$%KJY_3V+>*=4.UBM8KHHF&TY+2."A(MASMPH|YZ|U7,LUO*JU,8Q(?)?
&F\$15"YST7)R>UUTV%-M9EU0-)_Y|ENEN5R-NU69@>F7^|W_,XY6^O_7|_@|C300&666VJVNG0,IVY,HVSM
ML=8T(1F_VE6(VX*@Y>L67BK2|K2W06N4588(9I+61E02*&7!*>L#G7I_M0*YV|T#5!<
(1BUDTNQOY|0WQB22YD@E)01*AY#2=03D-AWIV?A+7QX<2TME MLHA?:?91WVF1UDA>)0&7%(.1QG(P1T-;?UY?
+)\$Z_?UO_>ZVY|6Z1,7M%Q,^_)/LA*I,2LKL@_9%<+M9P_J+&4'58W))WCL_E8JWX8UG|0J|_3SITFIP:@TLLCB5=

IN727Y-Y6"1TBW""^8ZJ5C-MSVW\$9I^D:9-87VLSRM&50,P7\$80DD+Y4.8/7*U|5SWBOPWXBUV:I@@N!?!
M#)Y3P"2ZDBLH02K(BX<\$_-6XSJTXI=40ZZ?!,V9T-KXCTN|UH.|@N:X4 ML 3!
(L,E3A@DA78Y4|0I)>F:AXHTC2|X6=W 274D7EE""59\$# @D'YBW&?NG%)= ?6QTFK:JIVABW^WS2 M(URYCA2.%Y6D8
MM54!).>,56F7:!.6UR,QGCN0S1+#!)(Y"6# \$HJEE"6 MAB0-IZXA76^J22QX96TNTCN),>|D=Q*66-1Y\$@^9U5MH).
<DCBLLB;PJ M^M;7B2QSW?|FVB)-ON%+ 9I?,UX?F8*>,FZ&CH^42B3Q9HD5Q)*UX3 MY<
N)%A=HHXR18,T@7.H((QD|JJB'C30FLQ3L|SI MI#?-Z<|R4|S3)HFJ.8DM0"ES9V|O 4WJ-|I'(8D|O\$&MFR
MO|Q,)+NT=O'.6F1-NA1U4-Q &^+."1.-GL@'2UWG|0-.8XJCINMMH..OP|/,&#.74-3-_X2|1381WBW,K
M1R2M^L.VLK3,U^|B"PIU5X")J-O&OAJ,WN?EX,A#(COP2.%0\$KO?"G8 MF01N, JZY-
=&U/PB(-391>7BWERR0QK=W(.8(3N9(Y#*4)!!J1GB*T". MK-86US)&AN+FS%0

-"&>BZAJ=GI=D,N|F MV0Y 152J.3T"JH)8GL "36!<^-[4ZAHJGIEO)>J,S1LSQS1B)J_=B-BKG/
MW6"Y4ZGN,F*)F^H7B2-50E1NP\$&20,^G.FK7\$|OF,-YXCTNPU&PN M,AUG(,_7K2N|RVE@L|Z2>-C-2?
\$RNH7R@|2H91DEB<|E0SA7VX!W*AS+|W7/9N.*@|BYEMX:QC|R|C66SC6XR7#J#?|OR'+ MCIN[^E"U Z>BJ&EZA)?
<+/L-Q,3&5\$DWKG 8\$ @9&85?H****"BBB M@HHHHH ****&R,R1.RJ795)"CN?
2N*TWQ=JM0INK7D=|@IV.UD3S(W0LRA@1E3@CZ|M7^0^|[B6,|I4-5X+#9 ZQX M,&(_FD,?F.8ER, >3WX%N [
(2^6/3YG^T65VWVN.U@0+6)FAU "T51L-7L=3+BTE M9RH#&R\$J>C#."D\$Q9Y@Y52CIAL.&R",K@G".*04 %%%%
1110 4444 %%% J1 M7+^*3K^0VVRV7.M3P|+8DDFW&?J,/^>8!.-PP20!SQ5SO"9P^&H=0LK? M43,1,HTN8E-<
)C.O!&23^M+I2R|X?_XJ MC A8.K?|^JE WP_,57)T4Q'6?+!U,_GWLO^P#BJA A8.K?|^JE WP M_P#|57)T4 =9_P
+!U,_JH+ OA P#XJC A8.K?|^JE P|V+ %5R=% '6 M?+!U,_GWLO^P#BJA A8.K?|^JE WP M_P#|57)T4 =9_P
OA_M (J02,|*KW6DQH***OPHHHH ***"BBB@HHHHH ***"BBB@HHHHH ***"BBB@HHHHH ***"BBB@
I&+!&*%L< G)^M+10!SUA%?)J|QJ+,:<0B M6)8Y8GG21F?-U0IN\$
XXS_=SUWFC75PJ8W^GNMH.FXWRM*168.3MV|6W# M@YY QBNMHH XN'1J9L-

32YL(3%'+M9"Z.4C\$@/SLY+,(C\$J<|F&>E=DZEA M@.R^XQ_6G44=+1P,7@C9CDE02?PJ2HK,_CUA_W!_I. "BBB@
HHHKQG^V16 M_P@|P-^#_XT>S45XS_>K?|J2|_A_+|I,U,_H^7O_(_/C3L^YZM M>.%I&HS^??58W4V.
OF3VZ.V/3)%3_V=8|77|,|9"J<>4N*&XVYXYQ@8J,"MO(OJ,U,_*|E|_X/_C1_>K?|J2|_A_+!<|CEABN(+FB21,@|74\$9
M|R# @^A:&C2RM(|Q|Q+6%|10KS",!VZ-MU(KR#^V|6_Z"El_P"!#_XT?VWJ MW_040? P(?_HL%SV:BO&?
L,U,_H^7O_@0_P#C1_>K?|040? A_+!M<|FHKQG^V16_Z"El_P"!#_XUZSH|O+HEA(S,|6T,|S))*)C)H&7.***0!1 M110
4444 %%% 1110 4444 %59HL|J,|M,.X1,FZ+"&|JSX|)=2 MU*UTR-N7<>8VU\$CB:1W,|*H/
JX:@|W166/^6DF>TA6|#/=K1,48@AC MAS:W_@#4?|KUE_J:>,TT)A111 M3%%% 1110 4444
%>ZUX57NM)C04444AA67KWB^P,645S?L^V69((T09 M9W8X_4^P-3W-C<3WT%Q|JMY,11??MHEA,ZC,\$11%E#<H
YF""*>MAX &^FO|MS!=KJGSY>Y4 P!*>&+|T-V2=XV MX,:0A9?|D2,N2BN^3N8+M|.3DCJ>M,%.JS ***0!1
M10!.Q6WE82+&OA.JNBL=37G A:VNAMJ\$FLZA>R31Q,P7NA,S86,DQD=-Y MO_=&"7"9 H9 8\$@|\$&LG20#.EZ=-SW-G
RR2J|^|EA&N_J_>7Y1P/0=@ M|,AT.7T358=1TWQ%|JFK&Z6TN/M|^PWSH\$3RE.U#&P.T|Q+D MENS0HK/_+T?_H^V/
\$X,_C1_,NC_J:6Q_+\$ Q|LNPO:0|K|T9VKZ<&|M3Z?>PVFYQ9PK0|_VK|)8W<< MZVM0P! C!V 5&P-X!26R>3U|
<MW1_@|K8_P# @0G^|JNZ/T%,'P|M(3_&GRR!|SP|KU_F.%9+|NC_0/5L?|P(3_|H_MW1_@|K8_P# @0G^
M+EEV#V#D.Z^J&A16?_NC_P#05L?_(3_&M"DTUN4I),***OPHHHH ***"M"BBB@HHHHH ***"HKG_CUF_W_*I:BN?
^/6, '#_ "H EHHHHH ***"M&M_@#4?_O67_P!>,U|K?_(U|KUE_+037G_="84444Q|1110 4444 M%%%
17NM>%5|K28T%-21)5W1NKC,J_+|FL,&1PTXC^W/"SC&?PH|,HKG|\$|<%_6T:5KEE<2,|X0 M^8%DQ_N-AOTKH*
"BC(SC/-%-%74KE//2KRZC"EX8'D4-T)"DC/Y5YU_PL,6 M/^?_Q|JX?_XJN_UW-D7M3_ZD)?_T
UXC7,AJ<9|R/*QU:13E%0=CK_/_A8_MVL?_UC_>_V_P#%4?| "QM8_P"?_Q|JX?_^*KD**Z_8T^QY_UJM_SK_+MA8V?
+_UC_WP_P#|51_PL,6/^?_Q_P"!_+|BJY^BCV/_L_UJM_SK_-%C_Q_M_P^UC_WP_|51_PL,6/^?_Q|JX?_XJN0HHJC3|J|K?
S,Z_P#X6_K_/_M8_M_P#?_+|Q5_/_L,6/_GVL?^_+|BJY^BCV/_L_UJM_SK_P#A8V?_+UC_M_P|V+ %5Z?7@
>_5QXF\$8VY4>G@|LZG_SN^P4445QGH1110 4444 %%% M_1110 4444 16W_IZP_P"X/Y5+45M_QZP|@_E4M 1110
5X57NM>%4T)MA1113\$%% 1110 4444 %>S.) R_-P"06_+T\$5X7LVB?|@#30|KUB_MJ%)C1?I
01D\$\$>U+7G%\$&M&%S+I|(|S^-(9Z|M17FO "=&?33+SI7Q#^U|J|EAU*Q5L^Q?D_B*3^U?B|H0)N #VA.T@(^@W)A
M,'<_O# @_@*/2Z*|T X6MJ.GX77_IXBLFZLJM\$+F,<|=RBKMC|9_E|+Y_M+R,67H4NH|CP?0DC
_.@#OJ*XK7_BGX5T+3+,45U*WU^VFNEMG_C,LK194G M<0#T&.1UY|J|ZK3=3LM8T^&_TZZBN,68,DEC,(_SVH_BUW-
%|4_&KTE_MJ->(U|_KO|R+V|P#7I+_Z_1KT,)++&S+XX^GZA1117:>6%%% 1110 M0 4444
%>_5X#70U<_,Z'K9,JKY?J%%%LW^X?Y5+45S_QZS?|A_E0!+1110 4444 4_>_0|J|UZR_M^@|FO&:JFUO+Y
&_H_P#7K+_Z_>9H3"BBBF(*"BBB@HHHHH^JUKPJO_M=.3&@HHHH#^D90RE6 ((|TM% '):W,0!OB#>UJH-J)G.3-
;K+D^I^8S^M..P/^%8Z|HA_+\$_6JVB@Y%KJ+&J+H ?NCWP37IE%^RUK/CSQH7Q2)DE@ M0-3T^
;2:WTY:"X0'<05ZYRV,X!%?1WAG7^0Z'J\$N67FG3,.26UW^T,H_MW?&X#(J".OZ5I0Q0PES%\$D9=BS%5 W\$J2?
4U0!GZ|_R+V|J>D0_H|KQ&O, MM=_Y%|4_>027_P!>(UZ&_^%GC9E|L7_H(KQF09M\$_P^0HW_>ZQ?
^@BDQH0T444AA11 M10 520M(T55|VCU#|3K2HA@K<0K#^8J|10Y#X|_>CXBNM/7P|;9H2>8 M;N9(VW-
G,M^HN%(^|G..V|=+V_ (966@ 3&UUC4+HS@>,%(RK"3_>_<WMR.|FB@#/UW_D7M3_027_T UXC7MVN_|B|J?_7I+_Z
+_1KT,)++&S+XX^MGZA1117:>6%%% 1110 4444 %>_5X#70U<_,Z'K9,JKY?J%%%L|Z-Y^RP7\$|D|S)'
H+!&GYB|U(HJZT0!/_,M\$=ZA@LBE6&>Q|Y|K&4=>E8Q06EM.7&V169R5888'W^X?Y5+3)(EE&W8Z
M8#%9_*@|%1>06JZ3_OXW^D>D|_C0!+147D>D|_C1Y?W|_M_C?XT 5_>Y&H|>LO_*>9KVH2&6-HY
HP*LK.Q!|Z@C-4_P#A'-&MZ|MM_P!>F(|=H|K|V_A'-&Z|MM_WP/*\$06JZ3_+^C0!+147D>D|_C1Y?W|_A
OXW^-(9+M147D)>D_P" C?XT>0GJZ3_OXW^-\$M%1>06JZ3_+^C1Y?W|_C?XT M2T5%Y?"W|_A_OXW^D>D|_C0!4UW_D7M3_027_T UXC7N|E|I#_+T M<@9T<%65G8@|@J01FJ7_>_NU|JBNF65_#BL*ZS33M8|5HKVK_A
M&M%_Z!_K_P!^Q1_P|C6B|_NU_P"8K?ZWL|U?(UHO_0+M M?^8H_X1K1?^@7_>J|Q1|,CV#^S9_P
R_>5HKVK_A&M%_Z!=K_W!%_C6 MB_+0+M?^8H^MQH_9L_P"9?B>*T5|5_P(UHO_>I7_OV^/A&M%_P@
M7_>J^Q1|,CV#^S9_S+3Q60?JR_>\$.T7_H%VO_?L5?_>(3_>W|_&N>065 M2UD=F%PSH7N|W):*B|A|/T|G-
+&CR\$_02?J_&P_YSM).*B|A|/T|G_>Q MO|/(>3_>W|_&@6BBB@ I&8*19B,DGM2U#_PFXLYX5.#)&R^F1BDJ%_MH-
E_3|9L_49EM)78H?#Q|/E3T8@,CCJ|BH|A|_W|_&EE|H_69H7"68 M<-M8C#8/RYK/TB#49KF"XN_>GB^SV=H|V-
B|_AEAAL,1C_#|57M-&NKA M|200|/-2U_QOE52LPLA N#^52U7AAD6&3|H"@\$+Q^E|_M*2_ Y^)/R7_>@6BHO*?
GXD)?*/*?_GXD_)?*).*_K|W#RG_>B3|E_MP|K_X0C0_P#GWD|_M30F>645ZG_>(JH?_S|R|_6H_P"\$(T_>JY^/K
M47"QY917J?_PA&A_P#|O) W|_C_>(0C0_>GWD|_M1<+EE%>I_P#\$. M,^G_?UJA_A" # P"?>3_OZU%PL>645ZG_,
(JH?_S|R|_6H_P"\$(T_>JY^/K47"QY97LVB?@#30^O6_>P!%96_A&A_>O) W|_MJ"7% M_QP M132+&H1%_4X&
E#%BBHO*?_Y^)/R7_>CRG_>B3|E_P#).*B|I_>MGXD_)?_>FO*(V*3R%L'(7D_E0/147E/_>_SGY_>(4>4_>S|2?D0|
MA0!+147E/S|2?D0^%E/S|2?D0^%37?^1>U|KTE P#0#7B>ZSV8N>M6WFFD:>5"CK|HR",<"L3_A!_>YJ|_K?
XUU4*T::9Y^+PTZTDXJ#R6BO M60|A!_>P"?>3_OZW^_>_".#_S|2?_6_QKH^MP|_X_P" SJO="DM%>M?_M"!:#_P^T_G_?
UO!&C_A!_>YJ|_K?XT>6X-F|G5>Z|_>J_X030?^?_M3_OZW^_>_".#_S|2?_?UO!>K<S#^SJO="DM%>M?_
OH/_M_P_6_QH_M_P\$\$T_>J|_K?XT>6X-F|G5>Z|_>J^K|_A!_>P"?>3_OZW^_>_".#_E/M_P_GY_>A7-7JQJ6L=V\$P|J-
^>J2T5%Y3_>_SGY_>A1Y3_>_SGY_>A7_>Q+M147E/_S|2?D0^%>(T@JF/\$FK->?_PMF_*M_>S|2?D0^%>_F, MN-
&W,TYS5S5M"UJ^MUZ^MM8L4MH%>DVEUH|S|DG.9,K,F6YP,@X|5%_PB=W_&@2-3@&F&J_M#|P+M+0I_>_#NO^LWXL_FQMSVS00,)>0L|I^>(X|CTZ|72|B6YM),B_>2(+>E*45
M=R6WJQ,&X*IX/R^DGA07+S4=3U33|NXL+QK\$H&N,!D8=MVZ(@NQW+@9.?XA MP*CT,P|KNGO=M>J.7,MTK,
H+3C/N_A(9I73"YX79C|SF|I6BWEMJTV|G M?PW=Y) MN#,VQ@0J2PRI=B6R3SGH!SEH&=>%%%(HHHHH ***"BBB@
HH-MHH ***"BBB@HHHHH YOQ-J.N:1,W&HVATXV5M&+B5":Y8G&Q6#*\$)X_XM?>0537Q)JK7HN|MF-

>_M+^SO),3^>&W,-^=MQOXVI>G.:N:MH6M7VO17JM MK%DEM H|FTNM>94DYS)E9DRW.!D":HAX4NAJ6?
f2A_L0I=-!M!:\$2&_K_M^S?C,O^,&W@000,4MM"1-5UFQUZVM=5?37@NHY9-ELKJUJ#_YG9L.IR!G: MF">J.,>)_-\$%
HK"R6H@M{6:-,-=D,(&#MZ9SD#T(SS5.S\)(ZDTE^FMZK9
MZE,7X9+DK92P3LG.U%\$D\$YJN>@4-^YJ_H'A2W/ZJ-Y,W5W^+YHR\$N+F6, MRPJA>LCMN/"7JQT%"^PWUL=1110
4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !&K>IZHRM9:9:3%-011&..661\$(-54M
5BS8&>=H_VJR#XVEDD>XM=+672X)>*YG>X*2QM*J,1,1"%"\$B9RP|X|Q5C MQ/8>(-1N)>"RMJ.N-"
HKF"XO'@>91*2L3_>HXST&0.5SX,UJ:Z08(UL M(J/U.YM|JY?I0YD@91&1%O#
^6,,2N,GBG'S_K^M1LYO\$&I6FK6T%YHHB_ML|NX.VMY5N@18*SM&%VJ"!WDC(R:SB32M=O,K5Y,U+3(I*X)@7,:Q7/
MGX0MMP_R@*V>P+/#@G%4;Q|2OXEDOMIM=-*E@5C2TD2JDS,QGN(O)PSGC)WC MC@8|OTG0J1C12-K%
HIMG(86BF&GNO^VL2N)) 57!4*0!ER_O&U%TN)^1U% M%%(HHHH **** "BBB@ HHHH **** "BBB@ HHHH P-
:UW4->2X_LA9=-@ MV^=<&Z"R^<0,QQA3NP3NS93Z_U7_.\$KN/2(FQMI80?L_VH77|SSNG^KVX_MV|OES0SGM3-
7L/\$EYXACE6TTNZT>W*#/!+?20L9:U=P(7#8_A&0,C)YQB ^' M-7%,518_P!P_P!P"4SOYV_P_09LV@_XMW3M00/1
K^N@2|C1LM?U M%M9M5J/U32\$LC=0R36Y2Z\$S (5W"0!0%,YA|TN.O/J_P_XF@0WFQJ6T#K#8S M+\$DS'B<%0VY1C{O/!
H:R."00\$-|J=?2SAE086A:^T-9I(4)&CP*/4EB M2>>,7?#AB|T#5=6GGU2+M|HQ>2LBQ*5"1A>0D:.'C
QQ@#O37GV!^1TU% M%%(HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH
**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH
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**** "BBB@ HHHH **** "BBB@ #_JD! end GRAPHIC 34 tm2419691d1_ex99-2img09.jpg GRAPHIC begin 644
tm2419691d1_ex99-2img09.jpg M_IC_X 02D9)1@_!0\$ 8_!@_#_VP# @&_!@<&_!@#P<)"0@_#_!0#_L+
M#/D2\$P|4'1H?AT:"P@)"XG("L(OP<#7J#A(6&AXB)B|3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM|BYNL+#+0,7&
M|C|CRM+3U-76UJC9VN'BX^3EYN?HZ>KO|O/TJ?_W^/GZ_0'P\$ P\$! 0\$! M 0\$! 0 \$" P0%!@<("0H_+0 M1\$ @\$!"0#!
<%!_0_0)W \$" M Q\$\$!2\$Q!A)I40=A<1,B,H\$(%\$*1H,!"2,S40 58G+1"A8D-.E|1<8&1HF M)R@I*4V-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/TJ?;W^/GZ_JH #,! (1
Q\$ /P#W^BBB@ HH_MHH **** "BBB@ HHHH **** "BN>TCQ,:ZC'J1D_V-'N!X:&1@|AR!S32N&QU5%/
M_2Z|CM|PWJK,W^R-(ZLH(C!+DY& #UQ6?>.=,M|*Y@B09HY%:O\$,*M=)
(S(1ABA3ETN37,3!9\$GMY(77(R,I|JM@CH<8-|C0HK'LO%&D:AJ7V M"VN7:<|MA."14EV->|N0J%??:3BFW_BW1=,U%I"
|NW2XC1)) MO(ZQHQ(5G-M95*JN0>20!0%\$S.HK)'B72#J_JEBZ)NM_E|1/Y>_&=GF8V;|<|-5?
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MDQL+@9)4"/2G:KXATS17C2^G='-%@L<+RE5'5V^*-JCNQP|ZT:FE<|HOBA M=5|4WVDMJ3,6<*2=-MY@#LX! 7Y-
A7!SG?D|@1S5B'Q5HLUQ<OK>%3 CR. MD+I&50XNTG>@_S9HKFI&VT#NLA+-*M0,PO#-#),L%FD"+(Z@_MLO)
(#&CK5RW5:+ZN)N,:RE2*>9#&LC9^0@L,-P"2/7%7_*M_P3L<+>#N.JWHEs+!#*9M9SK=W3SA*#MW1@8
W8(#/7(Z46_A/78=-E17MHREW,7%_M80J\$UQ\$ MGEON,SK104_="D+CW=Y123M_7I_D#2>GJ?UJ>=1?
#JX.22TN&1K3=D-<@+-%M9^\$)Y\$>JZA)X7,ZPMW.DL4VH3%98P(T3,CI,_&5)X M,05/4
5YJ&I,Y+)_HGАЗ=M3E5XM0FF,|19_ND3Y!Y.25*EAAUZJJ(HHV&MV|F%9.)(C4XKS5I^Y=+"XLWZ
M>6_=B^W#F+BJ^5.5_#JXX&SPGHNI_+L7CP%)L|BSC09,M(2=Q5Y0&M.1F,#"6NEHHN-ZG\$Z=X+1?
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WW25Z@Y|OJ* M%I_7I_D'6Z_JQP=MX\$N+;6]^5GL?MH01)+J=T"K,MVW|_I\$1((X8GZJ.N#PU_MJME8.+)9&REOJ-6G?
RH62*19=^?G"DJ1N!SM_0COFNPHI"LC@-0!:\$:G?ZC< M7-RUO"6)60|4;((3 M>1>")=GU2:_O)K4//,(LIO
M99R0D3^8V&9%"*!%49^I:I-(!W_A%"L\$!%J|D|P37&H74XDWJRV|V,(TX
M8@X)R,X"YX|^BBXSE_>A:EHTMWJ|_*T=46&RA09,F_>IG4R@%M.3CTS6J4-U:6U_8+NWBNS(B?
PSINRXND6>YB@EE,V)-N M_?G74C&1@G-9DPU**6|AU"4VEA=21JN7+L_ZD#OYAS(QXSGK782.98
M2QM)8VSHR+&RM\$H08SF|7,LC28VMEV|VRW5J+8PW30I_\$\$ 4C=S|HGFLO?%5ZBQ74J6TD-U//
M,VL,L)E_,/C+,B&SLQ@*,AU|K3TCP^=-\$ Y|EO?|5=>>WVAI)>@J-S>X^M|HJ,@X%0P>&
NNC4|B,VE..518VCM%BE8D%0)!^<-,0_!YH!&510C9YTA2Z_MN-0F8,|K)CA\$012WWF^&?9UZYXX(KM@00#"D|H17-
ZIX4,4KB6P%J7C2I_MHW>#>J1^6R,-NX9X-SG(Y/X5NV-JME8VJHC,R01K&I8|D_8Y-*GNA=2>BBBD_M,**** "BBB@
HHHH **** "BBB@ HHHH *S|UFST#2IM10F80Q#HHRSL . MYK0KE?&6@:GK-I.UE<0-MM)(X|66#
<6=@065MZA6QP"0<9/K0->9NW^IP:|I M_P|LE#LA**B*!N=F(J,D#)) Y.*S9-%M|V|G/9WGG"9X7M0J&1&1-9^"
M@+SPQJLGBFZ09ZA>Z(EB,-I7C|AYFCVQB8!@66/+Y1N."2,9&&|BG_Z 9M%O MTN|_G<&=Y|2UENOWXR@4AY5?0>8
M00<<*,18KM,\$@HHHH# "BBB@ HHHH **** "BBB@ HHHH *BE_UD'^^?_03 M4M12_P" L@_WS_P" @F@_6BBB@ HHHH
YKQ9XANJ!^Q_98X^?N|U2<8VXQ@C_MUKE^%@ZM_SIV7_?#_+Q57_(C_/_P"VO_ LE<)3\$=9_PL'50^?>R_P" M'-
BJ/^%@ZM_P^JE_WP+|57)T4Q'6?_P=6_P?">R|X?_^*H_X6#J_MW/_09?_#_!5Y/K6W7)_#I_D
3_P#7TW_H*5UE24%#!SCCK6?9P|J+M6>/4KVSN)7R(VM,5H HQW#2/D^&1*3V8T0:,XGTG5KUK.SN)&F"EUWVAD:R
M#*@M&S!*(2,E21R/6K=SJMC9W|G83W*)=WC,MO">6DVJ6.IZ #J>/SKB?#1 MGC/AZWET^_A;1-EB07DLY57<
B|8R5_>YVD_)NZ#U%;M:E>=>)/"UQ!>W,NC>2L3S9!%>
3+)\$&QC M3"!6(QQ@?0=-*2U0/1FU1112 X#_A9G_4(+)_G_!C_A9G_4(+)_G_!N_H_MKUOJJ/L?_7. P#-^1W /PLS_J\$?
^3/ P|A1-PLS_J\$?^3/ P|A7 44?5Z?M8/KM?^>|CO_ A9G_4(+)_F?_+^C_A9G_4(+)_F?_+^N_HH^KT^P?7_+WY M?_
"S/^H1_Y,-V%'_LS_J\$?^3/_-A7 44?5Z?8/KM?^>|CO_ A9G_ M%"_/_G_ .PJQ8?\$/|J%M.?V7L^58JWVC.W<0,XV^>
<5H%_R,F?J?<7 M_H8J98>FD|H8RLY).7YMU%>6:0.1110 4444 %%% !1110 5%+_*R# M_?/_*".EJ*7_60?YJ-
\$M%>% !1110:POQ'_ .89_P!M?_9*X2N1^(_ M ##/^VO_+)^7"52)84444 %%% !1110 4444 >D_#[_)\$ P#U_ Z"E=9
M7_#_D_3_+7TW_**E=94E!144ES!"Z+/_&C_JU6< GZ4)J\$D&4=6J#F@ M!U%>%
H115.#5=/N=1NM.@00+VTV?_JXWQJ@&4E>N"!..+E%>%'@-%%% M>Z?!)1110 4444 %%% !6AH7_(PZ9_U|Q?
^ABL^M#00^1ATS_K|B_+0Q4R M%&ET_C7JOS/J**0^J"BBB@ HHHH **** "BBB@ J*7_60?YJ_!-2U%+_M*R#_?/_*
+_>** "BBB@#A?B/_S#/^VO_ LE<7_-\$?_YAG_&U|JDKA M*|I\$|L**** "BBB@ HHHH **** /2|A|_R_>OIO_ \$%*ZRN3^W_
+_P#K MZ,_T%*ZRI^9.3^/#7C&>_&7_<_A2_Q|_M4G_.*P_&N(/\$HQ@B#4&^NY33/^%131X|CQJX_MOC(&/_0@>GX
5Z710!YN|ASXH@B5+_XEZTC*?E-S\$|L_0D@D^Y>4WGPW^((E M_P#_F_N_."^N9KB"55.N3_P"BJY"+TP22|PORYZ5J/44
9?A^TU RT."WUO4H_MM1OD&N(X#*?49(S|?2M2BB@#P&BBB0=/_D@HHHH **** "BBB@ K0T+_D8 M=-_Z^XO-
\$5GUH%_R,F?J?<7_&*F7PLNG|J5^9J=1117B'U04444 % M%% !1116_J>HSVW4445XAJ4%%% M_1110
5G:GITJY+.%K!GNIC+71KR|G6<.LYX58JF/F9LL_?_(H^S0?|8_>^14 MM% \$7V:#_GC_P|BCI_!_SOC_!Y%2T4_1?9HA
GC_!BCI_!_P|8_+MOD5+4-W<2VDL=I.L%PRD1RO'0"UVY&?SH_7I_!_P|8_+OD4?9H^>,_M_R*X675-
:M|Z328M9GN8)KV"TCU-X81+(5=15_!L!P=IP6P,?_(MH^S0?|8_P#OD5PVIZIXAM?"_MK,?_WR*EHH B M^S0?
+8_>^11JF@_YXQ_J|BI_* (OLT_&/_OD4?9H^>,_?_J|6B@_+!_M_P|8_+OD4?9H^>,_?
^R*EKE_STFK6+K>6>L,LCRQQ6FFK,QE)V^>8.Q!M<9.5*!0,G.*.M@Z'1_9H_A GC_!BCI_!_P|8_+OD5Q@U?5FNSJBZ<
M+4:Q_90V Q1F/90|O=G,OW,N?08QQC05J&J|U2!/_AOJ<,_)9R7%>9((XTM_M2"FS:@_RL6/RYSZBV0|
UW#JT=3JF@_YXQ_J|BCI_!_SOC_!Y%,?_?_J|6B@_+!_!_SOC_!Y%V:#_GC_M_!WR*EHH C6")#&+\$BD=PH%2444 %%%
H1110 4444 %%% !1110 4444 M%5=2LCJ6FW%D+JXM?_0|Y|LP61,|U!)_OBK5%#5P3L=P,_XFH|GP_#<6=M:_U-
HKEKN25?(8W|_B|D5 MHBAQV 4 8" QU5%F!@W?AF2|@6*?7J7*MS8,C#Q 7*\$GA@(*<\$C,80X|
M"MN&&W@CAB0)&H1%_0 # %/HH **** "BBB@ HHHH **** "BBB@ HHHH M****
"N>N_ K7/B%M9BU|5+.^#SQZ#0T4=,AY/_MMX2MVU4WGJH7PA-Q|J^Q^Q^2)L8W_B^K^N|*L(+5|TH72&%\$50JX 4*!

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 644 tm2419691d1_ex99-2img10.jpg M_JC_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)B|*3E)66EYB9F|*C1*6FIZBHK*SM+6VMHBYNL+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,S40-586+1"A8D-.E|<8&1HF M)R@P|C4V-S@Y.D.
 \$149'2\$E*4U155E=8651C9&5F9VAI.G-T=79W>EZ@H.\$
 MA8.'B(F*DI.4E9.7F)F.HJ.DI.:GJ*FJLK.TM.;WN+FZPL/SQ<,'R,G*TM/4 MU=,7V-G:XN/DY>,GZ.GJ|O/T?;W^/GZ_H #,! (1
 Q\$./P#W^W^BBB@ HH MHHH **** "BBB@ HHHH **** "BBB@ HJ&XNK>U\$9N)XH1(XC0R.%W>BC/4G MTTT+
 KI)<2QPPQJ6>21@JJ(U)X H DHJ.*X@G.589HY&B,9(\$8\$HV<" MOX(.0B|P"BF1S12M(L=0NKZV@L@
 QN)956/Z<3C|R/SJ+3.: M.1(XHU+LJ@21@JJ(U)X H CGCBF M+B*5,,7" L#M. <T."#^
 \$E%1FXA6X6W,T8G=2ZQ%AN900"0.N 2.?<5) M0 4444 %%% !1110 4444 %%% !1110 4444 %%% !1110 4444
 %%% M!^,,/50\$>HR6&DVUG,NGP%,N,AHO*NGYC9<1N&9,X./OCFN+2Z,ZSH. M|W&I.C.V6.,P!HJTH#M\$K-G!.T
 M+G I|VI32:1L(0.W#,>?V?.UA-.W50SL\$"8!4A|EL-UKUNBI. MO&W,6*6CO|UO27,L\$ M|N%MH|V3,|8@0D"8-
 N=0Y,?9SQUK=-\$|JS|+|JF9YY1872&20Y9MH=02>YP M!S7.45+5XM%Q=I78|J@>|04|J=3U!L,W3HK>),EQ\$B/
 -4HG:P8.>"#C MJ,TK-JJFO+JNMZ-8>/G^M1Y!H^K:MJ@G.'54DMS#|J0:#5)IV6 F5.*Y+1*(.&%H#QC(48)KK/ KV4E-
 MXC,3KV2JM/MD7E30.TVX>1TD8DN/#.2LBJ2"0>+&_0!U %9% XA/_56_V#4+Y93?3V|W/J+&H
 MHC DVKJG7Y(U)4%6.&(Q|DQZQ39(UEB>QF'4JP0.E|?UVL4G9GCEAK,|>\$ M?M.F.Y?%Y.WAZ6,4G>
 >0V|P%38QM(-+MK>8HDR3M51@# M)Y|U/6D)MV(2T7D>,>4ZYU#4="FO)GEG6QU&(L|A=@\$N8U4%F 9B,L M
 3U/>E4441.XI!1114C"BBB@ HHHH **** "BBB@ HK#N&NX_&JBINW-M+! M-B!1A05V3J/S)-.
 &H2S#=-7,W+13IM)&U5!C4X5>PY_P_XL+V M36186ANH!P?
 M1+R1)+@8!#,PGR5*DCA<,LGTH6|@>USJM0U>RTOR_M4CAI M-2JQPO(V!U.\$!/
 R,6H,BF+KVF/J\$5BMT&GE0,FU*&D\$%A|^N2 3C.<#-87 MB%7NJ1MKE/|1M|->#|1.6.22ERRC84*-
 A#MSNQV&&>.5UX,FGL+*Q7%0 M>SOQI#\$?W,)6(J)P2&"DH/FQD@|XS1TN"4|2TNX+ZU2YMGWPOG.V",X,.C
 M|W|U/7,^#9M5>SEBU&.9\$B6-4\$MN(-C,?G10 ,HIP W.?4UTU-JPD%&%!(8 M4444 %%% !1110 4444 %%% !1110
 44R;*VA>:5(HD&YW=@JJ/4D|*9 M.W=M>VZW%I<17\$+?=DB.<I^A% \$U%5\$U73I)KB%+^U:6V&Z=%F4M\$/5AGY?
 MQIT.HV5Q###>6|L4|,87256\$AYX4@|G@|J/0T 6:*** "BBB@ HHHH **** M"BBB@ HHHH 8T,32I*T.&1 0KE1E0>H
 |9P|RJ-K.U=F9|.BSK(Q,8.67&U MC|C P>V*GHH JV^FV%I/+,65M#+_K)(XE5G|D#FE_LZQW0-JBM|UOGR3Y
 M2YBSU|_J|_51_P_ML?2?^?>J_P"\$_+BJ|VHIV%<)X6#I/_O>+??"_!5' "P=)Y|HW_O MA/XJO-J*+!<)X6#I/_O>_
 ??"_!5' "P=)Y|HW_OA/XJO-J*+! M<)X6#I/_O>+??"_!5' "P=)Y|HW_OA/XJO-J*+!<)X6#I/_O>_??"_!5J,|8Z?
 JNH164\$ TLDF%<%U#@\$JF/7E=,O@W_D:|+_M_P"@ M-18+GK%&%!(84453N=5L,_L|>Y1+N|9EMX3RTFU2QP/0
 =3Q^= %RBL_5-M:L=6(WCRH21%!!)(&.N\$C5F(J&A*1NRD\$D+N M8#?"9((&C)! Y%"U
 V.*KVEI,W,R6TGF(DC1%@>N4X8#/7!&1Q05B@ HH MK|UKQ98.%>).W45R|O&
 &E4C!)I_9=1-KNDX,X06\$5U\$=L5RY13^H)J",MR MH,?2#_A8VC_+^U|_WPG_,51_P +&T?
 HKI_OA/_B/85+-6W#ZU1T|Y/& MHUF=1LK/1Y_+T2R6\$L5XABCWV#+_QD,-QSD,3NQD56E0,|0|YKY),X19
 M;@1221,L3|O^#NKH?^%C./ P^UJ_WPG_Q5^"QM" ..? M^|X3_XJG|&I>*UJA_CKE)902,\$C.#VI.Y#_A8VC_//M??_?"?
 !5' M"QM_YJKI_OAA_XJCV-3^47UJC,CKZ*Y# A8VC_+M??J|)_56|HN6 MVNV,W5JD|DAC(E|R #V)J.F5.<5-HN%>G-
 VC*|-*BBBLS8**** "BBB@ H HHHH **** "BBB@ J*V_X|8?|P?RJ6HK_,CUA_P|P?RH_EHHHH*H.W_R-1_MZ|9?
 -035^J&M_P#(U_>*J9?_030|XS1115\$A1110 4444 %%% !6|X_Y M&NR J.?^@-6%6|X_P"1KLO^VG_H#4
 >L4445(12,6J?VJ)!>6?JG,>8/LK>M=G7S/QC/9-8FNZ6^7>&|^RW2+=2?+A(LE4|B0+N8#@9.!GC)IZZBB
 MFG9IB:NFCF_?B673+-8K*PU">XEE_SDT^>6.#!+L\$0EAR,8X8_9&1A7G
 MA>UDTG3KC1Sj2W#F.%1),F.,PD9Q+,CH&78S_X^|DD#G(%>@T4D,XOP_&%O-M-
 =:=>QW*V=K=&C6>V\$.Q!>P|2BBFW<5@KS#XC?|C#, -M/7HO_H,UZ?7F|Q_&P"1AM_&01?_-\$-ZZ,+!#BQ_<
 +^.0HHHKU#P HHH MH **** "BBB@ KT_X<_BJG_#G_)%ZX_Z^V+0\$KFQ7, M|L_&^3.OHHHKRSWPHHHH ****
 "BBB@ HHHH **** "HK_<|8?|P?RJ6H MK_CUA_W_*@>6BBB@ JAK?_<_1_Z|9?_T\$U?JAK?_(&U_KUE_+030!
 MXS1115\$A1110 4444 %%% !6|X_P"1KLO^VG_H#5A5N#?^1KLO^VG_H#4 M
 >L50UG6M,VZ9)J6JW^YUG&RJK^2%+,%<&JR>U7ZCGMX,P|H,B&.)N| M2*&4_@.DHYF|XE^"9QE%&F_>2G"?
 SQ6I;>*0#U^V>0.9<#./W5W&W/|P>M M5,CP+X2NC9Y #&CN|+,*<3|G&S+KX3^!+Q"DOAJS4"^(+1|T(-7Q
 M7\$,XS%-(9^1@.DKSB,X%>),|-*GBZ_*+! M.H_+GUY4G/XT=K<>(M(M-
 >AT2XU""4IXA+I#,R/M.16(&0!U)KWP7H.L>=#2QU MC7Y-8E7&R22(+Y.X^|G)+?4G-!1UYA1O+D8,?
 -KT7 P!#>O3Z|P^(W (P MV_+UZ_+AO73A?XAPX P#>_>(4445ZAX 4444 %%% !1110 5Z?!,| MD7KC_KI_,P! 20,*JA
 AS_R+UQ_UJM_Z E6>^%% M% !1110 4444 %%% !1110 5%,?>L/|X/Y5+45M_QZP_|@ E0!+1110 50 MUO+Y
 &H_P#7K+Z":OU0UO_&H+7K+_.@F#QFBBBJ)"BBB@ HHHH M**** "MWP_R=-E_VT_J-L*MWP_P_C79?|JM|_T|J
 /6****DH**** "BB MB@ HHHH *P^(W_(PV_&Z+_P"AO7H>8?_D8,?_Z|J#>NG_&Q#AQ_M'YHY"BBB04/"BBB@
 HHHH **** "O3_AS_,B|85Z?!,? M^1>N/^OMO_0\$KFQ7, M|L_&^3.OHHHKRSWPHHHH **** "BBB@ ""|S|#<>3 MGS?
 +,9CUQQ7(^&)+@O(6L)K6,)K"),@HP_P6P_W^V>>O=-K10#/M.L+35 M/LMG:RPQWDMK-
 :-3(NX^8)\$(\$HR,Y(88)Y!.*FTB_F.M:1M\$+B&3 O:/N|O MY#)&S1H@Y&>V>\$53S7?T4UH#U&N7
 ^15)JSC^E11B>.)\$V1G:H&=Y_PJ>BD! M%NG_>Y<3^8(2WD2&2'HAEV|YR/E+9Y%'_+/_NI_+H(Q_J^C_ (T?*ZG
 M|P"@[C_WZA_C736_B01,FZFMNTV5H-E=B|D\$D<_I|OE)&4^WOM|Q3(O&AR MV|Q,+J2-
 8%5V\$UM+&S*OPK(K**X)X!4\$#!-*X!_?_NI_&C_P^C_C1_M_P^ZG_Z_?_Z/_>=G|FJV>KVS3VH
 MM#/@^%=-3_P#01C_H_&KVC#)&|U_>^VIR^5N^385SE2.0/K78T4KCLL|_M_P#GG'_W\|A1NG_P">
 (,_B#4(|O|5'LB\$>W M.6S@DYSQZUUE%5&@|Q,ZE_-2/+)&G?_>M9_P#H)Q_J^C_C1_PK6?_Z"!091% A+8)).!DDDD
 #)K-BW1CH|WQVB,8DP_M@.(VDOGB0C(3R=OF,LE|UBHW#ZE1_E,Y,A6L_P#T\$X_>_1_QH_X5 MK|J/_OT?
 +Z9_&6A):P7 NI9\$G#,JQ6LLCJ%,&+HJED"G@E@_@XJ|->MYIEE8VM|/>1K,7KW#ZE0_E_XO_>(5K/_T\$ MX_&OT?&A
 A6L_03C_P"-1_0KT2BE|8J=P^I4/Y?S/_%:S_&03C_&N|H..)X?T^2T|R_??*9-WXR,8P?2MRBIE6G-
 6DRZ>&I4YD75AJD_C.7,^9-9EPZ7JD,F5" BHK8)8D=:. MUQ,KH5D)J^I"70UN'0'-G%&WHH#KPKB5!9K#Q;,49IDU
 M7|3J"KIERC#_12B-D#N|Y49/<^U>C44)V=P//%UF|T_2WMTTS58/[5N|F M<3KIL|WV,)G."R(A=AR%
 (&_&AH^)=UA|32WTG2H+G2I-!%=/BDFFBFA59 M4+,|1A)P"Q.54'CJ#ZC13B|_--/T|Z_P!=Q!G R #WQ2T44@>BBB@
 HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ MHHHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
 "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@#_JD! end