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of ContentsUNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549Â FORM 10-Q(Mark One)â˜’QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the quarterly period ended SeptemberÂ 30, 2024orâ˜TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the transition period from _____ to _____Commission File Number Â Â Â Â Â Â Â Â Â Â Â Â Â Â 001-40956Udemy, Inc.(Exact Name of Registrant as Specified in its Charter)Delaware27-1779864(State or Other Jurisdiction of Incorporation or Organization)(I.R.S. Employer Identification No.)600 Harrison Street, 3rd FloorSan

Francisco, California94107(Address of Principal Executive Offices)(Zip Code)(415) 813-1710(Registrantâ€™s Telephone Number, Including Area Code)Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading Symbol(s)Name of each exchange on which registeredCommon Stock, $0.00001 par valueUDMYThe Nasdaq Stock MarketIndicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12Â months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90Â days.Â Â Â Â Â Â Â Â Â Â YesÂ â˜’Â Â No â˜Â Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to RuleÂ 405 of RegulationÂ S-T (Â§Â 232.405 of this chapter) during the preceding 12Â months (or for such shorter period that the registrant was required to submit such files).Â Â Â Â Â Â Â Â Â Â

net share settlement of equity awards(25,363)â€”Â Repurchases of common stock(141,591)â€”Â Net cash provided by (used in) financing activities(161,500)13,034Â Effect of foreign exchange rates on cash flows61Â (116)Net increase (decrease) in cash, cash equivalents and restricted cash(103,774)14,189Â Cash, cash equivalents and restricted cashâ€”Beginning of period309,552Â 317,314Â Cash, cash equivalents and restricted cashâ€”End of period$205,778Â $331,503Â 5Table of ContentsNine Months Ended September 30,20242023Reconciliation of cash, cash equivalents and restricted cash:Cash and cash equivalents$204,563Â $327,974Â Restricted cash, current100Â 100Â Restricted cash, non-current1,115Â 3,429Â Total cash, cash equivalents and restricted cash$205,778Â $331,503Â Supplemental disclosures of cash flow information:Interest paid$â€”Â $3,186Â Income taxes paid$1,165Â $1,337Â Supplemental disclosure of non-cash investing and financing activities:Stock-based compensation in capitalized costs$6,953Â $6,966Â Net change in unrealized gain (loss) on marketable securities$89Â $218Â Operating lease right-of-use assets exchanged for operating lease liabilities$9,779Â $â€”Â Accrued excise tax on share repurchases$944Â $â€”Â See accompanying notes to condensed consolidated financial statements.6Table of ContentsUdemy, Inc.Notes to Condensed Consolidated Financial Statements(unaudited)1. Organization and description of businessDescription of businessUdemy, Inc. (â€œUdemyâ€ or the â€œCompanyâ€) was incorporated in January 2010 under the laws of the state of Delaware. The Company is headquartered in San Francisco, California. Udemy is a global learning company whose online platform empowers organizations and individuals with flexible and effective skill acquisition and development. The Companyâ€™s learning marketplace platform enables tens of thousands of subject matter experts to develop, distribute and enhance content that reaches Udemyâ€™s broad global audience of learners. Udemy leverages technology, data and insights to deliver personalized and effective learning experiences. The Company further curates its highest-quality content from the marketplace for Udemy Business, which enables companies around the world to offer engaging, effective, on-demand learning for all employees, immersive laboratory-style learning for tech teams, and cohort-based learning focused on leadership development.2. Summary of significant accounting policiesBasis of consolidation and presentationâ€” The accompanying condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€). The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation, and all other normal and recurring adjustments that are, in the opinion of management, necessary for a fair presentation of the results of the periods presented have been made. Segment informationâ€” The Company defines its segments as those operations the chief operating decision maker (â€œCODMâ€), determined to be the Chief Executive Officer of the Company, regularly reviews to allocate resources and assess performance. For the three and nine months ended September 30, 2024 and 2023, the Company operated under two operating and reportable segments: Enterprise and Consumer. The Company continually monitors and reviews its segment reporting structure in accordance with Accounting Standards Codification (â€œASCâ€) Topic 280, Segment Reporting, to determine whether any changes have occurred that would impact its reportable segments. For further information on the Companyâ€™s segment reporting, see NoteÂ 12Â â€“ Segment and geographic information.Use of estimatesâ€” The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the condensed consolidated financial statements and the results of operations during the reporting periods.Significant estimates and assumptions reflected in the condensed consolidated financial statements include, but are not limited to, allowance for credit losses, capitalization of internally developed software and associated useful lives, stock-based compensation, determination of the income tax valuation allowance and the potential outcome of uncertain tax positions, estimated service period for consumer single course purchases, the period of benefit for deferred commissions, the fair value and associated useful lives of intangible assets and goodwill acquired via business combinations, the valuation of privately-held strategic investments, including impairments, and the carrying value of our operating lease right-of-use (â€œROUâ€) assets. Management periodically evaluates such estimates and assumptions for continued reasonableness.Actual results may ultimately differ from managementâ€™s estimates and such differences could be material to the Companyâ€™s financial position and results of operations.7Table of ContentsConcentration of credit riskâ€” Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, restricted cash, and accounts receivable. For cash and restricted cash, the Company is exposed to credit risk in the event of default by the financial institutions to the extent the amounts recorded on the accompanying condensed consolidated balance sheets are in excess of federal insurance limits. The Companyâ€™s investments that are classified as cash equivalents and marketable securities consist of high-credit-quality instruments and fixed-income securities.The Company generally does not require collateral or other security in support of accounts receivable. To reduce credit risk, management performs ongoing evaluations of its customersâ€™ financial condition and maintains an allowance based upon expected credit losses of outstanding receivables. The Company had no customers who accounted for more than 10% of total accounts receivable as of SeptemberÂ 30, 2024, or DecemberÂ 31, 2023. No customer accounted for more than 10% of total revenue during the three and nine months ended September 30, 2024 or 2023.Summary of significant accounting policiesâ€” There have been no significant changes to the policies as disclosed in Note 2 â€“ Summary of significant accounting policies of the Companyâ€™s Annual Report on Form 10-K for the fiscal year ended December 31, 2023, which was filed with the SEC on February 26, 2024 (the â€œAnnual Reportâ€).Accounts receivable, netâ€” Accounts receivable primarily represent amounts owed to the Company for Enterprise subscriptions. Also included in accounts receivable are amounts due from payment processors or mobile application store partners that settle over a period longer than five business days. Accounts receivable balances are recorded at the invoiced amount and are non-interest-bearing. Accounts receivable is presented net of allowance for credit losses in the accompanying condensed consolidated balance sheets. The Company maintains an allowance based upon expected credit losses of outstanding receivables. Management derives its estimate using a variety of factors, including historical collection and loss patterns; the current aging of receivables; geographic and other customer-specific credit risk factors; and reasonable and supportable forecasts of future economic conditions which inform adjustments to historical loss patterns. The provision for expected credit losses is recorded in general and administrative expenses in the accompanying condensed consolidated statements of operations. Accounts receivable deemed to be uncollectible are written off, net of expected or actual recoveries.Balance at Beginning of PeriodCharged to ExpensesCharges Utilized/Written-off, Net of RecoveriesBalance at End of PeriodAllowance for credit losses (in thousands)Nine Months Ended September 30, 2024$1,270Â $1,026Â $(1,312)$984Â Nine Months Ended September 30, 2023$1,528Â $1,309Â $(1,370)$1,467Â Recently Adopted Accounting Pronouncements Adopted in 2024 There are no recently issued accounting pronouncements that were adopted by the Company during the nine months ended September 30, 2024.Recently Issued Accounting Pronouncements Not Yet AdoptedIn November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which aims to improve reportable segment disclosure requirements, primarily through additional disclosures about significant segment expenses and the chief operating decision maker. The standard will become effective for the Companyâ€™s fiscal year ended December 31, 2024, and interim periods during the fiscal year ended December 31, 2025, with early adoption permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently assessing the potential impact of the new standard on the Companyâ€™s condensed consolidated financial statements.8Table of ContentsIn December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires disclosure of disaggregated income taxes paid, prescribes standard categories for the components of the effective tax rate reconciliation, and modifies other income tax-related disclosures. The standard will become effective for the Companyâ€™s fiscal year ended December 31, 2025, with early adoption permitted. The Company is currently assessing the potential impact of the new standard on the Companyâ€™s condensed consolidated financial statements.3. Revenue recognitionDeferred revenueâ€” Revenue recognized for the three months ended September 30, 2024, from amounts included in deferred revenue as of JuneÂ 30, 2024, was $152.8 million. Revenue recognized for the three months ended September 30, 2023, from amounts included in deferred revenue as of JuneÂ 30, 2023, was $143.4 million. Revenue recognized for the nine months ended September 30, 2024, from amounts included in deferred revenue as of DecemberÂ 31, 2023, was $252.9 million. Revenue recognized for the nine months ended September 30, 2023, from amounts included in deferred revenue as of DecemberÂ 31, 2022, was $242.9 million. The below table presents a summary of deferred revenue balances by reportable segment (in thousands):September 30,December 31, December 31, 202420232022Deferred revenue:Enterprise$244,713Â $220,127Â $219,030Â Consumer57,606Â 62,287Â 59,249Â Total deferred revenue$302,319Â $282,414Â $278,279Â Remaining performance obligationsâ€” Remaining performance obligations represent the aggregate amount of the transaction price in contracts for performance obligations not delivered, or partially undelivered, as of the end of the reporting period. Remaining performance obligations primarily relate to deferred revenue as well as unbilled revenue from multi-year Enterprise subscription contracts with future installment payments, as well as unearned revenue from Consumer single course purchases and subscriptions at the end of any given period. As of SeptemberÂ 30, 2024, the aggregate transaction price for remaining performance obligations was $532.6 million, of which 74% is expected to be recognized over the next twelve months and the remainder thereafter.Deferred contract costsâ€” The following table represents a roll forward of the Companyâ€™s deferred contract costs (in thousands):Balance at Beginning of PeriodAdditionsAmortization ExpenseBalance at End of PeriodNine Months Ended September 30, 2024$74,374Â $46,626Â $(43,863)$77,137Â Nine Months Ended September 30, 2023$65,645Â $45,205Â $(34,482)$76,368Â 9Table of Contents4. Investments and fair value measurementsThe following tables present the Companyâ€™s assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands): As of SeptemberÂ 30, 2024Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$160,819Â $â€”Â $â€”Â Time deposits6,445Â â€”Â â€”Â Marketable securities:U.S. government securitiesâ€”Â 152,546Â â€”Â Strategic investmentsâ€”Â â€”Â â€”Â Total assets$167,264Â $152,546Â $â€”Â LiabilitiesAccrued expenses and other current liabilities:Cash settled stock appreciation rights$â€”Â $â€”Â $4Â Other liabilities, non-current:Cash settled stock appreciation rightsâ€”Â â€”Â 6Â Total liabilities$â€”Â $â€”Â $10Â As of DecemberÂ 31, 2023Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$266,692Â $â€”Â $â€”Â Marketable securities:U.S. government securitiesâ€”Â 171,372Â â€”Â Strategic investmentsâ€”Â â€”Â 10,311Â Total assets$266,692Â $171,372Â $10,311Â Other liabilities, non-current:Cash settled stock appreciation rights$â€”Â $â€”Â $48Â (1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively.The Companyâ€™s money market funds and time deposits are classified within Level 1 of the fair value hierarchy because they are valued using quoted prices in active markets. The Companyâ€™s investments in U.S. government securities are classified within Level 2 of the fair value hierarchy because they have been valued using inputs other than quoted prices in active markets that are directly or indirectly observable. The Companyâ€™s strategic investment and cash settled stock appreciation rights are classified within Level 3 of the fair value hierarchy because they have been valued using significant unobservable inputs for which the Company has been required to develop its own assumptions.A summary of the changes in the fair value of Level 3 financial instruments, of which vesting and remeasurement of stock appreciation rights (SARs) and impairment of strategic investments are recognized in the consolidated statements of operations, is as follows (in thousands):10Table of ContentsStock Appreciation RightsStrategic InvestmentsBalanceâ€” JuneÂ 30, 2024$16Â $â€”Â Vesting and remeasurement of SARs(6)â€”Â Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” JuneÂ 30, 2023$30Â $10,311Â Vesting and remeasurement of SARs(4)â€”Â Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â Balanceâ€” DecemberÂ 31, 2023$48Â $10,311Â Vesting and remeasurement of SARs(31)â€”Â Exercises of SARs(7)â€”Â Unrealized loss on strategic investmentsâ€”Â (10,311)Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” DecemberÂ 31, 2022$462Â $12,104Â Vesting and remeasurement of SARs(183)â€”Â Exercises of SARs(253)â€”Â Unrealized loss on strategic investmentsâ€”Â (1,793)Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â The Company evaluates its strategic investments for impairment at each reporting period. This evaluation considers several potential qualitative and quantitative impairment indicators including, but not limited to, the investee's financial metrics, whether there were any significant adverse changes in the economic environment or general market conditions of the geographies and industries in which the investee operates, and any other publicly available information that may affect the value of the investment. The Company determined that qualitative indicators of impairment existed as of June 30, 2024, and therefore performed an assessment of the fair value of its investment.The fair value analysis involved the use of significant observable and unobservable assumptions, including the investeeâ€™s forecasted financial condition in relation to its outstanding obligations, ability to secure additional funds through various alternative scenarios, and a dual market and income approach involving revenue multiples of publicly traded peer companies and financial forecasts provided by the investee. Based on the assessment performed as of June 30, 2024, the Company recognized an impairment loss of $10.3 million during the second quarter of 2024, such that the carrying value of its strategic investments was reduced to zero.The cost basis of the strategic investments is $15.0Â million. In addition to the $10.3 million impairment charge recognized during the second quarter of 2024, the Company previously recognized impairment charges of $1.8Â million during the second quarter of 2023 and $2.9Â million during the third quarter of 2022. There have been no observable price changes in orderly transactions for identical or similar investments of the same issuer during the periods presented.11Table of Contents5. Consolidated balance sheet componentsCash, cash equivalents, and marketable securitiesâ€” The amortized cost, unrealized gains and losses, and estimated fair value of cash, cash equivalents, and marketable securities consisted of the following (in thousands): As of SeptemberÂ 30, 2024Amortized CostUnrealized GainsUnrealized LossesFair ValueCash and cash equivalents:Cash$37,299Â $â€”Â $â€”Â $37,299Â Money market funds160,819Â â€”Â â€”Â 160,819Â Time deposits6,445Â â€”Â â€”Â 6,445Â Total cash and cash equivalents204,563Â â€”Â â€”Â 204,563Â Marketable securities:U.S. government securities152,381Â 165Â â€”Â 152,546Â Total cash, cash equivalents, and marketable securities$356,944Â $165Â $â€”Â $357,109Â As of DecemberÂ 31, 2023Amortized CostUnrealized GainsUnrealized LossesFair ValueCash and cash equivalents:Cash$38,872Â $â€”Â $â€”Â $38,872Â Money market funds266,692Â â€”Â â€”Â 266,692Â Total cash and cash equivalents305,564Â â€”Â â€”Â 305,564Â Marketable securities:U.S. government securities171,296Â 76Â â€”Â 171,372Â Total cash, cash equivalents, and marketable securities$476,860Â $76Â $â€”Â $476,936Â Realized gains and losses reclassified from accumulated other comprehensive loss to other income, net were zero for the three and nine months ended September 30, 2024 and 2023.The Company had no securities in an unrealized loss position as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023. The Company does not intend to sell available-for-sale marketable debt securities in unrealized loss positions, and it is more likely than not that the Company will hold these securities until maturity or recovery of the cost basis. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, the Company did not have an allowance for credit losses related to its available-for-sale debt securities due to a zero loss expectation for the portfolio which consists solely of U.S. government securities.As of SeptemberÂ 30, 2024, the entirety of the Companyâ€™s marketable securities portfolio had remaining contractual maturities of one year or less. 12Table of ContentsProperty and equipment, netâ€” Property and equipment, net consisted of the following (in thousands):September 30,December 31, 20242023Leasehold improvements$19,064Â $19,064Â Computers and equipment8,180Â 7,770Â Furniture and fixtures4,720Â 4,705Â Purchased software383Â 383Â Construction in progress160Â â€”Â Total property and equipment32,507Â 31,922Â Less accumulated depreciation and amortization(29,187)(27,483)Property and equipment, net$3,320Â $4,439Â Depreciation expense was $0.7Â million and $0.7 million for the three months ended September 30, 2024 and 2023, respectively, and $2.2Â million and $2.3Â million for the nine months ended September 30, 2024 and 2023, respectively.Capitalized software, netâ€” Capitalized software, net consisted of the following (in thousands):September 30,December 31, 20242023Capitalized software$101,796Â $85,160Â Less accumulated amortization(68,521)(53,772)Capitalized software, net$33,275Â $31,388Â Amortization expense of capitalized software was $5.0 million and $4.5 million for the three months ended September 30, 2024 and 2023, respectively, and $14.8Â million and $12.7 million for the nine months ended September 30, 2024 and 2023, respectively.As of SeptemberÂ 30, 2024, expected amortization expense for capitalized software over the remaining asset lives was as follows (in thousands):Remainder of 2024$5,037Â 202516,450Â 20269,392Â 20272,396Â Total expected amortization$33,275Â Intangible assets, net and goodwillâ€” As of SeptemberÂ 30, 2024, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):Estimated Useful LivesIntangible Assets, GrossAccumulated AmortizationIntangible Assets, NetCustomer relationships6 years$5,500Â $(2,844)$2,656Â Vendor relationships 3 years4,500Â (4,500)â€”Â Developed technology3 years4,200Â (4,200)â€”Â Tradename2 years900Â (900)â€”Â Total$15,100Â $(12,444)$2,656Â 13Table of ContentsAs of DecemberÂ 31, 2023, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):Estimated Useful LivesIntangible Assets, GrossAccumulated AmortizationIntangible Assets, NetCustomer relationships6 years$5,500Â $(2,156)$3,344Â Vendor relationships 3 years4,500Â (3,528)972Â Developed technology3 years4,200Â (3,293)907Â Tradename2 years900Â (900)â€”Â Total$15,100Â $(9,877)$5,223Â Amortization expense of intangible assets was $0.7 million and $1.0 million for the three months ended September 30, 2024 and 2023, respectively, and $2.6Â million and $3.1Â million for the nine months ended September 30, 2024 and 2023, respectively.The expected future amortization expense for intangible assets as of SeptemberÂ 30, 2024 was as follows (in thousands):Remainder of 2024$228Â 2025917Â 2026917Â 2027594Â Total expected amortization$2,656Â Goodwill in the amount of $12.6 million was

established as part of the CorpU acquisition on August 24, 2021, and allocated to the Enterprise segment. This amount represents the excess of the purchase price over the fair value of net assets acquired. There have been no adjustments to the carrying amount of goodwill as of SeptemberÂ 30, 2024. The Company tests for impairment at least annually, or whenever events or changes in circumstances occur that could impact the recoverability of these assets. No such triggering events were noted for the three and nine months ended September 30, 2024 and 2023.Accrued expenses and other current liabilitiesâ€” Accrued expenses and other current liabilities consisted of the following (in thousands):September 30,December 31, 20242023Accrued expenses$12,933Â $13,773Â Indirect tax reserves2,031Â $1,432Â Indirect tax payables7,103Â $8,758Â Other current liabilities3,392Â $3,815Â Accrued expenses and other current liabilities$25,459Â $27,778Â 14Table of Contents6. LeasesThe Company applies the guidance under Topic 842 for leases of real estate facilities under non-cancelable operating leases.During the second quarter of 2024, new leasing activities resulted in additional operating lease right-of-use assets of $9.8 million. These activities primarily consisted of extensions to lease terms for real estate facilities through fiscal year 2029. The longest remaining lease term, relating to the Companyâ€™s San Francisco headquarters, also has a five-year renewal option not included in the lease term as it was not reasonably certain of being exercised at the time of renewal.As part of these activities, the Company is entitled to receive $2.1 million in tenant incentives for future leasehold improvements to be constructed by the Company, which was still outstanding as of SeptemberÂ 30, 2024. The amount of cash restricted in connection with certain new and renewed lease agreements was also reduced by $2.5 million.The components of lease costs, supplemental cash flow information, lease term, and discount rate for operating leases are as follows (in thousands, except for percentages and years):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232Operating lease costs$1,123Â $1,519Â $3,928Â $4,753Â Variable lease costs$187Â $271Â $740Â $816Â Cash paid for amounts included in the measurement of operating lease liabilities$5,024Â $5,481Â September 30,December 31, 20242023Weighted average remaining term (years)3.51.3Weighted average discount rate5.7Â %3.9Â %Future minimum lease payments (net of expected tenant incentives) under noncancellable operating leases with initial lease terms in excess of one year as of SeptemberÂ 30, 2024, were as follows (in thousands):Remainder of 2024$1,027Â 20253,014Â 20264,072Â 20272,231Â 20282,298Â 20291,166Â Gross lease payments13,808Â Less imputed interest(1,695)Present value of operating lease liabilities$12,113Â 15Table of Contents7. Commitments and contingenciesNoncancellable purchase commitmentsâ€” The Company has contractual commitments with its cloud infrastructure provider, network service providers and paid advertising and sponsorship vendors that are noncancellable. The Company had $37.7 million worth of future minimum payments under noncancellable purchase commitments with remaining terms in excess of one year as of SeptemberÂ 30, 2024, which are expected to be paid through 2027.Indemnificationâ€” The Company enters into indemnification provisions under agreements with other parties in the ordinary course of business, including certain business partners, investors, contractors, and the Companyâ€™s officers, directors, and certain employees. The Company has agreed to indemnify and defend the indemnified partyâ€™s claims and related losses suffered or incurred by the indemnified party resulting from actual or threatened third-party claims because of the Companyâ€™s activities or, in some cases, non-compliance with certain representations and warranties made by the Company. In general, the Company does not record any liability for these indemnities in the accompanying condensed consolidated balance sheets as the amounts cannot be reasonably estimated and are not considered probable. The Company does, however, accrue for losses for any known contingent liability, including those that may arise from indemnification provisions, when future payment is probable. To date, losses recorded in the Companyâ€™s condensed consolidated statements of operations in connection with the indemnification provisions have not been material.Litigationâ€” From time to time, in the ordinary course of business, the Company is subject to legal proceedings, claims, investigations, and other proceedings, including claims of alleged infringement of third-party patents and other intellectual property rights, and commercial, employment, and other matters. In accordance with generally accepted accounting principles, the Company makes a provision for a liability when it is both probable that a liability has been incurred and the amount of the loss can be reasonably estimated. These provisions are reviewed at least annually and adjusted to reflect the impacts of negotiations, settlements, rulings, advice of legal counsel, and other information and events pertaining to a particular case. The outcome of such litigation is not expected to have a material effect on the financial position, results of operation and cash flows of the Company. The Company has recorded an immaterial amount related to all outstanding litigation matters in the accrued expenses and other current liabilities caption of the accompanying condensed consolidated balance sheets as of SeptemberÂ 30, 2024, and DecemberÂ 31, 2023.8. Income taxesThe provision for income taxes for interim periods is determined using an estimate of the Companyâ€™s annual effective tax rate, adjusted for discrete items, if any, that are taken into consideration in the relevant period. Each quarter, the Company updates the estimate of the annual effective tax rate, and if the estimated tax rate changes, the Company records a cumulative adjustment to the provision.The Company had an effective tax rate of (3.54)% and (5.08)% for the three months ended September 30, 2024 and 2023, respectively, and (3.70)% and (3.48)% for the nine months ended September 30, 2024 and 2023, respectively. The difference between the 21% statutory federal tax rate and the effective tax rate was primarily a result of income earned in jurisdictions with higher statutory tax rates, foreign withholding taxes, and tax credits offset by change in valuation allowance.As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, the Company has provided a valuation allowance against U.S. federal and state deferred tax assets. Management continues to evaluate the realizability of deferred tax assets and the related valuation allowance. If management's assessment of the deferred tax assets or the corresponding valuation allowance were to change, the Company would record the related adjustment to income during the period in which management makes the determination.The Company recognizes interest and penalties associated with uncertain tax positions as part of the income tax provision. To date, the Company has not recognized any interest and penalties in its condensed consolidated statements of operations, nor has it accrued for or made payments for interest and penalties.The Company is subject to taxation in the U.S. and various foreign jurisdictions. Due to NOL carryforwards and tax credit carryforwards, the statutes of limitations remain open for tax years from inception of the Company through 2023. There are currently no income tax audits underway by U.S. federal or state tax authorities. In October 2023, the Companyâ€™s subsidiary, Udemy India LLP received a tax assessment from the India Income Tax Department, for the fiscal year ended March 31, 2021. The assessment challenged the transfer pricing 16Table of Contentsmethodology used by Udemy India LLP. The Company believes the proposed adjustment is without merit and will vigorously defend its position; however, it could take a number of years to reach resolution of this matter.9. Related party transactionsNaspers Ltd. (â€œNaspersâ€), through an investment entity controlled by Prosus N.V. (â€œProsusâ€), beneficially owns more than 5% of the Companyâ€™s outstanding capital stock. A current member of the Companyâ€™s Board of Directors is an executive of a Prosus operating subsidiary, OLX Global B.V. A former member of the Companyâ€™s Board of Directors, who resigned in September 2022, was an executive officer of Prosus. Naspers and certain entities directly and indirectly controlled by Naspers are customers of the Companyâ€™s Enterprise subscription offering. Insight Partners (â€œInsightâ€), where a member of the Companyâ€™s Board of Directors is a Managing Director, has certain affiliates who are customers of the Companyâ€™s Enterprise subscription offering. Insight Partners is also affiliated with certain vendors that the Company has contracted to provide technology and software solutions. Certain members of the Companyâ€™s Board of Directors also serve as executive officers for customers of the Companyâ€™s Enterprise subscription offering. The following tables summarize the Companyâ€™s related party transactions (in millions):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232Revenue recognized from services provided to customersNaspers and affiliates$0.5Â $0.7Â $1.3Â $1.4Â Insight and affiliates0.1Â 0.5Â 0.5Â 0.5Â Companies affiliated with Board members0.1Â 0.1Â 0.3Â 0.3Â Expense recognized from services provided by vendorsInsight and affiliates0.2Â 0.3Â 0.6Â 0.6Â September 30,December 31,20242023Amounts in accounts receivableNaspers and affiliates$0.2Â immaterialInsight and affiliatesâ€”Â $0.2Â Companies affiliated with Board membersâ€”Â 0.4Â Amounts in accounts payable and accrued expenses and other current liabilitiesInsight and affiliatesâ€”Â immaterial10. Stockholders' equityPreferred stockâ€” In connection with the IPO, the Companyâ€™s amended and restated certificate of incorporation became effective, which authorized the issuance of 50,000,000 shares of undesignated preferred stock with a par value of $0.00001 per share with rights and preferences, including voting rights, designated from time to time by the board of directors. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, there were zero shares issued and outstanding. 17Table of ContentsCommon stockâ€” Common stockholders are entitled to one vote per share. Shares of common stock reserved for future issuance consisted of the following:September 30,December 31,202420232010 Equity Incentive Plan:Stock options outstanding2,208,391Â 4,621,021Â 2021 Equity Incentive Plan:RSUs outstanding and PSUs(1)17,394,641Â 16,738,309Â Shares available for future issuance under:2021 Equity Incentive Plan9,658,846Â 4,093,695Â 2021 Employee Stock Purchase Plan3,374,376Â 2,350,803Â Total shares of common stock reserved32,636,254Â 27,803,828Â (1) For those PSUs in their respective performance periods, the number of shares reserved for issuance is based on the maximum achievement of the corporate performance metrics.Share repurchase programâ€” On February 14, 2024, the Companyâ€™s Board of Directors approved a share repurchase program (the â€œRepurchase Programâ€) with authorization to purchase up to $100Â million of Udemy common stock. The Board of Directors approved a $50Â million extension of the Repurchase Program on May 2, 2024, bringing the total authorized under the Repurchase Program to $150Â million. The Company may repurchase shares of common stock from time to time through open market purchases, in privately negotiated transactions, or by other means, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, in accordance with applicable securities laws and other restrictions. The number of shares to be repurchased and the timing of the repurchases depend on several factors, including, without limitation, business, economic, and market conditions, corporate, legal, and regulatory requirements, prevailing stock prices, trading volume, and other considerations. The Repurchase Program may be suspended or discontinued at any time and does not obligate the Company to acquire any amount of common stock.Shares repurchased by the Company are accounted for on the settlement date. Upon settlement, repurchased shares are immediately retired and no longer considered issued or outstanding. The total cost to repurchase shares includes any direct costs incurred, including broker commissions and excise taxes, and is recorded as a reduction to additional paid in capital in the condensed consolidated balance sheets. During the three months ended September 30, 2024, the Company repurchased 6,319,939 shares for an aggregate total of $51.4 million, inclusive of direct costs incurred. During the nine months ended September 30, 2024, the Company repurchased 15,072,277 shares for an aggregate total of $142.5 million, inclusive of direct costs incurred.Equity incentive plansâ€” In 2010, the Company adopted the 2010 Equity Incentive Plan (the â€œ2010 Planâ€). The 2010 Plan provided for incentive stock options (â€œISOsâ€), non-statutory stock options (â€œNSOsâ€, collectively with ISOs, â€œstock optionsâ€), SARs, restricted stock, and restricted stock units (â€œRSUsâ€) to be granted to eligible employees, directors, and consultants. The 2010 Plan was terminated in October 2021 in connection with the IPO but continues to govern the terms and conditions of the outstanding awards granted pursuant to the 2010 Plan. No further equity awards will be granted under the 2010 Plan.The Company adopted the 2021 Equity Incentive Plan (the "2021 Plan") in September 2021, which became effective on October 28, 2021 (collectively with the 2010 Plan, the â€œEquity Incentive Plansâ€) and was approved by the Companyâ€™s stockholders. The 2021 Plan provides for the granting of ISOs, NSOs, SARs, restricted stock, RSUs, and performance awards to eligible employees, directors, and consultants. The Company initially reserved 13,800,000 shares for issuance under the 2021 Plan. The amount available for issuance is subject to an annual increase on the first day of each calendar year, beginning on January 1, 2023, in an amount equal to 5% of the outstanding shares of the Companyâ€™s common stock on the last day of the immediately preceding calendar year or a lesser amount determined by the Companyâ€™s Board of Directors or compensation committee. The amount available for issuance shall also include Returning Shares, which are any shares subject to awards granted under the 2010 Plan that, on or after October 29, 2021, expire or otherwise terminate without having been exercised in full, are tendered to or withheld by the Company for payment of an exercise price or for tax withholding obligations, or are forfeited to or repurchased by the Company due to failure to vest. Additionally, any difference in (i) the number of PSUs reserved for future 18Table of Contentsissuance based on maximum achievement of the corporate performance metric and (ii) the number of PSUs issued based on actual attainment are returned to the 2021 Plan. On January 1, 2024, the shares available for future grants under the 2021 Plan automatically increased by 7,858,318 pursuant to the above evergreen provision of the 2021 Plan. Restricted stock units and performance-based restricted stock unitsâ€” The fair value of RSUs and PSUs are determined using the fair value of the Companyâ€™s common stock on the date of grant. The Company recognizes stock-based compensation expense for RSUs with service-based vesting conditions on a straight-line basis over the requisite service period for each award, which typically vest over a three or four-year period.Each PSU conveys a right to receive one share of the Companyâ€™s common stock on the date it vests, provided that the number of PSUs that will ultimately vest may vary based upon achievement of the corporate performance metrics at the end of the performance period. During the performance period, Management estimates the number of PSUs that are expected to vest based on the anticipated achievement. If the performance-based vesting condition is considered probable of being achieved, the Company recognizes expense over the requisite service period based on the probable outcome of achievement. If the performance goals are not met, or are considered improbable, no compensation cost is recognized, and any previously recognized compensation cost is reversed. Total stock-based compensation expense to be recognized may fluctuate during the performance period due to changes in forecasted achievement. During the first quarter of 2024, the Company granted 553,568 PSUs at target to certain executives, with payout achievement ranging from 0% to 150% of target. One quarter of the eligible PSUs vest upon certification of the corporate performance metrics by the Board of Directorsâ€™ compensation committee in the first quarter of 2025, and the remaining 75% will vest equally over the following 12 quarters, subject to continual service by the grantee. Achievement has been considered probable since the grant date, and, as of SeptemberÂ 30, 2024, the Company estimated a payout rate of 45% of target based on forecasted achievement. During the first quarter of 2023, the Company granted 645,833 PSUs at target to certain executives, with payout achievement ranging from 0% to 150% of target. In February 2024, the Board of Directorsâ€™ compensation committee certified actual achievement against target of 70%. As a result, 450,170 shares were awarded to the grantees, of which one quarter vested in the quarter of certification, while the remaining 75% will vest equally over the following 12 quarters, subject to continual service by the grantee. The difference in the number of shares granted at target and the shares certified by the Board based on actual achievement were canceled and returned to the pool of available for future issuance under the 2021 Plan.A summary of RSU and PSU activity under the 2021 Plan is as follows:RSUs OutstandingWeighted Average Grant Date Fair ValuePSUs Outstanding(1)Weighted Average Grant Date Fair ValueUnvested - DecemberÂ 31, 202315,769,577$14.07Â 645,833$8.89Â Granted 7,809,7279.63Â 553,56810.98Â Released(5,118,303)14.81Â (165,192)8.89Â Canceled(2,141,728)13.69Â (235,596)8.89Â Unvested - SeptemberÂ 30, 202416,319,273$11.77Â 798,613$10.34Â Awards vested, not yet released - SeptemberÂ 30, 202413,832$8.77Â â€”Â $â€”Â (1) Canceled PSU shares consist of awards forfeited as well as the difference in the number of shares granted at target in 2023 and the shares certified by the Board based on actual achievement.As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested RSUs was $150.8 million, which will be recognized over a weighted average period of 2.7 years. As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested PSUs was $2.5 million, which will be recognized over a weighted average period of 1.6 years. Stock optionsâ€” The Company may grant stock options at exercise prices not less than the fair market value at the date of grant. These options generally expire 10 years from the date of grant. The Company recognizes stock-based compensation expense on a straight-line basis over the requisite service period for each award, which is generally even over four years.19Table of ContentsThe following is a summary of activity for stock options having only service-based vesting conditions under the Equity Incentive Plans:Options OutstandingWeighted Average Exercise PriceWeighted Average Remaining Contractual TermAggregate Intrinsic Value (In Thousands)Balance - DecemberÂ 31, 20234,571,021Â $5.08Â 3.23$44,309Â Granted â€”Â â€”Â Exercised (2,350,902)5.43Â Canceled (61,728)7.94Â Balance - SeptemberÂ 30, 2024 2,158,391Â $4.61Â 4.58$6,961Â Vested & expected to vest as of SeptemberÂ 30, 2024 2,158,391Â $4.61Â 4.58$6,961Â Exercisable as of SeptemberÂ 30, 2024 2,153,129Â $4.58Â 4.57$6,961Â As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested stock options was immaterial.Stock appreciation rightsâ€” There have been no other changes to the Companyâ€™s SARs compared to those described in Note 12â€” Stockholdersâ€™ equity, included in Part II, Item 8 of the Companyâ€™s Annual Report.During the nine months ended September 30, 2024, 1,558 SARs were exercised at an exercise price of $6.58. As of SeptemberÂ 30, 2024, there were 3,000 outstanding SARs worth an immaterial total fair value.Performance-based stock optionsâ€” There have been no other changes to the Companyâ€™s performance-based stock options compared to those described in Note 12â€” Stockholdersâ€™ equity, included in Part II, Item 8 of the Companyâ€™s Annual Report.As of SeptemberÂ 30, 2024, there were 50,000 performance-based stock options outstanding, of which 35,416 were exercisable. As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested Performance-Based Options was immaterial.Employee stock purchase planâ€” The 2021 Employee Stock Purchase Plan (the â€œESPPâ€) became effective on October 29, 2021. The Company initially reserved 2,800,000 shares of the Company's common stock under the ESPP. Shares reserved for issuance shall increase on the first day of the fiscal year, beginning in fiscal 2023, in an amount equal to the least of 1% of the outstanding shares of common stock on the last day of the immediately preceding fiscal year, three times the initial number of shares reserved under the ESPP, or a lesser amount

determined by the Companyâ€™s Board of Directors or compensation committee. On January 1, 2024, the shares available for future grants under the ESPP automatically increased by 1,571,663 pursuant to the above evergreen provision of the 2021 ESPP. During the nine months ended September 30, 2024, 554,039 shares of common stock were issued under the ESPP.On May 20, 2024, the Companyâ€™s ESPP purchase price was reset for the November 2023 offering period. Under the reset provision, if the closing stock price on the purchase date falls below the closing stock price on the offering date of an ongoing offering period, the ongoing offering period terminates immediately following the purchase of ESPP shares on the purchase date. Participants in the terminated offering period are then automatically enrolled in the new offering period. The ESPP reset resulted in an immaterial amount of incremental compensation cost for the reset participants. This amount, along with the unrecognized expense remaining from the original grant date fair value, will be recognized on a straight-line basis over the new offering period ending in May 2026.The following table summarizes the weighted-average assumptions used in the Black-Scholes option-pricing model to estimate the fair value of employee stock purchase rights granted under the new ESPP offering period:20Table of ContentsNine Months EndedSeptember 30, 2024Risk-free interest rate5.1Â %Expected volatility51.9Â %Expected life (in years)1.3Expected dividend yieldâ€”Â %As of SeptemberÂ 30, 2024, total unrecognized compensation cost for the ESPP was $3.3 million, which will be recognized over a weighted average period of 1.0 year.Total stock-based compensation expense included in the condensed consolidated statements of operations was as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Cost of revenue$1,807Â $1,788Â $5,277Â $5,130Â Sales and marketing7,573Â 7,646Â 22,578Â 23,022Â Research and development7,183Â 7,045Â 21,187Â 19,762Â General and administrative6,839Â 7,005Â 21,382Â 23,806Â Restructuring charges(160)â€”Â (160)1,208Â Total stock-based compensation expense$23,242Â $23,484Â $70,264Â $72,928Â The Company capitalized $2.3 million and $2.1 million of stock-based compensation expense as capitalized software during three months ended September 30, 2024 and 2023, respectively, and $6.8Â million and $6.8 million during the nine months ended September 30, 2024 and 2023, respectively.21Table of Contents11. Net loss per shareThe following table presents the calculation of basic and diluted net loss per share (in thousands, except share and per share amounts):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Numerator:Net loss $(25,271)$(16,767)$(75,424)$(87,046)Denominator: Weighted-average shares used in computing net loss per share Basic and diluted149,179,826Â 151,307,963Â 152,867,160Â 148,392,636Â Net loss per share Basic and diluted(0.17)(0.11)(0.49)(0.59)The following potentially dilutive securities were excluded from the computation of diluted net loss per share calculations, because the impact of including them would have been anti-dilutive:Three Months Ended September 30,Nine Months Ended September 30,2024202320242023RSUs, PSUs, and restricted stock 16,806,887Â 17,858,035Â 16,806,887Â 17,858,035Â Stock options2,208,391Â 7,569,747Â 2,208,391Â 7,569,747Â Contingently issuable shares under ESPP387,329Â 372,763Â 387,329Â 372,763Â Total potentially dilutive securities19,402,607Â 25,800,545Â 19,402,607Â 25,800,545Â 12. Segment and geographic informationThe Companyâ€™s Chief Executive Officer is its CODM. The CODM reviews separate financial information presented for the Companyâ€™s two segments, Enterprise and Consumer, in order to allocate resources and evaluate the Companyâ€™s financial performance.22Table of ContentsFinancial information for each reportable segment was as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023RevenueEnterprise$126,123Â $109,101Â $364,319Â $305,962Â Consumer69,294Â 75,621Â 222,304Â 233,430Â Total revenue195,417Â 184,722Â 586,623Â 539,392Â Segment cost of revenueEnterprise33,330Â 34,784Â 99,644Â 101,603Â Consumer31,684Â 35,371Â 99,981Â 107,999Â Total segment cost of revenue65,014Â 70,155Â 199,625Â 209,602Â Segment gross profitEnterprise92,793Â 74,317Â 264,675Â 204,359Â Consumer37,610Â 40,250Â 122,323Â 125,431Â Total segment gross profit130,403Â 114,567Â 386,998Â 329,790Â Reconciliation of segment gross profit to gross profitAmortization of capitalized software5,014Â 4,494Â 14,783Â 12,667Â Amortization of intangible assets430Â 725Â 1,880Â 2,175Â Depreciation97Â 102Â 323Â 329Â Stock-based compensation1,807Â 1,788Â 5,277Â 5,130Â Total reconciling items7,348Â 7,109Â 22,263Â 20,301Â Total gross profit$123,055Â $107,458Â $364,735Â $309,489Â Geographic informationRevenue: The following table summarizes the revenue by region based on the billing address of the Companyâ€™s customers (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023North America$77,732Â $73,787Â $232,224Â $217,308Â Europe, Middle East, Africa57,809Â 55,048Â 178,078Â 164,139Â Asia Pacific46,214Â 42,505Â 135,426Â 120,006Â Latin America13,662Â 13,382Â 40,895Â 37,939Â Total revenue$195,417Â $184,722Â $586,623Â $539,392Â During the three months ended September 30, 2024 and 2023, as well as the nine months ended September 30, 2024, revenue from the United States and Japan each exceeded 10% of the Companyâ€™s total revenue. During the nine months ended September 30, 2023, the United States was the only country to exceed 10% of the Companyâ€™s total revenue. 23Table of ContentsLong-lived assets: The following table presents the Companyâ€™s long-lived assets, which consist of tangible property and equipment, net of depreciation, and operating lease ROU assets, by geographic region (in thousands):September 30,December 31,20242023United States$9,602Â $7,007Â Rest of world5,552Â 3,109Â Total long-lived assets$15,154Â $10,116Â 13. Restructuring charges2024 Restructuringâ€” On September 11, 2024, the Company committed to a restructuring plan aimed at driving greater operational efficiencies through the reduction of organizational layers, optimization of the Companyâ€™s go-to-market organization, and relocating certain roles to lower cost locations (collectively, the â€œ2024 Restructuringâ€). The 2024 Restructuring impacted approximately 280 of the Companyâ€™s global workforce, primarily targeting employees located in higher-cost regions, such as the United States, as well as those within the Companyâ€™s sales and marketing and research and development functions. Of those impacted, approximately 57% had no future substantive service requirement as of the communication date, while the remaining population will continue to provide services as employees during a retention period to assist with transition and training through no later than March 31, 2025. As a result, the Company expects to recognize total restructuring charges of approximately $18.0 million, of which recognized $11.3 million was recognized into expense during the third quarter of 2024. The majority of the charges were made up of $9.9 million in personnel-related costs, consisting of one-time severance payments, salary and wages earned over legally required retention periods, and other benefits. For impacted employees with no future substantive service requirement, restructuring costs were recognized in-full as of the communication date. For employees rendering services through a retention period, one-time severance costs settled at the end of the retention period are recognized as restructuring costs on a straight-line basis from the communication date to the end of the applicable retention period. Other direct and incremental costs are recognized as incurred.2023 Restructuringâ€” On February 13, 2023, the Company communicated to its employees that in response to current macroeconomic conditions and to further streamline its operations and cost structure, it would reduce its global workforce by approximately 10% (collectively, the â€œ2023 Restructuringâ€). As a result, the Company recognized restructuring charges of $10.1 million in the first quarter of 2023, primarily consisting of $8.9 million of personnel expenses such as salaries and wages, one-time severance payments, and other benefits. The Company also recognized $1.2 million of stock-based compensation expense on the communication date, resulting from impacted employees having no future substantive service requirement but continuing to vest into their equity awards during legally required retention periods as well as certain modifications to enable additional vesting after impacted employeesâ€™ termination dates. The restructuring plan was completed in the third quarter of 2023. Restructuring charges are presented as separate operating expenses within the Companyâ€™s condensed consolidated statements of operations. The following table summarizes the activity related to the restructuring liability recorded in accrued compensation and benefits in the accompanying condensed consolidated balance sheets (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202320242023Beginning balance$â€”Â $344Â $â€”Â $â€”Â Restructuring charges11,035Â â€”Â 11,035Â 9,055Â Settlements(1,607)(344)(1,607)(9,055)Ending balance$9,428Â $â€”Â $9,428Â $â€”Â 24Table of Contents14. Subsequent eventsIn October 2024, the Company repurchased and immediately retired 1,091,031 shares of common stock for an aggregate principal value of $8.4 million, pursuant to the Repurchase Program as discussed in NoteÂ 10Â â€“ Stockholders' equity.25Table of ContentsItem 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsYou should read the following discussion and analysis of our financial condition and results of operations together with our condensed consolidated financial statements and related notes included elsewhere in this Form 10-Q. In addition to historical condensed consolidated financial information, the following discussion contains forward-looking statements that reflect our plans, estimates, and beliefs. Our actual results could differ materially from those discussed in the forward-looking statements. You should review the sections titled â€œSpecial Note Regarding Forward-Looking Statementsâ€ for a discussion of forward-looking statements and in Part II, Item 1A, â€œRisk Factorsâ€ for a discussion of factors that could cause actual results to differ materially from the results described in or implied by the forward-looking statements contained in the following discussion and analysis and elsewhere in this Form 10-Q.OverviewOur mission is to transform lives through learning.We believe traditional skills development and validation methods are fast becoming outdated. Technological advancements and novel industries have significantly altered the types of skills required of workers, and lifelong training and continuous skills acquisition are becoming the norm. There is a clear need to expand access to learning across traditional barriers such as geography and social demographics. Our online platform empowers organizations and individuals with flexible and effective skill acquisition and development, connecting global learners with relevant and up-to-date knowledge from experts and practitioners around the world. Udemyâ€™s consumer marketplace has attracted nearly 75Â million learners in over 180 countries who are looking for the knowledge and skills they need to attain in-demand jobs, further their career, and improve their well-being. We curate the highest-quality content from our marketplace for Udemyâ€™s enterprise SaaS platform, Udemy Business (UB), which enables companies around the world to offer effective on-demand learning for employees, immersive laboratory-style learning for tech teams, and cohort-based learning focused on leadership development. Our network of over 75,000 instructors have created over 250,000 courses in 75 languages that cover a wide range of topics, including technology, business, soft skills, and personal development.Strategic restructuringIn September 2024, we committed to a restructuring plan impacting approximately 280 of the Company's global employees as a part of our pursuit of operational efficiencies through the reduction of organizational layers, optimization of our go-to-market organization and relocation of certain roles to lower-cost locations. As a result, we recognized restructuring charges of $11.3 million during the third quarter of 2024, primarily consisting of one-time severance payments, salary and wages earned over legally required retention periods, and other benefits. We expect the restructuring plan to be complete by March 31, 2025. See Note 13 - Restructuring in Part I, Item 1 of this Quarterly Report on Form 10-Q for further information.Key factors impacting our performanceWe believe that the growth of our business and our future success are dependent upon many factors. While each of these factors presents significant opportunities for us, these factors also pose challenges that we must successfully address in order to sustain the growth of our business and enhance our results of operations.26Table of ContentsAbility to attract and engage new learners and Udemy Business customersTo grow our business, we must attract new learners and UB customers efficiently and increase engagement on our platform over time. We acquire a substantial portion of our learners via organic channels and also use paid marketing to further enhance the growth of our learner base. Our organic channels include those outside of our paid marketing efforts, such as a Udemy brand name internet search. Once we bring new learners onto our platform, we work to create a best-in-class experience to encourage engagement and drive learning and career outcomes.Ability to retain and expand our existing learner and customer relationshipsOur business and results of operations will depend on our ability to continue to drive higher usage of our platform within our existing customer base and our ability to add new customers.Our efforts to grow our existing relationships with our consumer learners are focused on increasing their engagement and converting free learners first into purchasers of individuals courses, and then into subscribers. New learners to our platform may first engage with our free courses, which serve as a funnel to grow our total learner base and drive purchases and referrals to our paid offerings.Our efforts to grow our UB offering are focused primarily on corporate and government customers. Historically, we have expanded from individual to department to multi-department to enterprise-wide sales as our value is proven. Building upon this success, we believe a significant opportunity exists for us to acquire new UB customers and expand our existing UB customersâ€™ use of our platform by identifying new use cases and increasing the size of existing deployments. In particular, we believe that our UB Large Customers, which we define as companies with at least 1,000 employees, present the most significant opportunities for us to retain and grow revenue over time, given the wider range of potential use cases and land-and-expand opportunities.We often enter into customized contractual arrangements with our UB customers in which we offer more favorable pricing terms in exchange for larger total contract values that accompany larger deployments and longer terms. As we drive a greater portion of our revenue through our deployments with UB customers, we expect that our revenue will continue to grow significantly, but the price we charge UB customers per seat may decline, which could reduce margins in the future.Ability to source in-demand content from our instructorsWe believe that learners and UB customers are attracted to Udemy largely because of the high quality and wide selection of content our instructors offer. Continuing to source in-demand content and credentials from our instructors will be an important factor in attracting learners and UB customers and growing our revenue over time. When we offer content as part of the UB and consumer subscription offerings, our instructors agree to distribute such content exclusively through our platform, which we believe demonstrates our ability to increase the value of our platform through unique content.We view the breadth and diverse expertise of our instructor base and the content they create as one of our competitive advantages. Our ability to expand the instructor payment pool over time while optimizing the revenue share structure is a key element of supporting the long-term growth of our business. Furthermore, a significant portion of the most popular content on our platform, and as a result a significant portion of our revenue, is attributable to a limited number of our instructors. We experienced minimal turnover among top instructors during the three and nine months ended September 30, 2024. Impact of mix of Enterprise and Consumer segmentsOur mix of revenue continues to shift toward our higher-margin Enterprise segment from our Consumer segment. Our Enterprise segmentâ€™s higher gross margins are primarily driven by comparably lower content costs, though partially offset by higher customer support costs. The mix of customer acquisition methods in our Consumer segment will substantially impact our financial performance. We presently expect that revenue from our Enterprise segment will continue to grow faster than our Consumer segment, which will be beneficial to our overall margins. 27Table of ContentsAbility to expand our international footprint We currently generate a majority of our revenue outside North America. We see a significant opportunity to expand our offerings into regions with large underserved adult and corporate learning populations. We have invested, and plan to continue to invest, in personnel and marketing efforts to support our international growth and expand our international operations as part of our strategy to grow our customer and learner base, particularly among our UB customers. We also plan to continue investing in strategic partnerships that either extend our marketing reach or the capabilities and reach of our global go-to-market sales team. Our success in certain markets, such as Japan, depends on strategic partnerships with key resellers. Our investment in growthWe are actively investing in our business as we believe that we are only just beginning to penetrate our market opportunity. We are prioritizing resources for high-growth opportunities through expanding and deepening our opportunities with larger enterprise customers, further penetrating our existing customer base, and pursuing strategic partnerships. As we continue to build our sales and marketing efforts, expand our course catalog, develop our immersive learning capabilities, execute on our operational efficiency initiatives, and invest in our technology development, including investments in generative artificial intelligence, we anticipate our operating expenses will generally decrease as a percentage of revenue over time. Any investments we make to facilitate our future growth, whether organically or through acquisitions or strategic partnerships, will occur in advance of the benefits from such investments.Pace of adoption of cloud-based skill development solutionsOur ability to grow our learner base and drive market adoption of our platform is affected by the overall demand for cloud-based skill development solutions. The market for cloud-based skill development is less mature than the market for in-person, instructor-led-training, and potential customers may be slow or unwilling to migrate from these legacy approaches. We believe that as technology becomes increasingly critical to business operations, the need for cloud-based skill development solutions, particularly an integrated enterprise-grade platform such as ours, will increase, and our customer base and the breadth and deployment of usage in our customer base will also increase. However, it is difficult to predict customer adoption rates and demand, the future growth rate and size of the market for cloud-based skill development solutions, or the entry of competitive solutions.Components of results of operationsRevenueWe recognize revenue from contracts with UB customers and paid consumer learners by delivering access to our online learning platform.Enterprise revenue primarily relates to enterprise license subscription contracts with annual or multi-year subscription terms. Enterprise license subscriptions include Team Plan, Enterprise Plan, Udemy Business Pro, and Leadership Academy. Enterprise subscriptions are typically billed in advance on a quarterly or annual basis. Subscription revenue excludes any taxes to be remitted to governmental authorities. Access to the Udemy platform represents a series of distinct services as we continually provide access to course content and fulfill our obligation to the UB customer over the subscription term. Because the series of distinct services represents a single performance obligation that is satisfied over time, we recognize revenue ratably over the contractual subscription term. Enterprise revenue recognized from professional services, in which Udemy provides customers with effective support and strategic guidance to enable learners and align with business goals, was immaterial for the periods presented.28Table of ContentsConsumer revenue consists of individual course content purchases made by individual learners, as well as our consumer subscription offerings. Consumer revenue includes the gross transaction value paid by the learner at checkout, net of (a) actual

and estimated refunds and (b) passthrough taxes collected from learners and remitted to governmental authorities. After a successful checkout, consumer learners receive a non-exclusive license to the digital course content in addition to stand-ready access to the Udemy platform hosting services needed to access the content. Access to the online content on the Udemy platform represents a series of distinct services as we continually provide access to and fulfill our hosting obligation to the learner. This series of distinct services represents a single performance obligation that is satisfied over time. Revenue from single course purchases is recognized ratably over the estimated service period, which is four months from the date of enrollment, while revenue from consumer subscriptions is recognized ratably over the contractual subscription term.We are the principal with respect to revenue generated from sales to UB and consumer customers as we control the performance obligation and are the primary obligor with respect to delivering our customers access to the course content.Cost of revenueCost of revenue primarily consists of content costs, which are the payments to our instructors. Content costs are driven by the means by which we acquired the learner consuming the content. For courses offered on Udemyâ€™s consumer marketplace, instructors earn a specific percentage of the net sale amount when a learner purchases the instructorâ€™s course. For courses offered through Udemy Business or a consumer subscription offering, instructors earn a pro-rata share of a monthly instructor payments pool for that subscription offering. Each month, Udemy calculates the revenue for each subscription offering, with a fixed percentage allocated as an instructor payments pool. Instructors whose content is included in the collection earn a prorated portion of this pool based on the number of minutes of consumption their courses achieved that month. Content costs are recorded as cost of revenue in the period earned by our instructors. Content costs as a percentage of revenue for our UB and consumer subscription offerings are lower relative to individual course content purchases in our consumer offering. As a result, shifts in the mix between offerings and changes to the revenue share structure for UB and consumer subscriptions are expected to be a significant driver of future changes in gross margin. We are reducing the instructor revenue share for our subscription offerings, which are derived as a percentage of total UB and consumer subscription revenues, from a historical rate of 25% to 15% by 2026. The first rate adjustment to 20% was effective on January 1, 2024.For consumer single course purchases, content costs are incurred at the time of purchase. As consumer course content revenue is recognized ratably over an estimated service period of four months, consumer gross margins are lower in the period of purchase, and higher in the remaining periods of the estimated service period over which revenue is recognized. For our UB and consumer subscription offerings, content costs are incurred based on monthly subscription fees, and margins are more stable from period to period.Cost of revenue also includes payment and mobile processing fees, costs associated with hosting digital content, employee related expenses for our customer support organization, including salaries, benefits, stock-based compensation, facilities and other expenses, depreciation of network equipment, amortization of capitalized software, amortization of vendor relationship and developed technology intangible assets acquired through business combinations, and the portion of fees paid to certain reseller partners attributable to their providing customer support services to UB customers. We expect cost of revenue as a percentage of revenue to generally decrease, as we increase the percentage of revenue derived from our UB offering and decrease the instructor revenue share percentage.Operating expensesOperating expenses consist of sales and marketing, research and development, general and administrative expenses, and restructuring charges. Personnel costs are the most significant component of our operating expenses and consist of salaries, benefits, bonuses, stock-based compensation, and commissions. Our operating expenses also include allocated costs of facilities, information technology, depreciation, and amortization. We are focused on investing in initiatives which will drive operational efficiency while focusing resources on high-growth opportunities, and as a result we anticipate our operating expenses will generally decrease as a percentage of revenue over time.29Table of ContentsSales and marketingOur sales and marketing expenses consist primarily of personnel-related costs, including stock-based compensation, marketing costs, sponsorship and brand costs, costs related to customer and instructor acquisition, amortization of deferred contract costs, and amortization of trade name and customer relationship intangible assets acquired through business combinations. Sales and marketing expenses also consist of costs incurred for hosting and customer support services related to providing our platform to free learners. While sales and marketing expenses as a percentage of revenue may vary from period to period, in part due to the extent and timing of sales and marketing initiatives, we generally expect this percentage to decrease over the long term given our focus on sales efficiency and our land-and-expand strategy.Research and developmentOur research and development expenses consist primarily of personnel-related costs, including stock-based compensation, and costs related to the ongoing management, maintenance, and expansion of features and services offered on our platform. Research and development costs also include contracted services, supplies, and other miscellaneous expenses. We believe that continued investment in our platform is important to our future growth and to maintain and attract learners and UB customers to our platform. While research and development expenses as a percentage of revenue may vary from period to period, in part due to the timing of investments in our platform, we generally expect this percentage to decrease over the long term given our focus on operational efficiency and high-growth opportunities.General and administrativeOur general and administrative expenses consist primarily of personnel-related costs, including stock-based compensation, costs related to our executive, legal, finance, and human resources departments, as well as charges for indirect tax reserves, allowance for credit losses, professional fees, and other corporate expenses. We expect general and administrative expenses as a percentage of revenue to vary from period to period but generally decrease over the long term as we benefit from greater operational scale and efficiency.Restructuring chargesOur restructuring charges consist primarily of personnel expenses, such as employee severance, benefits costs, and stock-based compensation, as well as other direct and incremental costs incurred as a result of non-recurring restructuring activities that we committed to during the third quarter of 2024 and the first quarter of 2023. Interest incomeInterest income consists primarily of interest income earned on our cash equivalents and short-term investments, including amortization of premiums and accretion of discounts related to our available-for-sale marketable securities, net of associated fees.Interest expenseInterest expense consists primarily of interest expense related to certain indirect tax reserves. Other expense, netOther expense, net consists of foreign currency transaction gains and losses, as well as changes in the valuation of strategic investments, if any.Income tax provisionOur income tax provision consists primarily of income taxes in certain foreign jurisdictions in which we conduct business. We have a full valuation allowance against our U.S. federal and state deferred tax assets as the realization of the full amount of these deferred tax assets is uncertain, including net operating loss carryforwards and tax credits related primarily to research and development. The valuation allowance is driven by our overall loss position, and we will not be able to utilize any of these favorable tax attributes until we are in a taxable income position. When we begin to consistently operate in a taxable income position, we may release portions of the valuation allowance to recognize and use those tax attributes. Until then, we expect to maintain this full valuation allowance until it becomes more likely than not that the deferred tax assets will be realized.30Table of ContentsResults of operationsThe following table summarizes our results of operations for the periods presented. The results below are not necessarily indicative of results to be expected for future periods. Results are as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023Revenue$195,417Â $184,722Â $586,623Â $539,392Â Cost of revenue (1)(2)72,362Â 77,264Â 221,888Â 229,903Â Gross profit123,055Â 107,458Â 364,735Â 309,489Â Operating expenses (1)(2)Sales and marketing85,997Â 76,492Â 260,288Â 233,520Â Research and development32,976Â 30,307Â 96,607Â 90,829Â General and administrative22,266Â 22,155Â 74,299Â 71,112Â Restructuring charges11,275Â â€”Â 11,275Â 10,263Â Total operating expenses152,514Â 128,954Â 442,469Â 405,724Â Loss from operations(29,459)(21,496)(77,734)(96,235)Other income (expense), netInterest income4,732Â 5,542Â 15,655Â 14,758Â Interest expense504Â (124)424Â (464)Other income (expense), net(185)122Â (11,077)(2,181)Total other income, net5,051Â 5,540Â 5,002Â 12,113Â Net loss before taxes(24,408)(15,956)(72,732)(84,122)Income tax provision(863)(811)(2,692)(2,924)Net loss $(25,271)$(16,767)$(75,424)$(87,046)Net loss per share Basic and diluted(0.17)(0.11)(0.49)(0.59)Weighted-average shares used in computing net loss per share Basic and diluted149,179,826Â 151,307,963Â 152,867,160Â 148,392,636Â (1)Includes stock-based compensation expense as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023Cost of revenue$1,807Â $1,788Â $5,277Â $5,130Â Sales and marketing7,573Â 7,646Â 22,578Â 23,022Â Research and development7,183Â 7,045Â 21,187Â 19,762Â General and administrative6,839Â 7,005Â 21,382Â 23,806Â Restructuring charges(160)â€”Â (160)1,208Â Total stock-based compensation expense$23,242Â $23,484Â $70,264Â $72,928Â (2)Â Â Â Â Includes amortization of intangible assets as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023Cost of revenue$430Â $725Â $1,880Â $2,175Â Sales and marketing228Â 296Â 688Â 979Â Total amortization of intangible assets$658Â $1,021Â $2,568Â $3,154Â 31Table of ContentsThe following table summarizes our results of operations as a percentage of revenue for each of the periods indicated:Three Months Ended September 30,Nine Months Ended September 30,20242023Revenue100Â %100Â %100Â %100Â %Cost of revenue37Â 42Â 38Â 43Â Gross profit63Â 58Â 62Â 57Â Operating expenses Sales and marketing44Â 41Â 44Â 43Â Research and development17Â 16Â 16Â 17Â General and administrative11Â 13Â 13Â 13Â Restructuring charges6Â â€”Â 2Â 2Â Total operating expenses78Â 70Â 75Â 75Â Loss from operations(15)(12)(13)(18)Other income (expense), netInterest income2Â 3Â 3Â 3Â Interest expenseâ€”Â â€”Â â€”Â â€”Â Other income (expense), netâ€”Â â€”Â (2)â€”Â Total other income, net2Â 3Â 1Â 3Â Net loss before taxes(13)(9)(12)(15)Income tax provisionâ€”Â â€”Â (1)(1)Net loss (13)%(9)%(13)%(16)%Comparison of the three and nine months ended September 30, 2024 and 2023RevenueThree Months Ended September 30,ChangeNine Months Ended September 30,Change20242023$%20242023$%Revenue(in thousands, except percentages)Enterprise$126,123Â $109,101Â $17,022Â 16Â %$364,319Â $305,962Â $58,357Â 19Â %Consumer69,294Â 75,621Â (6,327)(8)%222,304Â 233,430Â (11,126)(5)%Total revenue$195,417Â $184,722Â $10,695Â 6Â %$586,623Â $539,392Â $47,231Â 9Â %Revenue for the three months ended September 30, 2024, was $195.4 million, compared to $184.7 million for the same period in the prior year, which represents an increase of $10.7 million, or 6%. The increase in total revenue for the three months ended September 30, 2024, was primarily driven by an increase in revenue from our Enterprise segment while being partially offset by a decrease in revenue from our Consumer segment.For the three months ended September 30, 2024, Enterprise revenue was $126.1 million, or 65% of total revenue, compared to $109.1 million, or 59% of total revenue, for the same period in the prior year. The $17.0 million, or 16%, increase in Enterprise revenue was primarily driven by an increase in the number of UB customers. These changes were partially offset by a negative impact from foreign currency exchange rates.For the three months ended September 30, 2024, Consumer revenue was $69.3 million, or 35% of total revenue, compared to $75.6 million, or 41% of total revenue, for the same period in the prior year. The $6.3 million, or 8%, decrease in Consumer revenue was primarily due to a decrease in revenue recognized from single course purchases. Monthly average buyers purchasing single courses decreased across the comparative periods, and the amount of revenue recognized in the current period that was deferred from course purchases in the prior fiscal quarter decreased in the current period. Foreign currency exchange rates also contributed to the decrease across the comparative periods. These factors were partially offset by an increase in revenue recognized from consumer subscriptions as we continued to expand the offering into new markets.32Table of ContentsRevenue for the nine months ended September 30, 2024, was $586.6 million, compared to $539.4 million for the same period in the prior year, which represents an increase of $47.2 million, or 9%. The increase in revenue for the nine months ended September 30, 2024, was primarily driven by an increase in revenue from our Enterprise segment while being partially offset by a decrease in revenue from our Consumer segment.For the nine months ended September 30, 2024, Enterprise revenue was $364.3 million, or 62% of total revenue, compared to $306.0 million, or 57% of total revenue, for the same period in the prior year. The $58.4 million, or 19%, increase in Enterprise revenue was primarily driven by an increase in the number of UB customers, as well as net expansions in our existing UB customer base. These changes were partially offset by a negative impact from foreign currency exchange rates. For the nine months ended September 30, 2024, Consumer revenue was $222.3 million, or 38% of total revenue, compared to $233.4 million, or 43% of total revenue, for the same period in the prior year. The $11.1 million, or 5%, decrease in Consumer revenue was primarily due to a decrease in revenue recognized from single course purchases, as monthly average buyers purchasing single courses decreased across the comparative periods. Foreign currency exchange rates also contributed to the decrease across the comparative periods. These factors were partially offset by an increase in revenue recognized from consumer subscriptions as we continued to expand the offering into new markets.Cost of revenue, gross profit and gross marginThree Months Ended September 30,ChangeNine Months Ended September 30,Change20242023$%20242023$%(in thousands, except percentages)Cost of revenue$72,362Â $77,264Â $(4,902)(6)%$221,888Â $229,903Â $(8,015)(3)%Gross profit123,055Â 107,458Â 15,597Â 15Â %364,735Â 309,489Â 55,246Â 18Â %Gross margin63Â %58Â %62Â %57Â %Cost of revenue for the three months ended September 30, 2024, was $72.4 million, compared to $77.3 million for the same period in the prior year, which represents a decrease of $4.9 million, or 6%. Content costs for the Enterprise and Consumer segments were $23.0 million and $24.5 million for the three months ended September 30, 2024, respectively, compared to $24.7 million and $27.5 million for the same period in the prior year, respectively. Segment content costs as a percentage of segment revenue for the Enterprise and Consumer segments were 18% and 35%, respectively, for the three months ended September 30, 2024, compared to 23% and 36%, respectively, for the three months ended September 30, 2023. The reduction in content costs as a percentage of revenue was primarily driven by the reduction in instructor revenue share from 25% to 20% for all subscription offerings, which became effective on January 1, 2024. In each of our Enterprise and Consumer segments, customer support costs, hosting and platform fees, and payment processing fees were generally consistent with the costs incurred in the same period in the prior year. On a consolidated basis, there was an increase of $0.5 million in amortization of capitalized software for the three months ended September 30, 2024, when compared to the same period in the prior year. Gross margin was 63% for the three months ended September 30, 2024, compared to 58% for the same period in the prior year. The increase in gross margin was primarily due to the reduction in instructor revenue share for all subscription offerings and the continued shift in mix of revenue toward our Enterprise segment.Cost of revenue for the nine months ended September 30, 2024, was $221.9 million, compared to $229.9 million for the same period in the prior year, which represents a decrease of $8.0 million, or 3%. Content costs for the Enterprise and Consumer segments were $66.2 million and $77.3 million for the nine months ended September 30, 2024, respectively, compared to $70.0 million and $85.1 million for the same period in the prior year, respectively. Segment content costs as a percentage of segment revenue for the Enterprise and Consumer segments were 18% and 35%, respectively, for the nine months ended September 30, 2024, compared to 23% and 36%, respectively, for the nine months ended September 30, 2023. The reduction in content costs as a percentage of revenue was primarily driven by the reduction in instructor revenue share from 25% to 20% for all subscription offerings, which became effective on January 1, 2024. In our Enterprise segment, customer support costs increased by $0.9 million and hosting costs increased by $0.8 million for the nine months ended September 30, 2024. Otherwise, segment cost of revenue for both 33Table of Contentssegments were generally consistent with the costs incurred the same period in the prior year. On a consolidated basis, there was an increase of $2.1 million in amortization of capitalized software for the nine months ended September 30, 2024, when compared to the same period in the prior year. Gross margin was 62% for the nine months ended September 30, 2024, compared to 57% for the same period in the prior year. The increase in gross margin was primarily due to the reduction in instructor revenue share for all subscription offerings and the continued shift in mix of revenue toward our Enterprise segment.Operating expensesThree Months Ended September 30,ChangeNine Months Ended September 30,Change20242023$%20242023$%Operating expenses(in thousands, except percentages)Sales and marketing$85,997Â $76,492Â $9,505Â 12Â %$260,288Â $233,520Â $26,768Â 11Â %Research and development32,976Â 30,307Â 2,669Â 9Â %96,607Â 90,829Â 5,778Â 6Â %General and administrative22,266Â 22,155Â 111Â 1Â %74,299Â 71,112Â 3,187Â 4Â %Restructuring charges11,275Â â€”Â 11,275Â 100Â %11,275Â 10,263Â 1,012Â 10Â %Total operating expenses$152,514Â $128,954Â $23,560Â 18Â %$442,469Â $405,724Â $36,745Â 9Â %Sales and marketing. Sales and marketing expenses for the three months ended September 30, 2024 were $86.0 million, compared to $76.5 million for the same period in the prior year. The $9.5 million increase in sales and marketing expense was primarily due to a $2.6 million increase in amortization of deferred contract costs, a $2.6 million increase in personnel-related expenses, a $1.7 million increase in direct sales and marketing costs, and a $1.5 million increase in sponsorship costs.Sales and marketing expenses for the nine months ended September 30, 2024 were $260.3 million, compared to $233.5 million for the same period in the prior year. The $26.8 million increase in sales and marketing expense was primarily due to a $9.4 million increase in amortization of deferred contract costs, a $7.5 million increase in direct marketing costs, a $4.4 million increase in sponsorship costs, a $2.8 million increase in personnel-related expenses, a $1.2 million increase in professional services, and a $1.0 million increase in travel and employee activities.Research and development. Research and development expenses for the three months ended September 30, 2024 were $33.0 million, compared to $30.3 million for the same period in the prior year. The $2.7 million increase in research and development expense was primarily due to a $2.1 million increase in personnel costs.Research and development expenses for the nine months ended September 30, 2024 were $96.6 million, compared to $90.8 million for the same period in the prior year. The $5.8 million increase in research and development expense was primarily due to a $3.0 million increase in personnel costs, a $1.4 million increase in stock-based compensation expense, and a $1.2 million increase in software subscriptions and allocated costs.General and administrative. General and administrative expenses for the three months ended September 30, 2024 were $22.3 million, compared to $22.2 million for the same period in the

prior year. General and administrative expenses were generally flat across the comparative periods.General and administrative expenses for the nine months ended September 30, 2024 were $74.3 million, compared to $71.1 million for the same period in the prior year. The $3.2 million increase in general and administrative expense was primarily due to a $4.5 million increase in professional services that are not part of our ongoing operations. This was offset by a $2.4Â million decrease in stock-based compensation expense, primarily driven by the accelerated expense incurred during the three months ended March 31, 2023, as a result of the retirement of our former CEO. Restructuring charges. As a result of the strategic restructuring activities announced in September 2024, we recognized $11.3 million in restructuring charges during the three and nine months ended September 30, 2024. The restructuring charges primarily consisted of one-time severance payments, salary and wages earned over legally required retention periods, and other benefits. In comparison, as a result of the restructuring activities announced in February 2023, we recognized restructuring charges of zero and $10.3 million during the three and nine months ended September 30, 2023, respectively. The restructuring charges during the nine months ended September 30, 2023, consisted of $8.9 34Table of Contentsmillion of personnel and other expenses, such as employee severance and benefits costs, as well as $1.2 million of stock-based compensation expense. Total other income (expense), netThree Months Ended September 30,ChangeNine Months Ended September 30,Change20242023$%20242023$%Other income (expense), net(in thousands, except percentages)Interest income$4,732Â $5,542Â $(810)(15)%$15,655Â $14,758Â $897Â 6Â %Interest expense504Â (124)628Â n/m424Â (464)888Â n/mOther income (expense), net(185)122Â (307)n/m(11,077)(2,181)(8,896)n/mTotal other income, net$5,051Â $5,540Â $(489)(9)%$5,002Â $12,113Â $(7,111)(59)%n/m - not meaningfulWe recorded total other income, net of $5.1 million for the three months ended September 30, 2024, compared to $5.5 million for the same period in the prior year. For the three months ended September 30, 2024, we recognized $4.7 million in interest and accretion income on our existing cash, cash equivalents, and marketable securities portfolio, compared to $5.5 million for the same period in the prior year.We recorded total other income, net of $5.0 million for the nine months ended September 30, 2024, compared to $12.1 million for the same period in the prior year. For the nine months ended September 30, 2024, we recognized $15.7 million in interest and accretion income on our existing cash, cash equivalents, and marketable securities portfolio, compared to $14.8 million for the same period in the prior year. Also during the nine months ended September 30, 2024, we recognized an impairment charge of $10.3 million on our strategic investments, reducing the carrying value of our holdings to zero. In comparison, we recognized an impairment charge of $1.8 million on our strategic investments during the same period in the prior year. Income tax provisionThree Months Ended September 30,ChangeNine Months Ended September 30,Change20242023$%20242023$%(in thousands, except percentages)Income tax provision(863)(811)$(52)6Â %$(2,692)$(2,924)$232Â (8)%For the three months ended September 30, 2024, we recognized income tax expense of $0.9 million, compared to $0.8 million for the same period in the prior year. Income tax expense for the three months ended September 30, 2024 and 2023 was primarily comprised of foreign and state taxes.For the nine months ended September 30, 2024, we recognized income tax expense of $2.7 million, compared to $2.9 million for the same period in the prior year. Income tax expense for the nine months ended September 30, 2024 and 2023 was primarily comprised of foreign and state taxes. Certain key business metrics and non-GAAP financial metricsIn addition to the measures presented in our condensed consolidated financial statements, we use the key business metrics and non-GAAP financial metrics identified below to help us assess the health of our community, evaluate our business, identify trends affecting our business, formulate business plans, and make strategic decisions. Udemy Business customersWe count the total number of UB customers at the end of each period. To do so, we generally count unique customers using the concept of a domestic ultimate parent, defined as the highest business in the family tree that is in the same country as the contracted entity. In some cases, we deviate from this methodology, defining the contracted entity as a unique customer despite the existence of a domestic ultimate parent. This often 35Table of Contentsoccurs where the domestic ultimate parent is a financial owner, government entity, conglomerate, or acquisition target where we have contracted directly with the subsidiary. We define a UB customer as a customer who purchases Udemy via our direct sales force, reseller partnerships or through our self-service platform. We believe that the number of UB customers and our ability to increase this number is an important indicator of the growth of our UB and future revenue trends. The increase in UB customers is primarily attributable to the continued pursuit of our global land and expand strategy.September 30,20242023%Udemy Business customers16,848Â 15,378Â 10%Udemy Business Annual Recurring RevenueWe disclose our UB Annual Recurring Revenue (â€œARRâ€) as a measure of our Enterprise revenue growth. ARR represents the annualized value of our UB customer contracts on the last day of a given period. Only revenue from closed UB contracts with active seats as of the last day of the period are included. The increase in UB ARR was primarily driven by an increase in the number of UB customers. September 30,20242023%(in thousands)Udemy Business annual recurring revenue$504,625Â $443,145Â 14%Udemy Business Net Dollar Retention Rate and Udemy Business Large Customer Net Dollar Retention RateWe disclose UB Net Dollar Retention Rate, or UB NDRR, as a measure of revenue growth for all UB customers within our Enterprise segment, including UB Large Customers, which we define as companies with at least 1,000 employees. We believe UB NDRR is an important metric that provides insight into the long-term value of our UB subscription agreements and our ability to retain and grow revenue from our UB customers. We believe UB Large Customer NDRR reflects our ability to retain and expand our footprint with larger organizations, who present greater opportunities for us to retain and grow revenue given the wider range of potential use cases and land-and-expand opportunities.We calculate UB NDRR as the total ARR at the end of a trailing twelve-month period divided by the total ARR at the beginning of a trailing twelve-month period for the cohort of all UB customers active at the beginning of the trailing twelve-month period. We calculate UB Large Customer NDRR as the total UB Large Customer ARR at the end of a trailing twelve-month period divided by the total Large Customer ARR at the beginning of a trailing twelve-month period for the cohort of UB customers with at least 1,000 employees active at the beginning of the trailing twelve-month period. Total ARR and Large Customer ARR at the end of a trailing twelve-month period are calculated as ARR and Large Customer ARR, respectively, at the beginning of a trailing twelve-month period that are then adjusted for upsells, downsells, and churns for the same cohort of customers during that period. Large Customer ARR represents the annualized value of contracts for UB customers with active seats and having at least 1,000 employees on the last day of a given period.Our UB NDRR and UB Large Customer NDRR are expected to fluctuate in future periods due to a number of factors, including the growth of our revenue base, the penetration within our learner base, expansion of products and features, and our ability to retain our UB customers. The decreases in our NDRR metrics were driven by lower rates of upsells and expansion, which were negatively impacted by longer sales cycles in light of overall economic factors.36Table of ContentsSeptember 30,20242023%Udemy Business net dollar retention rate99Â %106Â %(7)%Udemy Business Large Customer net dollar retention rate104Â %114Â %(9)%Monthly average buyersA buyer is a consumer who purchases a course or subscription through our direct-to-consumer offering. We first determine the number of monthly buyers by taking the total buyers of single courses during a given month plus the total active, paid consumer subscribers at any point in that month, adjusting for duplicate buyers that may be present in both totals. We then calculate monthly average buyers by taking an average of the monthly buyer totals over a particular period, such as a fiscal year. Our monthly average buyer count is not intended as a measure of active engagement, as not all buyers are active at any given time or over any given period. We believe that the number of monthly average buyers in a given period is an important indicator of the growth of our business and potential future revenue trends. Our monthly average buyers count is expected to fluctuate in future periods due to a number of factors, including the growth of our customer base, expansion of products and features, and our ability to retain our Consumer customers.Three Months Ended September 30,Nine Months Ended September 30,20242023%20242023%(in thousands)Monthly average buyers1,312Â 1,414Â (7)%1,346Â 1,382Â (3)%Segment revenue and segment gross profitOur revenue is generated from our UB and Consumer offerings, each of which is an individual segment of our business. Segment revenue represents the revenue recognized from each of these offerings and is a key measure of the performance of our platform, and in turn drives our financial performance. We also monitor segment gross profit as a key metric to help evaluate the financial performance of our individual segments and our business as a whole. Segment gross profit is defined as segment revenue less segment cost of revenue, which include content costs, hosting and platform costs, customer support services, and payment processing fees that are allocable to each segment. Segment gross profit excludes amortization of capitalized software, amortization of intangible assets, depreciation, and stock-based compensation allocated to cost of revenue as our chief operating decision maker does not include the information in his measurement of the performance of the operating segments. Content costs, which are payments made to our instructors, are the largest individual component of segment cost of revenue. We expect to increase the percentage of our revenue derived from our Enterprise segment over time, which we expect will improve our gross margins. Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands, except percentages)Enterprise segment revenue$126,123Â $109,101Â $364,319Â $305,962Â Enterprise segment gross profit$92,793Â $74,317Â $264,675Â $204,359Â Enterprise segment gross margin74Â %68Â %73Â %67Â %Consumer segment revenue$69,294Â $75,621Â $222,304Â $233,430Â Consumer segment gross profit$37,610Â $40,250Â $122,323Â $125,431Â Consumer segment gross margin54Â %53Â %55Â %54Â %For the three and nine months ended September 30, 2024, the improvement in Enterprise segment gross margin was primarily due to the reduction in instructor revenue share from 25% to 20% for all subscription offerings, which was effective on January 1, 2024. Other than content costs, the mix of Enterprise segment 37Table of Contentscosts were generally a consistent percentage of Enterprise revenue when compared to the same period in the prior year.For the three and nine months ended September 30, 2024 Consumer segment gross margin slightly increased in comparison to the same period in the prior year, due to the timing of revenue recognition relative to content costs, the relative increase in consumer subscriptions as a percentage of total Consumer revenue, and the lower instructor revenue share incurred on subscription transactions in comparison to single course purchases.Non-GAAP financial metricsIn addition to the measures presented in our condensed consolidated financial statements, we use the following non-GAAP financial metrics identified below to help us evaluate our business, formulate business plans, and make strategic decisions.Adjusted EBITDA and adjusted EBITDA marginAs adjusted EBITDA facilitates internal comparisons of our historical operating performance on a more consistent basis, we use this measure for business planning purposes. Accordingly, we believe that adjusted EBITDA provides useful information to investors and others in understanding and evaluating our operating results in the same manner as our management team and board of directors. In addition, it provides a useful measure for period-to-period comparisons of our business, as it removes the effect of certain non-cash expenses and certain variable charges.We define adjusted EBITDA as net loss, adjusted to exclude:â€¢interest income;â€¢interest expense;â€¢provision for income taxes;â€¢depreciation and amortization;â€¢stock-based compensation expense;â€¢other expense, net; andâ€¢restructuring charges. We define adjusted EBITDA margin as adjusted EBITDA divided by revenue for the same period. 38Table of ContentsThe following table provides a reconciliation of net loss, the most directly comparable GAAP financial measure, to adjusted EBITDA (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Net loss$(25,271)$(16,767)$(75,424)$(87,046)Adjusted to exclude the following:Interest income(4,732)(5,542)(15,655)(14,758)Interest expense(504)124Â (424)464Â Income tax provision863Â 811Â 2,692Â 2,924Â Depreciation and amortization6,340Â 6,183Â 19,515Â 18,069Â Stock-based compensation expense23,402Â 23,484Â 70,424Â 71,720Â Other income (expense), net185Â (122)11,077Â 2,181Â Restructuring charges11,275Â â€”Â 11,275Â 10,263Â Adjusted EBITDA$11,558Â $8,171Â $23,480Â $3,817Â The following table provides a reconciliation of net loss margin, the most directly comparable GAAP financial measure, to adjusted EBITDA margin (in thousands, except percentages):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Revenue$195,417Â $184,722Â $586,623Â $539,392Â Net loss$(25,271)$(16,767)$(75,424)$(87,046)Net loss margin(13)%(9)%(13)%(16)%Revenue$195,417Â $184,722Â $586,623Â $539,392Â Adjusted EBITDA$11,558Â $8,171Â $23,480Â $3,817Â Adjusted EBITDA margin6Â %4Â %4Â %1Â %Net loss increased by $8.5 million in the three months ended September 30, 2024, compared to the same period in the prior year. The change in net loss in the current period was primarily driven by charges incurred as a result of our strategic restructuring activities announced in September 2024 as well as increased sales and marketing costs. These costs were partially offset by the reduction in the instructor revenue share that went into effect on January 1, 2024. Adjusted EBITDA improved by $3.4Â million in the three months ended September 30, 2024, compared to the same period in the prior year. The improvement in adjusted EBITDA was largely driven by the reduction in the instructor revenue share. Net loss decreased by $11.6 million in the nine months ended September 30, 2024, compared to the same period in the prior year. The improvement in net loss was primarily driven by the reduction in the instructor revenue share. Adjusted EBITDA improved by $19.7 million in the nine months ended September 30, 2024, compared to the same period in the prior year. The improvement in adjusted EBITDA was largely driven by the reduction in the instructor revenue share.39Table of ContentsLiquidity and capital resourcesAs of SeptemberÂ 30, 2024, our principal sources of liquidity were cash, cash equivalents and restricted cash of $205.8 million and marketable securities of $152.5Â million. Cash and cash equivalents includes money market funds, certain U.S. government securities purchased with original maturities of less than 90 days, time and on demand deposits, and amounts in transit from certain payment processors for credit and debit card transactions. Restricted cash totaled $1.2 million and consists of cash deposited with financial institutions held as collateral for our obligations under various facility leases. Marketable securities are comprised of investments in U.S. government securities with an original maturity greater than 90 days at the date of purchase. Our non-U.S. cash and cash equivalents have been earmarked for indefinite investment in our operations outside the U.S., and consequently no U.S. current or deferred taxes have been accrued on such amounts. We believe that our existing cash and cash equivalents and our expected cash flows from operations will be sufficient to meet our cash needs for at least the next 12 months. As of SeptemberÂ 30, 2024, there have been no material changes to our commitments and contractual obligations, in comparison to those set forth in our 2023 Annual Report on Form 10-K filed with the Securities and Exchange Commission ("SEC") on February 26, 2024 (our â€œAnnual Reportâ€), that occurred outside the ordinary course of business. Refer to NoteÂ 6Â â€“ Leases and NoteÂ 7Â â€“ Commitments and contingencies in our unaudited condensed consolidated financial statements, included in Part I, Item 1 of this Form 10-Q, for our outstanding commitments and contractual obligations as of SeptemberÂ 30, 2024.As discussed above, we committed to a restructuring plan in September 2024. As a result, we have incurred cash-based restructuring charges, primarily consisting of one-time severance payments, salary and wages earned over legally required retention periods, and other benefits. We expect to complete the restructuring by March 31, 2025. We expect to incur restructuring charges until the plan has been completed, and we expect to make cash payments related to the plan through the second quarter of 2025. These charges may impact our operating cash flows until then. We plan to pay these amounts using our existing cash and cash equivalents.Over the long term, we plan to continue investing in the growth and development of our platform. If our available funds are insufficient to fund these future activities or execute on our business strategies, we may raise additional capital through equity, equity-linked or debt financing, to the extent such funding sources are available. Alternatively, we may be required to reduce expenses to manage liquidity; however, any such reductions could adversely impact our business and competitive position.Sources of fundsWe have historically financed our operations primarily through revenue, as well as proceeds from issuances of our capital stock. From time to time, we may explore additional financing sources, which could include equity, equity-linked or debt financing. In addition, in connection with any future acquisitions or strategic investments, we may pursue additional funding, which could include debt, equity or equity-linked financings, or a combination of these methods. We can provide no assurance that any additional financing will be available to us on acceptable terms.40Table of ContentsUse of fundsOur principal uses of cash are funding our operations, capital expenditures and working capital requirements. We have generated significant net losses from our operations as reflected in our accumulated deficit of $795.1 million as of SeptemberÂ 30, 2024. We have historically incurred operating losses and generated negative cash flows from operations as we have invested in growing our business. Our operating cash requirements may increase in the future as we continue to invest in the development of our platform and the growth of our business. We cannot be certain our revenue will grow sufficiently to offset our operating expense increases. As a result, we may need to raise additional funds to support our operations, and such funding may not be available to us on acceptable terms, if at all.The following table summarizes our cash flows for the periods indicated (in thousands):Nine Months Ended September 30,20242023Net cash provided by (used in):Operating activities$43,461Â $5,263Â Investing activities14,204Â (3,992)Financing activities(161,500)13,034Â Effect of foreign exchange rates on cash flows61Â (116)Net increase (decrease) in cash, cash equivalents and restricted cash$(103,774)$14,189Â Operating activitiesCash provided by operating activities mainly consists of our net loss adjusted for certain non-cash items, including stock-based compensation, depreciation and amortization, and amortization of deferred sales commissions, as well as the effect of changes in operating assets and liabilities during each period.Our main source of operating cash is payments received from our customers. Our primary use of cash from operating activities are for personnel-related expenses, instructor payments, advertising expenses, indirect taxes, and third-party cloud infrastructure expenses.For the nine months ended September 30, 2024, cash provided by operating activities was $43.5 million, primarily consisting of our net loss of $75.4 million, adjusted for non-cash charges of $143.3 million and net cash outflows of $24.4 million from changes in our operating assets and liabilities. The main drivers of the changes in operating assets and liabilities were a $19.9 million increase in deferred revenue, a $6.0 million increase in accounts payable, accrued expenses and other liabilities, and a $10.4 million decrease in accounts receivable, as cash collections from customers outpaced new billings. These changes were offset by a $46.6 million increase in deferred

contract costs, due to continued expansion in our Enterprise business, a $5.5 million increase in prepaid expenses and other assets, a $4.0 million decrease in content costs payable, and $4.5 million in outflows due to changes in our operating lease liabilities.For the nine months ended September 30, 2023, cash used in operating activities was $5.3 million, primarily consisting of our net loss of $87.0 million, adjusted for non-cash charges of $128.7 million and net cash outflows of $36.3 million provided by changes in our operating assets and liabilities. The main drivers of the changes in operating assets and liabilities were a $20.4 million decrease in accounts receivable, as cash collections from customers outpaced new billings, and a $3.9 million increase in deferred revenue, resulting primarily from our Enterprise business growth. These changes were offset by a $45.2 million increase in deferred contract costs and a $7.1 million decrease in accounts payable, accrued expenses and other current liabilities.Net cash provided by operating activities increased by $38.2Â million for the nine months ended September 30, 2024, compared to nine months ended September 30, 2023, primarily due to lower net loss after adjusting for non-cash charges, continued growth in deferred revenue associated with our Enterprise segment, and the timing of certain accounts payable, accrued expenses and other liabilities activities, including restructuring costs accrued in the current period and payments made on certain tax and other reserves in the prior period.41Table of ContentsInvesting activitiesFor the nine months ended September 30, 2024, net cash provided by investing activities was $14.2 million, primarily as a result of $265.4 million of proceeds received from the maturity of marketable securities, which was partially offset by $239.8 million in purchases of marketable securities and $10.2 million related to capitalized internal-use software costs.For the nine months ended September 30, 2023, net cash used in investing activities was $4.0 million, primarily as a result of $231.3 million of proceeds received from the maturity of marketable securities. This was partially offset by $225.5 million in purchases of marketable securities and $9.3 million related to capitalized internal-use software costs. Financing activitiesFor the nine months ended September 30, 2024, net cash used in financing activities was $161.5 million, driven by repurchases of common stock of $141.6 million and $25.4 million in taxes paid related to net share settlement of employee equity awards. This was partially offset by $4.5 million in proceeds from issuances of common stock under our employee stock purchase plan.For the nine months ended September 30, 2023, net cash provided by financing activities was $13.0 million, driven by proceeds from issuance of common stock via stock option exercises of $8.3 million and issuances of common stock under our employee stock purchase plan of $4.8 million.Off-balance sheet arrangementsDuring the periods presented, we did not have any relationships with unconsolidated entities or financial partnerships, such as entities often referred to as structured finance or special purpose entities, which would have been established for the purpose of facilitating off-balance sheet arrangements or other contractually narrow or limited purposes. Critical accounting policies and estimatesOur condensed consolidated financial statements have been prepared in accordance with GAAP. The preparation of these condensed consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, expenses, and related disclosures. We base our estimates on historical experience and on various other assumptions that we believe are reasonable under the circumstances. We evaluate our estimates and assumptions on an ongoing basis. Actual results may differ from these estimates. To the extent that there are material differences between these estimates and our actual results, our future financial statements will be affected.There have been no material changes to our critical accounting policies and estimates as compared to those described in â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ included in Part II, Item 7 of our Annual Report.Recent accounting pronouncementsSee Note 2 to our condensed consolidated financial statements included in Part I, Item 1 of this Quarterly Report on Form 10-Q for information regarding recently issued accounting pronouncements. 42Table of ContentsItem 3. Quantitative and Qualitative Disclosures About Market RiskInterest rate sensitivity As of SeptemberÂ 30, 2024 we had $204.6 million of cash and cash equivalents, which includes money market funds, certain U.S. government securities purchased with original maturities of less than 90 days, time and on demand deposits, and amounts in transit from certain payment processors for credit and debit card transactions. We also held $152.5Â million of marketable securities, consisting of investments in various U.S. government securities. In addition, we had $1.2 million of restricted cash, which primarily consists of cash deposited with financial institutions held as collateral for our obligations under various facility leases. We did not hold any long-term debt during the three and nine months ended September 30, 2024 or 2023.Our cash and cash equivalents are held for working capital purposes. Given the above facts and circumstances, hypothetical changes in interest rates of 100 basis points would not result in a material increase or decrease of either the market value of our portfolio of cash equivalents and marketable securities as of SeptemberÂ 30, 2024, or interest income earned from our portfolio during the three and nine months ended September 30, 2024.Foreign currency riskThe Companyâ€™s reporting currency is the U.S. dollar. We determine the functional currency for each of our foreign subsidiaries by reviewing their operations and currencies used in their primary economic environments. Fluctuations in foreign currency exchange rates may cause us to recognize transaction gains and losses in our condensed consolidated statement of operations, or translation gains and losses in accumulated other comprehensive income (loss) as a component of stockholdersâ€™ equity. Our marketable securities portfolio is also held in U.S. dollar investments, and to date, we have not entered into any hedging arrangements with respect to foreign currency risk or other derivative financial instruments, although we may choose to do so in the future. A hypothetical 10% increase or decrease in current exchange rates would not have had a material impact on income or expense for the three and nine months ended September 30, 2024.Item 4. Controls and ProceduresEvaluation of disclosure controls and proceduresAs required by Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), our management, including our Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of our disclosure controls and procedures as of the end of the period covered by this Quarterly Report on Form 10-Q. Based upon that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that, as of the end of the period covered by this Quarterly Report on Form 10-Q, our disclosure controls and procedures were effective to provide reasonable assurance that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SECâ€™s rules and forms and to provide reasonable assurance that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.Changes in internal control over financial reportingThere were no changes to our internal control over financial reporting that occurred during the quarter ended SeptemberÂ 30, 2024, that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.Inherent limitations on the effectiveness of internal controls over financial reportingOur disclosure controls and procedures are designed to provide reasonable assurance of achieving their objectives as specified above. However, our management, including our Chief Executive Officer and Chief Financial Officer, does not expect that our disclosure controls and procedures will prevent or detect all error and fraud. Any control system, no matter how well designed and operated, is based upon certain assumptions and can provide only reasonable, not absolute, assurance that its objectives will be met. Further, no evaluation of controls can provide absolute assurance that misstatements due to error or fraud will not occur or that all control issues and instances of fraud, if any, within our company have been detected.43Table of ContentsPART II.Item 1.Â Legal ProceedingsFrom time to time, we are involved in legal proceedings and subject to claims that arise in the ordinary course of our business. Although the results of legal proceedings and claims cannot be predicted with certainty, we believe we are not currently party to any legal proceedings which, if determined adversely to us, would individually or taken together have a material adverse effect on our business, operating results or financial condition.Video Privacy Protection Act class action complaint and threatened arbitration demandsOn December 12, 2022, a putative class action complaint captioned Mohamed Saleh v. Udemy, Inc., was filed against us, alleging violations of the Video Privacy Protection Act (the â€œVPPAâ€) and claiming that Udemy violated the VPPA by knowingly sharing personally identifiable information about the viewing history of Udemy courses with an advertiser. The complaint is currently pending in the United States District Court for the District of New Jersey, Case No. 2:23-cv-02207.The complaint seeks declaratory relief, injunctive relief, statutory, liquidated, and punitive damages, as well as reasonable attorney fees and costs. On August 30, 2023, we filed a motion to compel arbitration and on March 21, 2024, the motion was granted and the matter stayed pending individual arbitration.In addition, several law firms have threatened to file individual arbitration demands against us on behalf of approximately 20,000 purported Udemy learners, and one law firm has initiated a total of 4 individual arbitrations. The firms threaten claims similar to those in the class action complaint described above arising under the VPPA and/or California state privacy laws. Udemy has resolved the claims of approximately 6,000 of these purported learners for an immaterial amount. We intend to vigorously defend ourselves in these matters.Other legal proceedingsWe are subject to other legal proceedings and claims that arise in the ordinary course of business from time to time, as well as governmental and other regulatory investigations and proceedings. In addition, third parties may from time to time assert claims against us in the form of letters and other communications. We are not currently a party to any legal proceedings that, if determined adversely to us, would, in our opinion, have a material adverse effect on our business, financial condition, results of operations, or cash flows. Future litigation may be necessary to defend ourselves and our business partners and to determine the scope, enforceability, and validity of third-party proprietary rights, or to establish our proprietary rights. The results of any current or future litigation cannot be predicted with certainty, and regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources, and other factors.44Table of ContentsItem 1A.Â Risk FactorsCertain factors may have a material adverse effect on our business, financial condition, and results of operations. You should carefully consider the following risks, together with all of the other information contained in this Form 10-Q, including the sections titled â€œSpecial Note Regarding Forward-Looking Statementsâ€ and â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ and our financial statements and the related notes included elsewhere in this Form 10-Q. Any of the following risks could have an adverse effect on our business, financial condition, operating results, or prospects and could cause the trading price of our common stock to decline, which would cause you to lose all or part of your investment. Our business, financial condition, operating results, or prospects could also be harmed by risks and uncertainties not currently known to us or that we currently do not believe are material. Our risk factors are not guarantees that no such conditions exist as of the date of this report and should not be interpreted as an affirmative statement that such risks or conditions have not materialized, in whole or in part.Risks related to our business and operationsWe have a history of losses, and we may not be able to generate sufficient revenue to achieve or maintain profitability in the future. We incurred net losses of $75.4 million, and $87.0 million, during the nine months ended September 30, 2024 and 2023, respectively, and, as of SeptemberÂ 30, 2024, we had an accumulated deficit of $795.1 million. We expect our losses to continue as we make significant investments towards growing our business and operating as a public company. We have invested, and expect to continue to invest, substantial financial and other resources in developing our platform, including expanding our platform offerings, developing or acquiring new platform features and services, expanding into new markets and geographies, and increasing our sales and marketing efforts. These expenditures will make achieving and maintaining profitability more difficult, and these efforts may also be more costly than we expect and may not result in increased revenue or growth in our business.We have undertaken, and are continuing to undertake, measures to accelerate our operational efficiency. However, we cannot guarantee that these measures will be successful. We may experience delays or unanticipated costs in implementing these measures, which could prevent the timely or full realization of the anticipated benefits. Even if we successfully execute on our operational efficiency measures, these measures may not be sufficient to ensure our investments and other expenses keep pace with our revenue.As a result, we can provide no assurance as to whether or when we will achieve profitability. If we are not able to achieve and maintain profitability, the value of our company and our common stock could decline significantly, and you could lose some or all of your investment.We operate in an emerging and dynamic market, which makes it difficult to evaluate our prospects and future results of operations. The market for online learning solutions is relatively new and continues to evolve rapidly. These factors may make it difficult to accurately assess our future prospects and the risks, challenges, and uncertainties that we may encounter. These uncertainties include: â€¢maintaining and increasing a base of learners, instructors, and UB customers using our platform; â€¢successfully competing with existing and future participants in the market for online learning solutions; â€¢successfully expanding our business in existing markets and entering new markets and geographies; â€¢anticipating and responding to market and broader economic conditions; â€¢avoiding interruptions or disruptions in the service of our platform; â€¢accurately forecasting our revenue and operating expenses on a quarterly and annual basis; â€¢maintaining and enhancing the value of our reputation and brand; â€¢attracting, hiring, and retaining qualified personnel to manage our operations and further develop our platform; â€¢effectively managing growth in our operations, including personnel; and â€¢successfully implementing and executing our business strategies. 45Table of ContentsAdditionally, because we operate in a rapidly evolving market, any predictions about our future revenue and expenses may not be as accurate as they would be if we operated in a more established and predictable market. We have encountered in the past, and will encounter in the future, risks, challenges, and uncertainties frequently experienced by companies operating in emerging markets. If our assumptions regarding any of these risks, challenges, or uncertainties, which we use to plan and operate our business, are incorrect or change, or if we do not address them successfully, our results of operations could differ materially from our expectations and our business, financial condition, and results of operations could be adversely affected. Our results of operations may fluctuate significantly from period to period due to a wide range of factors, which makes our future results difficult to predict. Our results of operations have historically varied from period to period, and we expect that our results of operations will continue to vary significantly from quarter to quarter and year to year because of a variety of factors, many of which are outside of our control. As a result, comparing our results of operations on a period-to-period basis may not be meaningful. Factors that may contribute to the variability of our quarterly and annual results include, but are not limited to: â€¢our ability to attract and retain learners, instructors, and enterprises that use our platform in a cost-effective manner; â€¢our ability to accurately forecast revenue and operating expenses; â€¢the effects of increased competition on our business;â€¢the impact of worldwide economic conditions, including the resulting effect on consumer and business spending on online learning solutions; â€¢our ability to successfully expand in existing markets and successfully enter new markets and manage the risks associated with doing so;â€¢our ability to successfully leverage our resellers and other strategic relationships to market and sell our products; â€¢changes in learner or customer behavior with respect to online learning solutions; â€¢increases in marketing, sales, and other operating expenses that we may incur to grow and acquire new learners, instructors, and customers; â€¢the revenue mix between our consumer and UB offerings; â€¢our ability to maintain an adequate rate of growth and effectively manage that growth; â€¢the effects of changes in search engine placement and prominence; â€¢our ability to keep pace with technology changes in our industry;â€¢the success of our sales and marketing efforts; â€¢our ability to protect, maintain, and enforce our intellectual property rights; â€¢costs associated with defending claims, including intellectual property infringement claims, and related judgments or settlements; â€¢changes in governmental or other regulations affecting our business; â€¢interruptions in service and any related impact on our business, reputation, or brand; â€¢the attraction and engagement of qualified employees and key personnel; â€¢our ability to choose and effectively manage third-party service providers; â€¢the effects of natural or man-made catastrophic events, including wars and other armed conflicts, such as Russiaâ€™s invasion of Ukraine and the ongoing conflicts in the Middle East; â€¢the impact of actual or anticipated public health emergencies, such as an outbreak of an epidemic or pandemic; 46Table of Contentsâ€¢potential volatility in our gross margins, including due to revenue mix shifts between our Enterprise and Consumer segments, changes in our pricing policies, increased use of subscriptions in our Consumer segment, and timing differences between recognition of revenue and related content costs for courses; â€¢the effectiveness of our internal controls over financial reporting; â€¢the impact of payment processor costs and procedures; and â€¢changes in our tax rates or exposure to additional tax liabilities. The unpredictability of our results of operations could cause our results to vary from period to period or to fall below our public guidance or the expectations of analysts and investors for a given period, which will adversely affect our business, financial condition, and results of operations. Our growth may not be sustainable and depends on our ability to attract new learners, instructors, and organizations and retain existing ones. Our success depends, in part, on growing the number of learners and instructors engaging with our platform. We believe the increase in the number of instructors increases the quality and quantity of the content available on our platform, in turn making our platform more appealing and engaging to learners in both our Enterprise and Consumer segments. This increase in learners then attracts more instructors to our platform. This dynamic marketplace model takes time to build and may grow at a slower pace than we expect. In addition, although the number of individual and UB learners and instructors engaging with our platform has grown in recent years, there can be no assurance that this growth will continue. For example, there is significant uncertainty regarding the adoption and growth of remote, online and asynchronous learning and training, as well as skills-based learning, compared to the traditional models of education and training, which may adversely affect demand for our platform. We have also experienced elongated sales cycles for our UB offerings as a result of what we believe to be budget tightening as a result of economic uncertainty. Additionally, our average sales cycle may lengthen as we focus more on our UB Large Customers, which tend to have longer procurement processes than smaller customers. If we fail to grow or maintain the number of learners and instructors engaging with our platform, the value of our platform will diminish and our revenue will decline. We believe that many of our new learners find us by word of mouth and other non-paid referrals from existing learners. If existing learners do not find our platform or its content appealing and engaging, whether because of a negative experience with, declining interest in or relevancy of the content, they may stop referring others to us. In turn, if

instructors perceive that our platform lacks an adequate learner audience, instructors may be less willing to provide content for our platform, and the experience of learners could be further negatively impacted. The willingness or ability of instructors to provide content for our platform could also be negatively impacted by other factors, such as: â€¢complaints or negative publicity about us or our platform, even if factually incorrect or based on isolated incidents; â€¢changes to our terms and policies that our instructors find, or even perceive, to be unpopular or that are not clearly articulated to them; or â€¢our failure or perceived failure to enforce our policies fairly and transparently. In addition, the costs associated with retaining learners and instructors are substantially lower than those associated with acquiring new learners and instructors. As a result, if we are unable to retain existing learners and instructors, even if such losses are offset by an increase in revenue resulting from new learners and instructors, it could harm our growth prospects and have a material adverse effect on our business, financial condition, and results of operations. 47Table of ContentsOur platform relies on a limited number of instructors who create a significant portion of the most popular content on our platform, and the loss of these instructor relationships could adversely affect our business, financial condition, and results of operations. We strive to build meaningful connections with instructors, ranging from those that are well known and have created extensively to those that have just begun the process of creating courses. We are expanding our platform, using generative AI, to improve our instructorsâ€™ ability create additional modalities and hands-on learning experiences. As of SeptemberÂ 30, 2024, we had relationships with over 75,000 instructors. Although we view the breadth and diverse expertise of our instructor base and the content they create as one of our competitive advantages, a significant portion of the most popular content on our platform, and as a result a significant portion of our revenue, is attributable to a limited number of our instructors. Because instructors may unpublish content or leave the Udemy platform altogether, subject to our right to continue offering such content to new learners on the consumer marketplace for 60 days afterwards and in our subscription offerings for 12 months afterwards, we may need to source replacement content by a different instructor on short notice. For example, we recently announced a change in our revenue share model with instructors, which became effective at the beginning of 2024, which could cause some instructors to unpublish content or leave the Udemy platform. Although we do not believe the loss of any one of these instructors would materially impact our business, the loss of multiple existing instructors, as well as any failure to attract additional instructors, could negatively impact our business, financial condition and results of operations by adversely affecting our ability to provide high-quality, engaging, and relevant content for one or more subject matters and the pace at which we provide such content, which in turn could reduce the attractiveness of our platform to learners and customers. If we fail to maintain and expand our relationships with UB customers, our ability to grow our business and revenue will suffer. Revenue from our Enterprise segment represented 65% and 59% of total revenue during the three months ended September 30, 2024 and 2023, respectively, and 62% and 57% of total revenue during the nine months ended September 30, 2024 and 2023, respectively. We believe that our future success depends, in part, on our ability to grow this offering, both by retaining and expanding our relationship with existing customers and attracting new customers. Many customers initially use our platform within specific groups or departments within their organizations, or for specific use cases. Our ability to grow our UB business depends, in part, on our ability to persuade these customers to expand their use of our platform to address additional use cases. Further, the continued growth of our business requires that our customers renew their subscriptions with us and that we expand our relationships with our existing customers. Customers may decide not to renew their subscriptions with a similar contract period, at the same prices and terms, with the same or a greater number of users, or at all. It is difficult to accurately predict whether we will have future success in retaining customers or expanding our relationships with them. We have experienced significant growth in the number of customers subscribing to our UB offerings, but we do not know whether we will continue to achieve similar growth, or achieve any growth at all, in the future. Our ability to retain UB customers and expand our deployments with them may decline or fluctuate as a result of a number of factors, including customersâ€™ satisfaction with our platform, the quality and timeliness of our customer success and customer support services, our prices, the prices and features of competing solutions, reductions in customersâ€™ spending levels, insufficient adoption of our platform by our customersâ€™ constituents, and new feature releases, any of which could cause our revenue to decline or grow less quickly than anticipated, which would harm our business, financial condition, and results of operations. We operate in a highly competitive market, and we may not be able to compete successfully against current and future competitors. We operate in a highly competitive environment, as the market for online learning is relatively new, fragmented, and rapidly evolving, with limited barriers to entry. We compete for learners, enterprise customers, and instructors: â€¢Learners: We compete for learners based on our course catalog, instructors, and learning tools. â€¢UB customers: We compete for customers based on our up-to-date content, the breadth and depth of that content across the full range of core business functions, and advanced product features that optimize self-paced learning and enable organizations to effectively drive programmatic learning. â€¢Instructors: We compete for instructors based on our ability to promote monetization opportunities. Our competition includes corporate training offerings, direct-to-consumer training offerings, specialized content training offerings, and free online resources used to gather and share knowledge and skills. 48Table of ContentsWe expect our existing competitors and new entrants to the online learning market to continually evolve and improve their business models. If these or other market participants introduce new or improved delivery of online education and technology-enabled services that are more compelling or widely accepted than ours, our ability to grow our revenue and achieve profitability could suffer. The emergence of enhanced generative artificial intelligence capabilities could provide competitors with an advantage. Several new and existing companies in the online education industry provide or may provide offerings similar to what we offer on our platform, and, despite any exclusivity arrangements we have with our instructors, these companies may nonetheless pursue relationships with our instructors that may reduce, or stop altogether, the content our instructors produce for our platform. In addition, customers may choose to continue using or develop their own online learning or training solutions in-house rather than pay for our platform. We believe that our ability to successfully compete depends on a range of factors, both within and beyond our control, including: â€¢the availability or development of alternative online learning platforms that are more compelling to learners, instructors, or organizations than ours; â€¢changes in pricing policies and terms offered by our competitors or by us, including the 2024 change to our instructor revenue sharing model; â€¢the ability to adapt to or compete with new technologies and changes in requirements of our learners, instructors, and UB customers;â€¢the ability to adapt to disruptive innovation that may significantly alter or transform the competitive landscape, such as natural language processing, artificial intelligence and machine learning;â€¢costs associated with acquiring and retaining learners, instructors, and UB customers; â€¢the ability of our current and future competitors to establish relationships with customers; â€¢industry consolidation and the number and rate of new entrants; â€¢difficulties with software development that could delay or prevent the development, introduction or implementation of platform modifications and enhancements; and â€¢costs associated with improving and maintaining our platform. Current and potential competitors (including any new entrants into the market) may enjoy substantial competitive advantages over us, such as greater name recognition, longer operating histories, market- or industry-specific knowledge, more successful marketing capabilities, more successful adaptation to or integration of emerging technologies such as artificial intelligence, and substantially greater financial, technical, and other resources than we have. Our current or new competitors may adopt certain aspects of our business model, which could reduce our ability to differentiate our services. Furthermore, online educational content is not typically marketed exclusively through any single channel and, accordingly, our competitors could aggregate a set of online learning courses similar to ours. Competition may intensify as our competitors raise additional capital or as new participants, including established companies, enter the markets in which we compete. Our ability to grow our business and achieve profitability could be impaired if we cannot compete successfully.49Table of ContentsThe market for online learning solutions may not grow as we expect, which may harm our business, financial condition, and results of operations. Our future success depends in part on the future growth in the demand for online learning solutions. We expect that broader societal and macroeconomic conditions, including inflation, interest rates, general economic uncertainty, and the prevalence of remote or hybrid work, will influence the further development of the online learning market and the growth rate of remote, online and asynchronous learning and training solutions such as ours. In addition, the rate at which online learning solutions are adopted by learners or UB customers may also depend on a variety of factors specific to individual learners or UB customers, such as budget constraints and training needs. Consequently, it is difficult to predict demand for and continued use of our platform by learners, instructors, and UB customers, the rate at which existing learners and instructors expand their engagement with our platform, the size and growth rate of the market for our platform, the entry of competitive offerings into the market, or the success of existing competitive offerings. Even if market demand for online learning solutions generally increases, we cannot assure you that adoption of our platform will also increase. If the market for online learning solutions does not grow as we expect or our platform does not achieve widespread adoption, it could result in reduced learner and customer spending, reduced engagement from instructors, attrition by learners, instructors, and UB customers, and decreased revenue, any of which would adversely affect our business, financial condition, and results of operations. We may need to change our pricing model for our platformâ€™s offerings, which in turn could adversely impact our results of operations. We have in the past, and expect that we may in the future, need to change our pricing model or target contract length from time to time. As the market for our learning platform develops, as new competitors introduce competitive applications or services, or as we enter into new international markets, we may be unable to attract new learners or UB customers at the same price or based on the same pricing models we have historically used, or for contract lengths consistent with our historical averages. In addition, as we introduce new products, or improve existing ones, we may not be successful in developing appealing pricing and contract models for these products. Pricing and contract length decisions may also impact the mix of adoption among our offerings and negatively impact our overall revenue. Competition may also require us to make substantial price concessions. Moreover, our consumer pricing model and methodology has been, and may in the future become, subject to legal challenge under applicable federal or state laws, regulations, and guidelines relating to promotional pricing practices. Our results of operations may be adversely affected by any of the foregoing, and we may have increased difficulty achieving or maintaining profitability. Failure to effectively leverage our strategic partnerships to market and sell our products could impact our ability to increase brand awareness and grow our revenue.We rely on strategic partners, including resellers, for certain sales and marketing efforts. We plan to continue to establish and maintain similar strategic relationships as part of our growth strategy, and we expect these partners to become an increasingly important aspect of our business. Identifying partners and negotiating terms with them requires significant time and resources, and we are dependent on our ability to negotiate terms that are favorable to us and provide sufficient incentives for our partners to promote our products. If our partners do not effectively sell or market our products, choose to promote our competitorsâ€™ products or otherwise choose not to devote sufficient efforts to our business, our ability to grow our revenue may be impaired, and our results of operations may suffer. In addition, we have granted exclusivity to resellers in certain geographies for UB, such as to our partner Benesse in Japan, and so we are dependent on the sales efforts of our resellers in those geographies. If we fail to effectively manage our existing resellers, or if our reseller partners are unsuccessful in fulfilling the orders for our products, or if we are unable to enter into arrangements with, and retain a sufficient number of, high quality reseller partners in each of the regions in which they sell products and keep them motivated to sell our products, our ability to sell our products and operating results will be harmed. Any negative changes in our relationship with our reseller partners, including the loss of a reseller or a significant reduction in business with a reseller, 50Table of Contentscould adversely impact our sales in particular geographies, which could, in turn, negatively impact our results of operations.Failure to effectively expand our sales and marketing capabilities could harm our ability to increase our base of learners and UB customers and achieve broader market acceptance. Our ability to broaden our base of both consumer learners and UB customers, and achieve broader market acceptance of our marketplace platform, will depend to a significant extent on the ability of our sales and marketing organizations to work together to drive our sales pipeline and cultivate customer relationships. Our marketing efforts include the use of search engine optimization, paid search, email marketing, and television. We have invested in and plan to continue expanding our sales and marketing organizations, both domestically and internationally. Identifying, recruiting, training, and retaining talented sales and marketing personnel will require significant time, expense, and attention, and if we are unable to do so, or if the hired personnel are unable to achieve desired productivity levels in a reasonable period of time, or if our sales and marketing programs are not effective, our ability to broaden our customer base and achieve broader market acceptance of our platform could be harmed. In addition, the investments we make in our sales and marketing organizations will occur in advance of experiencing benefits from such investments, making it difficult to determine in a timely manner if we are efficiently allocating our resources in these areas. If we are not able to maintain and enhance our brand, our reputation and business may suffer. We believe that maintaining and enhancing our reputation and brand recognition is critical to our ability to attract and retain learners, instructors, UB customers, and partners, and that the importance of our reputation and brand recognition will continue to increase as competition in the markets in which we operate continues to develop. Our success in this arena will depend on a range of factors, both within and beyond our control. Factors affecting our reputation and brand recognition that are within our control include our ability to: â€¢market our platform effectively and efficiently; â€¢maintain a useful, innovative, and reliable platform; â€¢maintain a high satisfaction among learners, instructors, and UB customers; â€¢provide a high quality and perceived value for our platform; â€¢successfully differentiate our platform from competing offerings; â€¢maintain a consistently high level of customer service; and â€¢prevent any actual or perceived data security breach or incident or data loss, or misuse or perceived misuse of our platform. Additionally, our reputation and brand recognition may be affected by factors that are beyond our control, such as: â€¢the actions of competitors or other third parties; â€¢the quality and quantity of, as well as the nature and subject matter of, content available from instructors on our platform; â€¢positive or negative publicity, including with respect to events or activities attributed to us, our employees, instructors, or our commercial partners; â€¢interruptions, delays, or attacks on our platform; and â€¢litigation or legal developments. Damage to our reputation and brand, from the factors listed above or otherwise, may reduce demand for our platform and have an adverse effect on our business, operating results and financial condition. Moreover, any attempts to rehabilitate our reputation and brand recognition may be costly and time-consuming, and there can be no assurance that any such efforts will ultimately be successful. 51Table of ContentsWe could face liability, or our reputation might be harmed, as a result of courses posted to our platform. Instructors at times post courses and related materials to our platform that contain content owned by third parties, and we do not proactively review content for potential infringement of intellectual property rights. Although we maintain and enforce terms and policies requiring instructors to respect the intellectual property rights of others, they may not do so. As a result, we are subject to potential liability to third parties for the unauthorized duplication, distribution, or other use of this material. In addition, third parties have alleged, and in the future may allege, misappropriation, plagiarism, defamation, disparagement or similar claims related to content appearing on our platform. Any such claims could subject us to costly litigation, regardless of whether the claims have merit. Moreover, there can be no assurance that our responses to complaints by third-party content owners regarding intellectual property violations will be sufficient to protect us from adverse claims. Our various liability insurance coverages may not cover potential claims of this type adequately or at all, and we may be required to alter or cease our uses of such material, which may include removing course content or altering the functionality of our platform, or be required to pay monetary damages. Where applicable, we rely on a variety of statutory and common law frameworks and defenses, including those provided by the Digital Millennium Copyright Act of 1998, the Communications Decency Act (the â€œCDAâ€), the fair-use doctrine in the United States and the E-Commerce Directive in the European Union (the â€œE.U.â€). However, the availability, scope, and application of such frameworks, defenses, and statutes varies across the many jurisdictions in which we operate, and the applicable limitations on immunity, requirements to maintain immunity, and moderation efforts required in the many jurisdictions in which we operate may affect our ability to rely on these frameworks and defenses, or create uncertainty regarding liability for content posted to our platform. Moreover, regulators in the United States and in other countries in which we operate may introduce new regulatory regimes or modify existing regulatory regimes, including in ways that increase potential liability for information or content available on or through our platform or the content moderation decisions we make with respect to our platform, or which impose additional obligations to monitor such information or content, which could increase our costs. Failure of our resellers or other commercial partners to use acceptable ethical business practices or comply with applicable laws could negatively impact our business. In certain jurisdictions, such as Japan, we rely on third-party resellers and other commercial partners to distribute and market our offerings. We expect these resellers and partners to operate in compliance with applicable laws, rules, and regulations, but we cannot control their conduct. If any of our resellers or partners violates applicable laws or implements business practices that are regarded as unethical, the distribution of our platform in those jurisdictions could be interrupted, usage of our platform could decline, our reputation could be damaged and we may be subject to liability. Any of these events could have a negative impact on our business, financial condition, and results of operations. Our revenue, results of operations, and financial condition could be negatively affected by general economic conditions. Our business is sensitive to trends in the general economy, which is unpredictable. Therefore, our operating results, to the extent they reflect changes in the broader economy, may be subject to significant fluctuations. Since online learning is generally dependent on discretionary spending, negative general economic or financial conditions or uncertainty regarding future economic or financial conditions could significantly reduce the overall amount that learners and organizations spend on, and the frequency of, online learning or

result in delays to planned spending on online learning. Any or all of these factors could reduce the demand for our services, reducing our revenue and potentially increasing our need to make significant expenditures to continue to attract learners and UB customers to our platform. Additionally, adverse developments affecting the banking or financial services industries or the financial and capital markets, such as actual events or concerns involving liquidity, defaults or non-performance by financial institutions or transactional counterparties, could negatively affect our revenue, results of operations and financial condition. Our business and operations could be materially and adversely affected by natural disasters, public health emergencies, political crises, or other catastrophic events. Our business and operations could be materially and adversely affected by catastrophic events, such as earthquakes, floods, fires, telecommunications failures, power losses, break-ins, acts of terrorism, wars and other armed conflicts, political or geopolitical crises, inclement weather and public health emergencies. In particular, our corporate headquarters are located in San Francisco, California, an earthquake-sensitive area 52Table of Contentsand one that has been increasingly vulnerable to wildfires, and damage to or total destruction of our executive offices resulting from earthquakes may not be covered in whole or in part by any insurance we may have. If catastrophic events were to cause damage to our properties or interrupt our operations, our results of operations would suffer. Global climate change may result in natural disasters occurring more frequently or with greater intensity, such as drought, wildfires, storms, sea-level rise, and flooding. We may not be able to effectively adapt our operations to avoid disruptions arising from the occurrence of such events, and our business could be affected adversely as a result. Our business could be harmed if we fail to manage our growth effectively. The growth we have experienced, and may continue to experience, in our business places significant demands on our operational infrastructure. The scalability and flexibility of our platform depends on the functionality of our technology and network infrastructure and our ability to handle increased traffic and demand for bandwidth. The growth in the number of learners and instructors using our platform and the amount of educational content available through our platform has increased the amount of data and requests that we process. Any problems with the transmission of increased data and requests could result in harm to our brand or reputation. Moreover, as our business grows, we will need to devote additional resources to improving our operational infrastructure and enhancing our scalability in order to maintain the performance of our platform. Our growth has placed, and will likely continue to place, a significant strain on our managerial, administrative, operational, financial, and other resources. Future growth in our organization could place additional strain on our existing resources, and we could experience systemic operating difficulties in managing our business, which may negatively impact our gross profit or operating expenses. Our future success depends on our ability to retain our senior management team and other highly skilled employees and to attract, retain, and motivate our qualified personnel. We depend on the continued services and performance of our senior management team, key technical employees, and other key personnel. Although we have entered into employment agreements with senior management team members, each of them may terminate their employment with us at any time or not be able to perform the services we require in the future. We do not maintain â€œkey personâ€ insurance for any of our executives or other employees. Similarly, third parties may attempt to encourage our senior management team or other key employees to leave for other employment. The loss of one or more of the members of our senior management team or other key personnel for any reason could disrupt our operations, create uncertainty among investors, adversely impact employee retention and morale and significantly harm our business. From time to time we have experienced, and may continue to experience, difficulty in hiring and retaining employees with the appropriate level of qualifications. The companies with which we compete for qualified employees may have greater resources than we have and may offer compensation packages that are perceived to be better than ours. We use restricted stock units and performance-based restricted stock units, among other things, to help attract and retain employees; however, if our stock price performs poorly, these equity incentives may not be sufficient to achieve these goals. Additionally, changes in our compensation structure, workforce reductions and other cost reduction efforts (including our ongoing operational efficiency initiatives and the restructuring plan announced in September 2024) may be negatively received by employees and result in attrition or recruiting difficulties. If we fail to attract new employees or fail to retain and motivate our current employees, our business and future growth prospects could be adversely affected. Acquisitions and other strategic investments may expose us to significant risks, any of which could materially and adversely affect our business, financial condition, and results of operations. We have in the past pursued, and may in the future pursue, acquisitions of, or strategic investments in, businesses, technologies, services and other assets that complement our business. For example, in 2021 we acquired CUX, Inc. (d/b/a CorpU) (â€œCorpUâ€), an online leadership development platform that we have rebranded as our UB Leadership Academy. We have limited experience as an organization with successfully executing and managing acquisitions and strategic investments. These kinds of transactions involve numerous risks, including the following: â€¢difficulties in realizing the anticipated economic, operational and other benefits of the acquisition or strategic investment successfully or in a timely manner; 53Table of Contentsâ€¢failure of businesses we acquire or invest in to achieve anticipated revenue, earnings, or cash flow; â€¢diversion of managementâ€™s attention or other resources from our existing business; â€¢any inability to maintain the key customers, business relationships, suppliers, and brand potential of businesses we acquire or invest in; â€¢uncertainty of entry into businesses or geographies in which we have limited or no prior experience or in which competitors have stronger positions; â€¢unanticipated or greater costs than expected associated with pursuing acquisitions or investments; â€¢difficulties in, or costs associated with, any integration process, such as challenges associated with assigning or transferring acquired intellectual property or intellectual property licenses; integrating and auditing financial statements of acquired companies that have not historically prepared financial statements in accordance with generally accepted accounting principles in the United States (â€œGAAPâ€); and integrating the workforce of acquired companies and the potential loss of key employees of the acquired companies;â€¢responsibility for the liabilities of acquired businesses, including those that were not disclosed to us or exceed our estimates, such as liabilities arising out of the failure to maintain effective privacy, data protection and cybersecurity controls, and liabilities arising out of the failure to comply with applicable laws and regulations, including tax laws; â€¢inability to maintain our culture and values, ethical standards, controls, procedures, and policies; andâ€¢asset write-offs and impairments of goodwill and intangible assets in connection with any acquisition or strategic investment, as well as any inability to accurately forecast such impacts. We may not succeed in addressing these or other risks in connection with any acquisitions or strategic investments we undertake, which could have a material adverse effect on our business, financial condition, and results of operations. Furthermore, we may have to pay cash, incur debt or issue equity or equity-linked securities to finance any acquisitions or investments, which could also adversely affect our financial condition or the trading price of our securities, and the sale of equity or equity-linked securities could result in dilution to our stockholders.We may need to raise additional funds to pursue our growth strategy or continue operations, and we may be unable to raise capital when needed or on acceptable terms. From time to time, we may seek additional equity or debt financing to fund our growth, enhance our platform, respond to competitive pressures, or make acquisitions or other investments. Our business plans may change, general economic, financial or political conditions in our markets may deteriorate or other circumstances may arise, in each case that have a material adverse effect on our cash flows and the anticipated cash needs of our business. Any of these events or circumstances could result in significant additional funding needs, requiring us to raise additional capital. We cannot predict the timing or amount of any such capital requirements at this time. If financing is not available on satisfactory terms, or at all, we may be unable to expand our business at the rate desired and our results of operations may suffer. We operate internationally and we plan to continue expanding our international operations, which exposes us to risks inherent in international operations. Managing a global organization requires significant resources and management attention. We currently maintain operations outside of the United States in Ireland, Turkey, Australia, and India, and we plan to expand our international operations in the future. We generated 60% and 60% of our total revenue outside of North America during each of the three months ended September 30, 2024 and 2023, respectively, and 60% and 60% of our total revenue outside of North America during the nine months ended September 30, 2024 and 2023, respectively. Based on our instructor registration records, we estimate that a majority of our instructors are located outside the United States. Any further international expansion efforts that we may undertake may not be as successful as we expect or at all. Additionally, conducting international operations subjects us to risks that we have not generally faced in the United States. These risks include: â€¢the cost and resources required to localize our services, which requires the translation of our websites into foreign languages and adaptation for local practices and regulatory requirements; 54Table of Contentsâ€¢competition with local market participants who understand the local market better than we do or who have pre-existing relationships with our potential learners and UB customers in those markets;â€¢greater reliance on third-party resellers and other commercial partners for the distribution and marketing of our offerings;â€¢legal uncertainty regarding the operations of our platform and our liability for the content and services provided by our instructors, including as a result of evolving local laws or a lack of clear precedent of applicable law; â€¢the burdens of complying with a wide variety of foreign laws and legal standards; â€¢lack of familiarity with and unexpected changes in foreign regulatory requirements; â€¢adapting to variations in methods of payment from learners and UB customers; â€¢difficulties in managing and staffing international operations; â€¢fluctuations in currency exchange rates; â€¢potentially adverse tax consequences, including the complexities of foreign value added tax systems, digital services tax and restrictions on the repatriation of earnings; â€¢increased financial accounting and reporting burdens and complexities and difficulties in implementing and maintaining adequate internal controls; â€¢political, social, and economic instability abroad, wars and other armed conflicts, terrorist attacks, and security concerns in general, including Russiaâ€™s invasion of Ukraine and the ongoing conflicts in the Middle East; â€¢reduced or varied protection for intellectual property rights in some countries; and â€¢higher telecommunications and internet service provider costs. Operating in international markets also requires significant management attention and financial resources. The investment and additional resources required to establish operations and manage growth in other countries may not produce desired levels of revenue or profitability. Our strategic and other relationships with partners overseas may also subject us to additional regulatory scrutiny in the United States and other jurisdictions. Operating in international markets could also increase our business exposure to the effects of trade and economic sanctions regulations. See â€œâ€œWe are subject to governmental export and import controls and regulations that could impair our ability to compete in international markets and subject us to liability if we are not in full compliance with applicable laws.â€Further, as we continue to expand internationally, we could also become subject to increased difficulties in collecting accounts receivable (including as a result of international sanctions or other trade restrictions affecting the geographies in which we or our learners or customers are present), repatriating money without adverse tax consequences, and risks relating to foreign currency exchange rate fluctuations. We have not engaged in currency hedging activities to limit risk of exchange rate fluctuations, and while we may decide to do so in the future, the availability and effectiveness of these hedging transactions may be limited. Changes in exchange rates affect our costs and earnings, and may also affect the book value of our assets located outside the United States and the amount of our stockholdersâ€™ equity. We are subject to laws and regulations worldwide, and failure to comply with such laws and regulations could subject us to claims or otherwise adversely affect our business, financial condition and results of operations. We are subject to a variety of laws in the U.S. and abroad that affect our business. As a global platform with learners and instructors in over 180 countries, we are subject to a wide range of laws and regulations regarding consumer protection, advertising, electronic marketing, privacy, data protection and cybersecurity, data localization requirements, online services, freedom of speech, labor, real estate, taxation, intellectual property ownership and infringement, export and national security, tariffs, anti-corruption and telecommunications, all of which are continuously evolving and developing.55Table of ContentsThe scope and interpretation of the laws that are or may be applicable to us are often uncertain and may be conflicting, particularly laws outside the U.S., and compliance with laws, regulations and similar requirements may be burdensome and expensive. Because these laws and regulations are subject to change over time, we must continue to dedicate resources to monitoring developments in the law and ensuring compliance. Laws and regulations may be inconsistent from jurisdiction to jurisdiction, and certain jurisdictions may impose more stringent regulatory requirements than the U.S., which may increase the cost of compliance and doing business and expose us to possible litigation, penalties, or fines. Any such costs, which may rise in the future as a result of changes in these laws and regulations or in their interpretation, could make our platform less attractive to learners, instructors, or enterprise customers or cause us to change or limit our ability to make available our platform. We have policies and procedures designed to ensure compliance with applicable laws and regulations, but we cannot assure you that we will not experience violations of such laws and regulations or our policies and procedures. Any such violations could subject us to investigations, sanctions, enforcement actions, disgorgement of profits, fines, damages, civil and criminal penalties, or injunctions. If any governmental sanctions are imposed, or if we do not prevail in any possible civil or criminal litigation, our business, operating results, and financial condition could be materially adversely affected. In addition, responding to any action will likely result in a significant diversion of managementâ€™s attention and resources and an increase in professional fees. Enforcement actions and sanctions could harm our business, operating results, and financial condition. We use machine learning and artificial intelligence throughout the business. As the regulatory framework for machine learning technology and artificial intelligence evolves, our business, financial condition, and results of operations may be adversely affected. The regulatory framework for machine learning technology, artificial intelligence and automated decision making is evolving. It is possible that new laws and regulations will be adopted in the United States and in non-U.S. jurisdictions, or that existing laws and regulations may be interpreted in ways that would affect the operation of our learning platforms and the way in which we use artificial intelligence and machine learning technology. Further, the cost to comply with such laws or regulations could be significant and would increase our operating expenses, which could adversely affect our business, financial condition and results of operations.We are subject to governmental export and import controls and regulations that could impair our ability to compete in international markets and subject us to liability if we are not in full compliance with applicable laws. Our business activities are subject to various restrictions under U.S. export and similar laws and regulations, including trade and economic sanctions regulations. The U.S. export control and economic sanctions laws and regulations include restrictions or prohibitions on the sale of certain services to U.S. embargoed or sanctioned countries, governments, persons, and entities which in some cases might apply to our activities. In addition, various countries regulate the import of certain technology and have enacted or could enact laws that could limit our ability to provide learners access to our platform or could limit our learnersâ€™ ability to access or use our services in those countries. Although we take precautions to prevent our platform from being provided in violation of such laws and regulations, our platform could nevertheless be provided inadvertently in violation of such laws. Complying with these laws and regulations could be particularly difficult because our products are widely available worldwide, in some cases, by providing only minimal information at registration. If we fail to comply with these laws and regulations, we and certain of our employees could be subject to civil or criminal penalties. We also may be adversely affected through penalties, reputational harm, loss of access to certain markets, or otherwise. In addition, various countries regulate the import and export of certain encryption and other technology, including import and export permitting and licensing requirements, and have enacted laws that could limit our ability to distribute our platform or could limit our learnersâ€™ ability to access our platform in those countries. Changes in our platform, or future changes in export and import regulations, may prevent our international learners or instructors from using our platform or, in some cases, prevent the export or import of our platform to certain countries, governments, or persons altogether. Any change in export or import regulations, economic sanctions, or related legislation or changes in the countries, governments, persons, or technologies targeted by such regulations, could result in decreased use of our platform. 56Table of ContentsFailure to comply with anti-bribery, anti-corruption, and anti-money laundering laws, and similar laws, could subject us to penalties and other adverse consequences. We are subject to the anti-bribery and anti-money laundering laws in the U.S. and other applicable jurisdictions. Anti-corruption and anti-bribery laws have been enforced aggressively in recent years and are interpreted broadly to generally prohibit companies, their employees, agents, representatives, business partners, and third-party intermediaries from authorizing, offering, or providing, directly or indirectly, improper payments or benefits to recipients in the public or private sector. We sometimes engage third parties to sell our products and conduct our business abroad. We and our employees, agents, representatives, business partners, or third-party intermediaries may have direct or indirect interactions with officials and employees of government agencies or state-owned or affiliated entities and may be held liable for the corrupt or other illegal activities of these employees, agents, representatives, business partners, or third-party intermediaries even if we do not explicitly authorize such activities. We cannot assure you that none of our employees and agents will take actions in violation of applicable law, for which we may be ultimately held responsible. These laws also require that we keep accurate books and records and maintain internal controls and compliance procedures designed to prevent any such actions. While we have policies and procedures to address compliance with such laws, we cannot assure you that none of our employees, agents, representatives, business partners, or third-party intermediaries will take actions in violation of our policies and applicable law, for which we may be ultimately held responsible. Any allegations or violations of applicable anti-bribery and anti-corruption laws and anti-money laundering laws could result in whistleblower complaints, sanctions, settlements, prosecution, enforcement actions, fines, damages, adverse media coverage, investigations, loss of export privileges, severe criminal or civil sanctions, or suspension or debarment from U.S. government contracts, all of which may have an adverse effect on our reputation, business, financial condition, results of operations, and prospects. Responding to any investigation or action will likely result in a materially significant diversion of managementâ€™s attention and resources and significant defense costs and other professional

fees. We are from time to time involved in claims, lawsuits, government investigations, and other proceedings that could adversely affect our business, financial condition, and results of operations. We are involved in litigation matters from time to time, such as matters incidental to the ordinary course of our business, including intellectual property, commercial, employment, class action, whistleblower, accessibility, and other litigation and claims, and governmental and other regulatory investigations and proceedings. Such matters can be time-consuming, divert managementâ€™s attention and resources, cause us to incur significant expenses or liability, or require us to change our business practices. In addition, the expense of litigation and the timing of these expenses from period to period are difficult to estimate, subject to change, and could adversely affect our financial condition and results of operations. Because of the potential risks, expenses, and uncertainties of litigation, we may, from time to time, settle disputes, even where we have meritorious claims or defenses, by agreeing to settlement agreements. Any of the foregoing could adversely affect our business, financial condition, and results of operations. Our sales to government clients expose us to additional risks.We derive a portion of our revenue from sales to US federal, state and local governmental agencies, as well as foreign governments and agencies. Sales to government customers may be subject to lengthy and complex procurement processes, including technology and security assessments, budget approvals and competitive bidding requirements. Government demand for our offerings may be impacted by government shutdowns, public sector budgetary cycles, contracting requirements, and funding authorizations, with funding reductions or delays adversely affecting public sector demand for our products and subscriptions. Further, governmental entities may demand contract terms that differ from our standard arrangements and are less favorable than terms agreed with private sector customers, including terms that may allow a government to terminate without cause and provide for higher liability limits for certain losses. In addition, as a government contractor, we must comply with laws, regulations, and contractual provisions relating to the formation, administration, and performance of government contracts, which affect how we do business with government agencies. Governmental entities may also be subject to a rapidly evolving regulatory framework that may impact their ability to use our platform and products. As a result of actual or perceived noncompliance with these laws, regulations, or contractual provisions, we may be subject to non-ordinary 57Table of Contentscourse audits and internal investigations, which may prove costly to our business, divert management time, or limit our ability to continue selling our products and services to our government customers. Any violation of government contracting laws and regulations or contract terms could result in the imposition of various civil and criminal penalties, which may include termination of contracts, forfeiture of profits, suspension of payments and fines, treble damages, and suspension from future government contracting. Also, engaging in sales activities to foreign governments introduces additional compliance risks specific to the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, and other similar statutory requirements prohibiting bribery and corruption in the jurisdictions in which we operate. All these factors add further risk to business conducted with these customers. Adherence to our values and our focus on long-term sustainability may negatively impact our short- or medium-term financial performance. Our values motivate everything we do, and we accordingly intend to focus on the long-term sustainability of our business and platform. We may take actions that we believe will benefit our business and our ecosystem and, therefore, our stockholders over a period of time, even if those actions do not maximize short- or medium-term financial results. However, these longer-term benefits may not materialize within the timeframe we expect or at all. For example: â€¢we may choose to prohibit certain content from our platform that we believe is inconsistent with our values even though we could benefit financially from the sale of that content; â€¢we may choose to revise our policies in ways that we believe will be beneficial to our learners, instructors, and UB customers in the long term even though the changes may be perceived unfavorably among our existing learners, instructors, and customers; or â€¢we may take actions, such as locating our servers in low-impact data centers, that reduce our environmental footprint even though these actions may be more costly than other alternatives. Increased scrutiny and changing expectations from regulators, investors, customers, employees, and others regarding our environmental, social and governance practices and reporting could cause us to incur additional costs, devote additional resources and expose us to additional risks, which could adversely impact our reputation, customer acquisition and retention, access to capital and employee retention. Companies across all industries are facing increasing scrutiny related to their environmental, social and governance, or ESG, practices and reporting. Regulators, investors, customers, employees and other stakeholders have focused increasingly on ESG practices and placed increasing importance on the implications and social cost of their investments, purchases and other interactions with companies. If our ESG practices and reporting do not meet investor, customer, or employee expectations, which continue to evolve, our brand, reputation, and learner, instructor, and UB customer retention may be negatively impacted. We also expect to incur additional costs and devote additional resources to monitor, report and implement various ESG practices, including as a result of regulatory developments.Inadequate self-insurance accruals or insurance coverage for employee healthcare benefits could have an adverse effect on our business, financial results or financial condition.Beginning in 2023, we became self-insured for certain medical benefits, up to certain stop-loss limits. We accrue these costs based on known claims and estimates of incurred but not reported claims. Our actual liabilities may exceed our estimates of losses. We may also experience an unexpectedly large number of claims that result in costs or liabilities in excess of our projections, which could cause us to record additional expenses.Risks related to technology, privacy, and cybersecurity Changes in laws or regulations relating to privacy, data protection, or cybersecurity, including those relating to the protection or transfer of data relating to individuals, or any actual or perceived failure by us to comply with such laws and regulations or any other obligations could adversely affect our business. We receive, transmit, store, and otherwise process personal information and other data relating to our learners, instructors, and other individuals, such as our employees. Numerous local, municipal, state, federal, and international laws and regulations address privacy, data protection, cybersecurity, and the collection, storing, use, disclosure, protection, and other processing of certain types of data. These laws, rules, and regulations 58Table of Contentsevolve frequently and their scope may continually change, through new legislation, amendments to existing legislation, and changes in enforcement, and may be inconsistent from one jurisdiction to another. For example, the E.U. General Data Protection Regulation (â€œGDPRâ€) has resulted and will continue to result in significantly greater compliance burdens and costs for companies like ours. The GDPR regulates our collection, control, sharing, use, disclosure, and other processing of personal data of individuals in the E.U. Actual or alleged failure to comply with the GDPR may result in fines of up to 20 million euros or up to 4% of the annual global revenue of the infringer, whichever is greater. It may also lead to civil litigation, with the risks of damages, injunctive relief, or regulatory orders adversely impacting our processing of personal data. The United Kingdom maintains a United Kingdom version of the GDPR (combining the GDPR and the United Kingdom Data Protection Act of 2018), referred to as the U.K. GDPR, which provides for fines of up to 17.5 million British pounds sterling or 4% of global turnover, whichever is greater. The relationship between the United Kingdom and the E.U. in relation to certain aspects of data protection law is subject to uncertainty. On June 28, 2021, the European Commission announced a decision of â€œadequacyâ€ concluding that the United Kingdom ensures an equivalent level of data protection to the GDPR, generally permitting personal data transfers from the European Economic Area (the â€œEEAâ€) to the United Kingdom. This adequacy determination must, however, be renewed after four years and may be modified or revoked in the interim. We cannot fully predict how United Kingdom data protection laws or regulations may develop nor the effects of divergent laws and guidance, including those relating to data transfers. Changes with respect to any of these matters may lead to additional costs and increase our risk exposure.Additionally, we are or may become subject to laws, rules, and regulations regarding cross-border transfers of personal data, including transfers of personal data outside the EEA, Switzerland and the United Kingdom. Recent developments have created complexity and uncertainty regarding transfers of personal data from the EEA to the U.S. and other jurisdictions. In 2020, the Court of Justice of the European Union (the â€œCJEUâ€) invalidated the E.U.-U.S. Privacy Shield Framework (the â€œPrivacy Shieldâ€), under which personal data could be transferred from the EEA. The CJEU also noted that standard contractual clauses (approved by the European Commission as an adequate personal data transfer mechanism) may not necessarily be relied upon in all circumstances. In addition to other mechanisms, in limited circumstances we may rely on Privacy Shield certifications of third parties (for example, vendors and partners). The European Commission and the United Kingdomâ€™s Information Commissionerâ€™s Office have published new standard contractual clauses that are required to be implemented. Following issuance of a U.S. Executive Order, a new framework, the EU-U.S. Data Privacy Framework (â€œEU-U.S. DPFâ€) was created as a successor to the Privacy Shield. Following an adequacy decision issued by the European Commission on July 10, 2023, the DPF, along with a UK extension to the EU-U.S. DPF that allows the transfer of personal data from the UK to the U.S. (the â€œUK DPF Extensionâ€), is available for companies as a lawful transfer mechanism for personal data transfers to the U.S. from the EEA and UK. The Swiss-U.S. Data Privacy Framework (â€œSwiss-U.S. DPFâ€) also has been established to serve as a lawful transfer mechanism for personal data transfers to the U.S. from Switzerland. We have self-certified to the EU-U.S. DPF, the UK DPF Extension, and the Swiss-U.S. DPF. The EU-U.S. DPF already has been the subject of legal challenge, however, and more generally, these frameworks may be subject to legal challenges from privacy advocacy groups or others. Additionally, the European Commission's adequacy decision regarding the DPF provides that the DPF will be subject to future reviews and may be subject to suspension, amendment, repeal, or limitations in scope by the European Commission. These developments regarding cross-border data transfers have created uncertainty and increased the risk around our international operations and may require us to review and amend the legal mechanisms by which we make or receive personal data transfers to the U.S. and other jurisdictions. We may, among other things, be required to implement additional contractual and technical safeguards for any personal data transferred out of the EEA, Switzerland, the United Kingdom or other regions which may increase compliance costs, lead to increased regulatory scrutiny or liability, may require additional contractual negotiations, and may adversely impact our business, financial condition and operating results. The California Consumer Protection Act (â€œCCPAâ€), which went into effect on January 1, 2020, among other things, requires covered companies to provide specified disclosures to California consumers and affords such consumers the ability to opt out of certain types of data sharing and sales. The CCPA provides for civil penalties for violations, as well as a private right of action for certain data breaches. Additionally, in November 2020, California voters passed the California Privacy Rights and Enforcement Act of 2020 (the â€œCPRAâ€). As of January 1, 2023, the CPRA expanded the CCPA with additional requirements that may impact our business and establishes a regulatory agency dedicated to enforcing the law. Several states in the U.S. have proposed or 59Table of Contentsenacted their own privacy laws, many of which contain obligations similar to the CCPA and CPRA. Many of these similar state privacy laws have taken effect or will take effect in coming years, creating the potential for a patchwork of overlapping but different state laws and for a trend of increasingly stringent privacy legislation in the U.S., which could increase our potential liability and adversely affect our business, financial condition, and results of operations. In addition, the Personal Information Protection Law, or PIPL, went into effect in the Peopleâ€™s Republic of China (the â€œPRCâ€) on November 1, 2021. The PIPL shares similarities with the GDPR, including extraterritorial application, data minimization, data localization, and purpose limitation requirements, and obligations to provide certain notices and rights to PRC citizens. The PIPL allows for fines of up to 50 million renminbi or 5% of a covered companyâ€™s revenue in the prior year. Aspects of the interpretation and enforcement of the CCPA, as amended by CPRA, and other evolving federal, state, and foreign laws and regulations relating to privacy and the collection, storing, sharing, use, disclosure, protection, and other processing of certain types of data are subject to varying enforcement and new and changing interpretations by courts, and may impose different or inconsistent obligations. These laws or regulations, particularly any new or modified laws or regulations, or changes to the interpretation or enforcement of laws or regulations, that require enhanced protection of certain data or new obligations, could greatly increase the cost of providing our platform, require significant changes to our data processing practices and other aspects of our operations, or prevent us from providing our platform in jurisdictions in which we currently operate and in which we may operate in the future. Additionally, we have incurred, and may continue to incur, significant expenses in efforts to comply with privacy, data protection, and cybersecurity standards and protocols imposed by law, regulation, industry standards, or contractual obligations. We may be subject to investigation or enforcement actions by regulators if our statements, policies or practices relating to privacy, data protection, or cybersecurity are alleged to be deficient, lacking transparency, deceptive, unfair, or misrepresentative. We are also bound by contractual obligations related to our collection, use, disclosure, protection, and other processing of personal data and other types of data. Our efforts to comply with such obligations may not be successful or may have other negative consequences. With laws, regulations, and other actual and asserted obligations relating to privacy, data protection, and cybersecurity imposing new and relatively burdensome obligations and with uncertainty over their interpretation and application, we may face challenges in addressing their requirements and making necessary changes to our policies and practices and may incur significant costs and expenses in efforts to do so. Despite our efforts, our interpretations of the law or our practices, policies, or platform or other services or offerings could be inconsistent with, or fail or be alleged to fail to meet all requirements of, such laws, regulations, or obligations. Any actual or perceived failure, or consequences associated with our efforts, to comply with applicable laws or regulations or any other obligations relating to privacy, data protection, cybersecurity, or data processing, or any compromise of security that results in unauthorized access to, or use or release of data relating to learners, instructors, or other individuals could damage our reputation, discourage new and existing learners, instructors, and UB customers from using our platform, and could result in investigations, or other proceedings by governmental agencies, private claims and litigation, and fines, penalties, and other liabilities, any of which could adversely affect our business, financial condition and operating results. Even if not subject to legal challenge, concerns relating to privacy, data protection, or cybersecurity, whether or not valid, may harm our reputation and brand adversely affect our business, financial condition, and operating results. A cybersecurity attack or other security breach or incident could delay or interrupt service to our learners, instructors, and UB customers, harm our reputation or subject us to significant liability. Our platform involves the processing of significant amounts of data relating to learners, instructors, and UB customers interacting with our platform, including personal data and personal information. Additionally, we collect and store certain sensitive and proprietary information, and personal information, in the operation of our business, including trade secrets, intellectual property, employee data, and other confidential data. 60Table of ContentsWe engage third-party service providers to store and otherwise process certain data, including sensitive and personal information. Our service providers have been, and in the future may be, the targets of cyberattacks, malicious software, phishing schemes, fraud, and other risks to the confidentiality, security, and integrity of their systems and the data they process for us. Our ability to monitor our service providersâ€™ cybersecurity is limited, and third parties may be able to circumvent those security measures, resulting in the unauthorized access to, misuse, disclosure, loss, unavailability, destruction or other processing of data they process for us, including sensitive and personal information. There have been and may continue to be significant supply chain attacks, and we cannot guarantee that our or our third-party providersâ€™ systems and networks have not been breached or that they do not contain exploitable defects or bugs that could result in a breach of or disruption to our systems and networks or the systems and networks of third parties that support us and our services. While we have taken measures to protect our own proprietary and confidential information, as well as the personal data and confidential information that we otherwise process, and measures to protect our platform, we, our third-party service providers, and the networks and systems used in our business, including those of third-party service providers, have been subject to, and we, our service providers and our platform may in the future may be subject to, cybersecurity attacks or other security breaches or incidents. Cybersecurity attacks may take the form of denial of service attacks, attacks using ransomware or other malware, or other attacks, and can come from individual hackers, criminal groups, and state-sponsored organizations. These sources have used artificial intelligence and machine learning to launch more automated, targeted and sophisticated attacks against targets. They can also implement social engineering techniques to induce our employees, contractors, or customers to disclose passwords or other sensitive information or take other actions to gain access to data, and we and our platform otherwise may be subject to security breaches and incidents resulting from employee or contractor error or malfeasance. These and other threats may be heightened by geopolitical tensions and conflicts. We also may be more susceptible to cyberattacks and other security breaches and other security incidents while many of our employees work remotely, because we have less ability to implement, monitor, and enforce our information security and data protection policies.More generally, we cannot guarantee that applicable recovery systems, security protocols, network protection mechanisms, and other procedures of ourselves or our third-party service providers are or will be adequate to prevent network and service interruption, system failure or loss, corruption, or unauthorized access to, or disclosure, acquisition, unavailability, destruction, or other processing of, data, including personal data and other sensitive information that we or they process or maintain. Moreover, our platform could be breached or disrupted if vulnerabilities in our platform are exploited by unauthorized third parties. Techniques used to obtain unauthorized access change frequently and the volumes of cybersecurity attacks and of security breaches and incidents generally are increasing. We and our third-party service providers may be unable to implement adequate preventative measures or stop any attacks while they are occurring. A cybersecurity attack or security breach or incident could delay, disrupt or interrupt our platform and services and may deter learners, instructors, or organizations from using our platform, and we and our service providers may face difficulties or delays in identifying, remediating, and otherwise responding to any cybersecurity attack or other security breach or incident. In addition, any actual or perceived cybersecurity attack or security breach or incident could damage our reputation and brand, expose us to a risk of claims, litigation, regulatory investigations or other proceedings and possible fines, penalties, or other liability and require us to expend significant capital and other resources. We incur significant costs in an effort to

detect and prevent security breaches and other security-related incidents, and we expect our costs will increase as we make improvements to our systems and processes to prevent future breaches and incidents. Some jurisdictions have enacted laws requiring companies to notify individuals of data security breaches involving certain types of personal data. Any disclosures relating to an actual or perceived cyberattack or other security breach or incident suffered by us or any of our third-party service providers could lead to negative publicity and any such disclosures, or any belief that a cybersecurity attack, or a security breach or incident, has impacted us, our platform, or our service providers may cause our learners, instructors, or UB customers to lose confidence in the security of our platform and the effectiveness of the cybersecurity measures we and our service providers utilize. 61Table of ContentsFurther, any limitations of liability provisions in our customer and user agreements, contracts with third-party service providers, or other contracts may not be enforceable or adequate or otherwise protect us from any liabilities or damages with respect to any particular claim relating to a security breach or incident or other security-related matter. While our insurance policies include liability coverage for certain of these matters, subject to applicable deductibles, any cybersecurity attack or other security breach or other incident, could subject us to claims or damages that exceed our insurance coverage. Our insurance coverage might not be adequate for liabilities actually incurred relating to any security breach or incident, such insurance may not continue to be available to us in the future on economically reasonable terms, or at all, and insurers may deny us coverage as to any future claim. The successful assertion of one or more large claims against us that exceed available insurance coverage, or the occurrence of changes in our insurance policies, including premium increases or the imposition of large deductible or co-insurance requirements, could have a material adverse effect on our business, including our financial condition, operating results, and reputation.Interruptions or performance problems associated with our technology and infrastructure could adversely affect our business and results of operations. Our continued growth partially depends on the ability of learners and instructors to access our platform at any time. Our platform has encountered, and may in the future encounter, disruptions, outages, and other performance problems due to a variety of factors, including infrastructure changes, introductions of new capabilities, human or technology errors, distributed denial of service attacks, or other security related incidents. In some instances, we may not be able to identify the cause or causes of these performance problems in a timely manner. It may become increasingly difficult to maintain and improve the performance of our platform as it grows and becomes more complex, and in the future we may be required to allocate significant resources to augment and update our technology and network infrastructure. If learners or instructors are unable to access our platform within a reasonable amount of time, or at all, our business will be harmed. Applicable regulations that permit ISPs to limit internet consumption could harm our business. The current legislative and regulatory landscape regarding the regulation of the Internet and, in particular, Internet neutrality, in the United States is subject to uncertainty. In 2018, the Federal Communications Commission (the â€œFCCâ€) repealed its open internet rules, which prohibited internet service providers from charging content providers higher rates in order to deliver their content over certain â€œfast trafficâ€ lanes. In response, California and several other U.S. states have implemented their own open internet or net neutrality rules, and in 2024, the FCC voted to reinstate, with certain modifications, its open internet rules. We cannot predict the outcome of any litigation or whether the FCC order or state initiatives regulating providers will be modified, overturned, or vacated by legal action, federal legislation, or the degree to which this repeal would adversely affect our business, if at all. Similarly, the EU requires equal access to internet content, but as part of its Digital Single Market initiative, the EU may impose network security and disability access requirements, which could increase our costs. Outside these jurisdictions, government regulation of the internet, including the idea of network neutrality, may be developing or non-existent. It is possible that governments of one or more foreign countries may seek to censor content available on our platform or may even attempt to block access to our platform. If we are restricted from operating in one or more countries, our ability to attract and retain learners, instructors, and customers may be adversely affected and we may not be able to grow our business as we anticipate. We rely on Amazon Web Services for a substantial portion of our platform services. Any disruption of, or interference with, our use of Amazon Web Services could negatively impact our business and operations. Amazon Web Services provides distributed computing infrastructure platforms for business operations, commonly referred to as â€œcloudâ€ computing services. We currently run a significant portion of our platformâ€™s computing on Amazon Web Services, and any significant disruption of, or interference with, our use of Amazon Web Services would negatively impact our operations and our business would be seriously harmed. If learners or instructors are unable to access our platform through Amazon Web Services or encounter difficulties in doing so, we may lose learners, instructors, and UB customers. The level of service provided by Amazon Web Services may also impact the adoption and perception of our platform. If Amazon Web Services experiences interruptions in service regularly or for a prolonged basis, or other similar issues, our business would be seriously harmed. Hosting costs will also increase if and as our base of learners, instructors, and UB customers grows, and our business, financial condition, and results of operations may be adversely affected if we are unable to grow our revenue faster than the cost of using Amazon Web Services or similar providers increases. 62Table of ContentsAmazon Web Services may take actions beyond our control that could seriously harm our business, including discontinuing or limiting access to Amazon Web Services, increasing pricing terms, terminating our contract, establishing more favorable terms with one or more of our competitors, and modifying or interpreting its terms of service or other policies in a manner that impacts our ability to administer our business and operations. Our payments system depends on third-party providers and is subject to evolving laws and regulations. We rely on third-party payment processors to process payments made by learners and customers, and to instructors, on our platform. We have engaged third-party service providers to perform underlying card processing, currency exchange, identity verification, and fraud analysis services. If these service providers do not perform adequately or if our relationships with these service providers end for any reason, we will need to find an alternate payment processor and may not be able to secure similar terms or replace such payment processors in an acceptable time frame. Further, the software and services provided by our third-party payment processors may not meet our expectations, contain errors or vulnerabilities, be compromised, or experience outages. Any of these risks could cause us to lose our ability to accept online payments, make payments to our instructors or conduct other payment transactions, any of which could make our platform less convenient and attractive and harm our ability to attract and retain learners, instructors, and customers. In addition, if these providers increase the fees they charge us, our operating expenses could increase. The laws and regulations related to payments are complex and vary across different jurisdictions in the United States and globally. As a result, we are required to spend significant time and effort to comply with those laws and regulations. Any failure or claim of our failure to comply, or any failure by our third-party service providers to comply, could cost us substantial resources, result in liabilities, or force us to stop offering certain third-party payment services. In addition, as we expand our international operations, we will need to accommodate international payment method alternatives. As we expand the availability of new payment methods in the future, including internationally, we may become subject to additional regulations and compliance requirements. Further, through our agreement with our third-party credit card processors, we are indirectly subject to payment card association operating rules and certification requirements, including the Payment Card Industry Data Security Standard. We are also subject to rules governing electronic funds transfers. Any change in these rules and requirements could make it difficult or impossible for us to comply. If we fail to comply with these rules or requirements, we may be subject to additional fines and higher transaction fees and lose our ability to accept credit and debit card payments from our learners and UB customers, process electronic funds transfers or facilitate other types of online payments, and our business and operating results could be adversely affected. The use of our platform could be adversely affected if our mobile solutions are not effective. Learners have been increasingly accessing our platform on mobile devices through our Udemy and UB apps in recent years. The smaller screen size and reduced functionality associated with some mobile devices may make the use of our platform more difficult. Those accessing our platform primarily on mobile devices may not enroll in the courses offered on our platform as often as those accessing our platform through personal computers, which could result in less revenue for us. If we are not able to provide a rewarding experience on mobile devices, our ability to attract learners to our platform could be impaired, and consequently our business may suffer. As new mobile devices and mobile features are released, we may encounter problems in developing or supporting apps for them. In addition, supporting new devices and mobile device operating systems may require substantial time and resources. The success of our mobile apps could also be harmed by factors outside our control, including: â€¢actions taken by mobile app distributors, including the Apple App Store and the Google Play Store; â€¢unfavorable treatment received by our mobile apps, especially as compared to competing apps, such as the placement of our mobile apps in a mobile app download store; â€¢increased costs in the distribution and use our mobile app; or â€¢changes in mobile operating systems, such as iOS and Android, that degrade the functionality of our mobile website or mobile apps or that give preferential treatment to competitive offerings. If our learners encounter difficulty accessing or using, or if they choose not to use, our mobile platform, our business and results of operations may be adversely affected. 63Table of ContentsInternet search engines drive traffic to our platform and, if we fail to appear prominently in search results, our growth rate could decline and our business, financial condition and results of operations could be adversely affected. Many learners find our website through internet search engines, like Google. A critical factor in attracting learners to our website is how prominently we are displayed in response to search queries. Search engine companies typically provide two types of search results: algorithmic listings and paid advertisements. We rely on both types of search results to attract visitors to our website. Algorithmic search result listings are determined and displayed in accordance with a set of proprietary formulas or algorithms developed by particular search engine companies. From time to time, these companies revise their algorithms without notice. In some instances, these modifications have caused our website to be listed less prominently in search results. In addition, search engine companies retain broad discretion to remove from search results any company whose marketing practices are deemed to be inconsistent with the search engine companiesâ€™ guidelines. If our marketing practices violate or appear to violate search engine company guidelines, we may, without warning, not appear in search result listings at all. If we are listed less prominently or fail to appear in search result listings for any reason, visits by prospective learners to our website would likely decline. We may not be able to replace this traffic and any attempt to do so may require us to increase our sales and marketing expenditures, which may not be offset by additional revenue and could adversely affect our operating results. Risks related to our intellectual property We may be unable to adequately obtain, maintain, protect, and enforce our intellectual property and proprietary information, which could adversely affect our business, financial condition, and results of operations. Our business depends on our intellectual property, the protection of which is critical to our success. We rely on a combination of intellectual property rights, including patents, trade secrets, trade dress, domain names, copyrights, and trademarks to protect our competitive advantage, all of which offer only limited protection. The steps we take to protect our intellectual property, including physical, operational, and managerial protections of our confidential information, contractual obligations of confidentiality, assignment agreements with our employees and contractors, license agreements, and the prosecution and maintenance of registrations and applications for registration of intellectual property rights, require significant resources and may be inadequate. We will not be able to protect our competitive advantage if we are unable to establish, protect, maintain, or enforce our rights or if we do not detect or are unable to address unauthorized use of our intellectual property. Some license provisions protecting against unauthorized use, copying, transfer, and disclosure of our proprietary information may be unenforceable under the laws of certain jurisdictions. We hold various registered trademarks in the United States and in foreign jurisdictions. We also have common law rights in some trademarks and pending trademark applications in the United States and foreign jurisdictions. In addition, we have registered domain names for websites that we use in our business, such as www.udemy.com and some other variations. Competitors may adopt service names or domain names similar to ours, thereby harming our ability to build brand identity and possibly leading to user confusion. In addition, our registered or unregistered trademarks or trade names could be declared generic, and there could be potential trade name or trademark infringement claims brought by owners of other trademarks that are similar to our trademarks. If our trademarks and trade names are not adequately protected, we may not be able to build and maintain name recognition in our markets of interest and our business may be adversely affected. Effective trademark protection may not be available or may not be sought in every country in which our products are made available, in every class of goods and services in which we operate, and contractual disputes may affect the use of marks governed by private contract. Additionally, we may from time to time be subject to opposition or similar proceedings with respect to applications for registrations of our intellectual property, including trademarks. While we aim to acquire adequate protection of our brand through trademark registrations in key markets, occasionally third parties may have already registered or otherwise acquired rights to identical or similar marks for services that also address our market. We rely on our brand and trademarks to identify our platform and to differentiate our platform and services from those of our competitors, and if we are unable to adequately protect our trademarks, third parties may use our brand names or trademarks similar to ours in a manner that may cause confusion in the market, which could decrease the value of our brand and adversely affect our business and competitive advantages. 64Table of ContentsWe hold a small number of issued patents and thus have a limited ability to exclude or prevent our competitors from implementing technology, methods, and processes similar to our own. Further, we may not timely or successfully apply for a patent or register its trademarks or otherwise secure rights in our intellectual property. We expect to continue to expand internationally and, in some foreign countries, the mechanisms to establish and enforce intellectual property rights may be inadequate to protect our technology, which could harm our business. It is our policy to enter into confidentiality and invention assignment agreements with our employees and consultants and enter into confidentiality agreements with the parties with whom we have strategic relationships. The confidentiality agreements on which we rely to protect certain technologies may be breached, may not be adequate to protect our confidential information, trade secrets, and proprietary technologies, and may not provide an adequate remedy in the event of unauthorized use or disclosure of our confidential information, trade secrets, or proprietary technology. Further, these agreements do not prevent our competitors or others from independently developing products that are substantially equivalent or superior to ours. Our intellectual property rights and the enforcement or defense of such rights may be affected by developments or uncertainty in laws and regulations relating to intellectual property rights. Moreover, many companies have encountered significant problems in protecting and defending intellectual property rights in foreign jurisdictions. The legal systems of certain countries, particularly certain developing countries, do not favor the enforcement of patents, trade secrets, and other intellectual property protection, which could make it difficult for us to stop the infringement, misappropriation, or other violation of our intellectual property or marketing of competing products in violation of our intellectual property rights generally. Policing unauthorized use of our intellectual property and misappropriation of our technology and trade secrets is difficult and we may not always be aware of such unauthorized use or misappropriation. Despite our efforts to protect our intellectual property rights, unauthorized third parties may attempt to use, copy, or otherwise obtain and market or distribute our technology or otherwise develop services with the same or similar functionality as our platform. If our competitors infringe, misappropriate, or otherwise violate our intellectual property rights and we are not able to enforce our rights, or if our competitors are able to develop a platform with the same or similar functionality as ours without infringing our intellectual property, our competitive advantage and results of operations could be harmed. Litigation brought to protect and enforce our intellectual property rights could be costly, time consuming, and distracting to management and could result in the impairment or loss of portions of our intellectual property. As a result, we may be aware of infringement by our competitors but may choose not to bring litigation to protect our intellectual property rights due to the cost, time, and distraction of bringing such litigation. Furthermore, if we do decide to bring litigation, our efforts to enforce our intellectual property rights may be met with defenses, counterclaims, and countersuits challenging or opposing our right to use and otherwise exploit particular intellectual property, services, and technology or the enforceability of our intellectual property rights. Our inability to protect our proprietary technology against unauthorized copying or use, as well as any costly litigation or diversion of our managementâ€™s attention and resources, could delay further sales or the implementation of our solutions, impair the functionality of our platform, prevent or delay introductions of new or enhanced solutions, result in us substituting inferior or more costly technologies into our platform, or injure our reputation. Furthermore, many of our current and potential competitors may have the ability to dedicate substantially greater resources to developing and protecting their technology or intellectual property rights than we do. 65Table of ContentsIntellectual property litigation, including litigation related to content available on our platform, could result in significant costs and adversely affect our business, financial condition, results of operations, and reputation. Companies in the technology industry are frequently subject to litigation based on allegations of infringement or other violations of intellectual property rights. We periodically receive notices that claim we have infringed, misappropriated, or misused other partiesâ€™ intellectual property rights, including with respect to content made available on our platform by instructors and other third parties. As we gain greater public recognition, we may face a higher risk of being the subject of intellectual property claims. Any intellectual property claims against us, with or without merit, could be time consuming and expensive to settle or litigate and could divert the attention of our management. Some of our competitors have extensive portfolios of issued patents. Many potential litigants, including some of our competitors and patent holding companies, have the ability to dedicate substantial resources to enforcing their intellectual property rights. Litigation regarding intellectual property rights is inherently uncertain due to the complex issues involved, and we may not be successful in defending ourselves in such matters. Furthermore, we may not qualify for the safe harbors established by laws in the United States and other countries protecting online service providers from claims related to content posted by users, or those laws could

change in a manner making it difficult or impossible to qualify for such protection, increasing our exposure. While our terms and policies require instructors to respect the intellectual property rights of others, we have limited ability to influence the behavior of third parties, and there can be no assurance that these terms and policies will be sufficient to dissuade or prevent infringing activity by third parties on our platform. For more information, see â€œâ€”Risks related to our business and operationsâ€”We could face liability, or our reputation might be harmed, as a result of courses posted to our platform.â€ Any claims successfully brought against us could subject us to significant liability for damages and we may be required to stop using technology or other intellectual property alleged to be in violation of a third partyâ€™s rights. We also might be required to seek a license for third-party intellectual property. Even if a license is available, we could be required to pay significant royalties or submit to unreasonable terms, which would increase our operating expenses. We may also be required to develop alternative non-infringing technology, which could require significant time and expense. If we cannot license or develop technology for any allegedly infringing aspect of our business, we would be forced to limit our service and may be unable to compete effectively. Any of these results could harm our business. Our platform contains third-party open source software components, and failure to comply with the terms of the underlying open source software licenses could restrict our ability to provide our platform. We use open source software in our platform and expect to continue to use open source software in the future. In addition, we contribute software source code to open source projects under open source licenses or release internal software projects under open source licenses and anticipate continuing to do so in the future. Additionally, under some open source licenses, if we combine our proprietary software with certain open source software in a certain manner, certain proprietary software (including our own software) or other intellectual property rights could become subject to obligations to be disclosed in source code form and licensed, including for the purpose of enabling further modification and distribution, and at no charge or for only a nominal fee. Third parties may also seek to enforce the terms of the applicable open source license through litigation which, if successful, could subject us to liability and require us to make our proprietary software source code available under an open source license, seek to purchase a license (which, if available, could be costly), and cease offering the implicated products or services unless and until we canÂ re-engineerÂ them to avoid infringement. ThisÂ re-engineeringÂ process could require significant additional research and development resources, and we may not be able to complete it successfully. Many of the terms of many open source licenses to which we are subject have not been interpreted by U.S. or foreign courts, and there is a risk that open source software licenses could be construed in a manner that imposes unanticipated conditions or restrictions on our ability to provide or distribute our products or services. While we try to insulate our proprietary code from the effects of such open source license provisions, we cannot guarantee that we will be successful, that all open source software is reviewed prior to use in our products, that our developers have not incorporated open source software into our products in potentially disruptive ways, or that they will not do so in the future. In addition to risks related to open source license requirements, use of certain open source software may pose greater risks than use of third-party commercial software, since open source licensors generally do not provide warranties or controls on the origin of software. Any of these risks could be difficult to eliminate or manage, and, if not addressed, could adversely affect our business, financial condition, and results of operations. 66Table of ContentsRisks related to financial reporting, taxation, and operations as a public company If we fail to maintain an effective system of disclosure controls and internal control over financial reporting, our ability to produce timely and accurate financial statements or comply with applicable regulations could be impaired, which may adversely affect investor confidence in us and, as a result, lead to a decline in the market price of our common stock. As a public company, we are required to comply with the requirements of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), the Sarbanes-Oxley Act of 2002 (the â€œSarbanes-Oxley Actâ€), and the rules and regulations of Nasdaq. The Sarbanes-Oxley Act, among other things, requires that we maintain effective disclosure controls and procedures and internal control over financial reporting. We are continuing to develop and refine our disclosure controls and other procedures that are designed to ensure that information required to be disclosed by us in the reports that we will file with the SEC is recorded, processed, summarized, and reported within the time periods specified in SEC rules and forms and that information required to be disclosed in reports under the Exchange Act is accumulated and communicated to our management, including our principal executive and financial officers. Under the Sarbanes-Oxley Act, we are required to make a formal assessment of the effectiveness of our internal control over financial reporting. The cost of our compliance with Section 404 will continue to divert resources and take significant time and effort. In addition, if we are unable to continue to meet these requirements, we may not be able to remain listed on Nasdaq. Our current controls and any new controls that we develop may become inadequate for a variety of reasons, including changes in conditions in our business. Moreover, our testing, or the subsequent testing by our independent registered public accounting firm, may reveal additional deficiencies in our internal control over financial reporting that are deemed to be material weaknesses. Our disclosure controls and procedures or our internal control over financial reporting are not expected to prevent all errors and all fraud. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Due to inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.Any failure to implement and maintain effective disclosure controls and procedures and internal control over financial reporting, including the identification of one or more material weaknesses, could cause investors to lose confidence in the accuracy and completeness of our financial statements and reports, which would likely adversely affect the market price of our common stock. In addition, we could be subject to sanctions or investigations by Nasdaq, the SEC, and other regulatory authorities. Operating as a public company requires us to incur substantial costs and administrative burdens, which could have an adverse effect on our business, financial condition and results of operations. As a public company, we are subject to additional reporting and other obligations, such as the reporting requirements of the Exchange Act, the applicable requirements of the Sarbanes-Oxley Act, and the applicable listing standards of Nasdaq. Compliance with these rules and regulations results in legal and financial compliance costs and places demands on our systems. Our recent loss of â€œemerging growth companyâ€ status has required additional attention from management and will result in increased costs to us, which could include higher legal fees, accounting fees and fees associated with investor relations activities, among others. As a public company, we may also be subject to stockholder activism, which can lead to additional substantial costs, distract management, and impact the manner in which we operate our business in ways we cannot currently anticipate. Our business and financial condition will become more visible as a result of our reporting obligations as a public company, which may result in threatened or actual litigation, including by competitors. Many members of our management team have limited experience managing a publicly traded company, interacting with public company investors, and complying with the increasingly complex laws pertaining to public companies. Our management team may not successfully or efficiently manage our transition to being a public company subject to significant regulatory oversight and reporting obligations under federal securities laws and the continuous scrutiny of securities analysts and investors. These new obligations and constituents require significant attention from our senior management and could divert their attention away from the day-to-day management of our business, which could adversely affect our business, financial condition, and results of operations. 67Table of ContentsUnanticipated changes in our effective tax rate and additional tax liabilities, including as a result of our international operations or implementation of new tax rules, could harm our future results of operations. We are subject to income taxes in the United States and certain foreign jurisdictions. Our effective tax rate could be subject to volatility or adversely affected by several factors, many of which are outside of our control, including changes in the mix of earnings and losses in countries with differing statutory tax rates, changes in tax laws, rates, treaties, and regulations or the interpretation of the same, changes to the financial accounting rules for income taxes, the outcome of current and future tax audits, examinations or administrative appeals, certain non-deductible expenses and the valuation of deferred tax assets and liabilities. For example, the United States enacted the Inflation Reduction Act, which imposes a 15% alternative minimum tax on adjusted financial statement income. The Organization for Economic Cooperation and Development proposed a 15% global minimum tax, which has been adopted by the European Union effective from January 1, 2024. Increases in our effective tax rate would reduce profitability or increase losses. In addition, we are subject to complex transfer pricing regulations administered by taxing authorities in various jurisdictions. Changes in tax and trade laws, treaties, or regulations, or their interpretation or enforcement, have become more unpredictable and may become more stringent, which could have a material adverse effect on our tax position. We made significant judgments and assumptions in the interpretation of new laws and in our calculations reflected in our financial statements. Further, we are subject to examination by tax authorities on income, employment, sales, and other tax matters. While we regularly assess the likelihood of adverse outcomes from such examinations and the adequacy of our provision for taxes, there can be no assurance that such provision is sufficient and that a determination by a tax authority would not have an adverse effect on our business, financial condition, and results of operations. We believe our income, employment, and transactional tax liabilities are reasonably estimated and accounted for in accordance with applicable laws and principles, but an adverse resolution of one or more uncertain tax positions in any period could have a material impact on the results of operations for that period. Taxing authorities may successfully assert that we have not properly collected or remitted, or in the future should collect or remit, sales and use, gross receipts, value added, or similar taxes, or employment, payroll, or withholding taxes, and may successfully impose additional obligations on us, and any such assessments, obligations, or inaccuracies could adversely affect our business, financial condition, and results of operations. The application of non-income, or indirect, taxes, such as sales and use tax, value-added tax, goods and services tax, business tax, and gross receipt tax, to businesses like ours is a complex and evolving issue. Significant judgment is required on an ongoing basis to evaluate applicable tax obligations, and as a result, amounts recorded are estimates and are subject to adjustments. In many cases, the ultimate tax determination is uncertain because it is not clear how new and existing statutes might apply to our business. In addition, we do not collect and remit indirect taxes in all jurisdictions in which we operate on the basis that such indirect taxes are not applicable to us. Certain jurisdictions in which we do not collect and remit such taxes may assert that such taxes are applicable, which could result in substantial tax liabilities, including taxes on past sales, as well as penalties and interest, could discourage learners, instructors, or organizations from using our platform, could increase the cost for consumers using our platform, or could otherwise harm our business, financial condition, and results of operations. Additionally, one or more states, localities, or other taxing jurisdictions may seek to impose additional reporting, record-keeping, or indirect tax collection obligations on businesses like ours. Requiring tax reporting or collection could decrease learner or instructor activity, which would harm our business, and could require us to incur substantial costs in order to comply, including costs associated with tax calculation, collection, and remittance and audit requirements, which could make our offerings less attractive and could adversely affect our business, financial condition, and results of operations.Also, tax rules of certain countries, including the United States, generally require payors to report payments to unrelated parties to the applicable taxing authority and to withhold a percentage of certain amounts and remit such amounts to the applicable taxing authority. Failure to comply with such reporting and withholding obligations with respect to payments we make to our instructors could result in the imposition of liabilities for the under withheld amounts, fines, and penalties. In addition, a tax authority could assert that we should be withholding employment or other taxes from payments to instructors. Due to our large number of instructors and the amounts paid to each, process failures with respect to these reporting obligations could result in financial liability and other consequences to us if we were unable to remedy such failures in a timely manner.68Table of ContentsAs a result of these and other factors, the ultimate amount of tax obligations owed may differ from the amounts recorded in our financial statements and any such difference may adversely affect our results of operations in future periods in which we change our estimates of our tax obligations or in which the ultimate tax outcome is determined. Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited. We have incurred net operating losses (â€œNOLsâ€) since our inception, and we expect to continue to incur net losses in the near future. As such, there is a risk that our existing NOLs could expire unused and be unavailable to offset future income tax liabilities if we do not achieve profitability. This may require us to pay federal income taxes in future years even if our NOLs were otherwise sufficient to offset our federal taxable income in such years. There is also a risk that due to regulatory and economic changes, such as suspensions on the use of NOLs, or other unforeseen reasons, our existing NOLs could expire or otherwise be unavailable to offset future income tax liabilities. Similar or different limitations may apply under state laws. We have recorded a full valuation allowance related to our NOLs and other deferred tax assets due to the uncertainty of the realization of the future benefits of these assets. If our NOLs and other tax attributes expire before utilization or are subject to limitations, our business and financial results could be harmed. In addition, under SectionÂ 382 of the Internal Revenue Code of 1986, as amended (the â€œCodeâ€), if a corporation undergoes an â€œownership change,â€ the corporationâ€™s ability to use its pre-change NOLs and federal tax credit carryforwards to offset its post-change taxable income, or reduce its federal income tax liability, may be limited. In general, an â€œownership changeâ€ occurs when there is a cumulative change in our equity ownership by â€œ5Â percent shareholdersâ€ that exceeds 50 percentage points over a rolling three-year period. Certain of our gross U.S. federal NOLs are subject to this limitation as a result of these ownership changes, and if it is determined that we have experienced additional ownership changes, our ability to use our NOLs and federal tax credit carryforwards to reduce future taxable income and tax liabilities may be further limited. Similar limitations may apply under state tax laws. Our results of operations, which we report in U.S. dollars, could be adversely affected if currency exchange rates fluctuate substantially in the future. We conduct our business across more than 180 countries around the world. As we continue to expand our international operations, we will become more exposed to the effects of fluctuations in currency exchange rates. This exposure is the result of selling in multiple currencies and operating in foreign countries where the functional currency is the local currency. During the nine months ended September 30, 2024, 27% of our sales were denominated in currencies other than U.S. dollars, including euros, Indian rupees, British pounds sterling, Brazilian reais, and Japanese yen. Our expenses, by contrast, are primarily denominated in U.S. dollars. As a result, any increase in the value of the U.S. dollar against these foreign currencies may cause our revenue to decline relative to our costs, thereby decreasing our gross margins. Because we conduct business in currencies other than U.S. dollars, but report our results of operations in U.S. dollars, we also face remeasurement exposure to fluctuations in currency exchange rates, which could hinder our ability to predict our future results and earnings and could materially impact our results of operations. We do not currently maintain a program to hedge exposures to non-U.S. dollar currencies.69Table of ContentsWe could be adversely impacted by the effects of inflation.Certain of our key markets, including the United States, are experiencing historically high rates of inflation, resulting from several macroeconomic and geopolitical factors, including supply chain constraints and rising oil and natural gas prices. Our operating costs have increased and may continue to increase due to rising inflation and as a result we may be required to take measures to respond to the impact of inflation. Among other things, we could be required to change our pricing model to offset inflationary pressures on our operating costs, but doing so could adversely affect customer acquisition and retention, negatively impacting our long-term growth, and could impair our competitive position if our competitors choose to absorb the cost of inflation. Alternatively, if we choose to absorb the cost of inflation to prioritize growth, our financial condition and results of operations may be negatively impacted. Moreover, our instructors may independently make pricing decisions with respect to the courses they offer on our platform as a result of inflationary pressures, and any price increase could negatively impact the attractiveness of our marketplace to learners. Inflation has also contributed to higher interest rates, which may make it more difficult for us to raise capital on acceptable terms, should we choose to pursue additional financing in the future. In any case, there can be no assurance that any measures we take to mitigate or address the impact of inflation will be effective. Even if such mitigatory measures are effective, there could be a difference between the timing of when these beneficial actions impact our results of operations and when the cost of inflation is incurred. Any failure to successfully manage the impact of inflation on our business in a timely manner could materially and adversely affect our business, financial condition, and results of operations. Our reported financial results may be adversely affected by changes in generally accepted accounting principles.Generally accepted accounting principles are subject to interpretation by the Financial Accounting Standards Board, the SEC, and various bodies formed to promulgate and interpret appropriate accounting principles. A change in these principles or interpretations could have a significant effect on our reported results of operations and could affect the reporting of transactions completed before the announcement of a change. It is difficult to predict the impact of future changes to accounting principles or our accounting policies, any of which could negatively affect our reported results of operations. Risks related to ownership of our common stock The trading price of our common stock may be volatile, and you could lose all or part of your investment. The market price of our common stock has, and may continue to, fluctuate substantially depending on a number of factors, including those described in this â€œRisk Factorsâ€ section, many of which are beyond our control and may not be related to our operating performance. These fluctuations could cause you to lose all or part of your investment in our common stock. Factors that could cause fluctuations in the trading price of our common stock include the following: â€¢price and volume fluctuations in the overall stock market from time to time; â€¢volatility in the trading prices and trading volumes of technology stocks; â€¢changes in operating performance and stock market valuations of other technology companies generally, or those in our industry in particular; â€¢sales of shares of our common stock by us or our stockholders; â€¢failure of securities analysts to maintain coverage of us, changes in financial estimates by securities analysts who follow our company, or our failure to meet these estimates or the expectations of investors; â€¢the financial projections we may provide to the public, any changes in those projections, or our failure to meet those projections; â€¢announcements by us or our competitors of

new services or platform features; â€¢the publicâ€™s reaction to our press releases, other public announcements, and filings with the SEC; â€¢rumors and market speculation involving us or other companies in our industry; 70Table of Contentsâ€¢actual or anticipated changes in our results of operations; â€¢actual or anticipated developments in our business, our competitorsâ€™ businesses, or the competitive landscape generally; â€¢litigation involving us, our industry or both, or investigations by regulators into our operations or those of our competitors; â€¢actual or perceived privacy or security breaches or other incidents; â€¢developments or disputes concerning our intellectual property or other proprietary rights; â€¢announced or completed acquisitions of businesses, services, or technologies by us or our competitors; â€¢new laws or regulations or new interpretations of existing laws or regulations applicable to our business; â€¢changes in accounting standards, policies, guidelines, interpretations, or principles; â€¢any significant change in our management; â€¢general economic conditions and slow or negative growth of our markets; andâ€¢other events or factors, including those resulting from wars and other armed conflicts, such as Russiaâ€™s invasion of Ukraine and the ongoing conflicts in the Middle East, incidents of terrorism, natural disasters, public health emergencies, or natural disasters, as well as responses to any of these events.In addition, in the past, following periods of volatility in the overall market and the market price of a particular companyâ€™s securities, securities class action litigation has often been instituted against these companies. This litigation, if instituted against us, could result in substantial costs and a diversion of our managementâ€™s attention and resources. Future sales of our common stock could depress the market price of our common stock.The market price of our common stock could decline as a result of substantial sales of our common stock, particularly sales by our directors, executive officers, and significant stockholders, a large number of shares of our common stock becoming available for sale, or the perception in the market that such sales could occur. Certain holders of our common stock are entitled to rights with respect to the registration of their shares under the Securities Act under our investorsâ€™ rights agreement. Registration of these shares under the Securities Act would result in the shares becoming freely tradable without restriction under the Securities Act, except for shares held by our affiliates (as defined in Rule 144 under the Securities Act), which shares would be subject to the limitations of Rule 144. Sales of our securities or the perception that such sales could occur pursuant to these registration rights may make it more difficult for us to issue and sell securities in the future at a time and at a price that we deem appropriate. These sales could also adversely affect the trading price of our common stock and make it more difficult for you to sell shares of our common stock. Future issuances of our common stock or rights to purchase common stock could result in additional dilution to our stockholders and cause the price of our common stock to decline. We may issue additional common stock, convertible securities, or other equity from time to time. We also expect to issue common stock to our employees, directors, and other service providers pursuant to our equity incentive plans. Such issuances will be dilutive to investors and could cause the price of our common stock to decline. New investors in such issuances could also receive rights senior to those of holders of our common stock. 71Table of ContentsIf securities or industry analysts do not publish research or publish inaccurate or unfavorable research about us, our business or our industry, or if they change their recommendation regarding our common stock adversely, the market price and trading volume of our common stock could decline. The trading market for our common stock will depend in part on the research and reports that securities or industry analysts publish about us, our business, our market, or our competitors. The analystsâ€™ estimates are based upon their own opinions and are often different from our estimates or expectations. If any of the analysts who cover us change their recommendation regarding our common stock adversely, provide more favorable relative recommendations about our competitors, or publish inaccurate or unfavorable research about our business, the price of our securities would likely decline. If any analyst who may cover us were to cease coverage of us or fail to regularly publish reports on us, we could lose visibility in the financial markets and demand for our securities could decrease, which could cause the price and trading volume of our common stock to decline.We do not expect to pay dividends in the foreseeable future. We have never declared nor paid cash dividends on our capital stock. We currently intend to retain any future earnings to finance the operation and expansion of our business, and we do not anticipate declaring or paying any dividends to holders of our capital stock in the foreseeable future. Consequently, stockholders must rely on sales of their shares of our common stock after price appreciation, which may never occur, as the only way to realize any future gains on their investment. Our directors, executive officers, and principal stockholders beneficially own a substantial percentage of our common stock and are able to exert significant control over matters subject to stockholder approval. As of SeptemberÂ 30, 2024, our directors, executive officers, and holders of more than 5% of our outstanding common stock, together with their respective affiliates, beneficially owned shares representing approximatelyÂ 52% of our outstanding common stock. As a result, these stockholders, if they act together, will be able to influence our management and affairs and all matters requiring stockholder approval, including the election of directors and approval of significant corporate transactions. This concentration of ownership may have the effect of delaying or preventing a change in control of our company and might affect the market price of our common stock. We cannot guarantee that our stock repurchase program will be fully implemented or that they will enhance long-term stockholder value.Our board of directors previously authorized a share repurchase program under which we may repurchase up to a total of $150 million of our common stock, subject to certain limitations. As of September 30, 2024, we have repurchased approximately 15.1Â million shares of our common stock with an aggregate principal value of $141.3 million under the share repurchase program. We have funded all repurchases under this program with existing cash and cash equivalents, and expect to do so for future activity under this plan. Under the program, share repurchases may be made at our discretion from time to time through open market purchases, in privately negotiated transactions, or by other means, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, in accordance with applicable securities laws and other restrictions. The program does not obligate us to repurchase any specific dollar amount or to acquire any specific number of shares of our common stock. The timing and amount of repurchases under the program will be determined by our management based on its evaluation of market conditions and other factors. Our board of directors may review the program periodically and may authorize adjustments of their terms, if appropriate. As a result, there can be no guarantee around the timing or volume of our share repurchases. The program could affect the price of our common stock, increase volatility and diminish our cash reserves. Additionally, the Inflation Reduction Act of 2022 introduced a 1% excise tax on share repurchases, which increases the costs associated with repurchasing shares of our common stock. The program may be suspended or terminated at any time and, even if fully implemented, may not enhance long-term stockholder value. Refer to Part II, Item 2 of this Quarterly Report on Form 10-Q for additional information.Delaware law and provisions in our amended and restated certificate of incorporation and amended and restated bylaws might delay, discourage or prevent a merger, tender offer or proxy contest, thereby depressing the market price of our common stock. 72Table of ContentsOur status as a Delaware corporation and the anti-takeover provisions of the Delaware General Corporation Law (the â€œDGCLâ€), may discourage, delay or prevent a change in control by prohibiting us from engaging in a business combination with an interested stockholder for a period of three years after the date of the transaction in which the person became an interested stockholder, even if a change of control would be beneficial to our existing stockholders. In addition, our amended and restated certificate of incorporation and amended and restated bylaws contain provisions that may make any acquisition of our company more difficult or delay or prevent changes in control of our management. Among other things, these provisions: â€¢provide that our board of directors is expressly authorized to make, alter or repeal our bylaws; â€¢authorize our board of directors to issue shares of preferred stock and determine the price and other terms of those shares, including preferences and voting rights, without stockholder approval; â€¢provide that the authorized number of directors may be changed only by resolution of the board of directors;â€¢provide that all vacancies on our board of directors and all newly created directorships may only be filled by the affirmative vote of a majority of directors then in office, even if less than a quorum, or by a sole remaining director, except as otherwise required by law, our governing documents or resolution of our board of directors, and subject to the rights of the holders of our preferred stock;â€¢establish that our board of directors is divided into three classes, with each class serving staggered three-year terms; â€¢provide that a director may only be removed from the board of directors by the stockholders for cause and only by the affirmative vote of the holders of at least a majority of the voting power of the issued and outstanding capital stock entitled to vote in the election of directors; â€¢prohibit cumulative voting (therefore allowing the holders of a plurality of the shares of common stock entitled to vote in any election of directors to elect all of the directors standing for election, if they should so choose); â€¢require that any action to be taken by our stockholders must be effected at a duly called annual or special meeting of stockholders and not be taken by written consent; â€¢require that stockholders give advance notice to nominate directors or submit proposals for consideration at stockholder meetings; â€¢provide that special meetings of our stockholders may be called only by the board of directors acting pursuant to a resolution adopted by the majority of the entire board of directors, the Chairperson of the board of directors, our Chief Executive Officer or our President; â€¢provide that, unless we otherwise consent in writing, a state or federal court located within the State of Delaware shall be the sole and exclusive forum for (1) any derivative action or proceeding brought on our behalf, (2) any action asserting a claim of breach of a fiduciary duty owed by any of our directors, officers or other employees to us or our stockholders, (3) any action asserting a claim against us arising pursuant to any provision of the DGCL, our amended and restated certificate of incorporation, and our amended and restated bylaws, or (4) any action asserting a claim against us governed by the internal affairs doctrine; â€¢provide that the federal district courts of the United States of America will be the exclusive forum for resolving any complaint asserting a cause of action arising under the Securities Act; andâ€¢require a super-majority vote of stockholders to amend some of the provisions described above.These provisions, alone or together, could delay, discourage, or prevent a transaction involving a change in control of our company. These provisions could also discourage proxy contests and make it more difficult for stockholders to elect directors of their choosing and to cause us to take other corporate actions they desire, any of which, under certain circumstances, could limit the opportunity for our stockholders to receive a premium for their shares of our common stock and could also affect the price that some investors are willing to pay for our common stock. 73Table of ContentsOur amended and restated bylaws provide, to the fullest extent permitted by law, that the Court of Chancery of the State of Delaware and the federal district courts of the United States are the exclusive forum for substantially all disputes between us and our stockholders, which could limit our stockholdersâ€™ ability to choose the judicial forum for disputes with us or our directors, officers, stockholders, or employees and, in turn, discourage lawsuits against our directors, officers, or employees. Our amended and restated bylaws provide that, to the fullest extent permitted by applicable law and unless we consent in writing to the selection of an alternative forum, the Court of Chancery of the State of Delaware (or, if the Court of Chancery does not have jurisdiction, another state court in Delaware or the federal district court for the District of Delaware) will be the sole and exclusive forum for any derivative action or proceeding brought on our behalf; any action asserting a claim of breach of a fiduciary duty owed by any of our directors, stockholders, officers, or other employees to us or our stockholders; any action arising pursuant to any provision of the DGCL, our certificate of incorporation, or our bylaws; and any other action asserting a claim that is governed by the internal affairs doctrine. This exclusive forum provision would not apply to any action brought to enforce a duty or liability created by the Exchange Act or any other claim for which the federal courts of the United States have exclusive jurisdiction. Our amended and restated bylaws also provide that, to the fullest extent permitted by applicable law and unless we consent in writing to the selection of an alternative forum, the federal district courts of the United States will be the sole and exclusive forum for resolving any complaint asserting a cause of action arising under the Securities Act against any person in connection with any offering of our securities. The enforceability of similar exclusive federal forum provisions in other companiesâ€™ organizational documents has been challenged in legal proceedings, and while the Delaware Supreme Court and certain other state courts have ruled that this type of exclusive federal forum provision is facially valid under Delaware law, there is uncertainty as to whether other courts would enforce such provisions and that investors cannot waive compliance with the federal securities laws and the rules and regulations thereunder. This exclusive federal forum provision would not apply to suits brought to enforce a duty or liability created by the Exchange Act or any other claim for which the federal courts of the United States have exclusive jurisdiction. These exclusive forum provisions may discourage lawsuits against us and our current and former directors, officers, stockholders, and other employees. Alternatively, if a court were to find either exclusive forum provision in our amended and restated bylaws to be inapplicable or unenforceable in an action, we may incur further significant additional costs associated with resolving such action in other jurisdictions, all of which could have a material adverse effect on our business, financial condition, and results of operations.Item 2. Unregistered Sales of Equity Securities and Use of ProceedsOur Board of Directors has approved a share repurchase program with authorization to purchase up to $150 million of Udemy common stock. We may repurchase shares of common stock from time to time through open market purchases, in privately negotiated transactions, or by other means, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, in accordance with applicable securities laws and other restrictions. The number of shares to be repurchased and the timing of the repurchases, if any, will depend on several factors, including, without limitation, business, economic, and market conditions, corporate, legal, and regulatory requirements, prevailing stock prices, trading volume, and other considerations. The repurchase program may be suspended or discontinued at any time and does not obligate us to acquire any amount of common stock. 74Table of ContentsThe following table presents details of our monthly share repurchases for the third quarter of 2024:PeriodTotal number of shares purchasedAverage price paid per shareTotal number of shares purchased as part of publicly announced plans or programsApproximate dollar value of shares that may yet be repurchased under the program (in thousands)July 1, 2024 - July 31, 20241,961,639Â $8.57Â 1,961,639Â $42,783Â August 1, 2024 - August 31, 20242,598,313Â 7.66Â 2,598,313Â 22,876Â September 1, 2024 - September 30, 20241,759,987Â 8.05Â 1,759,987Â 8,711Â Total6,319,939Â $8.05Â 6,319,939Â $8,711Â Item 3. Defaults Upon Senior SecuritiesNot applicable.Item 4.Â Mine Safety DisclosuresNot applicable.Item 5.Â Other InformationSecurities Trading Plans of Directors and Executive OfficersDuring the last fiscal quarter, no director or officer, as defined in Rule 16a-1(f), adopted or terminated a â€œRule 10b5-1 trading arrangementâ€ or a â€œnon-Rule 10b5-1 trading arrangement,â€ each as defined in Item 408 of Regulation S-K during the last fiscal quarter. 75Table of ContentsItem 6.Â ExhibitsThe documents listed in the Exhibit Index of this Quarterly Report on Form 10-Q are herein incorporated by reference or are filed with this Quarterly Report on Form 10-Q, in each case as indicated therein (numbered in accordance with Item 601 of Regulation S-K).EXHIBIT INDEX76Table of ContentsIncorporated by ReferenceExhibit No.Exhibit DescriptionFormFile NumberExhibitFiling Date3.1Amended and Restated Certificate of Incorporation of the Registrant8-K001-409563.1November 2, 20213.2Amended and Restated Bylaws of the Registrant10-K001-409563.2February 27, 202310.1*+Udemy, Inc. Outside Director Compensation Policy (as amended September 1, 2024)31.1*Certification of the Principal Executive Officer pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 200231.2*Certification of the Principal Financial Officer pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 200232.1**Certifications of the Principal Executive Officer and Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 200232.2**Certification of the Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002101.INSInline XBRL Instance Document â€“ the instance document does not appear in the Interactive Data File because XBRL tags are embedded within the Inline XBRL document.101.SCHInline XBRL Taxonomy Extension Schema Document101.CALInline XBRL Taxonomy Extension Calculation Linkbase Document101.DEFInline XBRL Taxonomy Extension Definition Linkbase Document77Table of Contents101.LABInline XBRL Taxonomy Extension Label Linkbase Document101.PREInline XBRL Taxonomy Extension Presentation Linkbase Document104Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101)*Â Â Â Â Â Filed herewith.+Â Â Â Â Â Indicates management contract or compensatory plan.**Â Â Â Â Â The certifications attached as Exhibits 32.1 and 32.2 that accompany this Form 10-Q are deemed furnished and not filed with the Securities and Exchange Commission and are not to be incorporated by reference into any filing of Udemy, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, whether made before or after the date of this Form 10-Q, irrespective of any general incorporation language contained in such filing.78Table of ContentsSIGNATURESPursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.Udemy, Inc.Date: OctoberÂ 30, 2024By:/s/Â Greg BrownGreg BrownPresident and Chief Executive OfficerDate: OctoberÂ 30, 2024By:/s/Â Sarah BlanchardSarah BlanchardChief Financial Officer79 EX-10.1 2 udemy-10xq_exx101q32024.htm EX-10.1 DocumentExhibit 10.1UDEMY, INC.OUTSIDE DIRECTOR COMPENSATION POLICY(Originally adopted and approved September 15, 2021, and effective as of October 28, 2021; as amended May 12, 2023, November 16, 2023, May 15, 2024, and September 1, 2024)Udemy, Inc. (the â€œCompanyâ€) believes that providing cash and equity compensation to members of its Board of Directors (the â€œBoard,â€ and members of the Board, the â€œDirectorsâ€) represents an effective tool to attract, retain, and reward Directors who are not employees of the Company (the â€œOutside Directorsâ€). This Outside Director Compensation Policy (the â€œPolicyâ€) is intended to formalize the Companyâ€™s policy regarding cash compensation and grants of equity awards to its Outside Directors. Unless otherwise defined herein, capitalized terms used in this Policy will have the meaning given such term in the Companyâ€™s 2021 Equity Incentive Plan, as amended from time to time (or if such plan no longer is in use at the time of the grant of an equity award, the meaning given such term or any similar term in the equity plan then in place under which such equity award is granted) (such applicable plan, the â€œPlanâ€). Each Outside Director will be solely responsible for any tax

obligations incurred by such Outside Director as a result of the equity awards and cash and other compensation such Outside Director receives under this Policy.1.Cash Compensation.a.Annual Cash Retainers for Service as Outside Director. Each Outside Director will be paid a cash retainer of $40,000 per year. There are no per meeting attendance fees for attending Board meetings or meetings of any committee of the Board.b.Additional Annual Cash Retainers for Service as Chairperson, Lead Independent Director, Committee Chair, and Committee Member. Each Outside Director who serves as the Chairperson, Lead Independent Director, or chair or a member of a committee of the Board will be eligible to earn additional annual fees as follows:Chairperson of the Board:$60,000Lead Independent Director:Â $20,000Audit CommitteeÂ Chair:Â $20,000Member ofÂ Audit Committee:Â $10,000Compensation CommitteeÂ Chair:Â $14,500Member ofÂ Compensation Committee:Â Â Â $7,000Nominating and Corporate Governance CommitteeÂ Chair:Â Â Â $9,000Member ofÂ Nominating and Corporate Governance Committee:Â Â Â $4,000For clarity, each Outside Director who serves as the chair of a committee will receive only the additional annual fee as the chair of the committee and not the additional annual fee as a member of such committee while serving as such chair, provided that the Outside Director who serves as the Chairperson or Lead Independent Director will receive the annual fee as an Outside Director and the additional annual fee as the Chairperson or Lead Independent Director.c.Payments. Each annual cash retainer under this Policy will be paid quarterly in arrears on a prorated basis to each Outside Director who has served in the relevant capacity at any point during the immediately preceding fiscal quarter of the Company (â€œFiscal Quarterâ€), and such payment will be made no later than 30 days following the end of such immediately preceding Fiscal Quarter. For purposes of clarity, an Outside Director who has served as an Outside Director, as a member of an applicable committee (or chair thereof) during only a portion of the relevant Fiscal Quarter will receive a prorated payment of the quarterly payment of the applicable annual cash retainer(s), calculated based on the number of days during such Fiscal Quarter such Outside Director has served in the relevant capacities.2.Elections to Receive Restricted Stock Units in Lieu of Cash Retainer Payments. a.Retainer Awards. Each Outside Director may elect to convert all or a portion of his or her cash retainer payments with respect to a calendar year into a number of Restricted Stock Units (â€œRetainer RSUsâ€, and an Award of such Retainer RSUs, a â€œRetainer Awardâ€) with a Value on the date of grant equal to the amount of the applicable cash retainer payments to which the Retainer Award relates, provided that any resulting fraction shall be rounded down to the nearest whole Share (such election, a â€œRetainer RSU Electionâ€). Retainer Awards shall be subject to certain terms and conditions as provided for in Section 3, below.b.Retainer RSU Election Mechanics. Each Retainer RSU Election must be submitted to the Companyâ€™s Legal department in the form and manner specified by the Board or Compensation Committee. An individual who fails to make a timely Retainer RSU Election shall not receive Retainer Awards and instead shall receive the applicable cash retainer payments. Retainer RSU Elections must comply with the following timing requirements:i.Initial Election. Each individual who first becomes an Outside Director may make a Retainer RSU Election with respect to cash retainer payments scheduled to be paid in the same calendar year as such individual first becomes an Outside Director (the â€œInitial Electionâ€). The Initial Election must be submitted to the Companyâ€™s Legal department on or prior to the date that the individual first becomes an Outside Director (the â€œInitial Election Deadlineâ€), and the Initial Election shall become irrevocable effective as of the Initial Election Deadline. ii.Annual Election. Subject to the last sentence of this paragraph, by no later than December 31 of each calendar year, or such earlier deadline as may be established by the Board or the Compensation Committee, in its discretion (the â€œAnnual Election Deadlineâ€), each individual who is an Outside Director as of immediately prior to the Annual Election Deadline may make a Retainer RSU Election with respect to cash retainer payments relating to services to be performed in the following calendar year and otherwise scheduled to be paid following the completion of those services (the â€œAnnual Electionâ€). The Annual Election must be submitted to the Companyâ€™s Legal department on or prior to the applicable Annual 2Election Deadline and shall become irrevocable effective as of the Annual Election Deadline. For avoidance of doubt, the Annual Election Deadline hereunder for cash retainer payments earned for service in 2024 shall be December 31, 2023. c.Termination Prior to Date of Grant of Retainer Award. If an Outside Director who has made a valid Retainer RSU Election ceases to be an Outside Director prior to the applicable grant date of the Retainer Award to which the Retainer RSU Election relates, as specified in Section 3 of this Policy, the Retainer RSU Election will be treated as cancelled, and the Outside Director will be eligible to receive a prorated payment of the Outside Directorâ€™s applicable cash retainer for the Fiscal Quarter to which such cash retainer relates, calculated based on the number of days during the applicable Fiscal Quarter the Outside Director served in the relevant capacities, in accordance with Section 1(c) of this Policy (such payment, the â€œProrated Cash Retainer Paymentâ€). Notwithstanding the foregoing, any Deferral Election (as defined in Section 3(f) of this Policy) that would have applied to a Retainer Award that is not granted due to the cancellation of the applicable Retainer RSU Election will continue to apply to the corresponding Prorated Cash Retainer Payment. 3.Equity Compensation. Outside Directors will be eligible to receive all types of Awards (except Incentive Stock Options) under the Plan, including discretionary Awards not covered under this Policy. All grants of Awards to Outside Directors pursuant to Section 3 of this Policy will be automatic and nondiscretionary, except as otherwise provided herein, and will be made in accordance with the following provisions:a.No Discretion. No person will have any discretion to select which Outside Directors will be granted any Awards under this Policy or to determine the number of Shares to be covered by such Awards, except as provided in SectionsÂ 3(e) and 10 below.b.Initial Awards. Each individual who first becomes an Outside Director will be granted an award of Restricted Stock Units (an â€œInitial Awardâ€) covering a number of Shares having a Value (as defined below) of $380,000, with any resulting fraction rounded down to the nearest whole Share. The Initial Award will be granted automatically on the first Trading Day on or after the date on which such individual first becomes an Outside Director (the first date as an Outside Director, the â€œInitial Start Dateâ€), whether through election by the Companyâ€™s stockholders or appointment by the Board to fill a vacancy. If an individual was a member of the Board and also an employee, becoming an Outside Director due to termination of employment will not entitle the Outside Director to an Initial Award. Each Initial Award will be scheduled to vest as follows: One third (1/3rd) of the Shares subject to the Initial Award will be scheduled to vest each year following the grant date on the same day of the month as the grant date (or, if there is no corresponding day in a particular month, then the last day of that month), in each case subject to the Outside Director continuing to be an Outside Director through the applicable vesting date.c.Annual Award. On the first Trading Day immediately following each Annual Meeting of the Companyâ€™s stockholders (an â€œAnnual Meetingâ€), each Outside Director automatically will be granted an award of Restricted Stock Units (an â€œAnnual Awardâ€) covering 3a number of Shares having a Value of $190,000; provided that the first Annual Award granted to an individual who first becomes an Outside Director will have a Value equal to the product of (A) $190,000 multiplied by (B) a fraction, (i) the numerator of which is the number of fully completed days between the applicable Initial Start Date and the date of the first Annual Meeting to occur after such individual first becomes an Outside Director, and (ii) the denominator of which is 365; and provided further that any resulting fraction shall be rounded down to the nearest whole Share. Each Annual Award will be scheduled to vest in full on the earlier of (i) the one-year anniversary of the grant date or (ii) the date of the next Annual Meeting following the grant date, in each case subject to the Outside Director continuing to be an Outside Director through the applicable vesting date.d.Retainer Awards. Subject to Section 2(c) of this Policy, Retainer Awards will be granted on March 31, June 30, September 30 and December 31, as applicable, immediately following the end of the Fiscal Quarter for which the corresponding cash retainer payment was earned, except that if such date is not a trading day, the associated grant of the applicable Retainer Award shall occur on the next trading day following such date. Each Retainer Award will be fully vested on the date of grant.e.Additional Terms of Initial Awards, Annual Awards and Retainer Awards. Each Initial Award, Annual Award and Retainer Award will be granted under and subject to the terms and conditions of the Plan and the applicable form of Award Agreement previously approved by the Board or its Compensation Committee, as applicable, for use thereunder. For purposes of this Policy, â€œValueâ€ means the grant date fair value as determined in accordance with U.S. generally accepted accounting principles, or such other methodology the Board or any committee of the Board designed by the Board with appropriate authority (the â€œDesignated Committeeâ€), as applicable, may determine prior to the grant of the applicable Award becoming effective. The Board or the Designated Committee, as applicable and in its discretion, may change and otherwise revise the terms of Initial Awards, Annual Awards and Retainer Awards granted under this Policy, including, without limitation, the number of Shares subject thereto and type of Award.f.Deferral of Awards. Unless and until otherwise determined by the Board or the Compensation Committee, each Outside Director may elect to defer the delivery of the Shares subject to any Restricted Stock Units granted under this Policy pursuant to an Initial Award, Annual Award or Retainer Award that would otherwise be delivered to such Outside Director on or following the date such Award vests pursuant to the terms of this Section 3, as applicable (the â€œDeferral Electionâ€). Any Deferral Election will be irrevocable, and will be subject to such rules, conditions and procedures as shall be determined by the Board or the Compensation Committee, in its sole discretion, which rules, conditions and procedures shall at all times comply with the requirements of Section 409A (as defined below), unless otherwise specifically determined by the Board or the Compensation Committee. Deferral Elections shall be made pursuant to a form of deferral election as approved by the Board or the Compensation Committee.44.Other Compensation and Benefits. Outside Directors also may be eligible to receive other compensation and benefits, as may be determined by the Board or its Designated Committee, as applicable, from time to time.5.Change in Control. In the event of a Change in Control, each Outside Director will fully vest in his or her outstanding Company equity awards as of immediately prior to a Change in Control, including any Initial Awards and Annual Awards, provided that the Outside Director continues to be an Outside Director through the date of the Change in Control.6.Annual Compensation Limit. No Outside Director may be granted Awards with Values, and be provided cash retainers or fees, with amounts that, in any Fiscal Year, in the aggregate, exceed $750,000, provided that, in the Fiscal Year containing an Outside Directorâ€™s Initial Start Date, such limit will be increased to $1,500,000. Any Awards or other compensation provided to an individual for his or her services as an Employee, or for his or her services as a Consultant other than as an Outside Director, will be excluded for purposes of the foregoing limit.7.Travel Expenses. Each Outside Directorâ€™s reasonable, customary, and properly documented out-of-pocket travel expenses to meetings of the Board and any of its committees, as applicable, will be reimbursed by the Company.8.Code Section 409A. Except as provided otherwise in Section 2(c) of this Policy, in no event will cash compensation or expense reimbursement payments under this Policy be paid after the later of (a)Â the fifteenth (15th) day of the third (3rd) month following the end of the Companyâ€™s taxable year in which the compensation is earned or expenses are incurred, as applicable, or (b) the fifteenth (15th) day of the third (3rd) month following the end of the calendar year in which the compensation is earned or expenses are incurred, as applicable, in compliance with the â€œshort-term deferralâ€ exception under Code Section 409A. It is the intent of this Policy that this Policy and all payments hereunder be exempt or excepted from or otherwise comply with the requirements of Code SectionÂ 409A so that none of the compensation to be provided hereunder will be subject to the additional tax imposed under Code SectionÂ 409A, and any ambiguities or ambiguous terms herein will be interpreted to be so exempt or comply. In no event will the Company Group have any responsibility, liability, or obligation to reimburse, indemnify, or hold harmless an Outside Director or any other person for any taxes imposed, or other costs incurred, as a result of Code SectionÂ 409A.9.Stockholder Approval. The Policy was approved by the Companyâ€™s stockholders prior to the Companyâ€™s initial public offering. Unless otherwise required by applicable law, the Policy will not be subject to approval by the Companyâ€™s stockholders, including, for the avoidance of doubt, as a result of or in connection with an action taken with respect to this Policy as contemplated in Section 10.10.Revisions. The Board or any Designated Committee may amend, alter, suspend, or terminate this Policy at any time and for any reason. No amendment, alteration, suspension, or termination of this Policy will materially impair the rights of an Outside Director with respect to compensation that already has been paid or awarded, unless otherwise mutually agreed in writing 5between the Outside Director and the Company. Termination of this Policy will not affect the Boardâ€™s or the Designated Committeeâ€™s ability to exercise the powers granted to it with respect to Awards granted pursuant to this Policy prior to the date of such termination, including without limitation such applicable powers set forth in the Plan.*Â Â Â Â Â Â Â Â Â Â Â *Â Â Â Â Â Â Â Â Â Â Â Â *6 EX-31.1 3 udemy-10xq_exx311q32024.htm EX-31.1 DocumentExhibit 31.1 CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002.I, Greg Brown, certify that: 1.I have reviewed this Quarterly Report on Form 10-Q of Udemy, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b)Designed such internal control over financial reporting or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; (c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and (d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): (a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and (b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Date: OctoberÂ 30, 2024By:/s/ Greg BrownGreg BrownPresident and Chief Executive Officer(Principal Executive Officer) EX-31.2 4 udemy-10xq_exx312q32024.htm EX-31.2 DocumentExhibit 31.2 CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Sarah Blanchard, certify that: 1.I have reviewed this Quarterly Report on Form 10-Q of Udemy, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:(a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b)Designed such internal control over financial reporting or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; (c)Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and (d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): (a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and (b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Date: OctoberÂ 30, 2024By:/s/ Sarah BlanchardSarah BlanchardChief Financial Officer(Principal Financial Officer) EX-32.1 5 udemy-

10xq_exx321q32024.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION PURSUANT TO18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report on Form 10-Q of Udemy, Inc. (the â€œCompanyâ€) for the period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I certify, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that:(1)The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and(2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.A signed original of this written statement required by Section 906 of the Sarbanes-Oxley Act of 2002 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.This certification accompanies the Report to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of Udemy, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Report), irrespective of any general incorporation language contained in such filing.Date: OctoberÂ 30, 2024By:/s/ Greg BrownGreg BrownPresident and Chief Executive Officer(Principal Executive Officer) EX-32.2 6 udemy-10xq_exx322q32024.htm EX-32.2 DocumentExhibit 32.2CERTIFICATION PURSUANT TO18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report on Form 10-Q of Udemy, Inc. (the â€œCompanyâ€) for the period ended September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I certify, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that:(1)The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and(2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.A signed original of this written statement required by Section 906 of the Sarbanes-Oxley Act of 2002 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.This certification accompanies the Report to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of Udemy, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Report), irrespective of any general incorporation language contained in such filing.Date: OctoberÂ 30, 2024Â Â By:/s/ Sarah BlanchardSarah BlanchardChief Financial Officer(Principal Financial Officer) EX-101.SCH 7 udmy-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Condensed Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Condensed Consolidated Statements of Operations link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Condensed Consolidated Statements of Comprehensive Loss link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Condensed Consolidated Statements of Stockholdersâ€™ Equity link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Condensed Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Organization and description of business link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Summary of significant accounting policies link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Revenue recognition link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Investments and fair value measurements link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Consolidated balance sheet components link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Commitments and contingencies link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Income taxes link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Related party transactions link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Stockholders' equity link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Net loss per share link:presentationLink link:calculationLink link:definitionLink 9952168 - Disclosure - Segment and geographic information link:presentationLink link:calculationLink link:definitionLink 9952169 - Disclosure - Restructuring charges link:presentationLink link:calculationLink link:definitionLink 9952170 - Disclosure - Subsequent events link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - Summary of significant accounting policies (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - Summary of significant accounting policies (Tables) link:presentationLink link:calculationLink 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Disclosure - Restructuring charges (Tables) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - Summary of significant accounting policies - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - Summary of significant accounting policies - Schedule of Allowance for Credit Losses (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Revenue recognition - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - Revenue recognition - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - Revenue recognition - Summary of Deferred Revenue Balances by Reportable Segment (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - Revenue recognition - Summary of Deferred Contract Costs (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - Investments and fair value measurements - Schedule of Investments on Condensed Consolidated Balance Sheets (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - Investments and fair value measurements - Summary of the Changes in the Fair Value of Level 3 Financial Instruments (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - Investments and fair value measurements - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Consolidated balance sheet components - Schedule of Cash, Cash Equivalents, and Marketable Securities (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Consolidated balance sheet components - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Consolidated balance sheet 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Disclosure - Net loss per share - Schedule of Net Earnings (Loss) per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9954511 - Disclosure - Net loss per share - Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Net Loss per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9954512 - Disclosure - Segment and geographic information - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954513 - Disclosure - Segment and geographic information - Schedule of Financial Information by Each Reportable Segment (Details) link:presentationLink link:calculationLink link:definitionLink 9954514 - Disclosure - Segment and geographic information - Schedule of Revenue by Region (Details) link:presentationLink link:calculationLink link:definitionLink 9954515 - Disclosure - Segment and geographic information - Schedule of Long-lived Assets by Region (Details) link:presentationLink link:calculationLink link:definitionLink 9954516 - Disclosure - Restructuring charges - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954517 - Disclosure - Restructuring charges - Summary of Restructuring Charges (Details) link:presentationLink link:calculationLink link:definitionLink 9954518 - Disclosure - Subsequent events (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 8 udmy-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 9 udmy-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 10 udmy-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Minimum annual increase in shares reserved for issuance Share-Based Compensation Arrangement by Share-Based Payment Award, Common Stock Reserve, Minimum Annual Increase Share-Based Compensation Arrangement by Share-Based Payment Award, Common Stock Reserve, Minimum Annual Increase Naspers Naspers [Member] Naspers Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Vested & expected to vest, weighted average remaining contractual term Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Weighted Average Remaining Contractual Term Adjustments to reconcile net loss to net cash used in operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] Related party transactions Related Party Transactions Disclosure [Text Block] Unrealized Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Schedule of Information Pertaining to Operating Leases Lease, Cost [Table Text Block] Schedule of Cash, Cash Equivalents, and Marketable Securities Cash, Cash Equivalents and Investments [Table Text Block] Cover [Abstract] Net increase (decrease) in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Board of Directors Director [Member] Deferred contract costs, current Capitalized Contract Cost, Net, Current Schedule of Future Minimum Lease Payments Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Other current liabilities Other Liabilities, Current Trading Symbol Trading Symbol Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Total other comprehensive income (loss) Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest All Trading Arrangements All Trading Arrangements [Member] Schedule of Cash and Cash Equivalents [Table] Cash and Cash Equivalent [Table] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Schedule of Net Earnings (Loss) per Share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Award vesting period (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Awards vested, not yet released (in shares) Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Vested But Not Yet Released in Period, Shares Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Vested But Not Yet Released in Period, Shares Income taxes paid Income Taxes Paid, Net Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Accounts receivable Increase (Decrease) in Accounts Receivable Operating expenses Operating Costs and Expenses [Abstract] Organization and description of business Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Operating lease liabilities Increase (Decrease) in Operating Lease Liability Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Vesting of restricted stock units (in shares) Stock Issued During Period, Shares, Restricted Stock Award, Net of Forfeitures Investments and fair value measurements Fair Value Disclosures [Text Block] Net proceeds from exercise of stock options Proceeds from Stock Options Exercised Restructuring and Related Activities [Abstract] Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Schedule of RSU and PSU Activity Schedule of Nonvested Restricted Stock Units Activity [Table Text Block] Leases Lessee, Operating Leases [Text Block] Common stock, shares outstanding (in shares) Common Stock, Shares, Outstanding Schedule of Acquired Finite-Lived Intangible Asset by Major Class [Table] Schedule of Acquired Finite-Lived Intangible Asset by Major Class [Table] Operating lease costs Operating Lease, Cost Proceeds from maturities of marketable securities Proceeds from Sale and Maturity of Marketable Securities Restructuring and related cost, number of positions eliminated Restructuring and Related Cost, Number of Positions Eliminated Number of shares reserved for future issuance (in shares) Stock options available for future issuance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Operating lease liabilities, non-current Operating Lease, Liability, Noncurrent Segment information Segment Reporting, Policy [Policy Text Block] Revenue from Contract with Customer [Abstract] Deferred revenue, current Contract with Customer, Liability, Current Reconciliation of segment gross profit to gross profit Reconciliation of Segment Gross Profit tp Gross Profit [Abstract] Reconciliation of Segment Gross Profit tp Gross Profit Plan Name [Domain] Plan Name [Domain] United States UNITED STATES Other assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Intangible Assets, Gross Finite-Lived Intangible Assets, Gross Accrued excise tax on share repurchases Accrued Excise Tax On Share Repurchases Accrued Excise Tax On Share Repurchases Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Money market funds Money market funds Money Market Funds [Member] Deferred contract costs, non-current Capitalized Contract Cost, Net, Noncurrent Operating Segments Operating Segments [Member] Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] Plan Name [Axis] Plan Name [Axis] Amended and Restated 2010 Equity Incentive Plan Amended and Restated 2010 Equity Incentive Plan [Member] Amended and Restated 2010 Equity Incentive Plan Equity Components [Axis] Equity Components [Axis] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Marketable securities: Fair Value Debt Securities, Available-for-Sale Accounts receivable, net Accounts Receivable [Policy Text Block] Tradename Trade Names [Member] Acquired Finite-Lived Intangible Assets [Line Items] Acquired Finite-Lived Intangible Assets [Line Items] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Use of estimates Use of Estimates, Policy [Policy Text Block] Stock-based compensation in capitalized costs Share-Based Payment Arrangement, Amount Capitalized Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Adjustment to Compensation, Amount Adjustment to Compensation Amount Outstanding, aggregate intrinsic value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Change in unrealized gain (loss) on marketable securities, net of tax Other Comprehensive Income (Loss), Available-for-Sale Securities

Adjustment, Net of Tax, Portion Attributable to Parent Entity Small Business Entity Small Business Developed technology Developed Technology Rights [Member] Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Tabular List, Table Tabular List [Table Text Block] 2029 Lessee, Operating Lease, Liability, to be Paid, Year Five Interest income Investment Income, Interest and Dividend Level 3 Fair Value, Inputs, Level 3 [Member] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Europe, Middle East, Africa EMEA [Member] Sales and marketing Selling and Marketing Expense [Member] Repurchases of common stock Repurchases of common stock Stock Repurchased During Period, Value Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Schedule of Allowance for Credit Losses Accounts Receivable, Allowance for Credit Loss [Table Text Block] Accrued expenses Accrued Liabilities, Current Issuance of common stock under employee stock purchase plan (in shares) Stock Issued During Period, Shares, Employee Stock Purchase Plans Total potentially dilutive securities (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Content costs payable Content Costs Payable, Current Content Costs Payable, Current Restricted Stock Units RSU and Performance Shares Units PSU Restricted Stock Units RSU and Performance Shares [Member] Restricted Stock Units RSU and Performance Shares Share-based Payment Arrangement, Tranche One Share-Based Payment Arrangement, Tranche One [Member] 2021 Employee Stock Purchase Plan 2021 Employee Stock Purchase Plan [Member] 2021 Employee Stock Purchase Plan Cash, cash equivalents and restricted cashâ€”Beginning of period Cash, cash equivalents and restricted cashâ€”End of period Total cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Accretion of marketable securities Accretion (Amortization) of Discounts and Premiums, Investments Current assets: Assets, Current [Abstract] Goodwill Goodwill Consolidation Items [Axis] Consolidation Items [Axis] Balance at Beginning of Period Balance at End of Period Accounts Receivable, Allowance for Credit Loss Personnel-related costs Restructuring Charges, Excluding Miscellaneous Restructuring Charges Restructuring Charges, Excluding Miscellaneous Restructuring Charges Share repurchase program, shares authorized Share Repurchase Program, Authorized, Amount Schedule of Capitalized Software, Net Schedule of Capitalized Computer Software [Table Text Block] Schedule of Capitalized Computer Software Rest of world Rest of World [Member] Rest of World Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Stock options Share-Based Payment Arrangement, Option [Member] Depreciation Depreciation Fair Value Disclosures [Abstract] Marketable securities Marketable Securities, Current 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Taxes paid related to net share settlement of equity awards Proceeds from (Payments for) Other Financing Activities Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Preferred stock, shares outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Award Type [Axis] Award Type [Axis] Net loss per share Earnings Per Share, Basic [Abstract] 2021 Stock incentive Plan 2021 Stock incentive Plan [Member] 2021 Stock incentive Plan Time deposits Time Deposits [Member] Time Deposits Exercised (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Amortization of deferred contract costs Amortization of Deferred Sales Commissions Property and equipment, net Property and equipment, net Property, Plant and Equipment, Net Number of shares right to receive (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Right to Receive Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Right to Receive Total liabilities Liabilities Total long-lived assets Long-Lived Assets Exercisable, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and Development Expense Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Content costs payable Increase (Decrease) in Content Costs Payable Increase (Decrease) in Content Costs Payable Expiration Date Trading Arrangement Expiration Date Operating lease right-of-use assets exchanged for operating lease liabilities Right-of-Use Asset Obtained in Exchange for Finance Lease Liability Cash flows from investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward] Operating lease liabilities, current Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, shares issued (in shares) Common Stock, Shares, Issued Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Computers and equipment Computer Equipment [Member] Consumer Consumer Consumer Segment [Member] Consumer Segment Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Less accumulated depreciation and amortization Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Subsequent Event [Line Items] Subsequent Event [Line Items] Total property and equipment Property, Plant and Equipment, Gross Exercise of stock options (in shares) Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period RSUs, PSUs, and restricted stock Restricted Stock Units, Performance Shares Units and Restricted Stock [Member] Restricted Stock and Restricted Stock Units Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Weighted Average Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Other liabilities, non-current: Financial Liabilities Fair Value Disclosure [Abstract] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Cash Cash [Member] Basis of consolidation and presentation Basis of Accounting, Policy [Policy Text Block] Diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Expected restructuring charges Restructuring and Related Cost, Expected Cost MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Remainder of 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Total stockholdersâ€™ equity Beginning balance Ending balance Equity, Attributable to Parent Cash and Cash Equivalents [Line Items] Cash and Cash Equivalents [Line Items] Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Interest expense Interest Expense, Nonoperating Purchased software Software and Software Development Costs [Member] Charges Utilized/Written-off, Net of Recoveries Accounts Receivable, Allowance for Credit Loss, Writeoff Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Cost of revenue Cost of Sales [Member] Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Segment Reporting Information [Line Items] Revenues from External Customers and Long-Lived Assets [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] CorpU CorpU [Member] CorpU Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Schedule of Restructuring Charges Schedule of Restructuring Reserve by Type of Cost [Table Text Block] 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Outstanding, weighted average remaining contractual term Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Assets Assets [Abstract] Expected dividend yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate SARs outstanding (in shares) RSUs outstanding and PSUs (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding, Number Restricted cash, current Restricted Cash, Current Document Type Document Type Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Schedule of Financial Information by Each Reportable Segment Schedule of Segment Reporting Information, by Segment [Table Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] 2026 Computer Software, Expected Amortization, Year Two Computer Software, Expected Amortization, Year Two Purchases of marketable securities Payments to Acquire Marketable Securities Restructuring charges Restructuring Charges [Member] Exercisable, weighted average remaining contractual term Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost Schedule of Deferred Revenue Balances by Reportable Segment Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Schedule of Expected Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Subsequent Event [Table] Subsequent Event [Table] Maximum Maximum [Member] Amortization of intangible assets Amortization of Intangible Assets Total deferred revenue Contract with Customer, Liability Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Total expected amortization Finite-Lived Intangible Assets, Net Furniture and fixtures Furniture and Fixtures [Member] Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Liabilities Liabilities [Abstract] Accounting Policies [Abstract] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table] 2025 Computer Software, Expected Amortization, Year One Computer Software, Expected Amortization, Year One Leasehold improvements Leasehold Improvements [Member] Schedule of Weighted Average Assumptions, Options Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Less imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Net loss before taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Vesting [Axis] Vesting [Axis] Award Type [Domain] Award Type [Domain] Name Outstanding Recovery, Individual Name Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Variable lease costs Variable Lease, Cost Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Net Loss per Share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Estimated Useful Lives Finite-Lived Intangible Asset, Useful Life Deferred contract costs [Roll Forward] Capitalized Contract Cost [Roll Forward] Capitalized Contract Cost Additional Paid-In Capital Additional Paid-in Capital [Member] Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Amortization of capitalized software Capitalized Computer Software, Amortization Restructuring and related cost, number of positions eliminated with no future service requirement percent Restructuring and Related Cost, Number of Positions Eliminated With No Future Service Requirement Percent Restructuring and Related Cost, Number of Positions Eliminated With No Future Service Requirement, Percent Restricted cash, non-current Restricted cash, non-current Restricted Cash, Noncurrent Customer relationships Customer Relationships [Member] Recently Adopted and Issued Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Diluted (in dollars per share) Earnings Per Share, Diluted Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Counterparty Name [Domain] Counterparty Name [Domain] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization 2021 Equity Incentive Plan 2021 Equity Incentive Plan [Member] 2021 Equity Incentive Plan Non-cash operating lease expense Operating Lease, Right-of-Use Asset, Periodic Reduction Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Deferred revenue Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Award vesting rights, percentage Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Number of operating segments Number of Operating Segments Settlements Restructuring, Settlement and Impairment Provisions Reduction in global workforce, percent Restructuring and Related Cost, Number of Positions Eliminated, Period Percent Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Other comprehensive income (loss): Other Comprehensive Income (Loss), Tax [Abstract] Employee Severance Employee Severance [Member] Statement of Financial Position [Abstract] Restructuring charges Restructuring and Related Activities Disclosure [Text Block] Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Unrealized loss on strategic investments Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Gain (Loss) Included in Earnings Enterprise Enterprise Enterprise Segment [Member] Enterprise Segment Sales and marketing Selling and Marketing Expense Income tax provision Income Tax Expense (Benefit) Vesting and remeasurement of SARs Fair Value, Measurement With Unobservable Inputs Reconciliation, Recurring Basis, Liability, Vesting And Remeasurement Of Share Based Award Fair Value, Measurement With Unobservable Inputs Reconciliation, Recurring Basis, Liability, Vesting And Remeasurement Of Share Based Award Accounts Receivable, Allowance for Credit Loss [Roll Forward] Accounts Receivable, Allowance for Credit Loss [Roll Forward] Supplemental disclosures of cash flow information: Supplemental Cash Flow Information [Abstract] Unrecognized compensation costs, period for recognition (in years) Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Total other income, net Nonoperating Income (Expense) Statement of Comprehensive Income [Abstract] Effective income tax rate, percent Effective Income Tax Rate Reconciliation, Percent Net cash provided by (used in) investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Number of reportable segments Number of Reportable Segments Total liabilities and stockholders' equity Liabilities and Equity Subsequent events Subsequent Events [Text Block] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Accrued compensation and benefits Employee-related Liabilities, Current Prepaid expenses and other assets Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Restructuring charges Restructuring Charges Commitments and Contingencies Disclosure [Abstract] Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] 2027 Computer Software, Expected Amortization, Year Three Computer Software, Expected Amortization, Year Three Schedule of Deferred Contract Costs Capitalized Contract Cost [Table Text Block] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Individual: Individual [Axis] Shares withheld related to net share settlement of equity awards Share-Based Payment Arrangement, Decrease for Tax Withholding Obligation Vesting of restricted stock units Stock Issued During Period, Value, Restricted Stock Award, Net of Forfeitures Accumulated Other Comprehensive Income (Loss) AOCI Attributable to Parent [Member] Canceled (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Forfeitures in Period, Weighted Average Exercise Price Revenue, remaining performance obligation, period Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period Expected life (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term U.S. government securities U.S. government securities US Government Agencies Debt Securities [Member] Entity Address, State or Province Entity Address, State or Province Property, Plant and Equipment [Line Items] Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Schedule of Related Party Transactions Schedule of Related Party Transactions [Table Text Block] Schedule of Property and Equipment, Net Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Remainder of 2024 Computer Software, Expected Amortization, Remainder of Fiscal Year Computer Software, Expected Amortization, Remainder of Fiscal Year Vesting [Domain] Vesting [Domain] Marketable securities: Marketable Securities [Member] Marketable Securities Unvested beginning balance (in dollars per share) Unvested ending balance (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and stockholders' equity Liabilities and Equity [Abstract] Beginning balance Ending balance Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value Schedule of the Changes in the Fair Value of Level 3 Financial Instruments Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Asia Pacific Asia Pacific [Member] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Vested & expected to vest, awards outstanding (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Number Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Less accumulated amortization Capitalized Computer Software, Accumulated Amortization Related Party Transactions [Abstract] Deferred revenue, non-current Contract with Customer, Liability, Noncurrent Cash settled stock

appreciation rights Share-Based Payment Liability Current Fair Value Disclosure Share-Based Payment Liability Current Fair Value Disclosure Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Outstanding, beginning balance (in dollars per share) Outstanding, ending balance (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Stock options outstanding (in shares) Outstanding, beginning balance (in shares) Outstanding, ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Released (in dollars per share) Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Releases In Period, Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Releases In Period, Weighted Average Grant Date Fair Value Allowance for credit losses Charged to Expenses Accounts Receivable, Credit Loss Expense (Reversal) Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Schedule of Investments on Condensed Consolidated Balance Sheets Fair Value, Liabilities Measured on Recurring Basis [Table Text Block] Exercise Price Award Exercise Price Deferred contract costs Increase (Decrease) in Capitalized Contract Costs, Net Increase (Decrease) in Capitalized Contract Costs, Net Net loss per share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Decrease in restricted cash related to new and renewed lease agreements Decrease in Restricted Cash Related to New and Renewed Lease Agreements Decrease in Restricted Cash Related to New and Renewed Lease Agreements Issuance of common stock under employee stock purchase plan Stock Issued During Period, Value, Employee Stock Purchase Plan Subsequent Event Subsequent Event [Member] Exercise of stock options Stock Issued During Period, Value, Stock Options Exercised Granted (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Segments [Domain] Segments [Domain] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] All Individuals All Individuals [Member] Summary of significant accounting policies Basis of Presentation and Significant Accounting Policies [Text Block] PEO PEO [Member] Income Tax Disclosure [Abstract] Name Trading Arrangement, Individual Name Other income (expense), net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Exercised (in dollars per share) Share-based Compensation Arrangement by Share-based Payment Award, Non-Option Equity Instruments, Exercises in Period, Weighted Average Exercise Price Share-based Compensation Arrangement by Share-based Payment Award, Non-Option Equity Instruments, Exercises in Period, Weighted Average Exercise Price Long-Lived Tangible Asset [Axis] Long-Lived Tangible Asset [Axis] Unrealized Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Unrecognized compensation costs, excluding options Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Other income (expense), net Other Nonoperating Income (Expense) [Abstract] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Total shares of common stock reserved (in shares) Common Stock, Capital Shares Reserved for Future Issuance Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Related Party [Domain] Related and Nonrelated Parties [Domain] Beginning balance (in shares) Ending balance (in shares) Shares, Outstanding Cash equivalents Cash and Cash Equivalents, Fair Value Disclosure Additions Capitalized Contract Cost, Amount Capitalized During the Period Capitalized Contract Cost, Amount Capitalized During the Period Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Local Phone Number Local Phone Number Liability Class [Axis] Liability Class [Axis] Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Unrealized loss on strategic investments Unrealized Gain (Loss) on Investments Expected volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Repurchases of common stock (in shares) Repurchases of common stock (in shares) Stock Repurchased During Period, Shares Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Cash settled stock appreciation rights Share-Based Payment Liability, Fair Value Disclosure Share-Based Payment Liability, Fair Value Disclosure Strategic investmentâ€™s cost basis Equity Securities, FV-NI, Cost Long-Lived Tangible Asset [Domain] Long-Lived Tangible Asset [Domain] Schedule of Accrued Expenses and Other Current Liabilities Schedule of Accrued Liabilities [Table Text Block] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Vested & expected to vest, weighted average exercise price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Weighted Average Exercise Price Schedule of Long-lived Assets by Region Long-Lived Assets by Geographic Areas [Table Text Block] Commitments and contingencies Commitments and Contingencies Disclosure [Text Block] Common Stock Common Stock [Member] Measure: Measure [Axis] Asset Class [Domain] Asset Class [Domain] Preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Schedule of the Changes in the Fair Value of Level 3 Financial Instruments Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Capitalized software Capitalized Computer Software, Gross Number of continuous unrealized loss position for twelve months or longer Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer, Number of Positions Entity Emerging Growth Company Entity Emerging Growth Company Segment Reporting [Abstract] Shares withheld related to net share settlement of equity awards (in shares) Share-Based Payment Arrangement, Shares Withheld for Tax Withholding Obligation Entity Central Index Key Entity Central Index Key General and administrative General and Administrative Expense [Member] Accounts payable, accrued expenses and other liabilities Increase (Decrease) in Accounts Payable and Other Operating Liabilities Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Stockholders' equity Equity [Text Block] Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Equity Component [Domain] Equity Component [Domain] Financial Instrument [Axis] Financial Instrument [Axis] Segment and geographic information Segment Reporting Disclosure [Text Block] Reconciliation of cash, cash equivalents and restricted cash: Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents [Abstract] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Stock-based compensation capitalized as a software Share-based Payment Arrangement, Amount Capitalized as Capitalized Software Share-based Payment Arrangement, Amount Capitalized as Capitalized Software Balance at Beginning of Period Balance at End of Period Capitalized Contract Cost, Net Title Trading Arrangement, Individual Title Vendor relationships Vendor Relationships [Member] Vendor Relationships Statement [Table] Statement [Table] Counterparty Name [Axis] Counterparty Name [Axis] Consolidation Items [Domain] Consolidation Items [Domain] Numerator: Net Income (Loss) Available to Common Stockholders, Diluted [Abstract] City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Interest paid Interest Paid, Excluding Capitalized Interest, Operating Activities Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Level 1 Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Supplemental disclosure of non-cash investing and financing activities: Noncash Investing and Financing Items [Abstract] Preferred Stock Preferred Stock [Member] Extension repurchase program Extension Repurchase Program Extension Repurchase Program Repurchases of common stock Payments for Repurchase of Common Stock Exercisable, awards outstanding (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Operating lease, right-of-use asset, addition Operating Lease, Right-of-Use Asset, Addition Operating Lease, Right-of-Use Asset, Addition Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Restructuring Reserve [Roll Forward] Restructuring Reserve [Roll Forward] Future minimum payments Unrecorded Unconditional Purchase Obligation Subsequent Event Type [Axis] Subsequent Event Type [Axis] Shares repurchased and retired, value Stock Repurchased and Retired During Period, Value Time deposits Bank Time Deposits [Member] Remaining performance obligation, percentage Revenue, Remaining Performance Obligation, Percentage Income taxes Income Tax Disclosure [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Net loss per share Earnings Per Share [Abstract] Stockholders' equity: Equity [Abstract] Indirect tax payables Accrual for Taxes Other than Income Taxes, Current Accumulated deficit Retained Earnings (Accumulated Deficit) Schedule of Common Stock Reserved for Future Issuance Schedule of Common Stock Reserved for Future Issuance [Table Text Block] Schedule of Common Stock Reserved for Future Issuance Shares repurchased and retired (in shares) Stock Repurchased and Retired During Period, Shares Related Party Transaction [Line Items] Related Party Transaction [Line Items] General and administrative General and Administrative Expense Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Weighted average discount rate Operating Lease, Weighted Average Discount Rate, Percent Present value of operating lease liabilities Operating Lease, Liability Net cash provided by (used in) financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Performance-Based Awards Performance Shares [Member] Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Exercised Amendment Flag Amendment Flag Entity Registrant Name Entity Registrant Name Net change in unrealized gain (loss) on marketable securities Marketable Security, Unrealized Gain (Loss) Accumulated other comprehensive income Accumulated Other Comprehensive Income (Loss), Foreign Currency Translation Adjustment, Net of Tax Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization Depreciation, Depletion and Amortization Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Gross profit Gross profit Gross Profit Foreign currency translation gain (loss), net of tax Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Fair Value as of Grant Date Award Grant Date Fair Value Subsequent Events [Abstract] Affiliated Entity Affiliated Entity [Member] Vested & expected to vest, aggregate intrinsic value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Aggregate Intrinsic Value Level 2 Fair Value, Inputs, Level 2 [Member] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Geographical [Domain] Geographical [Domain] Amortization Expense Capitalized Contract Cost, Amortization Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Exercises of SARs Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of Stock-Based Compensation Expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Schedule of Restructuring and Related Costs [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Common stock, $0.00001 par value - 950,000,000 shares authorized; 146,691,638 and 157,166,360 shares issued and outstanding as of SeptemberÂ 30, 2024, and DecemberÂ 31, 2023, respectively. Common Stock, Value, Issued Share-Based Payment Arrangement [Abstract] Renewal option term Lessor, Sales-type Lease, Renewal Term Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Strategic investments Equity Securities, FV-NI, Noncurrent Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Canceled (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Released (in shares) Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Releases In Period Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Releases In Period Fair Value by Liability Class [Domain] Fair Value by Liability Class [Domain] Cash flows from financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Share-Based Payment Arrangement Share-Based Payment Arrangement [Member] Options Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Awards vested, not yet released (in dollars per share) Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Vested But Not Yet Released in Period, Weighted-Average Grant Date Fair Value Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Vested But Not Yet Released in Period, Weighted-Average Grant Date Fair Value Cash and Cash Equivalents [Domain] Cash and Cash Equivalents [Domain] Contingently issuable shares under ESPP Employee Stock [Member] Basic (in dollars per share) Earnings Per Share, Basic Proceeds from share purchases under employee stock purchase plan Proceeds from Stock Plans Cash paid for amounts included in the measurement of operating lease liabilities Operating Lease, Payments Cash and cash equivalents: Cash and Cash Equivalents [Member] Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Contractual term (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Weighted-average shares used in computing net loss per share Weighted-average shares used in computing net loss per share Weighted Average Number of Shares Outstanding, Diluted [Abstract] Total assets Assets Concentration of credit risk Concentration Risk, Credit Risk, Policy [Policy Text Block] Corporate performance metric attainment percentage Share-Based Payment Arrangement, Corporate Performance Metric Attainment Percentage Share-Based Payment Arrangement, Corporate Performance Metric Attainment Percentage 2005 Finite-Lived Intangible Asset, Expected Amortization, Year One Cost of revenue Segment cost of revenue Cost of Goods and Services Sold Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Schedule of Intangible Assets Acquired through Business Combination Schedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block] Schedule of Investments on Condensed Consolidated Balance Sheets Fair Value, Assets Measured on Recurring Basis [Table Text Block] Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other liabilities, non-current Other Liabilities, Noncurrent Percent of outstanding shares Share-Based Compensation Arrangement by Share-Based Payment Award, Percentage of Outstanding Stock Maximum Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] NoteÂ 7Â â€“ Commitments and contingencies Commitments and Contingencies Number of shares reserved for future issuance increased (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant, Increase Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant, Increase Termination Date Trading Arrangement Termination Date Schedule of Related Party Transactions, by Related Party [Table] Related Party Transaction [Table] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Schedule of Revenue by Region Revenue from External Customers by Geographic Areas [Table Text Block] Entity Address, City or Town Entity Address, City or Town Schedule of Option Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Annual percentage increase, term Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Available for Grant, Annual Percent Increase Term Share-based Compensation Arrangement by Share-based Payment Award, Number of Shares Available for Grant, Annual Percent Increase Term Total stock-based compensation expense Stock-based compensation Share-Based Payment Arrangement, Expense Net loss Net loss Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Revenue Total revenue Revenue from Contract with Customer, Including Assessed Tax Granted (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award,

Options, Grants in Period, Weighted Average Exercise Price Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Canceled (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Business Acquisition [Axis] Business Acquisition [Axis] Authorized attainment percentage of shares issued Share-Based Payment Arrangement, Authorized Attainment Percentage of Shares Issued Share-Based Payment Arrangement, Authorized Attainment Percentage of Shares Issued Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number Cash and Cash Equivalents [Axis] Cash and Cash Equivalents [Axis] Revenue recognition Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Denominator: Weighted Average Number of Shares Outstanding Reconciliation [Abstract] Entity Address, Address Line Two Entity Address, Address Line Two Effect of foreign exchange rates on cash flows Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Name Forgone Recovery, Individual Name Exercisable, aggregate intrinsic value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Intrinsic Value Remainder of 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted average remaining term (years) Operating Lease, Weighted Average Remaining Lease Term Indirect tax reserves Deferred Rent Credit, Current Document Period End Date Document Period End Date Strategic investments Investment, Policy [Policy Text Block] Other Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Impairment of strategic investment Equity Securities without Readily Determinable Fair Value, Impairment Loss, Annual Amount Gross lease payments Lessee, Operating Lease, Liability, to be Paid Unvested beginning balance (in shares) Unvested ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Asset Class [Axis] Asset Class [Axis] Insider Trading Arrangements [Line Items] Consolidated balance sheet components Supplemental Balance Sheet Disclosures [Text Block] Segment Reconciling Items Segment Reporting, Reconciling Item, Excluding Corporate Nonsegment [Member] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Insight Insight Partners [Member] Insight Partners 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Lessee, tenant improvements allowance Lessee, Tenant Improvements Allowance Lessee, Tenant Improvements Allowance Contract with customer, liability, revenue recognized Contract with Customer, Liability, Revenue Recognized Adjustment to Compensation: Adjustment to Compensation [Axis] Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Latin America Latin America [Member] Number of votes per common stock Common Stock, Number Of Voting Rights Common Stock, Number Of Voting Rights Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Accrued expenses and other current liabilities Accrued expenses and other current liabilities Accrued Expenses And Other Liabilities, Current Accrued Expenses And Other Liabilities, Current Related Party [Axis] Related and Nonrelated Parties [Axis] Basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Capitalized software costs Payments for Software Schedule of Segment Reporting Information, by Segment [Table] Schedule of Revenues from External Customers and Long-Lived Assets [Table] Capitalized software, net Total expected amortization Capitalized Computer Software, Net Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] North America North America [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Construction in Progress Construction in Progress [Member] Canceled (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Entity Filer Category Entity Filer Category Beginning balance Ending balance Restructuring Reserve Remaining performance obligation, amount Revenue, Remaining Performance Obligation, Amount Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 11 udmy-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 13 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover - shares 9 Months Ended Sep. 30, 2024 Oct. 25, 2024 Cover [Abstract] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Period End Date Sep. 30, 2024 Â Document Transition Report false Â Entity File Number 001-40956 Â Entity Registrant Name Udemy, Inc. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 27-1779864 Â Entity Address, Address Line One 600 Harrison Street Â Entity Address, Address Line Two 3rd Floor Â Entity Address, City or Town San Francisco Â Entity Address, State or Province CA Â Entity Address, Postal Zip Code 94107 Â City Area Code 415 Â Local Phone Number 813-1710 Â Title of 12(b) Security Common Stock, $0.00001 par value Â Trading Symbol UDMY Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Large Accelerated Filer Â Entity Small Business false Â Entity Emerging Growth Company false Â Entity Shell Company false Â Entity Common Stock, Shares Outstanding Â 145,901,417 Amendment Flag false Â Document Fiscal Period Focus Q3 Â Document Fiscal Year Focus 2024 Â Entity Central Index Key 0001607939 Â Current Fiscal Year End Date --12-31 Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 2 such as Street or Suite number + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine2 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 14 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 204,563 $ 305,564 Restricted cash, current 100 3,329 Marketable securities 152,546 171,372 Accounts receivable, net 81,164 92,555 Prepaid expenses and other current assets 24,778 20,924 Deferred contract costs, current 44,861 38,584 Total current assets 508,012 632,328 Property and equipment, net 3,320 4,439 Capitalized software, net 33,275 31,388 Operating lease right-of-use assets 11,833 5,691 Restricted cash, non-current 1,115 659 Deferred contract costs, non-current 32,276 35,790 Strategic investments 0 10,311 Intangible assets, net 2,656 5,223 Goodwill 12,646 12,646 Other assets 3,772 2,721 Total assets 608,905 741,196 Current liabilities: Â Â Accounts payable 4,273 2,506 Accrued expenses and other current liabilities 25,459 27,778 Content costs payable 36,299 40,277 Accrued compensation and benefits 32,179 24,332 Operating lease liabilities, current 4,689 5,825 Deferred revenue, current 299,955 279,414 Total current liabilities 402,854 380,132 Operating lease liabilities, non-current 7,424 1,124 Deferred revenue, non-current 2,364 3,000 Other liabilities, non-current 6 48 Total liabilities 412,648 384,304 NoteÂ 7Â â€“ Commitments and contingencies Stockholders' equity: Â Â Common stock, $0.00001 par value - 950,000,000 shares authorized; 146,691,638 and 157,166,360 shares issued and outstanding as of SeptemberÂ 30, 2024, and DecemberÂ 31, 2023, respectively. 1 2 Additional paid-in capital 991,176 1,076,508 Accumulated other comprehensive income 202 80 Accumulated deficit (795,122) (719,698) Total stockholdersâ€™ equity 196,257 356,892 Total liabilities and stockholders' equity $ 608,905 $ 741,196 X - DefinitionAccrued Expenses And Other Liabilities, Current + ReferencesNo definition available. + Details Name: udmy_AccruedExpensesAndOtherLiabilitiesCurrent Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionContent Costs Payable, Current + ReferencesNo definition available. + Details Name: udmy_ContentCostsPayableCurrent Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1:

http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAccumulated adjustment, net of tax, that results from the process of translating subsidiary financial statements and foreign equity investments into the reporting currency from the functional currency of the reporting entity, net of reclassification of realized foreign currency translation gains or losses. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482736/825-10-45-5AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossForeignCurrencyTranslationAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe carrying amount of capitalized computer software costs net of accumulated amortization as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated amortization and accumulated impairment loss, of asset recognized from cost incurred to obtain or fulfill contract with customer; classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated amortization and accumulated impairment loss, of asset recognized from cost incurred to obtain or fulfill contract with customer; classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostNetNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance

Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI), classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482736/825-10-45-1A + Details Name: us-gaap_EquitySecuritiesFVNINoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A 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-SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher

FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in marketable security, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash restricted as to withdrawal or usage, classified as current. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8 + Details Name: us-gaap_RestrictedCashCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash restricted as to withdrawal or usage, classified as noncurrent. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 5 -SubTopic 210 -Topic 954 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477220/954-210-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8 + Details Name: us-gaap_RestrictedCashNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 15 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Common stock, par value (in dollars per share) $ 0.00001 $ 0.00001 Common stock, shares authorized (in shares) 950,000,000 950,000,000 Common stock, shares issued (in shares) 146,691,638 157,166,360 Common stock, shares outstanding (in shares) 146,691,638 157,166,360 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 16 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Statement [Abstract] Â Â Â Â Revenue $ 195,417 $ 184,722 $ 586,623 $ 539,392 Cost of revenue 72,362 77,264 221,888 229,903 Gross profit 123,055 107,458 364,735 309,489 Operating expenses Â Â Â Â Sales and marketing 85,997 76,492 260,288 233,520 Research and development 32,976 30,307 96,607 90,829 General and administrative 22,266 22,155 74,299 71,112 Restructuring charges 11,275 0 11,275 10,263 Total operating expenses 152,514 128,954 442,469 405,724 Loss from operations (29,459) (21,496) (77,734) (96,235) Other income (expense), net Â Â Â Â Interest income 4,732 5,542 15,655 14,758 Interest expense 504 (124) 424 (464) Other income (expense), net (185) 122 (11,077) (2,181) Total other income, net 5,051

5,540 5,002 12,113 Net loss before taxes (24,408) (15,956) (72,732) (84,122) Income tax provision (863) (811) (2,692) (2,924) Net loss $ (25,271) $ (16,767) $ (75,424) $ (87,046) Net loss per share Â Â Â Â Basic (in dollars per share) $ (0.17) $ (0.11) $ (0.49) $ (0.59) Diluted (in dollars per share) $ (0.17) $ (0.11) $ (0.49) $ (0.59) Weighted-average shares used in computing net loss per share Â Â Â Â Basic (in shares) 149,179,826 151,307,963 152,867,160 148,392,636 Diluted (in shares) 149,179,826 151,307,963 152,867,160 148,392,636 X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph 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https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 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http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name 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Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: 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https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) 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http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as nonoperating. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InterestExpenseNonoperating Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before accretion (amortization) of purchase discount (premium) of interest income and dividend income on nonoperating securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InvestmentIncomeInterestAndDividend Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: 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http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A 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-Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingCostsAndExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherNonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -

Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 17 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Comprehensive Loss - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Statement of Comprehensive Income [Abstract] Â Â Â Â Â Net loss $ (25,271) $ (16,767) $ (75,424) $ (87,046) Other comprehensive income (loss): Â Â Â Â Â Foreign currency translation gain (loss), net of tax 65 (32) 33 (48) Change in unrealized gain (loss) on marketable securities, net of tax 181 18 89 219 Total other comprehensive income (loss) 246 (14) 122 171 Comprehensive loss $ (25,025) $ (16,781) $ (75,302) $ (86,875) X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K + Details Name: us-gaap_ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification adjustment, of gain (loss) in value of unsold investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), attributable to parent. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-

gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeAvailableforsaleSecuritiesAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossTaxAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 18 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholdersâ€™ Equity - USD ($) $ in Thousands Total Common Stock Additional Paid-In Capital Accumulated Other Comprehensive Income (Loss) Accumulated Deficit Beginning balance (in shares) at Dec. 31, 2022 Â 145,013,786 Â Â Â Beginning balance at Dec. 31, 2022 $ 339,310 $ 1 $ 951,946 $ (233) $ (612,404) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation 79,922 Â 79,922 Â Â Exercise of stock options (in shares) Â 2,540,719 Â Â Â Exercise of stock options 8,616 Â 8,616 Â Â Vesting of restricted stock units (in shares) Â 4,481,848 Â Â Â Vesting of restricted stock units 109 $ 1 108 Â Â Issuance of common stock under employee stock purchase plan (in shares) Â 625,111 Â Â Â Issuance of common stock under employee stock purchase plan 4,757 Â 4,757 Â Â Other comprehensive income (loss) 171 Â Â 171 Â Net loss (87,046) Â Â Â (87,046) Ending balance (in shares) at Sep. 30, 2023 Â 152,661,464 Â Â Â Ending balance at Sep. 30, 2023 345,839 $ 2 1,045,349 (62) (699,450) Beginning balance (in shares) at Jun. 30, 2023 Â 149,845,546 Â Â Â Beginning balance at Jun. 30, 2023 333,121 $ 1 1,015,851 (48) (682,683) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation 25,659 Â 25,659 Â Â Exercise of stock options (in shares) Â 1,178,316 Â Â Â Exercise of stock options 3,839 Â 3,839 Â Â Vesting of restricted stock units (in shares) Â 1,637,602 Â Â Â Vesting of restricted stock units 1 $ 1 0 Â Â Other comprehensive income (loss) (14) Â Â (14) Â Net loss (16,767) Â Â Â (16,767) Ending balance (in shares) at Sep. 30, 2023 Â 152,661,464 Â Â Â Ending balance at Sep. 30, 2023 345,839 $ 2 1,045,349 (62) (699,450) Beginning balance (in shares) at Dec. 31, 2023 Â 157,166,360 Â Â Â Beginning balance at Dec. 31, 2023 356,892 $ 2 1,076,508 80 (719,698) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation 77,164 Â 77,164 Â Â Exercise of stock options (in shares) Â 2,350,902 Â Â Â Exercise of stock options 857 Â 857 Â Â Vesting of restricted stock units (in shares) Â 5,283,495 Â Â Â Vesting of restricted stock units 113 Â 113 Â Â Issuance of common stock under employee stock purchase plan (in shares) Â 554,039 Â Â Â Issuance of common stock under employee stock purchase plan 4,533 Â 4,533 Â Â Shares withheld related to net share settlement of equity awards (in shares) Â (3,590,881) Â Â Â Shares withheld related to net share settlement of equity awards $ (25,465) Â (25,465) Â Â Repurchases of common stock (in shares) (15,072,277) (15,072,277) Â Â Â Repurchases of common stock $ (142,535) $ (1) (142,534) Â Â Other comprehensive income (loss) 122 Â Â 122 Â Net loss (75,424) Â Â Â (75,424) Ending balance (in shares) at Sep. 30, 2024 Â 146,691,638 Â Â Â Ending balance at Sep. 30, 2024 196,257 $ 1 991,176 202 (795,122) Beginning balance (in shares) at Jun. 30, 2024 Â 151,682,337 Â Â Â Beginning balance at Jun. 30, 2024 252,254 $ 2 1,022,147 (44) (769,851) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Stock-based compensation 25,531 Â 25,531 Â Â Exercise of stock options (in shares) Â 204,178 Â Â Â Exercise of stock options 480 Â 480 Â Â Vesting of restricted stock units (in shares) Â 1,901,210 Â Â Â Shares withheld related to net share settlement of equity awards (in shares) Â (776,148) Â Â Â Shares withheld related to net share settlement of equity awards $ (5,560) Â (5,560) Â Â Repurchases of common stock (in shares) (6,319,939) (6,319,939) Â Â Â Repurchases of common stock $ (51,423) $ (1) (51,422) Â Â Other comprehensive income (loss) 246 Â Â 246 Â Net loss (25,271) Â Â Â (25,271) Ending balance (in shares) at Sep. 30, 2024 Â 146,691,638 Â Â Â Ending balance at Sep. 30, 2024 $ 196,257 $ 1 $ 991,176 $ 202 $ (795,122) X - DefinitionAmount of decrease to equity for grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of other comprehensive income (loss) attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares used to settle grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_SharesPaidForTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued during the period as a result of an employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesEmployeeStockPurchasePlans Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued during the period related to Restricted Stock Awards, net of any shares forfeited. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesRestrictedStockAwardNetOfForfeitures Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAggregate change in value for stock issued during the period as a result of employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueEmployeeStockPurchasePlan Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock related to Restricted Stock Awards issued during the period, net of the stock value of such awards forfeited. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueRestrictedStockAwardNetOfForfeitures Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of stock options. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares that have been repurchased during the period and have not been retired and are not held in treasury. Some state laws may govern the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 19 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Â Â Net loss $ (75,424) $ (87,046) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Depreciation and amortization 19,515 18,069 Amortization of deferred contract costs 43,863 34,482 Stock-based compensation 70,264 72,928 Allowance for credit losses 1,026 1,309 Accretion of marketable securities (6,651) (5,323) Non-cash operating lease expense 3,641 4,468 Unrealized loss on strategic investments 10,311 1,793 Other 1,319 931 Changes in operating assets and liabilities: Â Â Accounts receivable 10,364 20,363 Prepaid expenses and other assets (5,508) (3,628) Deferred contract costs (46,626) (45,205) Accounts payable, accrued expenses and other liabilities 5,962 (7,102) Content costs payable (3,978) 505 Operating lease liabilities (4,523) (5,168) Deferred revenue 19,906 3,887 Net cash provided by operating activities 43,461 5,263 Cash flows from investing activities: Â Â Purchases of marketable securities (239,783) (225,536) Proceeds from maturities of marketable securities 265,350 231,300 Purchases of property and equipment (1,116) (435) Capitalized software costs (10,247) (9,321) Net cash provided by (used in) investing activities 14,204 (3,992) Cash flows from financing activities: Â Â Net proceeds from exercise of stock options 921 8,277 Proceeds from share purchases under employee stock purchase plan 4,533 4,757 Taxes paid related to net share settlement of equity awards (25,363) 0 Repurchases of common stock (141,591) 0 Net cash provided by (used in) financing activities (161,500) 13,034 Effect of foreign exchange rates on cash flows 61 (116) Net increase (decrease) in cash, cash equivalents and restricted cash (103,774) 14,189 Cash, cash equivalents and restricted cashâ€”Beginning of period 309,552 317,314 Cash, cash equivalents and restricted cashâ€”End of period 205,778 331,503 Reconciliation of cash, cash equivalents and restricted cash: Â Â Cash and cash equivalents 204,563 327,974 Restricted cash, current 100 100 Restricted cash, non-current 1,115 3,429 Total cash, cash equivalents and restricted cash 205,778 331,503 Supplemental disclosures of cash flow information: Â Â Interest paid 0 3,186 Income taxes paid 1,165 1,337 Supplemental disclosure of non-cash investing and financing activities: Â Â Stock-based compensation in capitalized costs 6,953 6,966 Net change in unrealized gain (loss) on marketable securities 89 218 Operating lease right-of-use assets exchanged for operating lease liabilities 9,779 0 Accrued excise tax on share repurchases $ 944 $ 0 X - DefinitionAccrued Excise Tax On Share Repurchases + ReferencesNo definition available. + Details Name: udmy_AccruedExciseTaxOnShareRepurchases Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncrease (Decrease) in Capitalized Contract Costs, Net + ReferencesNo definition available. + Details Name: udmy_IncreaseDecreaseInCapitalizedContractCostsNet Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncrease (Decrease) in Content Costs Payable + ReferencesNo definition available. + Details Name: udmy_IncreaseDecreaseInContentCostsPayable Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of expense recognized in the current period for the periodic realization of capitalized fees that were paid to salespeople, distributors, brokers, and agents at the time of the conclusion of the sale. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_AmortizationOfDeferredSalesCommissions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on

hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cost capitalized for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsCapitalizedAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligations incurred but not paid, and operating obligations classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableAndOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of unrealized gain (loss) on investment in marketable security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_MarketableSecuritiesUnrealizedGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -

Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NoncashInvestingAndFinancingItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income (expense) included in net income that results in no cash inflow (outflow), classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OtherNoncashIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow to reacquire common stock during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsForRepurchaseOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the development, modification or acquisition of software programs or applications for internal use (that is, not to be sold, leased or otherwise marketed to others) that qualify for capitalization. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsForSoftware Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for purchase of marketable security. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11 + Details Name: us-gaap_PaymentsToAcquireMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 45 -Paragraph 15 -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_ProceedsFromPaymentsForOtherFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from exercise of option under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the stock plan during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromStockPlans Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash restricted as to withdrawal or usage, classified as current. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8 + Details Name: us-gaap_RestrictedCashCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash restricted as to withdrawal or usage, classified as noncurrent. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 5 -SubTopic 210 -Topic 954 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477220/954-210-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8 + Details Name: us-gaap_RestrictedCashNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase in right-of-use asset obtained in exchange for finance lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForFinanceLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of unrealized gain (loss) on investment. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_UnrealizedGainLossOnInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 20 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Organization and description of business 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Organization and description of business 1. Organization and description of businessDescription of businessUdemy, Inc. (â€œUdemyâ€ or the â€œCompanyâ€) was incorporated in January 2010 under the laws of the state of Delaware. The Company is headquartered in San Francisco, California. Udemy is a global learning company whose online platform empowers organizations and individuals with flexible and effective skill acquisition and development. The Companyâ€™s learning marketplace platform enables tens of thousands of subject matter experts to develop, distribute and enhance content that reaches Udemyâ€™s broad global audience of learners. Udemy leverages technology, data and insights to deliver personalized and effective learning experiences. The Company further curates its highest-quality content from the marketplace for Udemy Business, which enables companies around the world to offer engaging, effective, on-demand learning for all employees, immersive laboratory-style learning for tech teams, and cohort-based learning focused on leadership development. X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of significant accounting policies 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Summary of significant accounting policies 2. Summary of significant accounting policiesBasis of consolidation and presentationâ€” The accompanying condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€). The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation, and all other normal and recurring adjustments that are, in the opinion of management, necessary for a fair presentation of the results of the periods presented have been made. Segment informationâ€” The Company defines its segments as those operations the chief operating decision maker (â€œCODMâ€), determined to be the Chief Executive Officer of the Company, regularly reviews to allocate resources and assess performance. For the three and nine months ended September 30, 2024 and 2023, the Company operated under two operating and reportable segments: Enterprise and Consumer. The Company continually monitors and reviews its segment reporting structure in accordance with Accounting Standards Codification (â€œASCâ€) Topic 280, Segment Reporting, to determine whether any changes have occurred that would impact its reportable segments. For further information on the Companyâ€™s segment reporting, see NoteÂ 12Â â€“ Segment and geographic information.Use of estimatesâ€” The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the condensed consolidated financial statements and the results of operations during the reporting periods.Significant estimates and assumptions reflected in the condensed consolidated financial statements include, but are not limited to, allowance for credit losses, capitalization of internally developed software and associated useful lives, stock-based compensation, determination of the income tax valuation allowance and the potential outcome of uncertain tax positions, estimated service period for consumer single course purchases, the period of benefit for deferred commissions, the fair value and associated useful lives of intangible assets and goodwill acquired via business combinations, the valuation of privately-held strategic investments, including impairments, and the carrying value of our operating lease right-of-use (â€œROUâ€) assets. Management periodically evaluates such estimates and assumptions for continued reasonableness.Actual results may ultimately differ from managementâ€™s estimates and such differences could be material to the Companyâ€™s financial position and results of operations.Concentration of credit riskâ€” Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, restricted cash, and accounts receivable. For cash and restricted cash, the Company is exposed to credit risk in the event of default by the financial institutions to the extent the amounts recorded on the accompanying condensed consolidated balance sheets are in excess of federal insurance limits. The Companyâ€™s investments that are classified as cash equivalents and marketable securities consist of high-credit-quality instruments and fixed-income securities.The Company generally does not require collateral or other security in support of accounts receivable. To reduce credit risk, management performs ongoing evaluations of its customersâ€™ financial condition and maintains an allowance based upon expected credit losses of outstanding receivables. The Company had no customers who accounted for more than 10% of total accounts receivable as of SeptemberÂ 30, 2024, or DecemberÂ 31, 2023. No customer accounted for more than 10% of total revenue during the three and nine months ended September 30, 2024 or 2023.Summary of significant accounting policiesâ€” There have been no significant changes to the policies as disclosed in Note 2 â€“ Summary of significant accounting policies of the Companyâ€™s Annual Report on Form

10-K for the fiscal year ended December 31, 2023, which was filed with the SEC on February 26, 2024 (the â€œAnnual Reportâ€).Accounts receivable, netâ€” Accounts receivable primarily represent amounts owed to the Company for Enterprise subscriptions. Also included in accounts receivable are amounts due from payment processors or mobile application store partners that settle over a period longer than five business days. Accounts receivable balances are recorded at the invoiced amount and are non-interest-bearing. Accounts receivable is presented net of allowance for credit losses in the accompanying condensed consolidated balance sheets. The Company maintains an allowance based upon expected credit losses of outstanding receivables. Management derives its estimate using a variety of factors, including historical collection and loss patterns; the current aging of receivables; geographic and other customer-specific credit risk factors; and reasonable and supportable forecasts of future economic conditions which inform adjustments to historical loss patterns. The provision for expected credit losses is recorded in general and administrative expenses in the accompanying condensed consolidated statements of operations. Accounts receivable deemed to be uncollectible are written off, net of expected or actual recoveries.Balance at Beginning of PeriodCharged to ExpensesCharges Utilized/Written-off, Net of RecoveriesBalance at End of PeriodAllowance for credit losses (in thousands)Nine Months Ended September 30, 2024$1,270Â $1,026Â $(1,312)$984Â Nine Months Ended September 30, 2023$1,528Â $1,309Â $(1,370)$1,467Â Recently Adopted Accounting Pronouncements Adopted in 2024 There are no recently issued accounting pronouncements that were adopted by the Company during the nine months ended September 30, 2024.Recently Issued Accounting Pronouncements Not Yet AdoptedIn November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which aims to improve reportable segment disclosure requirements, primarily through additional disclosures about significant segment expenses and the chief operating decision maker. The standard will become effective for the Companyâ€™s fiscal year ended December 31, 2024, and interim periods during the fiscal year ended December 31, 2025, with early adoption permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently assessing the potential impact of the new standard on the Companyâ€™s condensed consolidated financial statements.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires disclosure of disaggregated income taxes paid, prescribes standard categories for the components of the effective tax rate reconciliation, and modifies other income tax-related disclosures. The standard will become effective for the Companyâ€™s fiscal year ended December 31, 2025, with early adoption permitted. The Company is currently assessing the potential impact of the new standard on the Companyâ€™s condensed consolidated financial statements. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the basis of presentation and significant accounting policies concepts. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_BasisOfPresentationAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue recognition 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Revenue recognition 3. Revenue recognitionDeferred revenueâ€” Revenue recognized for the three months ended September 30, 2024, from amounts included in deferred revenue as of JuneÂ 30, 2024, was $152.8 million. Revenue recognized for the three months ended September 30, 2023, from amounts included in deferred revenue as of JuneÂ 30, 2023, was $143.4 million. Revenue recognized for the nine months ended September 30, 2024, from amounts included in deferred revenue as of DecemberÂ 31, 2023, was $252.9 million. Revenue recognized for the nine months ended September 30, 2023, from amounts included in deferred revenue as of DecemberÂ 31, 2022, was $242.9 million. The below table presents a summary of deferred revenue balances by reportable segment (in thousands):September 30,December 31, December 31, 202420232022Deferred revenue:Enterprise$244,713Â $220,127Â $219,030Â Consumer57,606Â 62,287Â 59,249Â Total deferred revenue$302,319Â $282,414Â $278,279Â Remaining performance obligationsâ€” Remaining performance obligations represent the aggregate amount of the transaction price in contracts for performance obligations not delivered, or partially undelivered, as of the end of the reporting period. Remaining performance obligations primarily relate to deferred revenue as well as unbilled revenue from multi-year Enterprise subscription contracts with future installment payments, as well as unearned revenue from Consumer single course purchases and subscriptions at the end of any given period. As of SeptemberÂ 30, 2024, the aggregate transaction price for remaining performance obligations was $532.6 million, of which 74% is expected to be recognized over the next twelve months and the remainder thereafter.Deferred contract costsâ€” The following table represents a roll forward of the Companyâ€™s deferred contract costs (in thousands):Balance at Beginning of PeriodAdditionsAmortization ExpenseBalance at End of PeriodNine Months Ended September 30, 2024$74,374Â $46,626Â $(43,863)$77,137Â Nine Months Ended September 30, 2023$65,645Â $45,205Â $(34,482)$76,368Â X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Investments and fair value measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Investments and fair value measurements 4. Investments and fair value measurementsThe following tables present the Companyâ€™s assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands): As of SeptemberÂ 30, 2024Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$160,819Â $â€”Â $â€”Â Time deposits6,445Â â€”Â â€”Â Marketable securities:U.S. government securitiesâ€”Â 152,546Â â€”Â Strategic investmentsâ€”Â â€”Â â€”Â Total assets$167,264Â $152,546Â $â€”Â LiabilitiesAccrued expenses and other current liabilities:Cash settled stock appreciation rights$â€”Â $â€”Â $4Â Other liabilities, non-current:Cash settled stock appreciation rightsâ€”Â â€”Â 6Â Total liabilities$â€”Â $â€”Â $10Â As of DecemberÂ 31, 2023Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$266,692Â $â€”Â $â€”Â Marketable securities:U.S. government securitiesâ€”Â 171,372Â â€”Â Strategic investmentsâ€”Â â€”Â 10,311Â Total assets$266,692Â $171,372Â $10,311Â Other liabilities, non-current:Cash settled stock appreciation rights$â€”Â $â€”Â $48Â (1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively.The Companyâ€™s money market funds and time deposits are classified within Level 1 of the fair value hierarchy because they are valued using quoted prices in active markets. The Companyâ€™s investments in U.S. government securities are classified within Level 2 of the fair value hierarchy because they have been valued using inputs other than quoted prices in active markets that are directly or indirectly observable. The Companyâ€™s strategic investment and cash settled stock appreciation rights are classified within Level 3 of the fair value hierarchy because they have been valued using significant unobservable inputs for which the Company has been required to develop its own assumptions.A summary of the changes in the fair value of Level 3 financial instruments, of which vesting and remeasurement of stock appreciation rights (SARs) and impairment of strategic investments are recognized in the consolidated statements of operations, is as follows (in thousands):Stock Appreciation RightsStrategic InvestmentsBalanceâ€” JuneÂ 30, 2024$16Â $â€”Â Vesting and remeasurement of SARs(6)â€”Â Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” JuneÂ 30, 2023$30Â $10,311Â Vesting and remeasurement of SARs(4)â€”Â Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â Balanceâ€” DecemberÂ 31, 2023$48Â $10,311Â Vesting and remeasurement of SARs(31)â€”Â Exercises of SARs(7)â€”Â Unrealized loss on strategic investmentsâ€”Â (10,311)Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” DecemberÂ 31, 2022$462Â $12,104Â Vesting and remeasurement of SARs(183)â€”Â Exercises of SARs(253)â€”Â Unrealized loss on strategic investmentsâ€”Â (1,793)Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â The Company evaluates its strategic investments for impairment at each reporting period. This evaluation considers several potential qualitative and quantitative impairment indicators including, but not limited to, the investee's financial metrics, whether there were any significant adverse changes in the economic environment or general market conditions of the geographies and industries in which the investee operates, and any other publicly available information that may affect the value of the investment. The Company determined that qualitative indicators of impairment existed as of June 30, 2024, and therefore performed an assessment of the fair value of its investment.The fair value analysis involved the use of significant observable and unobservable assumptions, including the investeeâ€™s forecasted financial condition in relation to its outstanding obligations, ability to secure additional funds through various alternative scenarios, and a dual market and income approach involving revenue multiples of publicly traded peer companies and financial forecasts provided by the investee. Based on the assessment performed as of June 30, 2024, the Company recognized an impairment loss of $10.3 million during the second quarter of 2024, such that the carrying value of its strategic investments was reduced to zero.The cost basis of the strategic investments is $15.0Â million. In addition to the $10.3 million impairment charge recognized during the second quarter of 2024, the Company previously recognized impairment charges of $1.8Â million during the second quarter of 2023 and $2.9Â million during the third quarter of 2022. There have been no observable price changes in orderly transactions for identical or similar investments of the same issuer during the periods presented. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Consolidated balance sheet components 5. Consolidated balance sheet componentsCash, cash equivalents, and marketable securitiesâ€” The amortized cost, unrealized gains and losses, and estimated fair value of cash, cash equivalents, and marketable securities consisted of the following (in thousands): As of SeptemberÂ 30, 2024Amortized CostUnrealized GainsUnrealized LossesFair ValueCash and cash equivalents:Cash$37,299Â $â€”Â $â€”Â $37,299Â Money market funds160,819Â â€”Â â€”Â 160,819Â Time deposits6,445Â â€”Â â€”Â 6,445Â Total cash and cash equivalents204,563Â â€”Â â€”Â 204,563Â Marketable securities:U.S. government securities152,381Â 165Â â€”Â 152,546Â Total cash, cash equivalents, and marketable securities$356,944Â $165Â $â€”Â $357,109Â As of DecemberÂ 31, 2023Amortized CostUnrealized GainsUnrealized LossesFair ValueCash and cash equivalents:Cash$38,872Â $â€”Â $â€”Â $38,872Â Money market funds266,692Â â€”Â â€”Â 266,692Â Total cash and cash equivalents305,564Â â€”Â â€”Â 305,564Â Marketable securities:U.S. government securities171,296Â 76Â â€”Â 171,372Â Total cash, cash equivalents, and marketable securities$476,860Â $76Â $â€”Â $476,936Â Realized gains and losses reclassified from accumulated other comprehensive loss to other income, net were zero for the three and nine months ended September 30, 2024 and 2023.The Company had no securities in an unrealized loss position as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023. The Company does not intend to sell available-for-sale marketable debt securities in unrealized loss positions, and it is more likely than not that the Company will hold these securities until maturity or recovery of the cost basis. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, the Company did not have an allowance for credit losses related to its available-for-sale debt securities due to a zero loss expectation for the portfolio which consists solely of U.S. government securities.As of SeptemberÂ 30, 2024, the

entirety of the Companyâ€™s marketable securities portfolio had remaining contractual maturities of one year or less. Property and equipment, netâ€” Property and equipment, net consisted of the following (in thousands):September 30,December 31, 20242023Leasehold improvements$19,064Â $19,064Â Computers and equipment8,180Â 7,770Â Furniture and fixtures4,720Â 4,705Â Purchased software383Â 383Â Construction in progress160Â â€”Â Total property and equipment32,507Â 31,922Â Less accumulated depreciation and amortization(29,187)(27,483)Property and equipment, net$3,320Â $4,439Â Depreciation expense was $0.7Â million and $0.7 million for the three months ended September 30, 2024 and 2023, respectively, and $2.2Â million and $2.3Â million for the nine months ended September 30, 2024 and 2023, respectively.Capitalized software, netâ€” Capitalized software, net consisted of the following (in thousands):September 30,December 31, 20242023Capitalized software$101,796Â $85,160Â Less accumulated amortization(68,521)(53,772)Capitalized software, net$33,275Â $31,388Â Amortization expense of capitalized software was $5.0 million and $4.5 million for the three months ended September 30, 2024 and 2023, respectively, and $14.8Â million and $12.7 million for the nine months ended September 30, 2024 and 2023, respectively.As of SeptemberÂ 30, 2024, expected amortization expense for capitalized software over the remaining asset lives was as follows (in thousands):Remainder of 2024$5,037Â 202516,450Â 20269,392Â 20272,396Â Total expected amortization$33,275Â Intangible assets, net and goodwillâ€” As of SeptemberÂ 30, 2024, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):Estimated Useful LivesIntangible Assets, GrossAccumulated AmortizationIntangible Assets, NetCustomer relationships6 years$5,500Â $(2,844)$2,656Â Vendor relationships 3 years4,500Â (4,500)â€”Â Developed technology3 years4,200Â (4,200)â€”Â Tradename2 years900Â (900)â€”Â Total$15,100Â $(12,444)$2,656Â As of DecemberÂ 31, 2023, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):Estimated Useful LivesIntangible Assets, GrossAccumulated AmortizationIntangible Assets, NetCustomer relationships6 years$5,500Â $(2,156)$3,344Â Vendor relationships 3 years4,500Â (3,528)972Â Developed technology3 years4,200Â (3,293)907Â Tradename2 years900Â (900)â€”Â Total$15,100Â $(9,877)$5,223Â Amortization expense of intangible assets was $0.7 million and $1.0 million for the three months ended September 30, 2024 and 2023, respectively, and $2.6Â million and $3.1Â million for the nine months ended September 30, 2024 and 2023, respectively.The expected future amortization expense for intangible assets as of SeptemberÂ 30, 2024 was as follows (in thousands):Remainder of 2024$228Â 2025917Â 2026917Â 2027594Â Total expected amortization$2,656Â Goodwill in the amount of $12.6 million was established as part of the CorpU acquisition on August 24, 2021, and allocated to the Enterprise segment. This amount represents the excess of the purchase price over the fair value of net assets acquired. There have been no adjustments to the carrying amount of goodwill as of SeptemberÂ 30, 2024. The Company tests for impairment at least annually, or whenever events or changes in circumstances occur that could impact the recoverability of these assets. No such triggering events were noted for the three and nine months ended September 30, 2024 and 2023.Accrued expenses and other current liabilitiesâ€” Accrued expenses and other current liabilities consisted of the following (in thousands):September 30,December 31, 20242023Accrued expenses$12,933Â $13,773Â Indirect tax reserves2,031Â $1,432Â Indirect tax payables7,103Â $8,758Â Other current liabilities3,392Â $3,815Â Accrued expenses and other current liabilities$25,459Â $27,778Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for supplemental balance sheet disclosures, including descriptions and amounts for assets, liabilities, and equity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/210/tableOfContent + Details Name: us-gaap_SupplementalBalanceSheetDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Leases 9 Months Ended Sep. 30, 2024 Leases [Abstract] Â Leases 6. LeasesThe Company applies the guidance under Topic 842 for leases of real estate facilities under non-cancelable operating leases.During the second quarter of 2024, new leasing activities resulted in additional operating lease right-of-use assets of $9.8 million. These activities primarily consisted of extensions to lease terms for real estate facilities through fiscal year 2029. The longest remaining lease term, relating to the Companyâ€™s San Francisco headquarters, also has a five-year renewal option not included in the lease term as it was not reasonably certain of being exercised at the time of renewal.As part of these activities, the Company is entitled to receive $2.1 million in tenant incentives for future leasehold improvements to be constructed by the Company, which was still outstanding as of SeptemberÂ 30, 2024. The amount of cash restricted in connection with certain new and renewed lease agreements was also reduced by $2.5 million.The components of lease costs, supplemental cash flow information, lease term, and discount rate for operating leases are as follows (in thousands, except for percentages and years):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Operating lease costs$1,123Â $1,519Â $3,928Â $4,753Â Variable lease costs$187Â $271Â $740Â $816Â Cash paid for amounts included in the measurement of operating lease liabilities$5,024Â $5,481Â September 30,December 31, 20242023Weighted average remaining term (years)3.51.3Weighted average discount rate5.7Â %3.9Â %Future minimum lease payments (net of expected tenant incentives) under noncancellable operating leases with initial lease terms in excess of one year as of SeptemberÂ 30, 2024, were as follows (in thousands):Remainder of 2024$1,027Â 20253,014Â 20264,072Â 20272,231Â 20282,298Â 20291,166Â Gross lease payments13,808Â Less imputed interest(1,695)Present value of operating lease liabilities$12,113Â X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and contingencies 7. Commitments and contingenciesNoncancellable purchase commitmentsâ€” The Company has contractual commitments with its cloud infrastructure provider, network service providers and paid advertising and sponsorship vendors that are noncancellable. The Company had $37.7 million worth of future minimum payments under noncancellable purchase commitments with remaining terms in excess of one year as of SeptemberÂ 30, 2024, which are expected to be paid through 2027.Indemnificationâ€” The Company enters into indemnification provisions under agreements with other parties in the ordinary course of business, including certain business partners, investors, contractors, and the Companyâ€™s officers, directors, and certain employees. The Company has agreed to indemnify and defend the indemnified partyâ€™s claims and related losses suffered or incurred by the indemnified party resulting from actual or threatened third-party claims because of the Companyâ€™s activities or, in some cases, non-compliance with certain representations and warranties made by the Company. In general, the Company does not record any liability for these indemnities in the accompanying condensed consolidated balance sheets as the amounts cannot be reasonably estimated and are not considered probable. The Company does, however, accrue for losses for any known contingent liability, including those that may arise from indemnification provisions, when future payment is probable. To date, losses recorded in the Companyâ€™s condensed consolidated statements of operations in connection with the indemnification provisions have not been material.Litigationâ€” From time to time, in the ordinary course of business, the Company is subject to legal proceedings, claims, investigations, and other proceedings, including claims of alleged infringement of third-party patents and other intellectual property rights, and commercial, employment, and other matters. In accordance with generally accepted accounting principles, the Company makes a provision for a liability when it is both probable that a liability has been incurred and the amount of the loss can be reasonably estimated. These provisions are reviewed at least annually and adjusted to reflect the impacts of negotiations, settlements, rulings, advice of legal counsel, and other information and events pertaining to a particular case. The outcome of such litigation is not expected to have a material effect on the financial position, results of operation and cash flows of the Company. The Company has recorded an immaterial amount related to all outstanding litigation matters in the accrued expenses and other current liabilities caption of the accompanying condensed consolidated balance sheets as of SeptemberÂ 30, 2024, and DecemberÂ 31, 2023. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Income taxes 9 Months Ended Sep. 30, 2024 Income Tax Disclosure [Abstract] Â Income taxes 8. Income taxesThe provision for income taxes for interim periods is determined using an estimate of the Companyâ€™s annual effective tax rate, adjusted for discrete items, if any, that are taken into consideration in the relevant period. Each quarter, the Company updates the estimate of the annual effective tax rate, and if the estimated tax rate changes, the Company records a cumulative adjustment to the provision.The Company had an effective tax rate of (3.54)% and (5.08)% for the three months ended September 30, 2024 and 2023, respectively, and (3.70)% and (3.48)% for the nine months ended September 30, 2024 and 2023, respectively. The difference between the 21% statutory federal tax rate and the effective tax rate was primarily a result of income earned in jurisdictions with higher statutory tax rates, foreign withholding taxes, and tax credits offset by change in valuation allowance.As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, the Company has provided a valuation allowance against U.S. federal and state deferred tax assets. Management continues to evaluate the realizability of deferred tax assets and the related valuation allowance. If management's assessment of the deferred tax assets or the corresponding valuation allowance were to change, the Company would record the related adjustment to income during the period in which management makes the determination.The Company recognizes interest and penalties associated with uncertain tax positions as part of the income tax provision. To date, the Company has not recognized any interest and penalties in its condensed consolidated statements of operations, nor has it accrued for or made payments for interest and penalties.The Company is subject to taxation in the U.S. and various foreign jurisdictions. Due to NOL carryforwards and tax credit carryforwards, the statutes of limitations remain open for tax years from inception of the Company through 2023. There are currently no income tax audits underway by U.S. federal or state tax authorities. In October 2023, the Companyâ€™s subsidiary, Udemy India LLP received a tax assessment from the India Income Tax Department, for the fiscal year ended March 31, 2021. The assessment challenged the transfer pricing methodology used by Udemy India LLP. The Company believes the proposed adjustment is without merit and will vigorously defend its position; however, it could take a number of years to reach resolution of this matter. X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Related party transactions 9 Months Ended Sep. 30, 2024 Related Party Transactions [Abstract] Â Related party transactions 9. Related party transactionsNaspers Ltd. (â€œNaspersâ€), through an investment entity controlled by Prosus N.V. (â€œProsusâ€), beneficially owns more than 5% of the Companyâ€™s outstanding capital stock. A current member of the Companyâ€™s Board of Directors is an executive of a Prosus operating subsidiary, OLX Global B.V. A former member of the Companyâ€™s Board of Directors, who resigned in September 2022, was an executive officer of Prosus. Naspers and certain entities directly and indirectly controlled by Naspers are customers of the Companyâ€™s Enterprise subscription offering. Insight Partners (â€œInsightâ€), where a member of the Companyâ€™s Board of Directors is a Managing Director, has certain affiliates who are customers of the Companyâ€™s Enterprise subscription offering. Insight Partners is also affiliated with certain vendors that the Company has contracted to provide technology and software solutions. Certain members of the Companyâ€™s Board of Directors also serve as executive officers for customers of the Companyâ€™s Enterprise subscription offering. The following tables summarize the Companyâ€™s related party transactions (in millions):Three Months Ended September 30,Nine Months Ended September 30,202420232024202320242023Revenue recognized from services provided to customersNaspers and affiliates$0.5Â $0.7Â $1.3Â $1.4Â Insight and affiliates0.1Â 0.5Â 0.5Â 0.5Â Companies affiliated with Board members0.1Â 0.1Â 0.3Â 0.3Â Expense recognized from services provided by vendorsInsight and affiliates0.2Â 0.3Â 0.6Â 0.6Â September 30,December 31,20242023Amounts in accounts receivableNaspers and affiliates$0.2Â immaterialInsight and affiliatesâ€”Â $0.2Â Companies affiliated with Board membersâ€”Â 0.4Â Amounts in accounts payable and accrued expenses and other current liabilitiesInsight and affiliatesâ€”Â immaterial X - ReferencesNo definition available. + Details Name: us-gaap_RelatedPartyTransactionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-5Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-

2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(e)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/850/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-6Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1 + Details Name: us-gaap_RelatedPartyTransactionsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Stockholders' equity 10. Stockholders' equityPreferred stockâ€” In connection with the IPO, the Companyâ€™s amended and restated certificate of incorporation became effective, which authorized the issuance of 50,000,000 shares of undesignated preferred stock with a par value of $0.00001 per share with rights and preferences, including voting rights, designated from time to time by the board of directors. As of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, there were zero shares issued and outstanding. Common stockâ€” Common stockholders are entitled to one vote per share. Shares of common stock reserved for future issuance consisted of the following:September 30,December 31,202420232010 Equity Incentive Plan:Stock options outstanding2,208,391Â 4,621,021Â 2021 Equity Incentive Plan:RSUs outstanding and PSUs(1)17,394,641Â 16,738,309Â Shares available for future issuance under:2021 Equity Incentive Plan9,658,846Â 4,093,695Â 2021 Employee Stock Purchase Plan3,374,376Â 2,350,803Â Total shares of common stock reserved32,636,254Â 27,803,828Â (1) For those PSUs in their respective performance periods, the number of shares reserved for issuance is based on the maximum achievement of the corporate performance metrics.Share repurchase programâ€” On February 14, 2024, the Companyâ€™s Board of Directors approved a share repurchase program (the â€œRepurchase Programâ€) with authorization to purchase up to $100Â million of Udemy common stock. The Board of Directors approved a $50Â million extension of the Repurchase Program on May 2, 2024, bringing the total authorized under the Repurchase Program to $150Â million. The Company may repurchase shares of common stock from time to time through open market purchases, in privately negotiated transactions, or by other means, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, in accordance with applicable securities laws and other restrictions. The number of shares to be repurchased and the timing of the repurchases depend on several factors, including, without limitation, business, economic, and market conditions, corporate, legal, and regulatory requirements, prevailing stock prices, trading volume, and other considerations. The Repurchase Program may be suspended or discontinued at any time and does not obligate the Company to acquire any amount of common stock.Shares repurchased by the Company are accounted for on the settlement date. Upon settlement, repurchased shares are immediately retired and no longer considered issued or outstanding. The total cost to repurchase shares includes any direct costs incurred, including broker commissions and excise taxes, and is recorded as a reduction to additional paid in capital in the condensed consolidated balance sheets. During the three months ended September 30, 2024, the Company repurchased 6,319,939 shares for an aggregate total of $51.4 million, inclusive of direct costs incurred. During the nine months ended September 30, 2024, the Company repurchased 15,072,277 shares for an aggregate total of $142.5 million, inclusive of direct costs incurred.Equity incentive plansâ€” In 2010, the Company adopted the 2010 Equity Incentive Plan (the â€œ2010 Planâ€). The 2010 Plan provided for incentive stock options (â€œISOsâ€), non-statutory stock options (â€œNSOsâ€, collectively with ISOs, â€œstock optionsâ€), SARs, restricted stock, and restricted stock units (â€œRSUsâ€) to be granted to eligible employees, directors, and consultants. The 2010 Plan was terminated in October 2021 in connection with the IPO but continues to govern the terms and conditions of the outstanding awards granted pursuant to the 2010 Plan. No further equity awards will be granted under the 2010 Plan.The Company adopted the 2021 Equity Incentive Plan (the "2021 Plan") in September 2021, which became effective on October 28, 2021 (collectively with the 2010 Plan, the â€œEquity Incentive Plansâ€) and was approved by the Companyâ€™s stockholders. The 2021 Plan provides for the granting of ISOs, NSOs, SARs, restricted stock, RSUs, and performance awards to eligible employees, directors, and consultants. The Company initially reserved 13,800,000 shares for issuance under the 2021 Plan. The amount available for issuance is subject to an annual increase on the first day of each calendar year, beginning on January 1, 2023, in an amount equal to 5% of the outstanding shares of the Companyâ€™s common stock on the last day of the immediately preceding calendar year or a lesser amount determined by the Companyâ€™s Board of Directors or compensation committee. The amount available for issuance shall also include Returning Shares, which are any shares subject to awards granted under the 2010 Plan that, on or after October 29, 2021, expire or otherwise terminate without having been exercised in full, are tendered to or withheld by the Company for payment of an exercise price or for tax withholding obligations, or are forfeited to or repurchased by the Company due to failure to vest. Additionally, any difference in (i) the number of PSUs reserved for future issuance based on maximum achievement of the corporate performance metric and (ii) the number of PSUs issued based on actual attainment are returned to the 2021 Plan. On January 1, 2024, the shares available for future grants under the 2021 Plan automatically increased by 7,858,318 pursuant to the above evergreen provision of the 2021 Plan. Restricted stock units and performance-based restricted stock unitsâ€” The fair value of RSUs and PSUs are determined using the fair value of the Companyâ€™s common stock on the date of grant. The Company recognizes stock-based compensation expense for RSUs with service-based vesting conditions on a straight-line basis over the requisite service period for each award, which typically vest over a three or four-year period.Each PSU conveys a right to receive one share of the Companyâ€™s common stock on the date it vests, provided that the number of PSUs that will ultimately vest may vary based upon achievement of the corporate performance metrics at the end of the performance period. During the performance period, Management estimates the number of PSUs that are expected to vest based on the anticipated achievement. If the performance-based vesting condition is considered probable of being achieved, the Company recognizes expense over the requisite service period based on the probable outcome of achievement. If the performance goals are not met, or are considered improbable, no compensation cost is recognized, and any previously recognized compensation cost is reversed. Total stock-based compensation expense to be recognized may fluctuate during the performance period due to changes in forecasted achievement. During the first quarter of 2024, the Company granted 553,568 PSUs at target to certain executives, with payout achievement ranging from 0% to 150% of target. One quarter of the eligible PSUs vest upon certification of the corporate performance metrics by the Board of Directorsâ€™ compensation committee in the first quarter of 2025, and the remaining 75% will vest equally over the following 12 quarters, subject to continual service by the grantee. Achievement has been considered probable since the grant date, and, as of SeptemberÂ 30, 2024, the Company estimated a payout rate of 45% of target based on forecasted achievement. During the first quarter of 2023, the Company granted 645,833 PSUs at target to certain executives, with payout achievement ranging from 0% to 150% of target. In February 2024, the Board of Directorsâ€™ compensation committee certified actual achievement against target of 70%. As a result, 450,170 shares were awarded to the grantees, of which one quarter vested in the quarter of certification, while the remaining 75% will vest equally over the following 12 quarters, subject to continual service by the grantee. The difference in the number of shares granted at target and the shares certified by the Board based on actual achievement were canceled and returned to the pool of available for future issuance under the 2021 Plan.A summary of RSU and PSU activity under the 2021 Plan is as follows:RSUs OutstandingWeighted Average Grant Date Fair ValuePSUs Outstanding(1)Weighted Average Grant Date Fair ValueUnvested - DecemberÂ 31, 202315,769,577$14.07Â 645,833$8.89Â Granted 7,809,7279.63Â 553,56810.98Â Released(5,118,303)14.81Â (165,192)8.89Â Canceled(2,141,728)13.69Â (235,596)8.89Â Unvested - SeptemberÂ 30, 202416,319,273$11.77Â 798,613$10.34Â Awards vested, not yet released - SeptemberÂ 30, 202413,832$8.77Â â€”Â $â€”Â (1) Canceled PSU shares consist of awards forfeited as well as the difference in the number of shares granted at target in 2023 and the shares certified by the Board based on actual achievement.As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested RSUs was $150.8 million, which will be recognized over a weighted average period of 2.7 years. As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested PSUs was $2.5 million, which will be recognized over a weighted average period of 1.6 years. Stock optionsâ€” The Company may grant stock options at exercise prices not less than the fair market value at the date of grant. These options generally expire 10 years from the date of grant. The Company recognizes stock-based compensation expense on a straight-line basis over the requisite service period for each award, which is generally even over four years.The following is a summary of activity for stock options having only service-based vesting conditions under the Equity Incentive Plans:Options OutstandingWeighted Average Exercise PriceWeighted Average Remaining Contractual TermAggregate Intrinsic Value (In Thousands)Balance - DecemberÂ 31, 20234,571,021Â $5.08Â 3.23$44,309Â Granted â€”Â â€”Â Exercised (2,350,902)5.43Â Canceled (61,728)7.94Â Balance - SeptemberÂ 30, 2024 2,158,391Â $4.61Â 4.58$6,961Â Vested & expected to vest as of SeptemberÂ 30, 2024 2,158,391Â $4.61Â 4.58$6,961Â Exercisable as of SeptemberÂ 30, 2024 2,153,129Â $4.58Â 4.57$6,961Â As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested stock options was immaterial.Stock appreciation rightsâ€” There have been no other changes to the Companyâ€™s SARs compared to those described in Note 12â€” Stockholdersâ€™ equity, included in Part II, Item 8 of the Companyâ€™s Annual Report.During the nine months ended September 30, 2024, 1,558 SARs were exercised at an exercise price of $6.58. As of SeptemberÂ 30, 2024, there were 3,000 outstanding SARs worth an immaterial total fair value.Performance-based stock optionsâ€” There have been no other changes to the Companyâ€™s performance-based stock options compared to those described in Note 12â€” Stockholdersâ€™ equity, included in Part II, Item 8 of the Companyâ€™s Annual Report.As of SeptemberÂ 30, 2024, there were 50,000 performance-based stock options outstanding, of which 35,416 were exercisable. As of SeptemberÂ 30, 2024, total unrecognized stock-based compensation expense related to unvested Performance-Based Options was immaterial.Employee stock purchase planâ€” The 2021 Employee Stock Purchase Plan (the â€œESPPâ€) became effective on October 29, 2021. The Company initially reserved 2,800,000 shares of the Company's common stock under the ESPP. Shares reserved for issuance shall increase on the first day of the fiscal year, beginning in fiscal 2023, in an amount equal to the least of 1% of the outstanding shares of common stock on the last day of the immediately preceding fiscal year, three times the initial number of shares reserved under the ESPP, or a lesser amount determined by the Companyâ€™s Board of Directors or compensation committee. On January 1, 2024, the shares available for future grants under the ESPP automatically increased by 1,571,663 pursuant to the above evergreen provision of the 2021 ESPP. During the nine months ended September 30, 2024, 554,039 shares of common stock were issued under the ESPP.On May 20, 2024, the Companyâ€™s ESPP purchase price was reset for the November 2023 offering period. Under the reset provision, if the closing stock price on the purchase date falls below the closing stock price on the offering date of an ongoing offering period, the ongoing offering period terminates immediately following the purchase of ESPP shares on the purchase date. Participants in the terminated offering period are then automatically enrolled in the new offering period. The ESPP reset resulted in an immaterial amount of incremental compensation cost for the reset participants. This amount, along with the unrecognized expense remaining from the original grant date fair value, will be recognized on a straight-line basis over the new offering period ending in May 2026.The following table summarizes the weighted-average assumptions used in the Black-Scholes option-pricing model to estimate the fair value of employee stock purchase rights granted under the new ESPP offering period:Nine Months EndedSeptember 30, 2024Risk-free interest rate5.1Â %Expected volatility51.9Â %Expected life (in years)1.3Expected dividend yieldâ€”Â %As of SeptemberÂ 30, 2024, total unrecognized compensation cost for the ESPP was $3.3 million, which will be recognized over a weighted average period of 1.0 year.Total stock-based compensation expense included in the condensed consolidated statements of operations was as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Cost of revenue$1,807Â $1,788Â $5,277Â $5,130Â Sales and marketing7,573Â 7,646Â 22,578Â 23,022Â Research and development7,183Â 7,045Â 21,187Â 19,762Â General and administrative6,839Â 7,005Â 21,382Â 23,806Â Restructuring charges(160)â€”Â (160)1,208Â Total stock-based compensation expense$23,242Â $23,484Â $70,264Â $72,928Â The Company capitalized $2.3 million and $2.1 million of stock-based compensation expense as capitalized software during three months ended September 30, 2024 and 2023, respectively, and $6.8Â million and $6.8 million during the nine months ended September 30, 2024 and 2023, respectively. X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-

types:textBlockItemType Balance Type: na Period Type: duration XML 30 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Net loss per share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Net loss per share 11. Net loss per shareThe following table presents the calculation of basic and diluted net loss per share (in thousands, except share and per share amounts):Three Months Ended September 30,Nine Months Ended September 30,20242023Numerator:Net loss $(25,271)$(16,767)$(75,424)$(87,046)Denominator: Weighted-average shares used in computing net loss per share Basic and diluted149,179,826Â 151,307,963Â 152,867,160Â 148,392,636Â Net loss per share Basic and diluted(0.17)(0.11)(0.49)(0.59)The following potentially dilutive securities were excluded from the computation of diluted net loss per share calculations, because the impact of including them would have been anti-dilutive:Three Months Ended September 30,Nine Months Ended September 30,20242023RSUs, PSUs, and restricted stock 16,806,887Â 17,858,035Â 16,806,887Â 17,858,035Â Stock options2,208,391Â 7,569,747Â 2,208,391Â 7,569,747Â Contingently issuable shares under ESPP387,329Â 372,763Â 387,329Â 372,763Â Total potentially dilutive securities19,402,607Â 25,800,545Â 19,402,607Â 25,800,545Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Segment and geographic information 9 Months Ended Sep. 30, 2024 Segment Reporting [Abstract] Â Segment and geographic information 12. Segment and geographic informationThe Companyâ€™s Chief Executive Officer is its CODM. The CODM reviews separate financial information presented for the Companyâ€™s two segments, Enterprise and Consumer, in order to allocate resources and evaluate the Companyâ€™s financial performance.Financial information for each reportable segment was as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023RevenueEnterprise$126,123Â $109,101Â $364,319Â $305,962Â Consumer69,294Â 75,621Â 222,304Â 233,430Â Total revenue195,417Â 184,722Â 586,623Â 539,392Â Segment cost of revenueEnterprise33,330Â 34,784Â 99,644Â 101,603Â Consumer31,684Â 35,371Â 99,981Â 107,999Â Total segment cost of revenue65,014Â 70,155Â 199,625Â 209,602Â Segment gross profitEnterprise92,793Â 74,317Â 264,675Â 204,359Â Consumer37,610Â 40,250Â 122,323Â 125,431Â Total segment gross profit130,403Â 114,567Â 386,998Â 329,790Â Reconciliation of segment gross profit to gross profitAmortization of capitalized software5,014Â 4,494Â 14,783Â 12,667Â Amortization of intangible assets430Â 725Â 1,880Â 2,175Â Depreciation97Â 102Â 323Â 329Â Stock-based compensation1,807Â 1,788Â 5,277Â 5,130Â Total reconciling items7,348Â 7,109Â 22,263Â 20,301Â Total gross profit$123,055Â $107,458Â $364,735Â $309,489Â Geographic informationRevenue: The following table summarizes the revenue by region based on the billing address of the Companyâ€™s customers (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023North America$77,732Â $73,787Â $232,224Â $217,308Â Europe, Middle East, Africa57,809Â 55,048Â 178,078Â 164,139Â Asia Pacific46,214Â 42,505Â 135,426Â 120,006Â Latin America13,662Â 13,382Â 40,895Â 37,939Â Total revenue$195,417Â $184,722Â $586,623Â $539,392Â During the three months ended September 30, 2024 and 2023, as well as the nine months ended September 30, 2024, revenue from the United States and Japan each exceeded 10% of the Companyâ€™s total revenue. During the nine months ended September 30, 2023, the United States was the only country to exceed 10% of the Companyâ€™s total revenue. Long-lived assets: The following table presents the Companyâ€™s long-lived assets, which consist of tangible property and equipment, net of depreciation, and operating lease ROU assets, by geographic region (in thousands):September 30,December 31,20242023United States$9,602Â $7,007Â Rest of world5,552Â 3,109Â Total long-lived assets$15,154Â $10,116Â X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 10: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 34 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-34Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-15Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/280/tableOfContentReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-26Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-21Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32 + Details Name: us-gaap_SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring charges 9 Months Ended Sep. 30, 2024 Restructuring and Related Activities [Abstract] Â Restructuring charges 13. Restructuring charges2024 Restructuringâ€” On September 11, 2024, the Company committed to a restructuring plan aimed at driving greater operational efficiencies through the reduction of organizational layers, optimization of the Companyâ€™s go-to-market organization, and relocating certain roles to lower cost locations (collectively, the â€œ2024 Restructuringâ€). The 2024 Restructuring impacted approximately 280 of the Companyâ€™s global workforce, primarily targeting employees located in higher-cost regions, such as the United States, as well as those within the Companyâ€™s sales and marketing and research and development functions. Of those impacted, approximately 57% had no future substantive service requirement as of the communication date, while the remaining population will continue to provide services as employees during a retention period to assist with transition and training through no later than March 31, 2025. As a result, the Company expects to recognize total restructuring charges of approximately $18.0 million, of which recognized $11.3 million was recognized into expense during the third quarter of 2024. The majority of the charges were made up of $9.9 million in personnel-related costs, consisting of one-time severance payments, salary and wages earned over legally required retention periods, and other benefits. For impacted employees with no future substantive service requirement, restructuring costs were recognized in-full as of the communication date. For employees rendering services through a retention period, one-time severance costs settled at the end of the retention period are recognized as restructuring costs on a straight-line basis from the communication date to the end of the applicable retention period. Other direct and incremental costs are recognized as incurred.2023 Restructuringâ€” On February 13, 2023, the Company communicated to its employees that in response to current macroeconomic conditions and to further streamline its operations and cost structure, it would reduce its global workforce by approximately 10% (collectively, the â€œ2023 Restructuringâ€). As a result, the Company recognized restructuring charges of $10.1 million in the first quarter of 2023, primarily consisting of $8.9 million of personnel expenses such as salaries and wages, one-time severance payments, and other benefits. The Company also recognized $1.2 million of stock-based compensation expense on the communication date, resulting from impacted employees having no future substantive service requirement but continuing to vest into their equity awards during legally required retention periods as well as certain modifications to enable additional vesting after impacted employeesâ€™ termination dates. The restructuring plan was completed in the third quarter of 2023. Restructuring charges are presented as separate operating expenses within the Companyâ€™s condensed consolidated statements of operations. The following table summarizes the activity related to the restructuring liability recorded in accrued compensation and benefits in the accompanying condensed consolidated balance sheets (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023Beginning balance$â€”Â $344Â $â€”Â $â€”Â Restructuring charges11,035Â â€”Â 11,035Â 9,055Â Settlements(1,607)(344)(1,607)(9,055)Ending balance$9,428Â $â€”Â $9,428Â $â€”Â X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/420/tableOfContentReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringAndRelatedActivitiesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent events 9 Months Ended Sep. 30, 2024 Subsequent Events [Abstract] Â Subsequent events 14. Subsequent eventsIn October 2024, the Company repurchased and immediately retired 1,091,031 shares of common stock for an aggregate principal value of $8.4 million, pursuant to the Repurchase Program as discussed in NoteÂ 10Â â€“ Stockholders' equity. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Net loss $ (25,271) $ (16,767) $ (75,424) $ (87,046) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-

S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 35 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 30, 2024 Trading Arrangements, by Individual Â Rule 10b5-1 Arrangement Adopted false Non-Rule 10b5-1 Arrangement Adopted false Rule 10b5-1 Arrangement Terminated false Non-Rule 10b5-1 Arrangement Terminated false X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 36 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of significant accounting policies (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of consolidation and presentation Basis of consolidation and presentationâ€” The accompanying condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€). The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation, and all other normal and recurring adjustments that are, in the opinion of management, necessary for a fair presentation of the results of the periods presented have been made. Segment information Segment informationâ€” The Company defines its segments as those operations the chief operating decision maker (â€œCODMâ€), determined to be the Chief Executive Officer of the Company, regularly reviews to allocate resources and assess performance. For the three and nine months ended September 30, 2024 and 2023, the Company operated under two operating and reportable segments: Enterprise and Consumer. The Company continually monitors and reviews its segment reporting structure in accordance with Accounting Standards Codification (â€œASCâ€) Topic 280, Segment Reporting, to determine whether any changes have occurred that would impact its reportable segments. For further information on the Companyâ€™s segment reporting, see NoteÂ 12Â â€“ Segment and geographic information. Use of estimates Use of estimatesâ€” The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the condensed consolidated financial statements and the results of operations during the reporting periods.Significant estimates and assumptions reflected in the condensed consolidated financial statements include, but are not limited to, allowance for credit losses, capitalization of internally developed software and associated useful lives, stock-based compensation, determination of the income tax valuation allowance and the potential outcome of uncertain tax positions, estimated service period for consumer single course purchases, the period of benefit for deferred commissions, the fair value and associated useful lives of intangible assets and goodwill acquired via business combinations, the valuation of privately-held strategic investments, including impairments, and the carrying value of our operating lease right-of-use (â€œROUâ€) assets. Management periodically evaluates such estimates and assumptions for continued reasonableness.Actual results may ultimately differ from managementâ€™s estimates and such differences could be material to the Companyâ€™s financial position and results of operations. Concentration of credit risk Concentration of credit riskâ€” Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, restricted cash, and accounts receivable. For cash and restricted cash, the Company is exposed to credit risk in the event of default by the financial institutions to the extent the amounts recorded on the accompanying condensed consolidated balance sheets are in excess of federal insurance limits. The Companyâ€™s investments that are classified as cash equivalents and marketable securities consist of high-credit-quality instruments and fixed-income securities.The Company generally does not require collateral or other security in support of accounts receivable. To reduce credit risk, management performs ongoing evaluations of its customersâ€™ financial condition and maintains an allowance based upon expected credit losses of outstanding receivables. The Company had no customers who accounted for more than 10% of total accounts receivable as of SeptemberÂ 30, 2024, or DecemberÂ 31, 2023. No customer accounted for more than 10% of total revenue during the three and nine months ended September 30, 2024 or 2023. Accounts receivable, net Accounts receivable, netâ€” Accounts receivable primarily represent amounts owed to the Company for Enterprise subscriptions. Also included in accounts receivable are amounts due from payment processors or mobile application store partners that settle over a period longer than five business days. Accounts receivable balances are recorded at the invoiced amount and are non-interest-bearing. Accounts receivable is presented net of allowance for credit losses in the accompanying condensed consolidated balance sheets. The Company maintains an allowance based upon expected credit losses of outstanding receivables. Management derives its estimate using a variety of factors, including historical collection and loss patterns; the current aging of receivables; geographic and other customer-specific credit risk factors; and reasonable and supportable forecasts of future economic conditions which inform adjustments to historical loss patterns. The provision for expected credit losses is recorded in general and administrative expenses in the accompanying condensed consolidated statements of operations. Accounts receivable deemed to be uncollectible are written off, net of expected or actual recoveries. Recently Adopted and Issued Accounting Pronouncements Recently Adopted Accounting Pronouncements Adopted in 2024 There are no recently issued accounting pronouncements that were adopted by the Company during the nine months ended September 30, 2024.Recently Issued Accounting Pronouncements Not Yet AdoptedIn November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which aims to improve reportable segment disclosure requirements, primarily through additional disclosures about significant segment expenses and the chief operating decision maker. The standard will become effective for the Companyâ€™s fiscal year ended December 31, 2024, and interim periods during the fiscal year ended December 31, 2025, with early adoption permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently assessing the potential impact of the new standard on the Companyâ€™s condensed consolidated financial statements.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires disclosure of disaggregated income taxes paid, prescribes standard categories for the components of the effective tax rate reconciliation, and modifies other income tax-related disclosures. The standard will become effective for the Companyâ€™s fiscal year ended December 31, 2025, with early adoption permitted. The Company is currently assessing the potential impact of the new standard on the Companyâ€™s condensed consolidated financial statements. Strategic investments The Company evaluates its strategic investments for impairment at each reporting period. This evaluation considers several potential qualitative and quantitative impairment indicators including, but not limited to, the investee's financial metrics, whether there were any significant adverse changes in the economic environment or general market conditions of the geographies and industries in which the investee operates, and any other publicly available information that may affect the value of the investment. The Company determined that qualitative indicators of impairment existed as of June 30, 2024, and therefore performed an assessment of the fair value of its investment. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit risk. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 825 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478898/942-825-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_ConcentrationRiskCreditRisk Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for investment in financial asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(3)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(f)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(f)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(f)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 12 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 19 -Subparagraph (2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-19 + Details Name: us-gaap_InvestmentPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for segment reporting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (bb) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 36 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-36Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29 + Details Name: us-gaap_SegmentReportingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for accounts receivable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481569/310-20-50-1Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-15Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-11B + Details Name: us-gaap_TradeAndOtherAccountsReceivablePolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 37 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of significant accounting policies (Tables) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Schedule of Allowance for Credit Losses Balance at Beginning of PeriodCharged to ExpensesCharges Utilized/Written-off, Net of RecoveriesBalance at End of PeriodAllowance for credit losses (in thousands)Nine Months Ended September 30, 2024$1,270Â $1,026Â $(1,312)$984Â Nine Months Ended September 30, 2023$1,528Â $1,309Â $(1,370)$1,467Â X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allowance for credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AccountsReceivableAllowanceForCreditLossTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue recognition (Tables) 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Schedule of Deferred Revenue Balances by Reportable Segment The below table presents a summary of deferred revenue balances by reportable segment (in thousands):September 30,December 31, December 31, 202420232022Deferred revenue:Enterprise$244,713Â $220,127Â $219,030Â Consumer57,606Â 62,287Â 59,249Â Total deferred revenue$302,319Â $282,414Â $278,279Â Schedule of Deferred Contract Costs The following table represents a roll forward of the Companyâ€™s deferred contract costs (in thousands):Balance at Beginning of PeriodAdditionsAmortization ExpenseBalance at End of PeriodNine Months Ended September 30, 2024$74,374Â $46,626Â $(43,863)$77,137Â Nine Months Ended September 30, 2023$65,645Â $45,205Â $(34,482)$76,368Â X - DefinitionTabular disclosure of cost capitalized in obtaining or fulfilling contract with customer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of receivable, contract asset, and contract liability from contract with customer. Includes, but is not limited to, change in contract asset and contract liability. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10 + Details Name: us-gaap_ContractWithCustomerAssetAndLiabilityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 39 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Investments and fair value measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Investments on Condensed Consolidated Balance Sheets The following tables present the Companyâ€™s assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands): As of SeptemberÂ 30, 2024Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$160,819Â $â€”Â $â€”Â Time deposits6,445Â â€”Â â€”Â Marketable securities:U.S. government securitiesâ€”Â 152,546Â â€”Â Strategic investmentsâ€”Â â€”Â â€”Â Total assets$167,264Â $152,546Â $â€”Â LiabilitiesAccrued expenses and other current liabilities:Cash settled stock appreciation rights$â€”Â $â€”Â $4Â Other liabilities, non-current:Cash settled stock appreciation rightsâ€”Â â€”Â 6Â Total liabilities$â€”Â $â€”Â $10Â As of DecemberÂ 31, 2023Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$266,692Â $â€”Â $â€”Â Marketable securities:U.S. government securitiesâ€”Â 171,372Â â€”Â Strategic investmentsâ€”Â â€”Â 10,311Â Total assets$266,692Â $171,372Â $10,311Â Other liabilities, non-current:Cash settled stock appreciation rights$â€”Â $â€”Â $48Â (1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Schedule of Investments on Condensed Consolidated Balance Sheets The following tables present the Companyâ€™s assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands): As of SeptemberÂ 30, 2024Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$160,819Â $â€”Â $â€”Â Time deposits6,445Â â€”Â â€”Â Marketable securities:U.S. government securitiesâ€”Â 152,546Â â€”Â Strategic investmentsâ€”Â â€”Â â€”Â Total assets$167,264Â $152,546Â $â€”Â LiabilitiesAccrued expenses and other current liabilities:Cash settled stock appreciation rights$â€”Â $â€”Â $4Â Other liabilities, non-current:Cash settled stock appreciation rightsâ€”Â â€”Â 6Â Total liabilities$â€”Â $â€”Â $10Â As of DecemberÂ 31, 2023Level 1Level 2Level 3AssetsCash equivalents1:Money market funds$266,692Â $â€”Â $â€”Â Marketable securities:U.S. government securitiesâ€”Â 171,372Â â€”Â Strategic investmentsâ€”Â â€”Â 10,311Â Total assets$266,692Â $171,372Â $10,311Â Other liabilities, non-current:Cash settled stock appreciation rights$â€”Â $â€”Â $48Â (1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Schedule of the Changes in the Fair Value of Level 3 Financial Instruments A summary of the changes in the fair value of Level 3 financial instruments, is as follows (in thousands):Stock Appreciation RightsStrategic InvestmentsBalanceâ€” JuneÂ 30, 2024$16Â $â€”Â Vesting and remeasurement of SARs(6)â€”Â Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” JuneÂ 30, 2023$30Â $10,311Â Vesting and remeasurement of SARs(4)â€”Â Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â Balanceâ€” DecemberÂ 31, 2023$48Â $10,311Â Vesting and remeasurement of SARs(31)â€”Â Exercises of SARs(7)â€”Â Unrealized loss on strategic investmentsâ€”Â (10,311)Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” DecemberÂ 31, 2022$462Â $12,104Â Vesting and remeasurement of SARs(183)â€”Â Exercises of SARs(253)â€”Â Unrealized loss on strategic investmentsâ€”Â (1,793)Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â Schedule of the Changes in the Fair Value of Level 3 Financial Instruments A summary of the changes in the fair value of Level 3 financial instruments, of which vesting and remeasurement of stock appreciation rights (SARs) and impairment of strategic investments are recognized in the consolidated statements of operations, is as follows (in thousands):Stock Appreciation RightsStrategic InvestmentsBalanceâ€” JuneÂ 30, 2024$16Â $â€”Â Vesting and remeasurement of SARs(6)â€”Â Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” JuneÂ 30, 2023$30Â $10,311Â Vesting and remeasurement of SARs(4)â€”Â Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â Balanceâ€” DecemberÂ 31, 2023$48Â $10,311Â Vesting and remeasurement of SARs(31)â€”Â Exercises of SARs(7)â€”Â Unrealized loss on strategic investmentsâ€”Â (10,311)Balanceâ€” SeptemberÂ 30, 2024$10Â $â€”Â Balanceâ€” DecemberÂ 31, 2022$462Â $12,104Â Vesting and remeasurement of SARs(183)â€”Â Exercises of SARs(253)â€”Â Unrealized loss on strategic investmentsâ€”Â (1,793)Balanceâ€” SeptemberÂ 30, 2023$26Â $10,311Â X - DefinitionTabular disclosure of assets, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsMeasuredOnRecurringBasisTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the fair value measurement of assets using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes during the period attributable to the following: (1) total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings (or changes in net assets) and gains or losses recognized in other comprehensive income (loss), and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities); (2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of significant inputs), by class of asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 101 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-101Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). Where the quoted price in an active market for the identical liability is not available, the Level 1 input is the quoted price of an identical liability when traded as an asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the fair value measurement of liabilities using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes attributable to the following: (1) total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings (or changes in net assets), and gains or losses recognized in other comprehensive income (loss) and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities); (2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of significant inputs) by class of liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components (Tables) 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation

of Financial Statements [Abstract] Â Schedule of Cash, Cash Equivalents, and Marketable Securities The amortized cost, unrealized gains and losses, and estimated fair value of cash, cash equivalents, and marketable securities consisted of the following (in thousands): As of SeptemberÂ 30, 2024Amortized CostUnrealized GainsUnrealized LossesFair ValueCash and cash equivalents:Cash$37,299Â $â€”Â $â€”Â $37,299Â Money market funds160,819Â â€”Â â€”Â 160,819Â Time deposits6,445Â â€”Â â€”Â 6,445Â Total cash and cash equivalents204,563Â â€”Â â€”Â 204,563Â Marketable securities:U.S. government securities152,381Â 165Â â€”Â 152,546Â Total cash, cash equivalents, and marketable securities$356,944Â $165Â $â€”Â $357,109Â As of DecemberÂ 31, 2023Amortized CostUnrealized GainsUnrealized LossesFair ValueCash and cash equivalents:Cash$38,872Â $â€”Â $â€”Â $38,872Â Money market funds266,692Â â€”Â â€”Â 266,692Â Total cash and cash equivalents305,564Â â€”Â â€”Â 305,564Â Marketable securities:U.S. government securities171,296Â 76Â â€”Â 171,372Â Total cash, cash equivalents, and marketable securities$476,860Â $76Â $â€”Â $476,936Â Schedule of Property and Equipment, Net Property and equipment, net consisted of the following (in thousands):September 30,December 31, 20242023Leasehold improvements$19,064Â $19,064Â Computers and equipment8,180Â 7,770Â Furniture and fixtures4,720Â 4,705Â Purchased software383Â 383Â Construction in progress160Â â€”Â Total property and equipment32,507Â 31,922Â Less accumulated depreciation and amortization(29,187)(27,483)Property and equipment, net$3,320Â $4,439Â Schedule of Capitalized Software, Net Capitalized software, net consisted of the following (in thousands):September 30,December 31, 20242023Capitalized software$101,796Â $85,160Â Less accumulated amortization(68,521)(53,772)Capitalized software, net$33,275Â $31,388Â Schedule of Expected Amortization Expense As of SeptemberÂ 30, 2024, expected amortization expense for capitalized software over the remaining asset lives was as follows (in thousands):Remainder of 2024$5,037Â 202516,450Â 20269,392Â 20272,396Â Total expected amortization$33,275Â The expected future amortization expense for intangible assets as of SeptemberÂ 30, 2024 was as follows (in thousands):Remainder of 2024$228Â 2025917Â 2026917Â 2027594Â Total expected amortization$2,656Â Schedule of Intangible Assets Acquired through Business Combination Intangible assets, net and goodwillâ€” As of SeptemberÂ 30, 2024, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):Estimated Useful LivesIntangible Assets, GrossAccumulated AmortizationIntangible Assets, NetCustomer relationships6 years$5,500Â $(2,844)$2,656Â Vendor relationships 3 years4,500Â (4,500)â€”Â Developed technology3 years4,200Â (4,200)â€”Â Tradename2 years900Â (900)â€”Â Total$15,100Â $(12,444)$2,656Â As of DecemberÂ 31, 2023, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):Estimated Useful LivesIntangible Assets, GrossAccumulated AmortizationIntangible Assets, NetCustomer relationships6 years$5,500Â $(2,156)$3,344Â Vendor relationships 3 years4,500Â (3,528)972Â Developed technology3 years4,200Â (3,293)907Â Tradename2 years900Â (900)â€”Â Total$15,100Â $(9,877)$5,223Â Schedule of Accrued Expenses and Other Current Liabilities Accrued expenses and other current liabilitiesâ€” Accrued expenses and other current liabilities consisted of the following (in thousands):September 30,December 31, 20242023Accrued expenses$12,933Â $13,773Â Indirect tax reserves2,031Â $1,432Â Indirect tax payables7,103Â $8,758Â Other current liabilities3,392Â $3,815Â Accrued expenses and other current liabilities$25,459Â $27,778Â X - DefinitionSchedule of Capitalized Computer Software + ReferencesNo definition available. + Details Name: udmy_ScheduleOfCapitalizedComputerSoftwareTableTextBlock Namespace Prefix: udmy_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of accrued liabilities. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the characteristics, including initial carrying value, residual amount, weighted average useful life, of finite-lived intangible assets acquired during the period by major class. A major class is composed of intangible assets that can be grouped together because they are similar, either by nature or by their use in the operations of the company. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1 + Details Name: us-gaap_ScheduleOfAcquiredFiniteLivedIntangibleAssetsByMajorClassTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of cash, cash equivalents, and investments. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCashCashEquivalentsAndShortTermInvestmentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Leases (Tables) 9 Months Ended Sep. 30, 2024 Leases [Abstract] Â Schedule of Information Pertaining to Operating Leases The components of lease costs, supplemental cash flow information, lease term, and discount rate for operating leases are as follows (in thousands, except for percentages and years):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232Operating lease costs$1,123Â $1,519Â $3,928Â $4,753Â Variable lease costs$187Â $271Â $740Â $816Â Cash paid for amounts included in the measurement of operating lease liabilities$5,024Â $5,481Â September 30,December 31, 20242023Weighted average remaining term (years)3.51.3Weighted average discount rate5.7Â %3.9Â % Schedule of Future Minimum Lease Payments Future minimum lease payments (net of expected tenant incentives) under noncancellable operating leases with initial lease terms in excess of one year as of SeptemberÂ 30, 2024, were as follows (in thousands):Remainder of 2024$1,027Â 20253,014Â 20264,072Â 20272,231Â 20282,298Â 20291,166Â Gross lease payments13,808Â Less imputed interest(1,695)Present value of operating lease liabilities$12,113Â X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 42 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Related party transactions (Tables) 9 Months Ended Sep. 30, 2024 Related Party Transactions [Abstract] Â Schedule of Related Party Transactions The following tables summarize the Companyâ€™s related party transactions (in millions):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232Revenue recognized from services provided to customersNaspers and affiliates$0.5Â $0.7Â $1.3Â $1.4Â Insight and affiliates0.1Â 0.5Â 0.5Â 0.5Â Companies affiliated with Board members0.1Â 0.1Â 0.3Â 0.3Â Expense recognized from services provided by vendorsInsight and affiliates0.2Â 0.3Â 0.6Â 0.6Â September 30,December 31,20242023Amounts in accounts receivableNaspers and affiliates$0.2Â immaterialInsight and affiliatesâ€”Â $0.2Â Companies affiliated with Board membersâ€”Â 0.4Â Amounts in accounts payable and accrued expenses and other current liabilitiesInsight and affiliatesâ€”Â immaterial X - ReferencesNo definition available. + Details Name: us-gaap_RelatedPartyTransactionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of related party transactions. Examples of related party transactions include, but are not limited to, transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners and (d) affiliates. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfRelatedPartyTransactionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 43 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Common Stock Reserved for Future Issuance Shares of common stock reserved for future issuance consisted of the following:September 30,December 31,202420232010 Equity Incentive Plan:Stock options outstanding2,208,391Â 4,621,021Â 2021 Equity Incentive Plan:RSUs outstanding and PSUs(1)17,394,641Â 16,738,309Â Shares available for future issuance under:2021 Equity Incentive Plan9,658,846Â 4,093,695Â 2021 Employee Stock Purchase Plan3,374,376Â 2,350,803Â Total shares of common stock reserved32,636,254Â 27,803,828Â (1) For those PSUs in their respective performance periods, the number of shares reserved for issuance is based on the maximum achievement of the corporate performance metrics. Schedule of RSU and PSU Activity A summary of RSU and PSU activity under the 2021 Plan is as follows:RSUs OutstandingWeighted Average Grant Date Fair ValuePSUs Outstanding(1)Weighted Average Grant Date Fair ValueUnvested - DecemberÂ 31, 202315,769,577$14.07Â 645,833$8.89Â Granted 7,809,7279.63Â 553,56810.98Â Released(5,118,303)14.81Â (165,192)8.89Â Canceled(2,141,728)13.69Â (235,596)8.89Â Unvested - SeptemberÂ 30, 202416,319,273$11.77Â 798,613$10.34Â Awards vested, not yet released - SeptemberÂ 30, 202413,832$8.77Â â€”Â $â€”Â (1) Canceled PSU shares consist of awards forfeited as well as the difference in the number of shares granted at target in 2023 and the shares certified by the Board based on actual achievement. Schedule of Option Activity The following is a summary of activity for stock options having only service-based vesting conditions under the Equity Incentive Plans:Options OutstandingWeighted Average Exercise PriceWeighted Average Remaining Contractual TermAggregate Intrinsic Value (In Thousands)Balance - DecemberÂ 31, 20234,571,021Â $5.08Â 3.23$44,309Â Granted â€”Â â€”Â Exercised (2,350,902)5.43Â Canceled (61,728)7.94Â Balance - SeptemberÂ 30, 2024 2,158,391Â $4.61Â 4.58$6,961Â Vested & expected to vest as of SeptemberÂ 30, 2024 2,158,391Â $4.61Â 4.58$6,961Â Exercisable as of SeptemberÂ 30, 2024 2,153,129Â $4.58Â 4.57$6,961Â Schedule of Stock-Based Compensation Expense Total stock-based compensation expense included in the condensed consolidated statements of operations was as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232Cost of revenue$1,807Â $1,788Â $5,277Â $5,130Â Sales and marketing7,573Â 7,646Â 22,578Â 23,022Â Research and development7,183Â 7,045Â 21,187Â 19,762Â General and administrative6,839Â 7,005Â 21,382Â 23,806Â Restructuring charges(160)â€”Â (160)1,208Â Total stock-based compensation expense$23,242Â $23,484Â $70,264Â $72,928Â Schedule of Weighted Average Assumptions, Options The following table summarizes the weighted-average assumptions used in the Black-Scholes option-pricing model to estimate the fair value of employee stock purchase rights granted under the new ESPP offering period:Nine Months EndedSeptember 30, 2024Risk-free interest rate5.1Â %Expected volatility51.9Â %Expected life (in years)1.3Expected dividend yieldâ€”Â % X - DefinitionSchedule of Common Stock Reserved for Future Issuance + ReferencesNo definition available. + Details Name: udmy_ScheduleOfCommonStockReservedForFutureIssuanceTableTextBlock Namespace Prefix: udmy_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested restricted stock units. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (f)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 44 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Net loss per share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Schedule of Net Earnings (Loss) per Share The following table presents the calculation of basic and diluted net loss per share (in thousands, except share and per share amounts):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232Numerator:Net loss $(25,271)$(16,767)$(75,424)$(87,046)Denominator: Weighted-average shares used in computing net loss per share Basic and diluted149,179,826Â 151,307,963Â 152,867,160Â 148,392,636Â Net loss per share Basic and diluted(0.17)(0.11)(0.49)(0.59) Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Net Loss per Share The following potentially dilutive securities were excluded from the computation of diluted net loss per share calculations, because the impact of including them would have been anti-dilutive:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232RSUs, PSUs, and restricted stock 16,806,887Â 17,858,035Â 16,806,887Â 17,858,035Â Stock options2,208,391Â 7,569,747Â 2,208,391Â 7,569,747Â Contingently issuable shares under ESPP387,329Â 372,763Â 387,329Â 372,763Â Total potentially dilutive securities19,402,607Â 25,800,545Â 19,402,607Â 25,800,545Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-

gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 45 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Segment and geographic information (Tables) 9 Months Ended Sep. 30, 2024 Segment Reporting [Abstract] Â Schedule of Financial Information by Each Reportable Segment Financial information for each reportable segment was as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402320242023RevenueEnterprise$126,123Â $109,101Â $364,319Â $305,962Â Consumer69,294Â 75,621Â 222,304Â 233,430Â Total revenue195,417Â 184,722Â 586,623Â 539,392Â Segment cost of revenueEnterprise33,330Â 34,784Â 99,644Â 101,603Â Consumer31,684Â 35,371Â 99,981Â 107,999Â Total segment cost of revenue65,014Â 70,155Â 199,625Â 209,602Â Segment gross profitEnterprise92,793Â 74,317Â 264,675Â 204,359Â Consumer37,610Â 40,250Â 122,323Â 125,431Â Total segment gross profit130,403Â 114,567Â 386,998Â 329,790Â Reconciliation of segment gross profit to gross profitAmortization of capitalized software5,014Â 4,494Â 14,783Â 12,667Â Amortization of intangible assets430Â 725Â 1,880Â 2,175Â Depreciation97Â 102Â 323Â 329Â Stock-based compensation1,807Â 1,788Â 5,277Â 5,130Â Total reconciling items7,348Â 7,109Â 22,263Â 20,301Â Total gross profit$123,055Â $107,458Â $364,735Â $309,489Â Schedule of Revenue by Region The following table summarizes the revenue by region based on the billing address of the Companyâ€™s customers (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402320242023North America$77,732Â $73,787Â $232,224Â $217,308Â Europe, Middle East, Africa57,809Â 55,048Â 178,078Â 164,139Â Asia Pacific46,214Â 42,505Â 135,426Â 120,006Â Latin America13,662Â 13,382Â 40,895Â 37,939Â Total revenue$195,417Â $184,722Â $586,623Â $539,392Â Schedule of Long-lived Assets by Region The following table presents the Companyâ€™s long-lived assets, which consist of tangible property and equipment, net of depreciation, and operating lease ROU assets, by geographic region (in thousands):September 30,December 31,20242023United States$9,602Â $7,007Â Rest of world5,552Â 3,109Â Total long-lived assets$15,154Â $10,116Â X - DefinitionTabular disclosure of long-lived assets, excluding financial instruments, long-term customer relationships of a financial institution, mortgage rights, deferred policy acquisition costs, and deferred tax assets, by geographic areas located in the entity's country of domicile and foreign countries in which the entity holds assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_LongLivedAssetsByGeographicAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the profit or loss and total assets for each reportable segment. An entity discloses certain information on each reportable segment if the amounts (a) are included in the measure of segment profit or loss reviewed by the chief operating decision maker or (b) are otherwise regularly provided to the chief operating decision maker, even if not included in that measure of segment profit or loss. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-25Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 30 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_ScheduleOfSegmentReportingInformationBySegmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 46 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring charges (Tables) 9 Months Ended Sep. 30, 2024 Restructuring and Related Activities [Abstract] Â Schedule of Restructuring Charges The following table summarizes the activity related to the restructuring liability recorded in accrued compensation and benefits in the accompanying condensed consolidated balance sheets (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402320242023Beginning balance$â€”Â $344Â $â€”Â $â€”Â Restructuring charges11,035Â â€”Â 11,035Â 9,055Â Settlements(1,607)(344)(1,607)(9,055)Ending balance$9,428Â $â€”Â $9,428Â $â€”Â X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's restructuring reserve that occurred during the period associated with the exit from or disposal of business activities or restructurings for each major type of cost. This element may also include a description of any reversal and other adjustment made during the period to the amount of an accrued liability for restructuring activities. This element may be used to encapsulate the roll forward presentations of an entity's restructuring reserve by type of cost and in total, and explanation of changes that occurred in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 420 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_ScheduleOfRestructuringReserveByTypeOfCostTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 47 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of significant accounting policies - Narrative (Details) - segment 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Accounting Policies [Abstract] Â Â Â Â Â Number of operating segments 2 2 2 2 Number of reportable segments 2 2 2 2 X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfOperatingSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionNumber of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration XML 48 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of significant accounting policies - Schedule of Allowance for Credit Losses (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Accounts Receivable, Allowance for Credit Loss [Roll Forward] Â Â Balance at Beginning of Period $ 1,270 $ 1,528 Charged to Expenses 1,026 1,309 Charges Utilized/Written-off, Net of Recoveries (1,312) (1,370) Balance at End of Period $ 984 $ 1,467 X - DefinitionAmount of allowance for credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of direct write-downs of accounts receivable charged against the allowance. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableWriteOffs Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 49 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue recognition - Narrative (Details) - USD ($) $ in Millions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Â Â Â Contract with customer, liability, revenue recognized $ 152.8 $ 143.4 $ 252.9 $ 242.9 Remaining performance obligation, amount $ 532.6 Â $ 532.6 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-10-01 Â Â Â Â Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Â Â Â Â Remaining performance obligation, percentage 74.00% Â 74.00% Â Revenue, remaining performance obligation, period 12 months Â 12 months Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2025-10-01 Â Â Â Â Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Â Â Â Â Remaining performance obligation, percentage 28.00% Â 28.00% Â Revenue, remaining performance obligation, period Â Â Â X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPercentage of remaining performance obligation to total remaining performance obligation not recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligationPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2024-10-01 Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2025-10-01 Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue recognition - Summary of Deferred Revenue Balances by Reportable Segment (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Dec. 31, 2022 Disaggregation of Revenue [Line Items] Â Â Â Total deferred revenue $ 302,319 $ 282,414 $ 278,279 Enterprise Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Total deferred revenue 244,713 220,127 219,030 Consumer Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Total deferred revenue $ 57,606 $ 62,287 $ 59,249 X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -

Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=udmy_EnterpriseSegmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=udmy_ConsumerSegmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Revenue recognition - Summary of Deferred Contract Costs (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Deferred contract costs [Roll Forward] Â Â Balance at Beginning of Period $ 74,374 $ 65,645 Additions 46,626 45,205 Amortization Expense (43,863) (34,482) Balance at End of Period $ 77,137 $ 76,368 X - DefinitionCapitalized Contract Cost, Amount Capitalized During the Period + ReferencesNo definition available. + Details Name: udmy_CapitalizedContractCostAmountCapitalizedDuringThePeriod Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCapitalized Contract Cost + ReferencesNo definition available. + Details Name: udmy_CapitalizedContractCostRollForward Namespace Prefix: udmy_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization expense for asset recognized from cost incurred to obtain or fulfill contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated amortization and accumulated impairment loss, of asset recognized from cost incurred to obtain or fulfill contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479483/340-40-50-3 + Details Name: us-gaap_CapitalizedContractCostNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 52 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Investments and fair value measurements - Schedule of Investments on Condensed Consolidated Balance Sheets (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Assets Â Â Marketable securities: $ 357,109 $ 476,936 Strategic investments 0 10,311 Total assets 608,905 741,196 Other liabilities, non-current: Â Â Total liabilities 412,648 384,304 Cash Â Â Assets Â Â Marketable securities: 37,300 38,900 Level 1 Â Â Assets Â Â Strategic investments 0 0 Total assets 167,264 266,692 Liabilities Â Â Cash settled stock appreciation rights 0 Â Other liabilities, non-current: Â Â Cash settled stock appreciation rights 0 0 Total liabilities 0 Â Level 1 | U.S. government securities Â Â Assets Â Â Marketable securities: 0 0 Level 1 | Money market funds Â Â Assets Â Â Cash equivalents 160,819 266,692 Level 1 | Time deposits Â Â Assets Â Â Cash equivalents 6,445 Â Level 2 Â Â Assets Â Â Strategic investments 0 0 Total assets 152,546 171,372 Liabilities Â Â Cash settled stock appreciation rights 0 Â Other liabilities, non-current: Â Â Cash settled stock appreciation rights 0 0 Total liabilities 0 Â Level 2 | U.S. government securities Â Â Assets Â Â Marketable securities: 152,546 171,372 Level 2 | Money market funds Â Â Assets Â Â Cash equivalents 0 0 Level 2 | Time deposits Â Â Assets Â Â Cash equivalents 0 Â Level 3 Â Â Assets Â Â Strategic investments 0 10,311 Total assets 0 10,311 Liabilities Â Â Cash settled stock appreciation rights 4 Â Other liabilities, non-current: Â Â Cash settled stock appreciation rights 6 48 Total liabilities 10 Â Level 3 | U.S. government securities Â Â Assets Â Â Marketable securities: 0 0 Level 3 | Money market funds Â Â Assets Â Â Cash equivalents 0 $ 0 Level 3 | Time deposits Â Â Assets Â Â Cash equivalents $ 0 Â X - DefinitionShare-Based Payment Liability Current Fair Value Disclosure + ReferencesNo definition available. + Details Name: udmy_ShareBasedPaymentLiabilityCurrentFairValueDisclosure Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionShare-Based Payment Liability, Fair Value Disclosure + ReferencesNo definition available. + Details Name: udmy_ShareBasedPaymentLiabilityFairValueDisclosure Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI), classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482736/825-10-45-1A + Details Name: us-gaap_EquitySecuritiesFVNINoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FinancialLiabilitiesFairValueDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_CashMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_BankTimeDepositsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Investments and fair value measurements - Summary of the Changes in the Fair Value of Level 3 Financial Instruments (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Preferred Stock Â Â Â Â Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Â Â Â Â Beginning balance $ 0 $ 10,311 $ 10,311 $ 12,104 Vesting and remeasurement of SARs 0 0 0 0 Exercises of SARs Â Â 0 0 Unrealized loss on strategic investments Â Â (10,311) (1,793) Ending balance 0 10,311 0 10,311 Stock Appreciation Rights (SARs) Â Â Â Â Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Â Â Â Â Beginning balance 16 30 48 462 Vesting and remeasurement of SARs (6) (4) (31) (183) Exercises of SARs Â Â (7) (253) Unrealized loss on strategic investments Â Â 0 0 Ending balance $ 10 $ 26 $ 10 $ 26 X - DefinitionFair Value, Measurement With Unobservable Inputs Reconciliation, Recurring Basis, Liability, Vesting And Remeasurement Of Share Based Award + ReferencesNo definition available. + Details Name: udmy_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityVestingAndRemeasurementOfShareBasedAward Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationCalculationRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain (loss) recognized in income from asset measured at fair value on recurring basis using unobservable input (level 3). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 101 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-101Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 102 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-102Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisAssetGainLossIncludedInEarnings1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of settlements of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilitySettlements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFair value of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByAssetClassAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByLiabilityClassAxis=us-gaap_StockAppreciationRightsSARSMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Investments and fair value measurements - Narrative (Details) - USD ($) $ in Millions 3 Months Ended Jun. 30, 2024 Jun. 30, 2023 Sep. 30, 2022 Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Â Â Â Impairment of strategic investment $ 10.3 $ 1.8 $ 2.9 Â Strategic investmentâ€™s cost basis Â Â Â $ 15.0 X - DefinitionCost of investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). Excludes equity method investment and investment in equity security without readily determinable fair value. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_EquitySecuritiesFvNiCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of impairment loss on investment in equity security without readily determinable fair value. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 321 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479536/321-10-50-3 + Details Name: us-gaap_EquitySecuritiesWithoutReadilyDeterminableFairValueImpairmentLossAnnualAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 55 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule of Cash, Cash Equivalents, and Marketable Securities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Cash and Cash Equivalents [Line Items] Â Â Amortized Cost $ 356,944 $ 476,860 Unrealized Gains 165 76 Unrealized Losses 0 0 Fair Value 357,109 476,936 Cash and cash equivalents: Â Â Cash and Cash Equivalents [Line Items] Â Â Amortized Cost 204,563 305,564 Unrealized Gains 0 0 Unrealized Losses 0 0 Fair Value 204,563 305,564 Cash and cash equivalents: | Cash Â Â Cash and Cash Equivalents [Line Items] Â Â Amortized Cost 37,299 38,872 Unrealized Gains 0 0 Unrealized Losses 0 0 Fair Value 37,299 38,872 Cash and cash equivalents: | Money market funds Â Â Cash and Cash Equivalents [Line Items] Â Â Amortized Cost 160,819 266,692 Unrealized Gains 0 0 Unrealized Losses 0 0 Fair Value 160,819 266,692 Cash and cash equivalents: | Time deposits Â Â Cash and Cash Equivalents [Line Items] Â Â Amortized Cost 6,445 Â Unrealized Gains 0 Â Unrealized Losses 0 Â Fair Value 6,445 Â Marketable securities: | U.S. government securities Â Â Cash and Cash Equivalents [Line Items] Â Â Amortized Cost 152,381 171,296 Unrealized Gains 165 76 Unrealized Losses 0 0 Fair Value $ 152,546 $ 171,372 X - DefinitionAmount, before tax, of unrealized gain in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, before tax, of unrealized loss in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedLossBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmortized cost of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAmortizedCostBasis Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_CashAndCashEquivalentsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_CashAndCashEquivalentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CashMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=udmy_TimeDepositsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=udmy_MarketableSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Narrative (Details) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 USD ($) security Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) security Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) security Aug. 24, 2021 USD ($) Acquired Finite-Lived Intangible Assets [Line Items] Â Â Â Â Â

Â Number of continuous unrealized loss position for twelve months or longer | security 0 Â 0 Â 0 Â Depreciation $ 700 $ 700 $ 2,200 $ 2,300 Â Â Amortization of capitalized software 5,000 4,500 14,800 12,700 Â Â Amortization of intangible assets 700 $ 1,000 2,600 $ 3,100 Â Â Goodwill $ 12,646 Â $ 12,646 Â $ 12,646 Â CorpU Â Â Â Â Â Â Â Acquired Finite-Lived Intangible Assets [Line Items] Â Â Â Â Â Â Goodwill Â Â Â Â Â $ 12,600 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for amortization of capitalized computer software costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareAmortization1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of investments in debt securities measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for 12 months or longer, without an allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPosition12MonthsOrLongerNumberOfPositions Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_Depreciation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_BusinessAcquisitionAxis=udmy_CorpUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule of Property and Equipment, Net (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Property, Plant and Equipment [Line Items] Â Â Total property and equipment $ 32,507 $ 31,922 Less accumulated depreciation and amortization (29,187) (27,483) Property and equipment, net 3,320 4,439 Leasehold improvements Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 19,064 19,064 Computers and equipment Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 8,180 7,770 Furniture and fixtures Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 4,720 4,705 Purchased software Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 383 383 Construction in Progress Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment $ 160 $ 0 X - DefinitionAmount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7A + Details Name: us-gaap_PropertyPlantAndEquipmentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_LeaseholdImprovementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_ComputerEquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_FurnitureAndFixturesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_SoftwareAndSoftwareDevelopmentCostsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_ConstructionInProgressMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule of Capitalized Software, Net (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Capitalized software $ 101,796 $ 85,160 Less accumulated amortization (68,521) (53,772) Total expected amortization $ 33,275 $ 31,388 X - DefinitionFor each balance sheet presented, the amount of accumulated amortization for capitalized computer software costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_CapitalizedComputerSoftwareAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before accumulated amortization of capitalized costs for computer software, including but not limited to, acquired and internally developed computer software. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_CapitalizedComputerSoftwareGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe carrying amount of capitalized computer software costs net of accumulated amortization as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 59 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule of Expected Amortization Expense (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Remainder of 2024 $ 5,037 Â 2025 16,450 Â 2026 9,392 Â 2027 2,396 Â Total expected amortization $ 33,275 $ 31,388 X - DefinitionComputer Software, Expected Amortization, Remainder of Fiscal Year + ReferencesNo definition available. + Details Name: udmy_ComputerSoftwareExpectedAmortizationRemainderOfFiscalYear Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionComputer Software, Expected Amortization, Year One + ReferencesNo definition available. + Details Name: udmy_ComputerSoftwareExpectedAmortizationYearOne Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionComputer Software, Expected Amortization, Year Three + ReferencesNo definition available. + Details Name: udmy_ComputerSoftwareExpectedAmortizationYearThree Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionComputer Software, Expected Amortization, Year Two + ReferencesNo definition available. + Details Name: udmy_ComputerSoftwareExpectedAmortizationYearTwo Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe carrying amount of capitalized computer software costs net of accumulated amortization as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 60 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule of Intangible Assets Acquired through Business Combination (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Acquired Finite-Lived Intangible Assets [Line Items] Â Â Intangible Assets, Gross $ 15,100 $ 15,100 Accumulated Amortization (12,444) (9,877) Total expected amortization $ 2,656 $ 5,223 Customer relationships Â Â Acquired Finite-Lived Intangible Assets [Line Items] Â Â Estimated Useful Lives 6 years 6 years Intangible Assets, Gross $ 5,500 $ 5,500 Accumulated Amortization (2,844) (2,156) Total expected amortization $ 2,656 $ 3,344 Vendor relationships Â Â Acquired Finite-Lived Intangible Assets [Line Items] Â Â Estimated Useful Lives 3 years 3 years Intangible Assets, Gross $ 4,500 $ 4,500 Accumulated Amortization (4,500) (3,528) Total expected amortization $ 0 $ 972 Developed technology Â Â Acquired Finite-Lived Intangible Assets [Line Items] Â Â Estimated Useful Lives 3 years 3 years Intangible Assets, Gross $ 4,200 $ 4,200 Accumulated Amortization (4,200) (3,293) Total expected amortization $ 0 $ 907 Tradename Â Â Acquired Finite-Lived Intangible Assets [Line Items] Â Â Estimated Useful Lives 2 years 2 years Intangible Assets, Gross $ 900 $ 900 Accumulated Amortization (900) (900) Total expected amortization $ 0 $ 0 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic

30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionUseful life of finite-lived intangible assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=udmy_VendorRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_DevelopedTechnologyRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule of Expected Amortization Expense (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Remainder of 2024 $ 228 Â 2005 917 Â 2026 917 Â 2027 594 Â Total expected amortization $ 2,656 $ 5,223 X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 62 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated balance sheet components - Schedule Accrued Expenses and Other Current Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Accrued expenses $ 12,933 $ 13,773 Indirect tax reserves 2,031 1,432 Indirect tax payables 7,103 8,758 Other current liabilities 3,392 3,815 Accrued expenses and other current liabilities $ 25,459 $ 27,778 X - DefinitionAccrued Expenses And Other Liabilities, Current + ReferencesNo definition available. + Details Name: udmy_AccruedExpensesAndOtherLiabilitiesCurrent Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for real and property taxes. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 720 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483384/720-30-45-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-8 + Details Name: us-gaap_AccrualForTaxesOtherThanIncomeTaxesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of rental payment required by lease over rental income recognized, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 25 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479341/842-30-25-11Reference 3: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 840 -SubTopic 20 -Name Accounting Standards Codification -Section 25 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481178/840-20-25-2 + Details Name: us-gaap_DeferredRentCreditCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of liabilities classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_OtherLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 63 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Narrative (Details) - USD ($) $ in Millions 3 Months Ended Jun. 30, 2024 Sep. 30, 2024 Leases [Abstract] Â Â Operating lease, right-of-use asset, addition $ 9.8 Â Renewal option term Â 5 years Lessee, tenant improvements allowance 2.1 Â Decrease in restricted cash related to new and renewed lease agreements $ (2.5) Â X - DefinitionDecrease in Restricted Cash Related to New and Renewed Lease Agreements + ReferencesNo definition available. + Details Name: udmy_DecreaseInRestrictedCashRelatedToNewAndRenewedLeaseAgreements Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLessee, Tenant Improvements Allowance + ReferencesNo definition available. + Details Name: udmy_LesseeTenantImprovementsAllowance Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionOperating Lease, Right-of-Use Asset, Addition + ReferencesNo definition available. + Details Name: udmy_OperatingLeaseRightOfUseAssetAddition Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTerm of lessor's sales-type lease renewal, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorSalesTypeLeaseRenewalTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 64 R52.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Schedule of Information Pertaining to Operating Leases (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Leases [Abstract] Â Â Â Â Â Operating lease costs $ 1,123 $ 1,519 $ 3,928 $ 4,753 Â Variable lease costs 187 271 740 816 Â Cash paid for amounts included in the measurement of operating lease liabilities $ 5,024 $ 5,481 Â Weighted average remaining term (years) 3 years 6 months Â 3 years 6 months Â 1 year 3 months 18 days Weighted average discount rate 5.70% Â 5.70% Â 3.90% X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -

SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_VariableLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 65 R53.htm IDEA: XBRL DOCUMENT v3.24.3 Leases - Schedule of Future Minimum Lease Payments (Details) $ in Thousands Sep. 30, 2024 USD ($) Leases [Abstract] Â Remainder of 2024 $ 1,027 2025 3,014 2026 4,072 2027 2,231 2028 2,298 2029 1,166 Gross lease payments 13,808 Less imputed interest (1,695) Present value of operating lease liabilities $ 12,113 X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 66 R54.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and contingencies - Narrative (Details) $ in Millions Sep. 30, 2024 USD ($) Commitments and Contingencies Disclosure [Abstract] Â Future minimum payments $ 37.7 X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of unrecorded obligation to transfer funds in future for fixed or minimum amount or quantity of product and service at fixed or minimum price. Includes, but is not limited to, lease not yet commenced and take-or-pay and throughput contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_UnrecordedUnconditionalPurchaseObligationBalanceSheetAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 67 R55.htm IDEA: XBRL DOCUMENT v3.24.3 Income taxes - Narrative (Details) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Tax Disclosure [Abstract] Â Â Â Â Effective income tax rate, percent (3.54%) (5.08%) (3.70%) (3.48%) X - DefinitionPercentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231 + Details Name: us-gaap_EffectiveIncomeTaxRateContinuingOperations Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 68 R56.htm IDEA: XBRL DOCUMENT v3.24.3 Related party transactions - Schedule of Related Party Transactions (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Related Party Transaction [Line Items] Â Â Â Â Â Â Revenue $ 195,417 $ 184,722 $ 586,623 $ 539,392 Â General and administrative 22,266 22,155 74,299 71,112 Â Accounts receivable, net 81,164 Â 81,164 Â $ 92,555 Accounts payable 4,273 Â 4,273 Â 2,506 Board of Directors Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Revenue 100 100 300 300 Â Accounts receivable, net 0 Â 0 Â 400 Naspers | Affiliated Entity Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Revenue 500 700 1,300 1,400 Â Accounts receivable, net 200 Â 200 Â 0 Insight | Affiliated Entity Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Revenue 100 500 500 500 Â General and administrative 200 $ 300 600 $ 600 Â Accounts receivable, net 0 Â 0 Â 200 Accounts payable $ 0 Â $ 0 Â $ 0 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_RelatedPartyTransactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=srt_DirectorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=udmy_NaspersMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=srt_AffiliatedEntityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=udmy_InsightPartnersMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R57.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity - Narrative (Details) $ / shares in Units, $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended Jan. 01, 2024 shares Feb. 29, 2024 shares Sep. 30, 2024 USD ($) $ / shares shares Mar. 31, 2024 shares Sep. 30, 2023 USD ($) Mar. 31, 2023 shares Sep. 30, 2024 USD ($) vote $ / shares shares Sep. 30, 2023 USD ($) May 02, 2024 USD ($) Feb. 14, 2024 USD ($) Dec. 31, 2023 $ / shares shares Oct. 29, 2021 shares Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â

12 days Â Â Â Â Â Performance-Based Awards Â Â Â Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Number of shares right to receive (in shares) Â Â Â Â Â Â 1 Â Â Â Â Â Granted (in shares) Â 450,170 Â 553,568 Â 645,833 553,568 Â Â Â Â Â Award vesting rights, percentage Â 75.00% Â 75.00% Â Â Â Â Â Â Â Â Corporate performance metric attainment percentage Â Â 0.45 Â Â Â 0.45 Â Â Â Â Â Authorized attainment percentage of shares issued Â 70.00% Â Â Â Â Â Â Â Â Â Â Unrecognized compensation costs, excluding options | $ Â Â $ 2,500 Â Â Â $ 2,500 Â Â Â Â Â Unrecognized compensation costs, period for recognition (in years) Â Â Â Â Â Â Â 1 year 7 months 6 days Â Â Â Â Â Performance-Based Awards | Share-based Payment Arrangement, Tranche One Â Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Award vesting rights, percentage Â Â Â Â Â Â 25.00% Â Â Â Â Â Stock options Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Award vesting period (in years) Â Â Â Â Â Â 4 years Â Â Â Â Â Contractual term (in years) Â Â Â Â Â Â 10 years Â Â Â Â Â Stock options outstanding (in shares) Â Â 2,208,391 Â Â Â 2,208,391 Â Â Â 4,621,021 Â Stock Appreciation Rights (SARs) Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Exercised (in shares) Â Â Â Â Â Â 1,558 Â Â Â Â Â Exercised (in dollars per share) | $ / shares Â Â Â Â Â Â $ 6.58 Â Â Â Â Â SARs outstanding (in shares) Â Â 3,000 Â Â Â 3,000 Â Â Â Â Â Contingently issuable shares under ESPP Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Unrecognized compensation costs, excluding options | $ Â Â $ 3,300 Â Â Â $ 3,300 Â Â Â Â Â Unrecognized compensation costs, period for recognition (in years) Â Â Â Â Â Â 1 year Â Â Â Â Â Total shares of common stock reserved (in shares) 1,571,663 Â Â Â Â Â Â Â Â Â 2,800,000 Minimum annual increase in shares reserved for issuance Â Â Â Â Â Â 1.00% Â Â Â Â Â Percent of outstanding shares Â Â Â Â Â Â 300.00% Â Â Â Â Â Common stock, shares issued (in shares) Â Â 554,039 Â Â Â 554,039 Â Â Â Â Â Minimum | Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Award vesting period (in years) Â Â Â Â Â Â 3 years Â Â Â Â Â Minimum | Performance-Based Awards Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Award vesting rights, percentage Â Â Â 0.00% Â Â Â Â Â Â Â Â Maximum | Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Award vesting period (in years) Â Â Â Â Â Â 4 years Â Â Â Â Â Maximum | Performance-Based Awards Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Award vesting rights, percentage Â Â Â 150.00% Â Â Â Â Â Â Â Â 2021 Stock incentive Plan Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Number of shares reserved for future issuance (in shares) Â Â 13,800,000 Â Â Â 13,800,000 Â Â Â Â Â Annual percentage increase, term Â Â Â Â Â Â 0.05 Â Â Â Â Â Number of shares reserved for future issuance increased (in shares) 7,858,318 Â Â Â Â Â Â Â Â Â Stock options outstanding (in shares) Â Â 2,158,391 Â Â Â 2,158,391 Â Â Â 4,571,021 Â Exercisable, awards outstanding (in shares) Â Â 2,153,129 Â Â Â 2,153,129 Â Â Â Â Â Amended and Restated 2010 Equity Incentive Plan | Performance-Based Awards Â Â Â Â Â Â Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Â Â Â Â Â Â Stock options outstanding (in shares) Â Â 50,000 Â Â Â 50,000 Â Â Â Â Â Exercisable, awards outstanding (in shares) Â Â 35,416 Â Â Â 35,416 Â Â Â Â Â X - DefinitionAmount authorized for purchase of share under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4 + Details Name: srt_StockRepurchaseProgramAuthorizedAmount1 Namespace Prefix: srt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCommon Stock, Number Of Voting Rights + ReferencesNo definition available. + Details Name: udmy_CommonStockNumberOfVotingRights Namespace Prefix: udmy_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionExtension Repurchase Program + ReferencesNo definition available. + Details Name: udmy_ExtensionRepurchaseProgram Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Common Stock Reserve, Minimum Annual Increase + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardCommonStockReserveMinimumAnnualIncrease Namespace Prefix: udmy_ Data Type: dtr-types1:percentItemType Balance Type: na Period Type: duration X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Non-Option Equity Instruments, Exercises in Period, Weighted Average Exercise Price + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: udmy_ Data Type: dtr-types1:perShareItemType Balance Type: na Period Type: duration X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Number of Shares Available for Grant, Annual Percent Increase Term + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrantAnnualPercentIncreaseTerm Namespace Prefix: udmy_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant, Increase + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrantIncrease Namespace Prefix: udmy_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Right to Receive + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesRightToReceive Namespace Prefix: udmy_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare-based Payment Arrangement, Amount Capitalized as Capitalized Software + ReferencesNo definition available. + Details Name: udmy_ShareBasedPaymentArrangementAmountCapitalizedAsCapitalizedSoftware Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionShare-Based Payment Arrangement, Authorized Attainment Percentage of Shares Issued + ReferencesNo definition available. + Details Name: udmy_ShareBasedPaymentArrangementAuthorizedAttainmentPercentageOfSharesIssued Namespace Prefix: udmy_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Payment Arrangement, Corporate Performance Metric Attainment Percentage + ReferencesNo definition available. + Details Name: udmy_ShareBasedPaymentArrangementCorporatePerformanceMetricAttainmentPercentage Namespace Prefix: udmy_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionAggregate number of common shares reserved for future issuance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockCapitalSharesReservedForFutureIssuance Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher

FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of non-option equity instruments exercised by participants. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of equity instruments other than options outstanding, including both vested and non-vested instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionMaximum number of shares that may be issued in accordance with the plan as a proportion of outstanding capital stock. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of vesting of award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardAwardVestingRightsPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares that have been repurchased during the period and have not been retired and are not held in treasury. Some state laws may govern the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_PerformanceSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_StockAppreciationRightsSARSMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=udmy_A2021StockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=udmy_AmendedAndRestated2010EquityIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R58.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity - Schedule of Common Stock Reserved for Future Issuance (Details) - shares Sep. 30, 2024 Dec. 31, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Total shares of common stock reserved (in shares) 32,636,254 27,803,828 Stock options Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Stock options outstanding (in shares) 2,208,391 4,621,021 Restricted Stock Units RSU and Performance Shares Units PSU Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â RSUs outstanding and PSUs (in shares) 17,394,641 16,738,309 2021 Equity Incentive Plan Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Stock options available for future issuance (in shares) 9,658,846 4,093,695 2021 Employee Stock Purchase Plan Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Stock options available for future issuance (in shares) 3,374,376 2,350,803 X - DefinitionAggregate number of common shares reserved for future issuance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockCapitalSharesReservedForFutureIssuance Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards

Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of equity instruments other than options outstanding, including both vested and non-vested instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=udmy_RestrictedStockUnitsRSUAndPerformanceSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=udmy_A2021EquityIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=udmy_A2021EmployeeStockPurchasePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R59.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity - RSU and PSU Activity (Details) - $ / shares 1 Months Ended 3 Months Ended 9 Months Ended Feb. 29, 2024 Mar. 31, 2024 Mar. 31, 2023 Sep. 30, 2024 Restricted Stock Units (RSUs) Â Â Â Â Outstanding Â Â Â Â Unvested beginning balance (in shares) Â 15,769,577 Â 15,769,577 Granted (in shares) Â Â Â 7,809,727 Released (in shares) Â Â Â (5,118,303) Canceled (in shares) Â Â Â (2,141,728) Unvested ending balance (in shares) Â Â Â 16,319,273 Weighted Average Grant Date Fair Value Â Â Â Â Unvested beginning balance (in dollars per share) Â $ 14.07 Â $ 14.07 Granted (in dollars per share) Â Â Â 9.63 Released (in dollars per share) Â Â Â 14.81 Canceled (in dollars per share) Â Â Â 13.69 Unvested ending balance (in dollars per share) Â Â Â $ 11.77 Awards vested, not yet released (in shares) Â Â Â 13,832 Awards vested, not yet released (in dollars per share) Â Â Â $ 8.77 Performance-Based Awards Â Â Â Â Outstanding Â Â Â Â Unvested beginning balance (in shares) Â 645,833 Â 645,833 Granted (in shares) 450,170 553,568 645,833 553,568 Released (in shares) Â Â Â (165,192) Canceled (in shares) Â Â Â (235,596) Unvested ending balance (in shares) Â Â Â 798,613 Weighted Average Grant Date Fair Value Â Â Â Â Unvested beginning balance (in dollars per share) Â $ 8.89 Â $ 8.89 Granted (in dollars per share) Â Â Â 10.98 Released (in dollars per share) Â Â Â 8.89 Canceled (in dollars per share) Â Â Â 8.89 Unvested ending balance (in dollars per share) Â Â Â $ 10.34 Awards vested, not yet released (in shares) Â Â Â 0 Awards vested, not yet released (in dollars per share) Â Â Â $ 0 X - DefinitionShare-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Releases In Period + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsReleasesInPeriod Namespace Prefix: udmy_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Releases In Period, Weighted Average Grant Date Fair Value + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsReleasesInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: udmy_ Data Type: dtr-types1:perShareItemType Balance Type: na Period Type: duration X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Vested But Not Yet Released in Period, Shares + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedButNotYetReleasedInPeriodShares Namespace Prefix: udmy_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionShare-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Vested But Not Yet Released in Period, Weighted-Average Grant Date Fair Value + ReferencesNo definition available. + Details Name: udmy_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedButNotYetReleasedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: udmy_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_PerformanceSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 72 R60.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity - Schedule of Stock Option Activity (Details) - 2021 Stock incentive Plan $ / shares in Units, $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 USD ($) $ / shares shares Dec. 31, 2023 USD ($) $ / shares shares Options Outstanding Â Â Outstanding, beginning balance (in shares) | shares 4,571,021 Â Granted (in shares) | shares 0 Â Exercised (in shares) | shares (2,350,902) Â Canceled (in shares) | shares (61,728) Â Outstanding, ending balance (in shares) | shares 2,158,391 4,571,021 Vested & expected to vest, awards outstanding (in shares) | shares 2,158,391 Â Exercisable, awards outstanding (in shares) | shares 2,153,129 Â Weighted Average Exercise Price Â Â Outstanding, beginning balance (in dollars per share) | $ / shares $ 5.08 Â Granted (in dollars per share) | $ / shares 0 Â Exercised (in dollars per share) | $ / shares 5.43 Â Canceled (in dollars per share) | $ / shares 7.94 Â Outstanding, ending balance (in dollars per share) | $ / shares 4.61 $ 5.08 Vested & expected to vest, weighted average exercise price (in dollars per share) | $ / shares 4.61 Â Exercisable, weighted average exercise price (in dollars per share) | $ / shares $ 4.58 Â Outstanding, weighted average remaining contractual term 4 years 6 months 29 days 3 years 2 months 23 days Outstanding, aggregate intrinsic value | $ $ 6,961 $ 44,309 Vested & expected to vest, weighted average remaining contractual term 4 years 6 months 29 days Â Vested & expected to vest, aggregate intrinsic value | $ $ 6,961 Â Exercisable, weighted average remaining contractual term 4 years 6 months 25 days Â Exercisable, aggregate intrinsic value | $ $ 6,961 Â X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-

gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount by which current fair value of underlying stock exceeds exercise price of fully vested and expected to vest options outstanding. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingAggregateIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of fully vested and expected to vest options outstanding that can be converted into shares under option plan. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest options outstanding. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted average remaining contractual term for vested portions of options outstanding and currently exercisable or convertible, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for fully vested and expected to vest options outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_PlanNameAxis=udmy_A2021StockIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 73 R61.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity - Schedule of Weighted Average Assumptions, Options (Details) 9 Months Ended Sep. 30, 2024 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Expected volatility 51.90% Expected life (in years) 1 year 3 months 18 days Expected dividend yield 0.00% Contingently issuable shares under ESPP Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Risk-free interest rate 5.10% X - DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionExpected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and

thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 74 R62.htm IDEA: XBRL DOCUMENT v3.24.3 Stockholders' equity - Schedule of Stock-Based Compensation Expense (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation expense $ 23,242 $ 23,484 $ 70,264 $ 72,928 Cost of revenue Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation expense 1,807 1,788 5,277 5,130 Sales and marketing Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation expense 7,573 7,646 22,578 23,022 Research and development Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation expense 7,183 7,045 21,187 19,762 General and administrative Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation expense 6,839 7,005 21,382 23,806 Restructuring charges Â Â Â Â Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Total stock-based compensation expense $ (160) $ 0 $ (160) $ 1,208 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_CostOfSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingAndMarketingExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_RestructuringChargesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 75 R63.htm IDEA: XBRL DOCUMENT v3.24.3 Net loss per share - Schedule of Net Earnings (Loss) per Share (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Numerator: Â Â Â Â Net loss $ (25,271) $ (16,767) $ (75,424) $ (87,046) Weighted-average shares used in computing net loss per share Â Â Â Â Basic (in shares) 149,179,826 151,307,963 152,867,160 148,392,636 Diluted (in shares) 149,179,826 151,307,963 152,867,160 148,392,636 Net loss per share Â Â Â Â Basic (in dollars per share) $ (0.17) $ (0.11) $ (0.49) $ (0.59) Diluted (in dollars per share) $ (0.17) $ (0.11) $ (0.49) $ (0.59) X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareBasicAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef 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-Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI 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http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersDilutedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 76 R64.htm IDEA: XBRL DOCUMENT v3.24.3 Net loss per share - Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Net Loss per Share (Details) - shares 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Total potentially dilutive securities (in shares) 19,402,607 25,800,545 19,402,607 25,800,545 RSUs, PSUs, and restricted stock Â Â Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Total potentially dilutive securities (in shares) 16,806,887 17,858,035 16,806,887 17,858,035 Stock options Â Â Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Total potentially dilutive securities (in shares) 2,208,391 7,569,747 2,208,391 7,569,747 Contingently issuable shares under ESPP Â Â Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Total potentially dilutive securities (in shares) 387,329 372,763 387,329 372,763 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=udmy_RestrictedStockUnitsPerformanceSharesUnitsAndRestrictedStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 77 R65.htm IDEA: XBRL DOCUMENT v3.24.3 Segment and geographic information - Narrative (Details) - segment 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Segment Reporting [Abstract] Â Â Â Â Number of operating segments 2 2 2 2 Number of reportable segments 2 2 2 2 X - DefinitionNumber of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfOperatingSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionNumber of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 78 R66.htm IDEA: XBRL DOCUMENT v3.24.3 Segment and geographic information - Schedule of Financial Information by Each Reportable Segment (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Segment Reporting Information [Line Items] Â Â Â Â Revenue $ 195,417 $ 184,722 $ 586,623 $ 539,392 Segment cost of revenue 72,362 77,264 221,888 229,903 Gross profit 123,055 107,458 364,735 309,489 Reconciliation of segment gross profit to gross profit Â Â Â Â Amortization of capitalized software 5,000 4,500 14,800 12,700 Amortization of intangible assets 700 1,000 2,600 3,100 Depreciation 700 700 2,200 2,300 Stock-based compensation 23,242 23,484 70,264 72,928 Gross profit 123,055 107,458 364,735 309,489 Operating Segments Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Revenue 195,417 184,722 586,623 539,392 Segment cost of revenue 65,014 70,155 199,625 209,602 Gross profit 130,403 114,567 386,998 329,790 Reconciliation of segment gross profit to gross profit Â Â Â Â Gross profit 130,403 114,567 386,998 329,790 Segment Reconciling Items Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Gross profit 7,348 7,109 22,263 20,301 Reconciliation of segment gross profit to gross profit Â Â Â Â Amortization of capitalized software 5,014 4,494 14,783 12,667 Amortization of intangible assets 430 725 1,880 2,175 Depreciation 97 102 323 329 Stock-based compensation 1,807 1,788 5,277 5,130 Gross profit 7,348 7,109 22,263 20,301 Enterprise | Operating Segments Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Revenue 126,123 109,101 364,319 305,962 Segment cost of revenue 33,330 34,784 99,644 101,603 Gross profit 92,793 74,317 264,675 204,359 Reconciliation of segment gross profit to gross profit Â Â Â Â Gross profit 92,793 74,317 264,675 204,359 Consumer | Operating Segments Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Revenue 69,294 75,621 222,304 233,430 Segment cost of revenue 31,684 35,371 99,981 107,999 Gross profit 37,610 40,250 122,323 125,431 Reconciliation of segment gross profit to gross profit Â Â Â Â Gross profit $ 37,610 $ 40,250 $ 122,323 $ 125,431 X - DefinitionReconciliation of Segment Gross Profit tp Gross Profit + ReferencesNo definition available. + Details Name: udmy_ReconciliationOfSegmentGrossProfitTpGrossProfitAbstract Namespace Prefix: udmy_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for amortization of capitalized computer software costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-1 + Details Name: us-gaap_CapitalizedComputerSoftwareAmortization1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_Depreciation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef

-Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_ConsolidationItemsAxis=us-gaap_OperatingSegmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ConsolidationItemsAxis=us-gaap_MaterialReconcilingItemsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=udmy_EnterpriseSegmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=udmy_ConsumerSegmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 79 R67.htm IDEA: XBRL DOCUMENT v3.24.3 Segment and geographic information - Schedule of Revenue by Region (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Segment Reporting Information [Line Items] Â Â Â Â Total revenue $ 195,417 $ 184,722 $ 586,623 $ 539,392 North America Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Total revenue 77,732 73,787 232,224 217,308 Europe, Middle East, Africa Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Total revenue 57,809 55,048 178,078 164,139 Asia Pacific Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Total revenue 46,214 42,505 135,426 120,006 Latin America Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Total revenue $ 13,662 $ 13,382 $ 40,895 $ 37,939 X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=srt_NorthAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=us-gaap_EMEAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_AsiaPacificMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=srt_LatinAmericaMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 80 R68.htm IDEA: XBRL DOCUMENT v3.24.3 Segment and geographic information - Schedule of Long-lived Assets by Region (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Segment Reporting Information [Line Items] Â Â Total long-lived assets $ 15,154 $ 10,116 United States Â Â Segment Reporting Information [Line Items] Â Â Total long-lived assets 9,602 7,007 Rest of world Â Â Segment Reporting Information [Line Items] Â Â Total long-lived assets $ 5,552 $ 3,109 X - DefinitionLong-lived assets other than financial instruments, long-term customer relationships of a financial institution, mortgage and other servicing rights, deferred policy acquisition costs, and deferred tax assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_NoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_RevenuesFromExternalCustomersAndLongLivedAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_StatementGeographicalAxis=country_US Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=udmy_RestOfWorldMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 81 R69.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring charges - Narrative (Details) $ in Thousands 3 Months Ended 9 Months Ended Sep. 11, 2024 employee Feb. 13, 2023 Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Mar. 31, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Restructuring Cost and Reserve [Line Items] Â Â Â Â Â Â Â Restructuring and related cost, number of positions eliminated | employee 280 Â Â Â Â Â Â Restructuring and related cost, number of positions eliminated with no future service requirement percent 0.57 Â Â Â Â Â Â Expected restructuring charges Â Â $ 18,000 Â Â $ 18,000 Â Restructuring charges Â Â 11,275 $ 0 $ 10,100 11,275 $ 10,263 Reduction in global workforce, percent Â 10.00% Â Â Â Â Â Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Restructuring Cost and Reserve [Line Items] Â Â Â Â Â Â Â Unrecognized compensation costs, excluding options Â Â 150,800 Â Â 150,800 Â Employee Severance Â Â Â Â Â Â Â Restructuring Cost and Reserve [Line Items] Â Â Â Â Â Â Â Restructuring charges Â Â 11,035 $ 0 8,900 $ 11,035 $ 9,055 Personnel-related costs Â Â $ 9,900 Â Â Â Â Share-Based Payment Arrangement | Restricted Stock Units (RSUs) Â Â Â Â Â Â Â Restructuring Cost and Reserve [Line Items] Â Â Â Â Â Â Â Unrecognized compensation costs, excluding options Â Â Â Â $ 1,200 Â Â X - DefinitionRestructuring and Related Cost, Number of Positions Eliminated With No Future Service Requirement, Percent + ReferencesNo definition available. + Details Name: udmy_RestructuringAndRelatedCostNumberOfPositionsEliminatedWithNoFutureServiceRequirementPercent Namespace Prefix: udmy_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionRestructuring Charges, Excluding Miscellaneous Restructuring Charges + ReferencesNo definition available. + Details Name: udmy_RestructuringChargesExcludingMiscellaneousRestructuringCharges Namespace Prefix: udmy_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount expected to be recognized in earnings for the specified restructuring cost. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringAndRelatedCostExpectedCost1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe number of positions eliminated during the period as a result of restructuring activities. + ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminated Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe number of positions eliminated during the period as a percentage of total positions eliminated during the period in connection with the restructuring plan(s). + ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items

represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringCostAndReserveLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringCostAndReserveAxis=us-gaap_EmployeeSeveranceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringCostAndReserveAxis=us-gaap_StockCompensationPlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 82 R70.htm IDEA: XBRL DOCUMENT v3.24.3 Restructuring charges - Summary of Restructuring Charges (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Restructuring Reserve [Roll Forward] Â Â Â Â Â Restructuring charges $ 11,275 $ 0 $ 10,100 $ 11,275 $ 10,263 Employee Severance Â Â Â Â Â Restructuring Reserve [Roll Forward] Â Â Â Â Â Beginning balance 0 344 0 0 0 Restructuring charges 11,035 0 $ 8,900 11,035 9,055 Settlements (1,607) (344) Â (1,607) (9,055) Ending balance $ 9,428 $ 0 Â $ 9,428 $ 0 X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCarrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringReserve Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_RestructuringReserveRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of restructuring charges, remediation cost, and asset impairment loss. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_RestructuringSettlementAndImpairmentProvisions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_RestructuringCostAndReserveAxis=us-gaap_EmployeeSeveranceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 83 R71.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent events (Details) - Subsequent Event $ in Millions 1 Months Ended Oct. 31, 2024 USD ($) shares Subsequent Event [Line Items] Â Shares repurchased and retired (in shares) | shares 1,091,031 Shares repurchased and retired, value | $ $ 8.4 X - DefinitionNumber of shares that have been repurchased and retired during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedAndRetiredDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased and retired during the period. The excess of the purchase price over par value can be charged against retained earnings (once the excess is fully allocated to additional paid in capital). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockRepurchasedAndRetiredDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDetail information of subsequent event by type. User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 84 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (**17ED'04UB@0 +$ 0 9&)C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^ÖCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " "BD5Y91=C-]N\ K @ $0 &1O8U!R;W!S+V-O&ULS9+! M3L,P#(9?!>7>.DT'AZC+96BG(2$Q" <0M2KPMHFFCQ*C=VY.6K1."^ 8^\ G MSY(;$Z3I(S['/F DA^EN]&V7I EK=B(*$B"9$WJ=RISHVP9N@ E&&'WZ+J!=B'/U3^S< 79)CLDMJ6$8RJ&>=B_SNH7K M$NG.8/Z5G*1SP#6[3GZM-X_[+5."BU51\:+F>R%D)>3]ZGUR_>%W$:]=0?W MCXVO@JJ!7W>AO@!02P,$% @ HI%>69E&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?*]MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/]<_Z3(T M!Z.:60F]Ä%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=?EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D& _#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J(A[J&&F,_#M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,?-2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" "BD5Y9-T>.Q. % "L'P &'AL+W=OMGW_&SZE6T.7^M=50H="U*YAQ^"Y= M<5_#AU MVI]M2\&4O2\)B=2KA_0YXTH+%6W)HUA)I6UXN)16F:U2/#2J(5Z_Q.O7PYL* M%DDD8"?(QBY^%LH'A&HY#VUUGV.O;X-#0AG##$FY8!^Y1 M+$(SC4(S?N2QM8_B.E\"$6\OR$/B7]H0T>"&B-2I%E*G#B043BKHF-STT0LR MTS :B53$DUFBU18^ ROY"?6[>QLQ'M04^< [T#K(3_R%/ 0P.L-YZ.?<2!<^ M(5H=W'2@GE[L+\A[>(]\2NSMBDOV'8?\SI4* M4Z@U> ^S@J.JC0%KTP016T'#OZTD59P7-)5 9E$4MHZB8?'-L6M;!#%C+&YBUN.6=-E5R'B6_O MU[BF-[:"GL,KT0HU^#\Y)Y3]_/P+F0D_4]"25DA&!3PLH7L5J^R,N4,GNT8F.6-R6L M))DUJW1"\:LU%^7A44TY*QO$:MF@AT0+5>0?S6:;[\&MG+CB,P0*RR0*R6!9K%/(K(M;9;"X]3>;W&=H[D%/*XI7^5\6"WGO5?9;G[LFG3(.=3R 8=247C84T9*[_CUO,[@*D \2$)Q OY0U@GFA-2QI7WG<'0'5HY MS^%WW(.S+]R=[W=85-B)PPGY-IMRMHNM8)^5\/3.3@/-2M>?DR<$M^D8(NC MT?+;\BAZG!_ =JK7BW/L#]PLF"F)Q!Q"GKSU)K&>>7 M2\$#H6>1>F74Y!P XAX M !@ !X;"]W;W)K5VK>" M;[I!=;6B&^>KFI?-8GW3??>Y7=_(@Z[*1GQND3K4-6]?/HE*/M\NR.+UBR_E MTTZ;+U;KFSU_$@]"_[' W,+=ZN1E4]:B4:5L4"NVMXN/Y/T=R\V SN+?I7A6 MDVMD0GF4\JNY^65SN\ &D:A$H8T+#A]'<2>JRG@"'\.3A>G9YJ!T^M7[W_O M@H=@'KD2=[+Z3[G1N]M%MD ;L>6'2G^1S_\40T"Q\5?(2G7_T?-@BQ>H."@M MZV$P(*C+IO_DWX9$3 :0R#. #@/H6P>P80#K NV1=6'=<\W7-ZU\1JVQ!F_F MHLM--QJB*1LSC0^ZA5]+&*?7=[+9P*2(#8(K):MRPS7H;)!O^_D0?%FHVY6&C 83ZMB>-ZG_GG4\[P'L;&#"\1Q31R M#+\+#[\7!0PGW7!V/GP%D9_"IZ?P:>>/^<(_M*UH-.)*09SO7?'T#B*W [/* MWJL]+\3M I:1$NU1+-8__T02_,$W0]R=A8K.\7*0M[7=USM$,P:*LR%^/-0 M'GD%P3MGL7>5=*[,5G!<4QS%">3\.(W'-F,XCI/H9':&-#HAC8)OPBEV[(P MA6BP+F$A=-/D MI[BB<(",8SE+8-8S1W8XQ/&.,@QE]Y^U5H_E@)I 3@*W4I MG)F,;8 QC:-DAM%AEA*64C?*Y(0R":+\6!3R %,,.VXA8+X![A(UPIG)Q$*0 M$3*9RAZG;973.([=,-,3S#0(\W,K]KS<(/%M;S8CU96IU#O1OD[]L$)=N%,+M$8W2-)OA=ECAG'H*-3OASH*X[\56 #PH4]GH%B@)+I16P8+-+"!1E"5D!M>V M8EF<>>#F)[AY$.[O4O/]#1G-K8?'.,.$SC#:9@FCC&9ND 2/E(0O5 .HE%:_ M=%5@]JD]Z ;MK=O!VVQYS_<AU44,<\F0";T22YLJOL2DEK^%XI R:U^YJU_ MA0V^9DC3> [58498YLOKR'4D2"_KWR"K7)?-ZH*!_4&HES);=7![CQ5\/@M]6QK(AF;4X'#+$YRX@$]DA8)LY;%!8ULK@++:W!WCI98*;:MDMA7#"-MD3!O M>;>#2Y@=!$5I.J<(EUFV0R$J8RN ;1]U06H.V.D.[:)PJ(35+6,G/P M&&;$5P8CCY$PD?W2:-X\E89N^TKU+S*;H6@26[FTK6)*F0?FR&,D3&3_D'+S M7%:5$YA-080FEA"X:'8,;:0J$N:JWSHZ#2QS!^6DZ7S/=UC1E/JF=R0F\A9F M"H!S< W.PHP& -N#".K&R80YX=NL M!>)\0@4#?H=9.A69YP&,[$8O]&1 % 9EQQ/!--N$Q1*:6SAMLP@#4@_.D=EH MF-E>$UW(VF2:]T-YA.NP8=!_>@A@9D%Y@P%!!7)!HU.:]-*(6 M=-N*$%^324=VI&%VM(OB$EJ;!BFS6GF'%5[H6R9@^", ()L?,#CL6!8Q()E]-I(<"Y/G$&-!XOU>(?:CO)U'/=(O"].OF6D@7&6"7Z)W^!J6 M*2:@%UITY-5!H"N4QW@)7YH_I':\-6+HH'>R-4<3'Q")DB5TX\N$95VMD#A= MDB19LN1D7BIE*+Z34 >MH-_:F+V2*R2WZ$'LM:@?1=M'7J"O^S,[T4Q_6TX MQE"_=J7VHGM/4[U<.R?)<7H[7U8.=>!94:,R8&%E\'&S*8V"@<5OCAVOR@85 M_3F.$Z3-]'E.B-6>.^P(3I,8^ :I412PBZ>XA_I0=6]F!G4+.JP5. ,_Z[2B@ M8=[IVQD#N;'\Y[.893Y6&"4!BPL#::8-R 1B]*]]=MD?Y7F,:$62)0%IWO[^RMNGLE&@L[8P$%^GD("V?Z': MWVBY[]Y)/DJM9=U=[@0'V,8 ?M]*(+WAQKSF/+W67OV4$L#!!0 (**1 M7EE@B&PO=V]R:W-H965T&ULK57+ M;MLP$/P50BV*!$BBER4GJ2P@<1"TAP)&C+:'H@=:6EM$*%(E:3OMUW=)*8*= MRGD]<$BJ9WAS'*US+92W>L*P)"'F@L)\2ICFDO?UT4%-=5GL@&!;Y92U=3@ M5*U\W2B@I0/5W(^"(/5KRH279VYMIO),K@UG F:*Z'5=4_7[&KC<3KS0>URX M8ZO*V4_SQJZ@CF8K\U,XG8(\5:&UEW8%10,]$^Z4.7 MAQU .#H B#I]%I W %B9[15YFS=4$/S3,DM438:V>S Y<:AT0T3]A3G1N%; MACB33Z4H\4R@)#C2DK.2&IQ<4TY%61NB34YFE$%PE1@6$'Y,3DE[XE/=(6K M.O,-ZK!L?M'M>=WN&1W8?@,%PD,'C_?A/KKO4Q#U M*8@<7WQ(CD'+6)B&R"6Y90*-,\K)3&KF*NW'U4(;A?7V<\AJRST:YK;?X*5N M:$3#S\R#6H#7O[A79@&'X>_R>RO33$?1KBY]BQ$NH:W6+%%?OZP^^4=3 M.$K3BS"-SY^H'XA,QF&:QND!]6FO/GV[>KPTM*&B9&+UDH7TU18&(@]8\'>ZMHKV1OE"U8D(3#DO$!F=C)%%MEV\G1C:N42ZDP;;KAA5>C*!L +Y?2FD>)[;W M]E=M_A=02P,$% @ HI%>6?IZ@:2;!@ =" !@ !X;"]W;W)KHC2PPTEK856+>B:;>' M80^*3=M"9=&C:"?[]R-E1;+)*S79]!);\N$A#R]Y[Y&8ZP,-UF>3F9 M7=?W/LK9M=BK(B_Y1XFJ_7:;R7]N>2$>;B9X\G3C4[[>*'-C.KO>96M^Q]67 MW4>IKZ8MRS+?\K+*18DD7]U,WN&KE(2F08WX/>\(4R%)G^./Y+PK#I,?Q=T,Z:?LT#4^_/[' 6(O78NZSBL]%\4>^5)N; M231!2[[*]H7Z)!Y^YHT@9O@6HJCJO^CAB W]"5KL*R6V36,]@FU>'C^SQV8B M3AIH'K@!:1H0NP'M:> W#?SG]D";!O2Y/;"F02U]>M1>3UR2J6QV+<4#D@:M MVO;KUGJ^\M(LE#LE]:^Y;J=FHL\;L:^RC>&<+IJ>;X\]DYZ> M??!!E&I3H52/8 FT3X;;QP/MIWH6VJD@3U-Q2P8)[_CN$OG>6T0\0H'QS)_?MW(?D_+_>T__<^]ED^.VZ\&L^OX?O?;D06]ZM _3GN_M*2;VO_X)"?22C,)E) M=E?5+EOPFXG.9A67!SZ9??\=#KP?H'D>DRP9DRP=B>PL(K2-"!UBGWWB!U[N M.33[QX9!W=!4AL,,QXSB\'IZ.)U7 !;1D)!S6.+"6!0$9E6=PE(YL=^W+&= MJ62M2C:HU M!JW68%#K3U)4%=I)LL7$]QBSE (P+Z3,TI"X,#^@H6^QI0#,BVD4 MPU+#5FHXF$Z:"E*N$7_<6'BIMUM1:\Z6VC7FIG0;1P[:-_(;B2P=8,P;&>C!("%5"=+2SD$ MPQCW5]\8F?QM^*MY'ZA]M(DF\4FDVLXUS0\9VD3D]!.K@#,LQ4_BRF%8!X) M>FH()IUB,JCXLUZU.)9";:.AL#(PQ36S6 (Y\V%+9T%TELZ]XV+^^+Q77O*H)#1@+UTUJ'V;[5P#%&+5K*X#"+"3<@K!:'AB$<_5 M=@86#SO85FVS $&YKJ-DGI-P7-%)DZZ<5'4!J40%0WZ,DUG8/&@+7OQA@L! M09%375P4=I['0"IM\6TS >'TPPSN4=XY1CQL&9L"%"<9]5;6SC7C8-_[*%2I,<;GG*R$Y4MEC3TEU/=P%H=2+;-$ M#K.8.94%P(7$R0\IA(OHZ>HY?PG6F43FE3 DG+@.[B(* MK+<$FZ\"Z==WT],&?C@3!J M^W<8QGH>5$GG8LGP.\TD+_;FN.$%\NGSY,,P1SX(<^6#L%[YG5DD;' K_E$? M8_'E17;0#R]K?M1=H;TYC]%3HA/Q;E_U)7/V[2#WO3%FW9,MF14MG0LMO/ M=;Z7#/O>;M,>(P8O5>#%+(UQ&$?$?K<"01GVO3"V"VH"0DD4A%JE.AZUA!=8MJ-OUH>@#+=&6$(GT2-I. M]^MW*+-EO,02FGQGBCTG.*V"RL)T+"LP2YQ3(YY5?0\\GK&#+')*'C@2A[+$ M_-L]*=AI;MC&N>-#OLNDZC#CV1[OR)K(3_L'#BVS94GSDE"1,XHXV48JDPUCCZKQ+IT;EIH0*4@B%0.&OR-9D*)01#"-OQM.HQU2 M!7:?S^R_5KE#+ALLR((5G_-49G,C,E!*MOA0R_L]!MI\O$57\(*4?VB4X.U M#0),\$N$V ^](1O"; >^D(?A-0 MI6[6N52"+';'$\8RS$^(*#6SJH5*_B@:]-(-T.],"'2#/JV7Z/6K-^@5RBGZF+&#P#05 M,U/"K!2WF30SN#]GX#PS Q>]9U1F JU@)JDF?CD>/QF)-T&-5A+G+,F],TJX M)OM;Y%IOD6,YGF8^BY>'N[IT?FSTU?\>_4(,M_6'6_&YS_&=C3#TP3N:L)*@ M+W<;(3E\\%]U:U^S>WIVM0E.Q1XG9&X L2#\2(SXYY_LP/I%)_PUR9;7)%M= MB>QBB;QVB;PQ]O@/.$T*^"9U\M>1016ICHQC?./X3FC/S&-76 W,#L(@O(0M M-;#0]Y1-N["5!A:%EA>TL(LT_39-?]2)?\J,<)1<6#"O+?A:I?]FJA/ OZ;_ MKDFVO";9ZDID%PL3M L3C/H/#FPXCBF<5IP3FGQ#L!M04>"J$-A!J=*LSUM$ M2;6-2/RD6ZIZ%+]CF\#O^70(N7&=GDF'&-?M&51#XT5Z=X:M".&H"(L,TYTR M)#I0J->*_!\X13O)(""K%'(O&F($@04"N7.1'?4R40\R-W=N,ED.,[?0L ML])@.EOD1>:3-O/)N!\C&Y^^@%%X2\NKG=@K ?K!L6' M&T19B$B<1%>3AV->(53NQ@R M2+%+I REU. NLXN-,2%Z(>XH%"%,0WHHIWF('CQ$^XKDA(=D%,H[<"/[N71+ M_^Y--W =#W%_>1K<_ONI*LM WL$>\WKQ/Y?G*&3GAP2;08)ED& <"$QCGQW8 M9]

[XZ&D>=U.112!'8SD_:_)N_'=QRZRQ*$[3+H"TH/#:&TK:128S2),<"$QC M(SJP$7G9R+Z*>E[(6)1SC*9C)J@V'1O-\4W(18T7=FC819;3,:-AC%)C<(,T MFD&"<2 PC'J=?>T(BZQ&(&:9$#@6ED) FZ=EIG O%("WS-GZHGX' -#^C4*7 H=?3'YIF MV\^5I:OGNW3RR?+,;@*YD1/L<_'DMSPTH/9HQ\1$ MF"%D\@=J-0-%XU!H.M='<@=Z+:Z=_")[C(M9;$2@/R" MP[]&&W0,. D@5OO'21R:#>)6 M;-X&).P%(.)D"E3'V*-I_9;A*$(THN:="E2F $7C4&@ZI4JI0'ZIPJ#T(AIM M_8!0EA!S!K@O=SP%Q"8Q-A0**2,T->\S=L%QA,U!RE4H32D+3W1\I2 @OX1P M5K_^^W9]QFF@8@*RU01$TX0R9@Y[,U##&2@:AT+3656: O*+"DX9^SR3=K)/ M"$'8NN?'9S,@!Q0*$4L8,KN_77!L)KC<52A*<)20$]U?Y?LH^8YJ-@)-_T'1 M9J!H&2@:AT+3.X$2"I!?*1@B:B,[M\8_H M-"A9 9_9F? R/> MAFU!P;KONP0%EY[F*&CK:+N_40E[23\CG(: 1T0S4*(="TTE1^3[QY_O/EM/\N(.#T,[S,6%A M:N7YH&8S4#0.A:93>71$P9_G#Y+3B)V9)];^&K_!P>%U@JW/#@,;=F!,1J:V>\,U&H&BL:AT'2N ME>9 _)H#\&Y38J?]E)D'YZ;^-@T.T$ML9J V.12:SIK20(A? [GM(RQX+-KE M4I0+.8#N3MVV5; 6[2X @T:T;=D?D>[(%;N<,.]RP?-W2U"%A-@*R9BP-$P2 MZW0'FJ$ "BL:AT'3*E4!"SFRA>"'=E3IM662,&8V8&:^@>RV(0QQQ6,U K7(H M-/U(K])MJ'^SQ2?Q-'8VUE!)ABIO4%BC@*88QR;:<;E16? ^]@X^?@LJKT^A MZ5PI>87ZY14/5TY^D!U%B&)&S#!R%C1IL963'9BIG?BO8;#'7T,[H4H[H:]P M>H(Z=C18AY_JA@ MG@!%X^<]HM-P]$@(O_YQ^6HO=3(%JGY06_U - (I2%!'SX"RHX0P4C4.AZ90J M_8.^Y/2$FT:'%)%&V%(;J7UZPKK/V%!IBE!L'CQWE,.FE,P=A<9QRHX',]U) M2HJ@@(?WZO@P,*A1@C:HKHCH)C:F[((*"9O6@:#-0 MM P4C4.AZ9U 9?X4[O $=9UC8,3<<.JW.)B[BXQFH$8Y%)K^D":5S[-C7.CSA MQQT:A,Q.^'%(46S.PT"M9]!H' I-9U)E^PSP[1S\/-G W/TS]1L<&EV7F,Q M37(H-)T1I0:P5SXYX<6\?&$K.=*@9K-0-$X%)K.N%(LF%^Q> (WUBKU)34!ES-QF. 6W;/#X M:ZL=#],9J%$.A::3= _0,2K\V\8+5"N9ZD)!:6KM2;^XY,S?VL%A!OMTRM?8 MJ\&40,+\ LG M8H]FAY!B&)SA=Y5SI20F*V%]%C6PT!!I0LH--W?2KI@?NGB M62L5S*% <6,\8\AL>/&!!HF677 "',JDSH[02YM\3X5NI8(X=\)AAZUE;?A.# M.0#5-$#1>'F/Z#0HM8+YU8H7KE3XT0=/Y!R'.DZL5(:03E0#1.!2:_@ADI?5$ M9[2.X2L5>T1M!<*U4N$J9S[4V" [B7*EPE+-7*AR%W"L5DZ,?K.A^P.2?>7U? MK)N@%'>R9O@VEGVJWOTFR.Y#6VWZW[#X7+5MM>K?+D6^$'570/[_KJK:IP_= MSV(68N&(Z(2"0 ""H !@ !X;"]W;W)K M@D_EV*Q_;@=:!5N9? RAW[S MM;B8A!J1J$2N]!89_'L0UZ*J]$Z XZ_=II/A-_7"P]?[W7_KE =E[K-67,OJ M/V6A5A>3^2OHQ*+;5NI6/OY+[!2*]'ZYK-KN;_#8RR8@G&];)=>[Q8!@7=;] M_^QI=Q '"V ?? '=+:#C!=RQ@.T6L$[1'EFGUN=,99?GC7P,&BT-N^D7W=ET MJT&;LM9FO%,-?%O".G5Y+>L"C"** %ZULBJ+3,&;.P7_P%JJ#>0BN,[:5? ; M6+P-IL'WN_!NY_?!S\'91U\6\EMF]5%>SY3@$;O.;B<)A'7=GLX MA(^(S9.0QX/8$;!H !9Y37-5_!BOE,R_S'5/*2!KH&<6^?ASBT 24CC<<0@4C2E*0 \TM0T,2$= $2$6.IR A(;.0C_2'-#M M?0 *DQ]"9? <0V:W(MTT7LBA3A1:8:1Q'9 09$XL890[0!QQ, (E2UM,NU9@4 M4PGPB4 \:8\0*&1B^V/,+<2V%.>QPQL(-8"I%_#W&DK&JOP;O+9+EW#+<+029 M$LLRAU3Y(';9%05.$>]@Q$*.B"6IZZ@-*1,OXUW^J5:B06$QQ!]).D9E2Z6, M.$ 9GB3<7RJLLGHIVA')0'0!/^FT6Y79?5FY*8>X>?BMC'.J9W8X/PW S\5*: MCF"YUL,F>M0M@*(K;[8"/?&#^$"5L3DQ2F,Z5L66FB; 6PY-#'42/W=*7Z4@ M%_9GO5<'A6DSXI2EB>4=MECD.F]J>)/Z>?//$?.\<*0484*P^[AFPL0BXN(? M:@B3^@ES\.1&/(AZBQXGM:F/I&DX]F!$C,WGD0.A84CJ9@_]MW#II$)/32X MP? TSVD&@T&WNXXS'8XI$Q"+J2FW44"1)6^/:_DK^AYZTL[U5+L=GX+A9.IO M7F^V3;[*=)YY2R&YV_3(X:D.8BLR,$$:1-S(4H=L9;9VH' MJVUZ(+091RP*QVH@<@SJ^- "AA>%7^@* 'AX_Q!!$CGKN4K[X:UMN=`6)XD:H MDQ!B!3TBQIDKB1J"I7Z"OL$6Z.I0AW M_P9 P6D4L9=52= MU%L]5,LFJ+>[:8=[]&P1]6P>9-P&HX+,40,V"UUT"LU]$K3-V6K15E#H_J: M;.6E[3=GJQ/M=CQJ-/3-_/2M;;DY"GSQ))J\!":'^&GUE '81_?%J V9S=,I M'=,-(C2GB8,IF>%RYN?RXWS5KG3,;(;HW]8%%'ABO:GDLQ [3?9?!YLJ0T/TW3BQ5PZZ U5UPW5M&YW. M=&:#7(%/T9G-\E,:,6L^A<@YLC [&&'[N^5;L3G,P[E=(;E!50'A)A)3*)P3'V((! ?XPX]#'\S/W]_62Q$ MWKG&0C:B7-80RGDW(CTA*4;MN1#TD-5L$G9JAT1F>DA3QZ#-[3-_+2MC5#6 M>=/U$.*T;_29-)A_M CUS[_D%7=_ %U3.F1$U92YCA3]/:H31NPA2Y(QSR"" MX()SQV"1&6YG+W'[:^' \M.<$OKK)[$LZUH[G*Y@1%/* E4.FZN1':12-UV-_MCB2,N/S-E ',7P:\6;$ONN_VJF13/0VCQ.ID$3G&(-(<'0PS-0'SUP2WNPN= M+WSX5=RJZT53K7;\:6W)0'W%\>W!Z;!XRXA?L%H6.8AO2YG_0MF+6>Z7N@(N-M M8MV4(5*,4T#')'S!3D_N%SV#\WOMIM-7T:! M+D7$YI5LM\VN4-GS(Q!/ Z@+Y $TLOE)1^>GVNWX2$SIP/VEP]=:"6VZKOA$ MM;59WPH/6X21N:,PX*8PX/["X&L-Q:,(U% ;H_ 0[B:Q%12(%&..LIT;@N?) M/_$G[4[U_G[NH">&*'EUJ\F]I<6;G>Q$NQV?DZD7^#^[LNYK/#, </].WV:^UQ7VJR=EW!['S\>W MAH@,)8XA>&1X/'K;R+[13ZQ-Y6(*/< _^G#?.A3=Q?WX>OF%(7^$3 629*P< M(N5@T\B0?N0G :ÝJ3TI<;84#6Z*$K=.'9,23TI*P:(QY=O!, MW5HTR^Y1PS;H;J7Z9]*&3X?'&:^ZA_A&GW\B9]?]0XEFF_X9R=^S!EJ$%HRQ M@"W#CPF<8=,_=MB_47+3/;EW+Y62Z^[E2F2%:+0 ?+^04NW?Z!\8'OZ_!]0 M2P,$% @ HI%>6;#9GN$)! "PD !@ !X;"]W;W)KC#2!I9 M";"A2(:DXWJ_O(24K-I - O3%YFW.G#D/-9*NT52>=^M5U+SK16N MK6NRNQ4KLUTDTV2_\%5N*A\6TN6\H0VOV7]K;BUFZ8!2RJUDT8+R^4BN9R> MK\["^7C@3\E;=S 6(9+,F+LP^5PLDDD@Q(IS'Q (?P]Q4H%(-"X[S&3P64P M/!SOT6]B[(@E(\=T1OTE"U\MDH^)+*BD5OFO9ON)^WC>!;S<*!=_Q;8 .TE$ MWCIOZMX8#&JINW]Z['5XC<&L-YA%WIVCR/*:/"WGUFR%#:>!%@8QU&@-3D9A-9FB;\O,^1IV/Q6G!Q_8/U M;P77NY'XK/.Q^.GMFX^SV>0BKL7Q}($*WS%HM^Z,G5#>K_YL]B2$U+GQC;& MXBX*3,1OI%O4%:3'=");)%V'H&CK@NLP=N'BPN2:L4R6Q^(/+/?H0CI1H;#= M \:S[5#7l,6-#1?O'+"H^AVDIG6 3=. M7)O]"^>P]!!\&/#%@_ F[W7D2@DWH+,6M^SU15T8XBA@>@!1QZ%G-!8^@08 M>&?64+%7D=I"B%(<\0)(!NX(+=OX$>:*DWPWQE=;4 M,I(D1A0!9JZPUM0'3T1'Z$ MM#H!<(AHB"-X(R#0C,

!_J"Q,W(MB:(E+L9]I.F7*83>I#KA_=5PZWV< M3?:]&R#@?SI/]14*%3DR.8D9A351FN#HY+GP088Z6+<1<^()ZUW-[#'V_G$[MUM*CAYB(4WJ#9B,DM)>[U,":I&/4 BI?:Z=\H:+R>TAJ*$4)?4;JN!],OQ@F M:H9\F[BPM+I@U$>.I#;Q2L"V4,$CVMQCKYQM&BAPM)74=4*IU-CE)$K.Q"6O M?:IGUY0W3T Z30 #!Q(^H87,+@_Y%W#'!=<\26[RHNLFLND'AC(N<:Y$]/ME'TF/DB#C39"$N0*RM1,#RLH!:"&85*K[W*FM H,+N& JW9*H&/DQ\$.W,RQ M4VTC_N2CK?VF4.W@6M;ZZ+A92?1+BL; MW!1 "T^<.1IEA8>Z+A6495< +N\,-=DJ9,RH2V8.N3#J.U9&:86$Q&;A$"5U M4!2[8',5DXFXK%&+"Y+U4U86J\2:!D*4+5MJW,*W=$1*XJH6C^BQJBPRX7U M9?4/@C,N 8@"IRUL)9UUVI5Q!0CFKC\B&:9LO0+[;>U;RG:8GHGK.F+B MCX_O12Z=VV#96D9M[O"X^S*U+RD#Q4*UJE1(E:*-?+CEVM,>REXVD!KDX&S% M@P''.=7NWLCR;.M%&>D=2P5<>8O+:R#;!$B8L?MCE744F!IS0%H;EI@.N:UKMN)T6A](ZE=IX8\3'/%C6DT=:TF[1.*ZV4X63=U}*.C:P RWXOW[6T8*06I9 M:[0,,(@:2V1W:?'^>8H8GKRHW^X9*1ZI+>*W"A.S-B$=Z-NG[>?0 M9?H*V"U/WU+H^@*[@}TA^DP>W7:$RY]GZ2;8)?QFV!F [XPXF6)3SIRO #O MY]:&[0T':#\2I_*4$L#!!0 (.**17EFJ(PPJBP0 "\, 9 >&PO M=V]R:W-H965TX)2-56<(FW&DQ=EDQO9BC4>ASUHW;ACB\+ZQ:2R:AB2[Q'^UMUJVF6 M="@Y+U$:KB1H7(RC:?]B-G3G_8&/'-=F9PS.DKE2#V[R-A]'/4<(!6;6(3#Z M6>$5"N& B,.G!C/J5#K!W7&+_I.WG6R9,X-72OS.S SJB>0]M+A M$,Q!9^S XPV^8NRM_;#CK'PYW1NR/K,_K7/[@ [W_KZN,"5"S#<42%85"O M,)H\?]8_ZUT>(3WL2 ^/H7]GA(YCO8[A,!R\9Z9";>"=S6-X\?S9>9KV+IM% M/^M?OCP!6VA5+PM@$KA'<.*OP$,/.]0JWR5HC MJ_UJ9!T^4\\SSFUL!X]=T?\+ 0~kM<=M.G,>L@ M* BA_[C9 3O>2(NZTMR@!TJF>>5[+5%*$;Z*X2VU;^]+ON2D0VKSH-G8)L*Z M0%+) EW4X(9)MG31:=="H""M4Y@Y"O!*?&]_/ 99RC(HS:JLNIG=NBH[%" MF3O*E-UV5V?@ZN) M4A"5D&EU8KG5 B8%5()M0QQ,VIAUXZ^4:+V91O#58,> M/'?0GCVN\V1]PP(B\$5J&9?-_X6C/I#4@E),K5V(+)L"D2X! "_<2^H/MRG M7CA;N1!N\O"P#7BDT/3NVXK\=[ZH+!'JMW7Q;T&.Z,[I%C52#0RM91$,H>% M5J5W%KG&M/'QL=IZ:+< =W+N!^C%L_[]BM[}>.#?PRZ!/CO>B_M>H'V",UP-M?Y8(.9MX(.<>P,^>?(=S?S+490X;>Y>9!3VN">^>>>I"Z\Q:R,]77].2U5+ M:UP[8UD6QD0&^N3_??PJMO'D MO+(LTS7!8'!D8*HH777WD2%%<]+F.^Q7>&XMVGA1MNP.TOU#*MA.GH/N/,/D'4$L#!!0 (.**17EEW:,!I7A, %T] 9 M>&PO=V]R:W-H965T,I' MA'STC#:B;85D]SQL[_8!9)8U\$&JB2K?_UF)H J%%FD9(^G8Q]$L0XD$GE^ MF0!?W52?]]JX(4,-O15[JR>,NMY>G)_K="*K0?255I3P9%6I@M=PJ=;G>JL$ MSVA0D9_'83@+]{L3]2K)HGO7ZLVKJES68IKQ713%%P)O!5Y=?_Z)#IQ-V[D M>E/CC?,WK[9\+6Y%_65[K>#JO*62R4*46E8E4V+U^N0RNG@[QO?IA=^EN-?> M=X8K65,55[RXREZ?A,B0R$5:(P4._^[$.Y'G2 C8^,/2/&FGQ(`^=T?]5UH[MK&7)M7A7Y?^26;UY?3(_89E8\2:O;ZK[?PJ[G@G22ZM[-^^.DQ.6-KJN M*CL8."AD:?[S,U8.WH!Y>&! ,?$Q+>9B+A\SVO^YI6J[IG"MX$:?J&ETFA@ M3I:HE-M:P5,)X^HWMW65?MU4>2:4_CL3?S2R?GAU7@-E?'Z>6BIO#97U M^ZTJZXUF\l,9/WQY\1!RU;LV'H;'R5X*[8CEH0!B\X?(1>TBXS(7K)(7H;_MKL2+MZ"^C%WS!["JFETJQLM3\?H$ M_$(+=2=.WOSWROV@:OCS"^;CE?'R,^L5=)QV%([8$"5V#4X@E *Q.'S,?OG,.M/({BE^RJ9&E5EM9W[F6]8?5&L*OK3P%]>5<56UX^T.NSEYIQ$*.HGO$R_U_5 M-:_A(A6JEBN9P@6K5DR6::6VE>)$-X0E=-P!!3" MB&V%,G3,.PH=6-,*#!D!T^H V9^+U)[-Z*["0D:H"R]%2HUQ@&$IA5>40_8&YBYU5[RYV3"N&CRAD'XR% M7@'%$@V$7>>\O#!FS*HM&I'V%\[B([G0;*(V#B8QE$0QA&2BPY1NKG]TB>_MDKS&FV?1Y&%P_FJ2Z.#(W6P33R8 MCZ? -KA@NEB8E\OMGGU((1=YG6CT@U$+3,J"9+9&/ZFL-0$6@&$>)VC?:5.M=_H:W?2H1RYQRA1AD)C48++ 8 M/D8, "J(P &0 'AL+W=OW==6X5Y.]^V+TU-7,%0MW5-=G2[F\R>GM=3-Y/(EOWMO+U^:SE>Z4>^M<%U=2[M_MK2JS>S4YFZ07'_1ZX^G%Z>7+5J[5C?*?VO<6GTXSE5+7JG'-.*JU:O)U=F+ MUV=SVL K_J;5S@V>!8FR-.8S?7A;OIK,B2-5J<(3"8D_6W6MJHHH@8\OD>@D MGTD;A\^)^L\L/(192J>N3?5W7?K-J\FSB2C52G:5_V!V?U91H,=$KS"5X__% M+JQ]?#X11>>\J>-F<%#K)OR5MU$1@PWYO=L6,0-"^8[,17KZ79BF!1>3>8RU9Y<9,?*NQSD_>!&L(LQ).KQN]TH5L/)15F*[OENT+UE2Z MT,J)"I]Q]?GCH+301.BWC,ZW#,XIYCGHMX0$);)WYJ2E4>[C\%RYGO1>+[M]>(HP1O5SL2C^50LYHOS(_0>93T\8GJ/[J%WU0N?RX4>+:U*UL]A3$V.F$]DZXL,<)Z83?&*<$_#R7GJA1+'1:I5> MPEM*56B&J%I^5E,\0 SQM"96(AJPJ4TBO\Z9SA9@G^PAG5/-M"7#'(C>%F@F@%Q/T&ZL4KVK B:A#0"H*2(%P\JI>XO044[P0#X^F0VZBX-C1 M81_H[LQ %[3%JM98+Y>5RKI\@:B'_*W5+IQ_#65VM;*S S/ NT"E@V1[8DY[M8UTD&<<0>V"<>0X-!2]K2x<"2<8X=(AGL MZN8ZV4M*TNQ.(95)%\Z$,Z,TK.S_84NXV">JQ@ 3:R6<,0&PEKFJ+HK"6# M;Z1':NJJ4F@(6GB68T1-P5*KSC+!H=/B7[2!(§VQ#E^S]&%'&%*^4^*N!7YPM M@J^?76092)=K9=96MAO(SAA=B1DG^20?7(TVCY1K*R$QU]E=H5E7'DKT$,IAM,YYX]X922>8GO\!#AB5Y@TZ%081(#1"L[2[*1 MR\$97UEM2OCCS: BN%\A*#.HQ@(#NGDP>[HI]JY44['LH (HI3$>\L-2C)53 M!KH=!S0,* I$E,8"0S@W%85LM9>5_G?V"TU(TS"&E&J+HK,%'6=6?D?$(^\(- M3AU S*E55^&\+5%#L55\/J$:CSBO4?@ZIMOC=SZ&Q 3KI@:LRENQE547DV9! M-RF^133"R!,13'OP/X.*Q#^1#!L,XW3K,M15C.81O%/HC6"-)'W$2IUJPK-M4G1G$3,M\'C62%\8-B 4Y:J06KSO!=)3C$>@85:.Q>.\P(;5E);%B$K:$P__M4;N .$VH-7#7M3'E3E+C5T)<#JA1,+6%01UG5T8'+]+K(8:\NT$1:V.*P:G^R M422"J,7R=E%Q(:_?T,1"#G+RS@\Q4*>A'6"K1 M3\S]!')EX/_PRZ<,_$&HF7C7 T+0)F* 7$H%SJ$,UQ6;(S$1K47Y3%$"D\XT M!/:DD!FRDD>.RR%0R[W Y,B0J4 %R0""[COD2F#_N&AS$?8H1JJ @K~"@Q M:(TEMP.D#3)XIM.'8W*_F&Q'<.)8?GB:\\3H^B.I%] C@&$AUA&5?!Y!+%?\ M?FHY;_R<1+0 E0D!W!<-E*ZX MA2JDV[6^8'2"QPF>"H6?58IX:,T8'2GX@Z,.49/VA,\.G9?!*V% @EL"L5! MIG]GVY!W%.OJ%D8-U>.0Z0C0 $9X-OB-[:M8[OG]ZD!?VG>,R0> M4ZH#?RBW<$ZL4(AQYH%B[IXTL)05XR/WK(XQ'VRIVX*P CRM% K+P$)G>26G M W=0+&8O'H!$S,R@5U2(120N2LKNCBU8@:/FR$8%&QM@Q4G0WC*92V2.\E#@6UP!.6W6'C@N*JB**7<+3BNB^2H#LN9V A L=P5>#$1"_#5[K:2#0GIN<(Y;5)-MHJN0 VMZJ94!'V?S/W J-]@ QO1 #ML?W=UN;*6G[#=-%MV?\]M$,=7,^~=L. MM11(2#=*NJ!319H\]E'\59M9M=G1Q'QZJ&IJ)1?@Q,?Q^EC*LC"P8XB$(R M3 7ZBG@7H&@(4J3605L(#':%U2%](D-6SJ3:L$R-W1W[VAZ)2IB!,V8K]\'S MK2%$H1Z2#8B"&JO;MDJ 'PR_>@I?$.>QN"![.^QS&S) U(A52%VJ 4E\Z^H M4<^532GWG,WOLA9!+L!,1LE8RP.S#"]U#$$R.?2MSGA^A6(=K)4DIQJG#P0 M/NH85,@RA!#W%\H])Q\.SX?A>1<__@OQ/ZBU /Q<:1(JI3)'D++7L,86^E"> MT^P*730,.ZP*-YKL264:HVJ.^5(S96@@(CWU!>XB5(O4F9/BU[05! <,70Q; M9-H?8#D!PXF#@-03:'35R-!%S,VIVHL56IM;?5A&(1V%/FK5\=0"SM&8F@&F ML"78TRCK0H,N9/EKEU.<&4IZ(-HLMLEF&^91Y7WF$,/,C=<(V:HX(5286T:B$MBL9+\;U#+D39 4JK:?+T+)4AG(ZE M=$%!2\GW")0^SU#Z_"@ :?E!4^.'KDK38_'X.#8PG+4R;&P8SC[MP&/NI9U7P R<-V!JJR)HL#:9C@XL#H?WAV3"+(JW1H*Q\LNCT#Z3?4O^FHDL MPV^IAZ92XA\P8!+E,8 7VT"OGS/^?'7S.LEQ=?.)OSF9/QT9Q(D?\ICNQQ?B M&;4V>KW*4?.CG:VGGFSQY 7*$").ZYM4Z[!Z9R@WG.;%LBZUGG_"0\TVW!K4R MQ"_L=\%K%P"^PYN5Q+M^VC3TZ7 X1[N(<4W#+O511U'$KN*T]VZ[MYP@R]D@KT9Q?5T#GH?G<@*3K- 4:NL1OTW@\#?,UQ?J=C)BOZ7!'>*X#")(M2%\&4[EZEKQQS\SSH/!P^XI-!!/-4'<>2=.#BQJF*F!G'T/_;^ M;_/<_R-G.I+GSN;][>_\^!79V+1M]'KW.)VA;OHA&5_8C)W=-NH'>508*\F. M>CB#)]73-*,?&'*'7E+![M!\69Y>)7V'-CT4+N1>^(POXHO!:,JA>1Y?+^4" M,@R@OQX^QVH=;"OUQ^'(K%8T?N$ "_<_GA-R2*W0P<%=>@E&G,ISN[."[E6SSFN>V6 MZ(;(@;=25Z&Q&-PZ<,% L\G!94<>K_8'$^ SK^Y3^]M.HC&TRT#W-'[HC:)N M476&@0V^^$N'XJ/OUV-^M&K%/5L8.G!=%H.OC@,M?SC.CA.. :-C47,Z^/D$ M2OPU_TB$)ZF-#[^DR&_S#U&NPL\O^N7A5RSOI%U3?U2I%;,.9T\?3\+4.7WP MIN42R8R-1S_!CQLEX=\"T -^O#-PY?J #\L]S+O\)#4$L#!!0 (.**17EFV MFSA=OP(X& 9 >&PO=V]R:W-H965T T":5)4U?-]I(;0&!Q*9J9>P#XH,?!IKCAUL=QW\>LY.FG525_&E MMB_W//?=[)1^, 6BA:=22#,."FNKJS T:8$E,Q>J0DE?.0NVF03?8&V[YIK# .M$":3BFUPA?:N6FHZA2U+QDN4ABL)&O-I,.M>S?O.WSO\X+@S!WMPF:R5>G"' MK]DTB)P@%)A:Q\!H><0%"N&(2,;OAC-H0SK@X7(/_MGG3KFLF<&%$O<\L\4T M< >08!XE?"7()UTK: MPL GF6'V$^A^2X%9UO%<]CT\2KK"Z@%[4@3B*^R?X>FT5>IZOJPK?[2=@=Y3[= MG[.UL9I>S.]C"==_>-\KI.N3,52G ;4*@;U(P;)NS?=8?3AA-I^]9_BCU9 M46=F6X'NTF:"VHK)%($:%!8:,V[AFS(&S3'9)XFRYXSX?F9A3ENN)2N2A1Y MB9JK#!8%TQO,P"KX]$2C@@(W-@-WE@O^%[/P7G-

K4;Y7>=Z!&QHUA+_%5#T2 M! D=A* 7C00"ZGC[UP;K*=_Q: M69H??EO0P$;M'.A[KI3='UR)B\@^0=02P,$% @ HI%>6=:XBQ1Y P M&@@ !D !X,"]W;W)K&ULE5;?CYLX$/Y7++JJ M=B6T@"%
TB12DFW5>^AIM=GV'DY],#)J&!3V]GLWE]_8T (VF9SUQ,,0E!#K@T"PY\G6$%=&R"D\,W'=(8CC>.I?$# 8&/'6#*F8"7]OZI"ES,G M=4@!&[.K]8/8?X0^'DLP%{6R7[+O;&/?(?
E.:='TSLB@J7CWRY[(/)PXI*\Y MT-Z!6M[=09,E'= L/I5B3Z2Q1C0CV%"M-Y*KN"G*6DO.(0,6KSP\+=2 &0%7*5V!:8NY!'3XT7E\'6+70U$ M,,@=:,$!**,@AI"6K&<=]!D>P%UUHAM:DB6<,6[Y
^%\K%P\Z'\E@"R%:,$7:XUH9;<> F>V[9"3=YY*8Z;N2ZXD278J<8+]3'-!#FW&IH,,V%*?P=Y MKP0_*:8IS" 7>^C;E5!:G:OK1=#7Z[H1-1:VXMN^MEBH8W4E;]*%W#_9&#H:'5:B M:1E_>?
LFI4'R3AT3E!\HYH;B+^7M.Y4P39:PK3@W9R+F/F,W$#<+D_T"9/HI';AR-#_3(I;X1KL/(C5)JH6(WC_S;>"=S&MLNJU]-ME11F\=U-[J'U>'A6W3S_FC>O9J?F,0,*E+#!EW]VP2++
[N7J%.T:.WTSX3& M\6;%$A]OD,8]S="Z(-B#AC^#LS_!5!+ P04 " "BD5Y9 9W#OG8% !$ M&@ &0 'AL+W=O_!*) M(N_NN^/'[ZSH8JWTG4D9L^0A$])<=E)K\TFO9^*49=1T5Z0RX(:
M=JW$GSRQZ65GW"$)6])"V!NU?L>J?(;H+U,"N+]D7:X=#3LD+HQ5664,"#(N MRRMJJ.K0,ACWJQ@$E4'@<)>!',K7U-
+IA59KHG$U>,,,EZJS!G!,V.ARM80*A.RI%R3>RH*1C)&3:%9.7=Z2Q>"F;,+GH6H:.N+JPA7 M981@3X1S\E%)FQKR1B8L^=:.^!VAKR,$&\E5PT.&)(F)]'/(^GJRRG\O'EBW'@CUX!
ME8QA%:,$IPLNN.5@8E-]"=4UMQ("XQ;E\)C"48\+K3&0TD0JV8SA^'$#!\2F M7+JP+=.4,TUUC#Z24S>I"@/1S=F$S P6"EAC6,9@NJ8.^<+#NF2!^=0VJ:P@& M#OPU-2EA7PL. 5Q]?3)!+K-'.
(#Z#@1S64 $9>LU#W3$C>X-5=,^L/ &PZB M>@R;!AN^XC\A+6)LQZNQ*4O%9]pPC9$71 .\]]PV:7QH[>(LCG4!>\<>$Y\:>F%.GS!J5T^RLW@D9D#^ZWDX^]J-O\W W!
[U<<>LWBBD*^HU#X\k@41)$7G0<[$?P /4.^ M%XZ"[Z2'W_=''W]]F1X-PX_5DL_(G[= > HS)J7\&0A>+ AH((''(@)^&X M>UX_ 3I@=*M$=>T.8)8SR0-Y,S]UM$/'8/=(-AW0V&O[P,'(YX[;',G#L
M!L=N<.P&OZX;1'4WB5[=#9P4IU2N6%V*UKL.+-CP\RV7D#R'_7TOX9VG<$38 MU1<.QM[!UC/,O.]O$,7?{FKB-H62/B#@<2(5ZQ3'[<$Z8J[B57%5]3Z3167 M[.24Z7QV8\Z<%0=&<-V8[#H*V)O
AUI)_D_)-9= FS?&PJ5JN$NBR%9PRT4Z]8I^7*H.%@!'-@:G)8JS'Z[W=IJHO((Z6_@^?W! M<_+TQ^!1(-A^$.I>]/S\\+\SW=[/_(WJN5O)#_*W\'81_D[RM]1_H[RU/E MK]?
ZSW[&],]QOS!P!@MIRW_RUT_K3R2S\LM L[S\O@+O#2M0$R+8$DS[7?PB MH63]K+.,4!P H18 !D !X,"]W;W)K&UL MY5C=,]LV$/]7"+H[30PX:=H52->@2,]'80^T1-M$)5$CJ3CI7[\C
M)JDHQFEJC(1\1QPE%!>3D8C]JY:SD^%/7,>,YRL3P;N/(5Q!<^7V@S,1J?5G3.;IB^JZXE0(TZ+ADO6*FX*)%DL[/!Q#Y TY M3\QZN^ K9TNU,4;&DJD0W\S+Q^QLX!B%6,Y2;3A0^+MG%RS/#2-
0X^^6YZ 3 M:0@WQRON[ZWM8,N4*G8A\C]XIA=G@WB ,C:C=:Z_B.5OK+4G,/Q2D2O{1,MV MK3 -.:VT*%IBT*#@9?-/'UH_/(>TM 3$ZMT(LEJ^HYJ.3Z58(FE6 S'I M2(-
,0SE*6 [G#7^RAW^"/HE2+Q2Z+#.6,=./0 =.8,)2^)P<9'C#JF/D.1@1 MA @'^'F= SS+S]O#[[.E^ C3G-T M Y.LL/[Y:)V%,CBK41JC,"!$(*4883D&O0929RR$6\G*,C7L*,J!50J^$)
MFBBS!D(,@)TRV<49FG3J7X#ZZ&ZM_0>K_<;$E34*O3=:?[5:6K\,_9VJ?=)\ M>HV\"),D@<&;5S%QR=NM4?L1A)%'[$LQH41A C.':3;NWQ?$_"^D34E0E M%
(<@#,'O!SMKF]E;H2&BTWV*@A\'(3>#O5J_E.?YT_0W?'.,9J+>R9+LU$V M47$#@KW8!5W7.IFYP \WM'D9TN"K(,2){\/(\-WR8A!AUt:B-^QM$78M0A[MOQSA&,<1V8=P\
[$'81*&.$S(KM_;^1_AYCD!X./OT*_F?P*WR(5P#%$4KF&# M*2\B_P(V/PIQ'#HP K:,GC$?$B]$!S)AT&7"X-F9\%!"5R/UHU7*Y,+*F(G1 M[TSWY;R#C/MSWI8$MI90VL+Z[(2TG8J>1JW?A.X5@[9D(?
(;\:*2@%I3E& / M)-)?7@ BIZK9E4VUJA&+NQ@R(<10YZ7\N2ZUHRNV,&\Q8(1'Q#%/)T#7 MM4P7(#)#2LSTDL):+_,LS]1/++>NFXP);0)TD-M4U<':Q$G5ZR'D00IP(F-A
M0@B8!K0T3>NBSFTQ@&PF&93?KCZWA:69."()F'(-81!A/_:&Z! -L/&P1TS4 M^=CWDD-!%G9!%KZ@W%9#QL,D,BD<5/'B^! X40=.]&QP+A\J M.!>
W,FFBF.V5*P/H(.L^P':UTU@Q%;2MQS$&NF EH3\V>_RDY MGI*9\Y;! MDT(ITBB'DXU"2PK>5RW8:@?J+Y8H Q:@E07W-0JPXT7F)8 =BOW ,>,0)=B# MX@)#^ ,#547N5[O#RO1YW9)9W221?
09RZ*G+.3>EP-I&>]OOG["+D+BQJK$ MC5J3FD&$@L3_03.*:?[5:6K\;VQ3?=)\ M>HV\"),D@<&;5S%QR=NM4?L1A)%'[$LQH41A C.':3;NWQ?$_"^D34E0E M%
ME7J5="Z$K.[0=&54NC8*+9D)C?V07G;_YUBLS!'5S; =WR(T0<)S1BXL7N60Q$"G%FZ*$4NYH\,)*0A(9LDMY)FK*30O)-V76)6 M)5MK; A#$H;4VZCJ$FCE-
W3=T^G^7W%T@W#8E'PX'SP'1P^J53Q$"72VS\$0 M2'9?]WN[(@'E @<0SPS M,*V+!_&8P59) =+T ,7FPFD JJEK%D$[2,;,75/317J$ACQIUUJ9L;Q&ZVNV^= M_>.Z^7-Y2V<(^?FE)RS&9
ZQQ$&PO M=V]R:W-H965TV@23; M,1=HND:2[CX4?:"EL44L1:HD%2=_ WR&E.$[6Z :%M^& M&R' (JBM;2^BR)0U-LR,5(N2)!NE&V9I][>1:36RRBLU(DKC>!(UC,M@.?=G M*[VU=0?1Y2* M-
R@-5Q(T;A;!97)QE;O[_L)GCCMSL 87R5JIKV[SL5H$L7,(!9;6(3":'O : MA7[Y,8 _V:P-^D4#]?/Z!\[!3+FAF\5N(+KVR]"(H *MRP3MA;M?L-AWB\
M@Z42QH^PZ^_F>0!E9ZQJ!F7RH.&RG]GCD(<#A2+^CD(Z*%3>[]Z0]_(]LVPY MUVH'VMTF.+?PH7IM/KM*3@'?8CB"+0TCC='P"+]M'F'F\ M['2$?
UVNC=5%@K^/Q=A#C(}#N,:X,"TK<1$0\PWJ!PR6/_V03.*?3S@XWCLX M/H6^O*-&JSJ!H#;P4?9]Y@B[0FVIJ[C<@E7PJ45-Y[3I SH6QD[]S5"]9!6 M2936.&O"
(=&9L2:DMFQ;@=1OE@DHF:EA0QT+_,6C<%"PJ)L0F*R@XJ94G,1 MKB'015![T6?=Z81F"&9(#0B&I=@:]494B>C^%AB:[TF*9;_^ 8I$?83,FW. M+-^"^UHBO2 9$$8O-
&K7GR1\4YRFYXY$;LH/5I]=N]CF 'R$)$Y*Z.4]F-&?A M+"UH'H?3(///3'/?)V^5BBF-Z32A<3J.:2R2"5R[%+:,5SXZUK@\&4IG*3KG MH\\#0D-(G?9I=Q5YDSX09(\+;CDZ0WGH
G#SN$C>1/D>RV&3'(;\Q7^6R!Y[M(.0MTH>T>285E1',^C1#-LHA&1VY_[K$^6@*[^CR#-Z=8'Z^9W[^OYG_H;.4 M![@AWYJNZ4D.*_;D,G.4["> AC[?L8*,9,/0I,@<;<",1UP ?6WHR* 46)-/
MJ60DI[>+TM01OS1()4M&I?\-GS#^1VW-:E1V:B57GK&5=\SWOCNHS[T)'?M M0=MO21O"#D]T#_7&K2~FF"BP_^FFG]LJ9?&]3N LDW2MGGC3.P_UE:_@M0 M2P,$% @ HI%>671&/Y8H P S
< !D !X,"]W;W)K&ULC55M,]HP$/XKIW2J5FDB(=!W0"IMI_5#8*T2[{<.T#R:Y$*N. MG=D.E/WZG9V0T@E[HA3QR]WCYSG?V8.ETL\F1[3P4@AIAD%N;7D1AB,)L6"F MHTJ4M)
(173!+0ST/3:F1I=ZI&$&<12=AP,@,1@,_]&C@:JLX!(G&DQ5%$RO MQBC4]4:>Y0VS,#30:@G:61.:ZWBIWIO(<>D. MY=%J6N7D9T=3%,QB"B73=@56,VF8CY>!ST]L)M <#4)+&SGS,&E
QS5HO /T M'.Z5M+F!6YEB^M8)((MRWC-"N$&1Q?PE&O$ ^D =)@6BQEJ?Z(/Q&,?NCMQU_0V>E-< MH*R0."1J+HED"IE6!,B(\338EUHMN,.RJBDBU 8>F"G=G\D46)9QP4F$@<4\0
M=8Y}>TIMM]/$;1_NZ.:ADO[?/.ITOR]G-? MSW^W+W2QFH^(F*V]*<0'9RBAO<$_?+&>)LV@NQG/JT)5TAK@[FY,ZCZ1 M0;YP*. O6C%PR@Z+FC.QBY+/E?BRL?]HD-9>$<5_&
[^2K3PYOUF2Z(I@L YD MS511NFHZ6]3.@-8SI>QZ MX#9H'_#1/U!+ P04 " "BD5Y920E5.W8' "?$@ &0 'AL+W=OB)KO\2 1}]&HWNT]WDZ4:J'WHEA&&/
M;=/IL\G*F/7)=*KG*]%R[GYZ9HOQ:TPW};7 M"K/I#J6J6]'I6G9,B<799!:>7!2TWB[X7HN-'HT967(OY0^:?*G.)@%M2#1B M;@B!X_(@+D73$!"\\>> .=FI),'Q>
(O^V=H.6^ZY%!>R^:.NS.IL4DQ8)1:\ M;\R-W/Q3#/:DA>?C/;, ,/6ILF$S7MM9#L(8P=MW;DK?QS.8210!*\(1(- M9/?M% E=2N*&GY\JN6&*5@-.!M94*XW-U1TYY=8H/*TA9\YOC9S_6,FF$DK_
M@XD_^]H\L0]W_+X1^NAT.J"""B(6]R%@XM>@2O9[{{S*\VNNDI4+^6GV-IN M?]%V?Q?10V>/%K>"NNQ/$%_%BQ:_Z$\#)LIA3O MEL*._SV[UT8A5OZSSWB'G>S')OZA"3\ >_A%GP\<#.D]W.
MDT/HY{?@8]4W@LD%NY1MBY"VSF,W3E7%0%'VN3>]$NR+UCWOYF*?$7^CA@Y(MDY*Y4Z*M$C56LG!*ZD$)5H*DVN IQ,Q*8%$#MM?=\H3!@4:T]T)9+WX2\V$2 M.I?27XR_,&!7+OB^
+$CJK+KAG\J8+/(BX+"B\N0)5X6 MA5X0A007OH9T<_OM)0 N{)IN?@B/6)@#"D!)R,+,RV,@!R4;CH,_\+HA4NRU MOT>PJY,#NEGI96GA%4F&K09E$2.6.BQOUXU\$F(P\[I7\QE"TTG%7IPG^&4P
M 4X#KPAB=B<,YC^&R_%D9?%F1>E..?C>7(I6^4_=8]*$O2XY]H&+,P]?*L]-(\9^]8F/A!SK(D]8HXQKSP MB]*!OIK"]?3R*&>EG\4L36,OS0H6!GY9(!,FAEY(5)", "%V,_*W$G3KVTS(:5HWV_3"8V?
X"K<5AZ44X,#4,? M!N1EX66AG0=^G+#9AJM*,X?BL4X.]H1V1VWWNA\7E(DC:SP@W_]21&'T$=/M MB Y^9P.Y?Z#$D LI.+C3B[!>B)H,0 1LT'_0E:*CJA<+H82E3+>?8,OAT+EA
MAJLE=HV5UF$4=22R52N4J18C@[)$W1A0\0*YLQZ[LS>SZ M:C/T06(=!M?/N_&U<2R:$R_'>4H_^@7A6+%'TA"=LT3(ZQZ+H[=:5 A9K7E%]1OL3/SV%K
HDN20T^N1.J9,/E M4HDE,?8+GM2(H?E VPO>V*2XC[4)".OJWCN6^D'!8C^BN$\26[RVE W&[/-Z MW: M][Q=?V3BD8H,ID9:/Q 5X,?_&W2PP%;D@Q"Q%T:EA8 T_O(=Q('PSW?AG[\Y
M_&W]'AI+M&=X:=+<$N+]D<9[.[&#Z*_PP95_J\R%\WRL3#AER!+SID<'ODTL M%.OTH++Y239UQ["?,/']8I]L#"RUXA\?73"[E8*+4&^3Y'F>!%F1U$7HGV[D!$%[N(
M+MX%]6$5+S.ZL11V*;W^KW"%<3 H/N:#9OZLF?7Z M.:PO&HYCPZ8EA8)+ <=K)%^",:F4E&DHTE.];2JWVU80:H@>,66&CV+,?KGBL
MM^VWH@T\E]_G^M")#;NZO;Z&,&HWJ7$=\LG;0OZFUC^.%T2>&L"*.J#M2E, _M9+ .;5&&SXX-LX/Z&*E$:^N7X45,OA.7C$\)9(XK\^/EAA6H(GE?LJ1;.<\[_ M=5]D3$ X4UJ YPLIS79""G;?I,
[_!U!+ P04 M" "BD5Y9[+ 2D/P# #!"0 &0 'AL+W=OX4[X-P (8U_>DQG6-($'MI[]-]L M[IC+FBJX$_P,*W0Y=\8.*6!#6ZZ?Q.YWZ/.Q!'/!E7V27>_K.R1OE195'XP, M*E9W__2MWXB&<.F.J.1'*M-
459:XEN& M<7KQB'7G0BG2 >.J]!+(U3-=/FY3W8,0<6G@&,D"^ROJLF4W1 MQ7&\A\0&=N&>W6UX$? 9?AA?P(N&,".+YW5Y?R9O56D25FN[+9
M_G6S5EJB./X^E6\'%Y^&,PTS50W-8>Y@1RB0K^ L?ODI2/U?+Y"-![+Q)?3% M"ANP:#D0L2&F3 /Y]\]8L)&MF,WA%/'+T,\ED(W@V)$(2+2I-[$9U%H1C2]S
MRO.64]LXN#SJGN6$U@4I&&\U%*0^H1M68ZQH%?HIE\!;#HWNWYG0=T];B197 M&DW0/)TQ&YAUI@JW4(WVQ?0_&)OB+H%KH4%&D5&)+,C_L6Q!/W"";N:,P)4$2N)&?
N9,T0CMTQVGFHG;09^Q&D)!- MHY2B.>]$8R&5W08S+H,?EA/2Z%1]TPROEW MJWKGN@/<5#@B,%O@F/0%X1\T"^1^#3E%<5@,5B$U;,<)9;?!MM^&QBD=5RPM2
MHJ;0'_!P0H*?]N3^I[9X6GU%>DO[-.K![=*2Y28I/&;R%X)=,?;Q \Y(D+GC M9.SZ47]=F4C1&.3)J$;^D:S ?4=A M'I(\K)9+$F$K1N&$1%F(C1I]&#\+3?E_%C:8N+&/;>0CF023\ TD3L[,GNH/
M[^!8Q2_*UEX>% H/#/U[=^3O,#O>3F^Y8?G?O+C=?J.PRW"@.&PSUKS.4M>PN M# U B\8>TFNA\ M60HEXGN6!0 1 T !D !X;"]W;W)K&ULO5== M;]LV%/TKA!<4+<#6(JG/-
#&0!"E6H.V")-T>ACW0$FT3E465I.NFOWZ'DJ(X MJ>OU:8!AD=+E_3SWZ.ID:^QGMU+*DV_KNG&GDY7W[?%TZLJ56DOWRK2JP9.%
ML6OIL,7+]6NMDE5W:%U/>12ET[74S61VTMV[LK,3L &U;M25)6ZS7DM[=ZY] MLSV=L,G]C6N]7/EP8SH[.>52W2C_]:VRV$U'+95>]\9ITQ"K%]>3,W9\G@;Y M3N!/K,9N9TU")'-C/H?-
N^IT$@6'5*U*'S1(7+Z]"U7701'<^=+HG(PFP\= M];WRWUWLB&4NG;HP]5?ZJO323XAE5K(3>VOS?0W-<23!'VEJ5WW3[:], J+ MY<9YLQX.8[_637<5WX8\!'S(HY\RJ:WGO.#"F]4^XJ(B!(>
M\?B /C%&+SI]XC^BOU:ML5XW2_+WV=QY"ZS\LR_<7EN\7UOHGV/7RE*=3M @ M3MFO:C)[]AM+H]<'?(U'7^_#VF>!QR$/[&SNE9?5,-1D/?*ME8[18X(MXREE>(A55%
6,.Q$&E/!BK"*$EJDG%R8!NP$W6E!>1&3+*$I9X1S3D4$]4+0 M6$3DUGCDP YV6)'0F&6$Y3'-."=)GN*4((DHJ"CX20U(:9P/Q;,_^@>] GH% M%.0Q*0J:QC$<932-Q(-3 GL\%@D5&0M21
P+/$&Z<(T>/%Q:XQQIK5EHO^M>P6E6")*%=&6$(VUI%DYCGQ0[_F4T91&) M(\J3"!ET\ &QI$>P9XX^,@40REC1,I83),T(P(9+(("%[<(2*E@:XJW4/ M.,2U5XTWC_=GZ]#4W\=#16PU?-#?
2-G%GXKK2)]8F(:H]PLY#]X3% X\?2X M,KQLECK 6SJGO"!"QGRR&B>1X13AJR\4>B74$.<%0RYE%4%K2XX M&VY?H"*RN7OV6\Y9]MH.;U]E_R?:^@BTK0 Z974I498L0WUX6 C@(L.""Y0:
MXE@Q("#*R> 7&8CRCY(.N*J3A4CI/R=FBTY!D %5!$@ <6&%93J,,5Y2=B8*<.M.2W)E2SU F_[.*4\ &G200T@V!BG@(U$<5H1]X#H\WH&!-H#AXN(N>AU_,B M"9U?B.()+QZ-
S'@TP%TZXB[]9=R]-WR98U1KT*079L>1.!! MQ;^.P.YIX]U>)-4/+O7,0779$^C<'T F,9,AO'P5&\+H">24)6*^CIQX3/V0@8 (?U]\D'-I&Q1#++7 T>I6!>VP_
ML_<;,]IN3IX;C{[OEBMYB@;!/!\88R_WP0#XX?3[%]02P,$% @ HI%> M6;DMBH3K @ M@8 !D !X,"]W;W)K&ULC551 M;]HP$/XK5C9514)-"*&E%)"@V[0]=*J@VQZF/3C)A5AU[,QV2KM?
O[,=4I@H MVDMR9]]]]]WE[C+=2O6H2P!#GBLN]"PHC:DG8:BS$BJJ+V0- F*J2IJ4%6, M4 <*:.Z<*A[&47095I2)8#YU9 =J/I6-X4S O2*ZJ2JJ7I, Y786#(+=P8IM
M2F,/POFTIAM8@_E6WRO4P@XE9Q4(S:0@"HI9L!A,EHFU=P,?&&5UGDQL]JF4 MCU;YDL^"R!(^IFQ"!1?3M W+G%L@I/&[Q0RZD-9Q7]ZA?W*9RXIU7 K^0^6 MFW(6C .20T$;;E9R^QG.?
$86+Y-ML$C;&&UFUSLB@8L*_Z7-;ASV' MJT9R3-B/LC8*;QGZF?D*M%%. M9AK%Q(9D)54;T.3\@:8<=&\;&HQA+<.LQ5MZO/@-O&MR)X4I-?DH [11-=TPQF 8Z)!O4$P?SLW>
RNCE!/^GH)Z?0YVN< MRKSA0&1!#E.Y]=_N&.&3D,<)/Y1 "LEQ9BVVL>W0#B[[@P4R>$U]O5YP-GT! MC73GZH 69S1EW)ME4F%3$&.',5, BIFL<+UHZB<4/T8* @IFM#7R0.P)%2^N
M/24VE=#.3VC)6>[BII13D2$ .P78O,Y5 AKQ=&]"'MH%<-"6!)O*0)6*$)AP*=(TNKD!$47Y+>L7(VFVF M5!K<KFO\%4$L#!!0 (<* 9 >&PO=Q)N:@ M_+ +(9 >&PO=Q)N:@ M+ +<(
GCJQM)>*(;Q4E#%&#R6U58?%G#I3OI\[(.1CN2%$J8W#C],8% MK$%]K5="S]R.)2,5,$DX0P+RJ3.,39:A\;<.WPCLY=$8&24;SG^9R9=LZGAF M04 A588!Z]<.%D"I(=++^-UR.EU(
SP>']@_6>U:RP9+6'#ZG62JG#KO'91! MCK=4W?']9VCUV 6FG$K[1/O&]UWHH'0K%.]:L%Y!15CSQO=M'HX HU, OP7X M3P'C$X"@!0271ABW@/&E$<(68*6[C7:,N 0K'$>"[Y$PWIK-
#&SV+5KGBS"S M3]9*Z*]$XU2\O8'XCF2I& D)REF2M-[']$[$#=.:9*B5:L@RR'GPRCAP@'=U M'KID^(=DS/U!PC745RCPWB#?\\<]ZUE<#@_ZY/Q?],4 1W^4C*#;&8'E"T[P MS1ZVP.JP!7[,-
E(0?;A_]E6[X1OW\YD+,R)KG,+4T3>.!+$#)W[Y8G3M?>Q+ M]7.2)<])MGPFLD=%&7=%&0^QQ[?;.@"C%;=*R0P[F>&%,@747"B\H3"H,SRK\ZQ'31Z'2/ M;N(*1&%;H$3V)#5'K[-
V779FF\L3^WPT68QZ[(GNRDT3?:!O6OH-%@5A$E'(M=2CORC1!T;3)9J)X;?O ABO=5>RPU\6((R# IYSK@X3$Z#[5XG_ E!+ P04 M " "BD5Y9$YS;= L# /" &0 'AL+W=OQ\^=SW<<KI1^-
#FBA:="2#/RJ M1$D[F=(%LS35<]^4&EE:@0KAAT'0]PO&I1E,>:9G[#DO("%>*@L9Y%UV+B8#9U\9 M?.>X,EMC<)X\%/7H)I_3D1)$Q3"$9&,7VM.KSG2 ,?"&_-/
ME>_DRP,S.%'BGJHXO4<)4O[!:VP8>) MC5;$& MDX*"R_K+GM9QV (03SL@7 /"74#W%4"T!D25H[6RRJTK9ED\U&H%VED3FQM4 ML:G0Y V7[A9G5M,N)YR-
9_7M@(66<6&."\ WNX+#@R,X "[A6ZX6 MALG4#'U+XIT$/UD+!"=="PU>$GL. DC8W<"U33]-C?7*Z\3S<=$X.]Q+.L#R% M*#B&,
B[+7HF,X='>^1$S45$%5_T"M]E'7$##4TR0+]F#P./7@PP_IDH(H$Q> M,9W^; MG?5RW_3A7"'Y,R1(<>?3Z#>HE>O'[=PU^*$M%O^)[%ENDUDNOO8
MXS$350B8A3'.N90N*RD#,U%SE,:Y7O/U*SY7QI9Q)QP$0W^Y[5*+42\\:XR> M2>TU4GM[I4YRIN>8@E5P_42%EAY#F[Z.I+=]=!#V=_2U&$?!>;N^?J.O_P9]
M!NXL%_P/IOZ]YM:B/%%9=@Q?]6E07"D!U9)BVZZJ_T+622?]A#OB6ZVVKN"9 M^D&C?O#61* BL#\%!B]N]_RLNR/RI4VGVQ_L:/2W:FN!%#W7<@Q4C{4N-LUJ
MT]4NJV*^LSZF,E.C=H9T'ZFE-U,W '?X#X+U!+ P04 " "BD5Y95K7&60H$ "Z%@ M&0 'AL+W=O_'EG5R@KDD+&"LK!VWQ!X$#KUTC-94EI9_4 MS;O5U')41)! +!0$EG]
[F$.2*"09QU\EJ%5Q*L?Z]3/Z6SUY.9DEYC"GR9]D M);93Z\9"*UCC72(>Z>%G*!"" ?RQ"4#L&Y#@(/204_=+N:N$Q=B@6<31@^(*6N) MIBYT]K6WS!?)U$)9""-?
$NDG9H^PAVP'4O.8,C*BQ;M"OV+&L%(0O0Y!8)+P M-W+T-2}$KU^]0\0R=.]21)IS">VD&$H,#W+L+N*\2N\%2A_=?P3BUW K:&&'8&8*E"T[P MS1ZVP.JP!7[,-
<)N("\CWRGASS"UKBF9_O[K=.Y]O8HZ]F;R3# MKQ:$K_'\[@710X^@Z@$)-N@!F*Y(60SHMV5*E@MDQZ*GG+YNL,*_4Y294?7 M."$?\34NBL"'7R0V>B<@Y1 ;EDD12_>B*J08Y[C&*:6+
($AQ2KP^T3*OS2RI 8HZ95U&(5U*T: M^1A4^1ATYN.XJ//:HJ:U18U3NLM$6PH&7P0T\+W^\"0%G?R7KL.S*"_#E(V$ M#JN$#@\EH:,*10\M!&8"R6T,T(?,)\(_CG5-
O'*=*\=M4Z0SM$L+B$FPT"18 M9 BLH>]UI>_U](=7)M4TR18:!(L,@34:/F4O/F&\N?'(\A$_*,T"91@>XZ MM8+D]*]/ZN+3=Z"8H1[$Z519=F&JT M.K3>ZO;BR?
B=.YZ[+>.A:LSJWM\1ONGJVM.V(1E'":PEE?Q*D@=#5C1*BQM! M<]T?)7%(A:*HOMX!7P)2!?+ZF5#S?*(*J73W[!U!+ P04 " "BD5Y9PMD% MD0\#_#_&0 'AL+W=O$*FF/+5%
MR88$L#*G(;>PX@5V0C%K1V*Q=\VC,UC+/*%QS)-9%0?CC)>1L.[%<.[=PDZ4K MJ1?L.%R2%&8@[\IKKF9VH[+("J B8Q1Q6$ZLS^Y%/-)X _B9P5,LC9'.9,[8 MO9Y<+2.6HP."'!*I%8CZV\
4\EP+]J3#^UII6PG)A2M&VQCH62M9"LJ{IFJPB*C%,_Y*^2^U3RHRNV,&\Q8(1'Q#%/)T#7 M4M4P7(#)#2LSTDL):+_,LS]1/++>NFXP);0)TD-M4U<':Q$G5ZR'D00IP(F-A
M0@B8!K0T3>NBSFTQ@&PF&93?KCZWA:69."()F'(-81!A/_:&Z! -L/&P1TS4 M^=CWDD-!%G9!%KZ@W%9#QL,D,BD<5/'B^! X40=.]&QP+A\J M.!>
W,FFBF.V5*P/H(.L^P':UTU@Q%;2MQS$&NF EH3\V>_RDY MGI*9\Y;! MDT(ITBB'DXU"2PK>5RW8:@?J+Y8H Q:@E07W-0JPXT7F)8 =BOW ,>,0)=B# MX@)#^ ,#547N5[O#RO1YW9)9W221?
09RZ*G+.3>EP-I&>]OOG["+D+BQJK$ MC5J3FD&$@L3_03.*:?[5:6K\;VQ3?=)\ M>HV\"),D@<&;5S%QR=NM4?L1A)%'[$LQH41A C.':3;NWQ?$_"^D34E0E M%
ME7J5="Z$K.[0=&54NC8*+9D)C?V07G;_YUBLS!'5S; =WR(T0<)S1BXL7N60Q$"G%FZ*$4NYH\,)*0A(9LDMY)FK*30O)-V76)6 M)5MK; A#$H;4VZCJ$FCE-
W3=T^G^7W%T@W#8E'PX'SP'1P^J53Q$"72VS\$0 M2'9?]WN[(@'E @<0SPS M,*V+!_&8P59) =+T ,7FPFD JJEK%D$[2,;,75/317J$ACQIUUJ9L;Q&ZVNV^= M_>.Z^7-Y2V<(^?FE)RS&9
ZQQ$&PO M=V]R:W-H965TV@23; M,1=HND:2[CX4?:"EL44L1:HD%2=_ WR&E.$[6Z :%M^& M&R' (JBM;2^BR)0U-LR,5(N2)!NE&V9I][>1:36RRBLU(DKC>!(UC,M@.?=G M*[VU=0?1Y2* M-
R@-5Q(T;A;!97)QE;O[_L)GCCMSL 87R5JIKV[SL5H$L7,(!9;6(3":'O : MA7[Y,8 _V:P-^D4#]?/Z!\[!3+FAF\5N(+KVR]"(H *MRP3MA;M?L-AWB\
M@Z42QH^PZ^_F>0!E9ZQJ!F7RH.&RG]GCD(<#A2+^CD(Z*%3>[]Z0]_(]LVPY MUVH'VMTF.+?PH7IM/KM*3@'?8CB"+0TCC='P"+]M'F'F\ M['2$?
UVNC=5%@K^/Q=A#C(}#N,:X,"TK<1$0\PWJ!PR6/_V03.*?3S@XWCLX M/H6^O*-&JSJ!H#;P4?9]Y@B[0FVIJ[C<@E7PJ45-Y[3I SH6QD[]S5"]9!6 M2936.&O"
(=&9L2:DMFQ;@=1OE@DHF:EA0QT+_,6C<%"PJ)L0F*R@XJ94G,1 MKB'015![T6?=Z81F"&9(#0B&I=@:]494B>C^%AB:[TF*9;_^ 8I$?83,FW. M+-^"^UHBO2 9$$8O-
&K7GR1\4YRFYXY$;LH/5I]=N]CF 'R$)$Y*Z.4]F-&?A M+"UH'H?3(///3'/?)V^5BBF-Z32A<3J.:2R2"5R[%+:,5SXZUK@\&4IG*3KG MH\\#0D-(G?9I=Q5YDSX09(\+;CDZ0WGH
G#SN$C>1/D>RV&3'(;\Q7^6R!Y[M(.0MTH>T>285E1',^C1#-LHA&1VY_[K$^6@*[^CR#-Z=8'Z^9W[^OYG_H;.4 M![@AWYJNZ4D.*_;D,G.4["> AC[?L8*,9,/0I,@<;<",1UP ?6WHR* 46)-/
MJ60DI[>+TM01OS1()4M&I?\-GS#^1VW-:E1V:B57GK&5=\SWOCNHS[T)'?M M0=MO21O"#D]T#_7&K2~FF"BP_^FFG]LJ9?&]3N LDW2MGGC3.P_UE:_@M0 M2P,$% @ HI%>671&/Y8H P S
< !D !X,"]W;W)K&ULC55M,]HP$/XKIW2J5FDB(=!W0"IMI_5#8*T2[{<.T#R:Y$*N. MG=D.E/WZG9V0T@E[HA3QR]WCYSG?V8.ETL\F1[3P4@AIAD%N;7D1AB,)L6"F MHTJ4M)
(173!+0ST/3:F1I=ZI&$&<12=AP,@,1@,_]&C@:JLX!(G&DQ5%$RO MQBC4]4:>Y0VS,#30:@G:61.:ZWBIWIO(<>D. MY=%J6N7D9T=3%,QB"B73=@56,VF8CY>!ST]L)M <#4)+&SGS,&E
QS5HO /T M'.Z5M+F!6YEB^M8)((MRWC-"N$&1Q?PE&O$ ^D =)@6BQEJ?Z(/Q&,?NCMQU_0V>E-< MH*R0."1J+HED"IE6!,B(\338EUHMN,.RJBDBU 8>F"G=G\D46)9QP4F$@<4\0
M=8Y}>TIMM]/$;1_NZ.:ADO[?/.ITOR]G-? MSW^W+W2QFH^(F*V]*<0'9RBAO<$_?+&>)LV@NQG/JT)5TAK@[FY,ZCZ1 M0;YP*. O6C%PR@Z+FC.QBY+/E?BRL?]HD-9>$<5_&
[^2K3PYOUF2Z(I@L YD MS511NFHZ6]3.@-8SI>QZ MX#9H'_#1/U!+ P04 " "BD5Y920E5.W8' "?$@ &0 'AL+W=OB)KO\2 1}]&HWNT]WDZ4:J'WHEA&&/
M;=/IL\G*F/7)=*KG*]%R[GYZ9HOQ:TPW};7 M"K/I#J6J6]'I6G9,B<799!:>7!2TWB[X7HN-'HT967(OY0^:?*G.)@%M2#1B M;@B!X_(@+D73$!"\\>> .=FI),'Q>
(O^V=H.6^ZY%!>R^:.NS.IL4DQ8)1:\ M;\R-W/Q3#/:DA>?C/;, ,/6ILF$S7MM9#L(8P=MW;DK?QS.8210!*\(1(- M9/?M% E=2N*&GY\JN6&*5@-.!M94*XW-U1TYY=8H/*TA9\YOC9S_6,FF$DK_
M@XD_^]H\L0]W_+X1^NAT.J"""B(6]R%@XM>@2O9[{{S*\VNNDI4+^6GV-IN M?]%V?Q?10V>/%K>"NNQ/$%_%BQ:_Z$\#)LIA3O MEL*._SV[UT8A5OZSSWB'G>S')OZA"3\ >_A%GP\<#.D]W.
MDT/HY{?@8]4W@LD%NY1MBY"VSF,W3E7%0%'VN3>]$NR+UCWOYF*?$7^CA@Y(MDY*Y4Z*M$C56LG!*ZD$)5H*DVN IQ,Q*8%$#MM?=\H3!@4:T]T)9+WX2\V$2 M.I?27XR_,&!7+OB^
+$CJK+KAG\J8+/(BX+"B\N0)5X6 MA5X0A007OH9T<_OM)0 N{)IN?@B/6)@#"D!)R,+,RV,@!R4;CH,_\+HA4NRU MOT>PJY,#NEGI96GA%4F&K09E$2.6.BQOUXU\$F(P\[I7\QE"TTG%7IPG^&4P
M 4X#KPAB=B<,YC^&R_%D9?%F1>E..?C>7(I6^4_=8]*$O2XY]H&+,P]?*L]-(\9^]8F/A!SK(D]8HXQKSP MB]*!OIK"]?3R*&>EG\4L36,OS0H6!GY9(!,FAEY(5)", "%V,_*W$G3KVTS(:5HWV_3"8V?
X"K<5AZ44X,#4,? M!N1EX66AG0=^G+#9AJM*,X?BL4X.]H1V1VWWNA\7E(DC:SP@W_]21&'T$=/M MB Y^9P.Y?Z#$D LI.+C3B[!>B)H,0 1LT'_0E:*CJA<+H82E3+>?8,OAT+EA
MAJLE=HV5UF$4=22R52N4J18C@[)$W1A0\0*YLQZ[LS>SZ M:C/T06(=!M?/N_&U<2R:$R_'>4H_^@7A6+%'TA"=LT3(ZQZ+H[=:5 A9K7E%]1OL3/SV%

(JG(=#W=NVP9Y58]"?@>]U"D93K&R@V3ZIKU4EW9NQ,K90?_5I:98M:98O; M8FL&9V^OXO\/&IAJDFV%NTVVJ%6VN"VV9KB#7;B#S[C$/0.:HX!$QXN MZ09,9W!0+B8F$#^X,AB MXN^V{[ZU"7Y?2V/G^""VM;IAJ-@:.?ND?^LZ ";K'?+?K\'U[B_^9YL9_ 6&7 MMLD656RVE=*:,ISMY'P[3N)TYU-1=#6=(X0#S6 @ ,0D !D !X,"]W;W)K&ULK59=,YLP%/TK%JNJ5MH" =*/-$%J2JIU4J>J4;N':0\.7!*K MQF.V2;I -/JL0EG0495 ->$G_<+<[CW'.S+:,W%BUP"*/2:4R,'SE*I8NBZ,EE" MCF6/%\#T3L9%CI6>BH4K"P$XM:"@Y)2 M*I[78)U!3ECUCU]K';8 FJ<=X < _RT@? <0U(!@7TI8 \)] 8,.8$MWJJJM M<#%6.!H)OD;"1&KL,[#)6[36BS#$GILSR4T+M$XU1TQU8@E39>2819BC),!%IA M6@+* ?9K%Z.3H%!TAR?+7>NTJF9 M![A)G<:D2L_)XT W7.FEA)-60KI+M[5)35U^9NZ)GXGX9>2]5#@?42^YXB"R-M'5 _"QI>PBSVZRPOMC#E@B&?(>*%@01)]E#:'LLV8BO/2A>[,?`?,7[OW>D,.8F&;LI&O9*JZ3IO5IN]?VW;W M9GW2'\95^ Y#4WU,W&.Q(&PB"IFF]'KG.BU1->AJHGAA.]"<*]W/[""IOVE MF "]GW&N-A/S@.8K*?H 4$L#!!0 (**17EFPQQ-Y,@4 &(> 9 M>&PO=V]R.W-H965T[#:A\\8(:H24QC ^UJ?_S: (1,38BY0P@ODX][K.WPSHI%Q*"R^Q'PMMZZ12>51 MB*_FYOWTUO,-([[PB3(AF/Y,\1%/$A->X_A6!O6J:WCJ91R,Y M2"1_Q5,UO_5Z'IKR&5LFZI 8_\G+A$(3;R(26? RB=6GK>VBRE$]DI;.&D,,9 MYI]]+PNQY8"/#0ZD=":#'.M#2@1:),I 5:=TQQ8:#7*Q1;JQU-'-1U*;PUMG$ MF>G&L%(9%(D\90I/M7U2%@VX6@S@"8B78B,9TJBW]!8CY_I,N%(MS-"(R? E5\8O^-^+:,5RPQ1E>(95/TD>5?N6*/VG+,)\L\5C&7Z.6=?A8G\I6. M]#"^0R]?O$(O4)RASW.QE-I/#CI*0V,P=28E\C<;Y&0/\C%??"/J7R'BD\#A M/H!+=[_A$N^/"G=;=. [J&52%)54A2*/["FG*82]P6Q?T]P=MBMXKGLI_7&EN MX@:NN&8:W\@%F_!;3\]3R?,5]X:__H(C_W=7TBT%]Y6 5>G6@4/3AZU3D*OP7 R+&(SZ@>Z^U7823;.@&_4BOS*KP0LJ> $([R'3/)<4 M^_YI?G,.N4V$<*ME'(4[Z)HVWA7)>B?R3+]QH@C?A!&=&=@-LVH M'X91X!Z8V+>*ZI_,V4(:#:#)G5H6V*/SR>:,@:(#3*I8[/ZB4%M.D VI?/! M3G78@;UJM0W#XK:?<-!_Q6QTH@9CGCKKVHI6KX"53QQD6M'&L&H?Q3]-56[,<#2WG%]ZC #^M1]'H9%#V2?CWJ7]D-O"LW."\V6 M^W938 LG3*6HM7W6E9CB7^IW18HWB=OMUJ*5B^#U7,"Z_EA+B)-I=:M]_#N MP"78D2B*^GM&+MG:%L.R?@P,D:9H{\YXT*0.S4HZ@27]*#8J8X#8(),Z-BNV M!-ZLPFQ$7/M45Z\V[M2) (8!$$^>ASG'(TY0LA8^6N*1C\Y#G84K1Z*:S< MDNA25_3J^,EE:"E:O0Q6V@DL[4=045.THR#8/5V!F_G9-.PJ@,"K@*/HJBGR M##4JXQ Z9V.4"@9<+!QS%;

,@AR8?K\35Z$BN>9ZEFBZVWSES!5DZEBK:BU6MBEP3T4D?EM-6S M\K:BU'>,.^RZF/3WG+%2NPJAYQ^9TV/.S!U&^P[- MJ5V$T!:.S>GARZF#;VDYVM#X#FZZMF_MG2? =72CA,^WH7W=U;OGF@^;F1HE%\4WP42@ETN)RSMF4Y\9 OY\)H9YOS&?& MZK/R\']02P,$% @ HI%>6?HB4[A,! 3!< !D !X,"]W;W)K&ULO9AM;]LV$,>_"]$50PNLT9,M.YEM(+$L+T!;!$W3 MO1CV@1'-E&)5$D];HM]^%&4K-B6HMH#L3>V1-W]GC_DRAQLF7\B]@ 2/0M M2ZF86ALI\RO;%O$&,BPN6 Y475DQGF&I3OG:%CD'G&BG+ +4]QPGL#!-JS29Z M[(/]JR0*:%PQY$HL@SS[S>0LNW4RWLARP)Y-Y /^1U79W9# M24@&5!!&$8?5U+IVKY:N=M 6GPELQ=XQ*J?RR-B7\N0VF5I.F1&D$,L2@=7? M$\PA34N2RN-K#,6:F*7C_O&.'NG)JD\8@%SEOY)$KF96F,+),#"12H_LNT? M4$]H6/)BE@K]B[.UK6.AN!"29,6SRB-CM/K'W^1"[#GX[@L.7NW@'3EXW@L. M? NW@GQIA4#L,3NH7V&IT8(.H?@U BCVF&DQ.]JJZ4)L<2S"6=,Q$MK12I/-MM+[.6RE"-.F*]Y*KJT3YR=F<4<%2DF@B-(TQ30&5-T$,AV"Q"05,] K1"CZM&&%9#01$UNJ? $JJ'=>Q;ZK8W@NQ??2>4;D1:$$3 M2#K\PW[_RQY_6]6A*8.W*\- UPN\A_P"^8OK26 ,SK8GV!O('FN=U!:CJ-RWN M:Z[_&C?^6A"NVCLBE$AX^TYU<8)NJ<1T31Y30-="@&KRO]XI1W0K(1- _=S5S M%670':5<,JY$CF.86FI-$,"?P)K]^HL,:.+]W-8Y)6&@2MC)BTS"EH9@!TTT M:)IHT$>??2BR1^"(K=1CD4I""_740P55JW]*?JAV2ID0*&>"Z 56O2(@N854 M/2ZSZA&E!E)&UPKQ3\MPE_W(.5;G!)NP,>-YQT:+#B/_V"CJ MG<^YMNYLAB'<@R.F09G24+>5XTL5XTMS09M6K4 MODU&K>YV6[J%,9 7M!1IDWRW)4CO+,\5Q!#L0)!Q(\BX5Y E0\F6I&E7WBR5Z,YX_E#ET"];N>^0J$ MA29A"Y.PR"1L:0AVT!6N_RE[?POWR%U&$-]9)06&J4MC-(BH[2E*=IA,^UM MV[C_>2'H=SV[04S20J.TA5%:9)2VK&E*%]7>JTFEO+VW=Y60>9=XH&! #Q0 !D !X;"]W;W)K&ULMM5A=CYLX%/TK%ENM6FDZ8"-AF4V0MIFM6JF[BIIV]V&U#QZXF5@%3&V33/?7 MKPV$C\3#;"3RDF"X]W#N\<4=U"?L<)&31]B__)JON1K9#4I,4\@$91GBL%U:O^*[E>OH MA#+B3PH"T3E&NI0'QK[IP<=X:3F:$20020U!U-\>5I D&DGQ^%Z#6LT]=6+W M^(C>OBQ>%?- !*Q8\A>-Y6YIS2P4PY84B?S,#A^@+FBB\2*6B/(7'>I8QT)1 M(21+ZV3%(*59]4^>:B$Z"=A_)L&M$]S_F^#5"5Y9:,6L+.N>2!(N.#L@KJ,5 MFCXHM2F55344T]XD5Q=I2!/ABN6"9;0F$B(E1X)R2) 50-%+,U9!ID4Z"W: MJ/Z)BP00VZ(U5UW$Y0]$LAC]KV@N9I7>8/^4$FO[T$2FH@W*N?KYAZ]?O4& MO4:T0U]VK J02QLJ7CKN]M1S?%=Q=%]AN,&\EOD.3?(=5S?D+X:3K^'2*7C M,MWKI]M*K48RMY',+?&\9_".Y=^@M9)+]E5 ?W]2X>BCA%3\8RJUPO;.V/JA MO1,YB6!IJ:=2 _^#%?[\$YXZOY@*'PFL)X/7R. -H8=?F"0)RKN] $<53(57 M:.,232\N^!'S)TZPL/?=B@Q1>.ZZ352/JM]0]0>I?@(AU((1%6F1E(T>@Q(D MHJ1.211SDC(NZ,_E"1/Y"G_2H?76G>/9*7M36.#//#/]24 _,DA _;=3X!F5@ M%'IR1L+S7.>$Z7F0[WMS,\]IPW/Z@LQJ/=VQ)$B75TVO!TW3^+P/XESZ$(P$ MUBLY:$H.KK@6!&/*,!)83X99(\-LU+5@=M9]>.Y, 9,>?2FJ1W7>4)T/4EVI MMUHA&@8N760X"73H} (X'U:L9.^Y9WKMBG?A(2HR%UI>B8WCPJ+U:PW7,<(9G MI^NI(2H(L?N M:QH.ZE-M_0H>-BSZLU?RHMI*4%^G:A8?E23FE740ZN(Y&@M7WCK?O#\FNTZ JB4:"ZW_%=]Z(G? 0.%SJOL=\(?:290 EN5 MX]P&M=YM?M4#23+RPV,R>-.[PDU>X#A?U!+ P04 M " "BD5Y9O,QZ$;@" #%!@ &0 'AL+W=ONRMC2G/?%]G:RBH/I4E M"-Q92E50@U.U\G6I@.8.5' "H*^7U FO'3DUF8J'6),.I%"2\YR:B!'/S@5&9"Z?C)9E%* ,)JU0MHUB43Z"FCG,QO$0KGY_SA38*2_A7 MEQ^U@%ZW 'NMSW1),QA[I3U+,[I;*+ HI ME*Z$.Y.^8[%M9Y.&03CXT!_YF)U47H8 $U3:1CW1V&LU]O9J_Q-8S/]]J+B MA+00BK3?. NL35=LJ/BI#],HO"9V(ZP)!X,HFZU2:LVV:OV1J*?!.Y+[()O MT)]\<"R.HT'R3&I'5!@/A\^4^CM-QC;X+U2MF."$PQ)QP>D .53=. .N)D:7K M.PMIL(NYX1K_,Z!L .XOI32/$]O*VC]7^A=02P,$% @ HI%>61UP.C#5 M @ :0@ !D !X,"]W;W)K&ULK5;1;ILP%/T5 MBU53*W6%0("V2Y#:=-7V,"UJVNUAVH,# XE5L)GM)-V^?M>&L#0E= (KVDMCF MGN-SCHW-8"WDHUH .(/)4Y%P-G876Y.7KJG0!!55GH@2.3V9"%E1C5\Y=54]@ MF045N>M[7N06E'$G&=BQL4P&8JESQF$LB5M@#8 ZZ3DT4QK@~GO#?FNIHY6Z<70 M.7=(!C.ZS/6=6'^$VD]H^%*1*_M+UG6MYY!TJ,0H:C J*!BO_NE3G<,6N-?? M _!K@/^O@* &!-9HIE8!^NP#S:E^J MDJ8P=$HSEUR!D[Q]TXN\]VW!_">R9UD%359!%WMR!^8LR4": (/8LWW5%$5D* M<^ZLDM +XH&[VG;1.<^!+OJ-BWZG"Q0>M@FO4.&6\%[4#[T=Y9WDUXW"8\>B'<#RZB'>&=U <*CQOA<.?P M>Z'Q38?.(4FW#LDV/_&+O1\$? ASN&&JIZ@7GYTU5I=3=N@C,)?R9RCGCBN0P M0YQW%F-LLKK8JHX61;ID+C36.,"_P6 &D*VE,"+WIF.NF^;I(@!02P,$ M% @ HI%>60=9[.]! _1D !D !X,"]W;W)K&ULO5E=;Z,X%/TK%CM:S4C3 B;DHYM$:M.=W4HS4C5M9QY6^^'"$ZP! MF[%-T^ZO7T,HQ((CE KU85P{^')/%SAEVX7C.\\ _?"6;1)8 N,MYCC;X!LN[_)JK,[=!B4F&J2", H[7 M"^?"OVCD%9RCUC/\J3JWCA>"4CG.)(EA!(_7O *YRF)9+B M\;,&=9I[EHG[Q\ HGZKB53'W2. 52[^36"8+9^J &*]1D J!"2976R8I 1NON/'NM&[\"7XHP,)L$Z +TT(ZH2@*G3'K"KK M$DFTG'.V!;R,5FCE0=6;*EM50VCY&&\D5U>)RI/+%:."I21&$L>]'RFB$0.[M 12Q+&<44RG "-A1XRB&W*NS_2P(5P@RX:S8).'B M$.I&0H 5R^X)1=4C>W^))2*1^*#P[FXNP?MW\ [0"BX35@A$(W%W)6JII*9 M&]7\+W;\X0'^_S@_!8'W$4 /C@$I*WOZ)8Y4NE^E!WJZJSK9M!,V[8057G MKVG$)T*)Q">2U1B #0W[Y[_*!%<29^>)?4]&[NXS,=RFG]IG(4807CIJ[O,' MI"Q__\T? >W^86C 0F-:0H&E(8$?=DK_"/[B3!B?]Y17"&5\O.P]$/?\^,N MPWXUQZ(TFJ.&YLA*\SR*BJQ{JUEPGC$NR7_5F#71W"&%>P1.?#@:C7[A:0B; M32<3,\^PX1E:>=XRB5* 'W.E@HHJ.D(U[/*OCL/Q+T2[02$L)X.)Y[CA.;;R M7%7*A;E2^K1B)Q*2&Q^Z%:?O2!\(3"MYTI0\>9.I/QFR(0.!:0V9-@V96L?.MGT*2K)I1=P*OBQ24'3&. 3O.&#QAQ$V]JUNY9[@ZE8#.7!$YQV5,P8YN]IB$YUSW;X0PI9C79$RQ0Q10;!7DLZU7=-] MZPJY_(9IS%X@97:8OE-W*#2]Z';=]H,WD3/?Z@]Z-V4@-+TIK4OP[3;AY9)V M!"@XK&FOR=3+:.(!GNSC[]L7Q$C^H/7Q>[MEPE%"6LLV3 MD:.5IO?\'0A-+[I=QOW9VXB:U2[T;LI :/J.M74-T.X:7BY]1X LHO:.3+V< MUEE N/[H(VJP:QA&:5,5QZ)THGNO"NRVHH^HU5"ZJ!F8&L("..#NPF8.M&8+W M77Q/48/=/7J':3=DYAW8',.V?8,VQ?&6HQA3E&$C*VMN[YBG5Y'HG2B;.K/[3OXONJ6'>3WB%J"]FQ=/? >S92&$?!NB5+#&SXK3 M]Z>TP-WVEOW&>4"QP$;#^*I?*L_ 4+8@=%1K(\1@,95R?(.I^.B;'1R?DB#!! M[I9RI:G(], WJ-S.[Z>5RNM29;A'Y12*,](-3DD8A+T&^*@=/H84X1T'[_X+ M]$&O.K2P#BUT?-T]?%_4@HK*]RGY&Z';ER(C$P4:E\Y(_LFJ M6V?5;6-/;L&>)1DH&\2>Y;LN*6')8<C^==*1&*YP_O6NB=9H#3?1$[U6$W@F M1DVZ2U2TH_NBX7^BNY7Y0-U1K3MZ07<8-^F.7J&[E?E W7&M.WY)=[])=_Q, M=W31>Z*[E?E W?U:=[]5]YTT^)+#]GRD.^=CDYW^\VT?1_$?J^+HM">8NM= MG?[.#6!OW\]4+9C0A,,<8<%9'S- 3Y8U6=HPLW*4PDP:O&-=XDNI6+P ,N2^Y MT"-O84QU[/LZ7T!)];&L0.#.3*J2&IRJN:\K!,1PH)+[41#T_9(RX65#MW:E ML]%<&LX$7"FBEV5)U<,I<+D;>:'WN'#-Y@MC%_QL6-$Y3,#<5% <*9W[+4K 2 MA&92$ 6SD7<2'H]3&^\"?C!8Z,4QL9E,I;RUDXMBY 56$'#(C66@^+B#,?!H MB5+&GX;3:X^TP/7Q(_NYRQUSF5-$\E_LL(L1M[(P7,Z)*;.[GZ DT^B>7+ M)=?NEZR:V, C^5(,639@5% R43_I?>/#&B#LO0"(&D#T6D#< &*7:*W,I75& M#@_('F&"?%_(I4:L'OH&\{!J_+S1?%IKCE[0/(']JD,3! M 8F"]-JOY=V \^=,GSC\B>>16W7L6[V+/'ZH&F>KJ2K1GZCL$VH,LLC(YB M?%-WZUET1,5I^A3U3%ZOE=?,*>]"%$QA@R&&WI,F^TZ-4VR=GH4Q.&&Q.V@ ML!='W0J35F'R>H45?:!3WJTPV3H\#8-- $[>#!FDRZ%;8;Q7V=BJ\>T'>]+^ MU-NZ5/-W!,3Q4;2ALB-H$";=*M-69?JF0C1?JGR+]'2K*.DEQQM:.^(2M-T MTV]_K8'R_,57_F-.$P0UQFF+4 RJKZ0ZHF1E>OI4VGPAG##!=[AH&P [L^D M-(\3>TVT_PJR?U!+ P04 " "BD5Y9>#L:&.\" !\" &0 'AL+W=O-MS)7.F253+T)3:&29!^4BC*-H$:.,RR 9^,EK MG8S4R@HN\5J#6>4YTP_C*-1F''2*W<0-7RMFPB34<$6.$5[6UQKLL**)>,Y M2L.5!(WS<7#6.9T,W7J_X#O'C=D;@,U,R4^K.&9^S<1"Y@%!@:AT#H\<-)RB$ M(Z(P?F\Y@\JE ^Z/=^P?O7,2,F,&)TK\X)E=CH/C #*$&\\\5- [QE =POH>J%E M9%[6!,,L&6FU >U6$YL,^- QX-*GATE5Q:C6]Y82SR252#@RTX"O3FKF4PN$% M6L.%>4>SM],+.#QX!P?))5QQ(2CU9A1:\NSP8;KUW2P >9 M8? 88'U+$5=CQ+NSSN)'PRTJVH1L=01S%O9IX)LWP*1:/P1^%TZVRV/5\W>8L M CR;&:MI9_ZJ2U%)T:NG<*?UU!0LQ%7 Q}&@7F.0O'W3&43OZ_3}]()':GN5 MVEX3>_*M0+=5Y *TWTVIV5EIJW6@:!&8/V"%B6<7=0ZS)1TI]X>G?-K).3 M]G&T_^N,PO6^W,:.7BFW7\GM-\]J08D;)D 5_N*QJ/,Z48TD+RUO$"F M38.V0:5MT,ATB50MJJ!%R:0%GA=:K9%N:6N ":KBF4RQ3FU)V^C-GLU3!N/ZU:.MH^]75FU8*1LV*KO 5+O=Z2XN8K>:IQ8S2)E9DBV8,ZP"8TPF=$4C6C*[VA@ M"XUE%NJT# _9OJVXW7^BO3XXZEVH/)RK[X'/7"]S7#]5]\6][UU6S56L]\1PG_ M+B_[\A73"RX-"9T3-&H/:.OILM>5AE6%;Q&PO=V]R:W-H M965TZRX]H&$E_0 BTVJ'MY M6.P#+8TMH9*H)6F[^?L.*5FQ947-Q2^V2,TY,SPS&I++#'>,_10P@R\:LS<7(MB*4L!J8IPA@R*JY8 3F^63&>48E#OC9%P8%&&I2EIF-9@9G1)#?&0SUWQ\=# MMI%IDL,=)V*3993?WT+*=B/#-O837Y)U+ 6$.1X6= T+D-^*.XXCLV:)D@QR MD;"<<%B- C!M[,.\K>VWP/8&=.'@F:B5+QGZJP<=H9%@}(&@AE(1\CD=#" B-&J"GCXO&>?Z[7C6I94P(2E/Y)(QB.C,Y {5G23RB]L]P&J"B* M+V2IT+]D5]E.!@DW0K*L F,$69*7__17I<,!P.X] G J@-,$>(\ W K@/M6# M5P&\IWKP*X#? #B/ 8(*$&CM2[&TTE,JZ7C(V8YP98ULZD&G2Z-1X"17A,60 M'-\FB)/C3X!I$>0=66#)!IL4"%N1CWE9L2KU=\ EUF>2KXEDY\"..[CH)> M3 %?I^(2*,XMIN3BS25Y0Y*]YV,.NJK+:"6LQ\NWK8Z/IJ9%[[?2/C6:G1E[/;[B,=R[M MA<+YM7!^IW#?*4_H$KON'W0K6?Q#2?]JAFRG-D[/;JAV:M/SK(9HIS9].VAH MUKFJ%VH6U)H%G9I-J(A)09.(Y*Y%:,8VN12XY83!:MNJVGMD#"1#4I^\G9%.AU-LVAW7#XZ:@P__M8 -4;YDTP"C8/%H>D5 =WW;!58UH52%6RKK."\O:C3IJG^#_.TK90^#;;_AY M%/\ 4$L#!!0 (**17ED#X?>A0(L(9 >&PO=V]R.W-H965T M=^46F# G&EC=3$0#OE*4,)@) M)%=%@<6O,5"^'CI=9ZMX(,M<&84;#4J\A#FH+^5,,EM6%)2).$,R0&$SJC M;G\:&GMK\)7 6N[LD8EDP?FC$> [2H>.9"P&%!!D&K)&!'GHUP(,N M5K';Q,58X6@@^!H)8ZW9S,9FWZ)UO@@S_\E<"7U*.$Y%=RSA!2"%-R#1. 0) M"X%-Z=!%# H3*M\.7*7]&&LWJ3G'%:>_AS- JYRI7* (I2R%MP<>'\/X%T= M7Q.DOPUR[\DG$/908%WB7S#UON,SD='K2%WW >I_ L_5DR@;J,B@>4+ #E'\ M,]Z@F,B$3,,,;. -$'I'F22+)%5=EB 28:BO,8]X,D18*_CW;0"XZ,>K[U6X/0H,/S+8Y5(=Z>[%2"6=JQ(E/ 54]5O MWVB,R36R#?N%?MSM3[HM=EA/NFHP_:&OQN0]%DO")**0:5=>YUHW7U&-GDI0 MO+2]=<&5[M1VF^MI# <(8Z/.,<[45C(-F_D>_ 5!+ P04 " "BD5Y9ZKRR M#B0% #%(@ &0 'AL+W=O0V VR7)#A[NB8Q M/-SQ_8*YF6_Q([@G_NKW-Q)U9HX110E(6T11D9#TWKN!E@ J' MPN+/B!Q8ZQKDH3Q0^BV_N0GGAI6/B,1DQ7,(+#V9$GB-$<2X_BW C5JSMRQ M??V,'A3!BV >_"+&O\5A7PS-R8&",D:[V)^1P^_D2H@\=;T9@5?\&ALK4, ML-HQ3I/*68PQB=+R$W^OA&@Y"!RY ZH<4 ?!?L%A5#F,AC+8E8,JE,&I')RA M#F[EX!;EV(52GN8X\4LHP>0Y=8"+;\HTE5X"X&C-)]0]SP3WT;"CR_N2(PY M"<$69_P\ RG#!O}QYX M_^X#> >B%'S9T!W#:A;I&2L![LKT (^LC0!:R)>-9#GF72]N03^_EV8@AM.$O:/,*4N+8< -U^%+]D6K\C<$,LL M(]F>&(N??X*N]:LL8SK!/)U@ODZP0!/84:,M.M.V"EUD>D_2'9&ELG1T"\>\ M_NT7<.K8<#PS]"TD2?K6TS7V(VFHZF';1 &=29DCFU_M9(Y2LD\D)1F.@5@W 0[%DA\QL2SG]5>F8HGEM)""+EN1T29%72D;O?=,=69:)YBG$\S7"19H CO*+2:OLHZ]\VG M\FRO&- "R.HOB$"./8C3]&OE#C)U-.>JU>1"H;.274&UX^F)IV0[=8]_3NAK M)0PDA'8K8\<.HT9CI-3X#\RV)&/@W"U7D=Q5"Q%?LHC_B2568EVZJ[C%\Z;#AV2UVY=E>1YQ^ MH>D;C? N%IF\$)95&8F7W2\U;=_>P.:^ANK\^J=1(&N>^@)IZW4KI 92^5LI M0OE2L6E:<*CNP6]2EN_I#RXV.MO=I58T3RN:KQ4MT(5VG.5F!P".WZK8Z&S! MEUK1/*UHOE:T0!?. <<*:,0FHWI=0%9O)D*ZF,]2K2-X0(W^(4:".YERUFG8? M*GO,$[=R*[7BLVTMY77J\.>!,GM"]A'ZAD%Z@#/%! 5I32-]&GU&K4,W.[MXJG93ETF7B? TM1(&$D+T4EN(FM8;#6R]%=NX%82KTE9XR_TZH:^5,% 2EL]. MK5_9$Y(]%N?7\'())<\]>.F7)RH:^/* QV>< M/48I S%9"RKK8BSF0%.>F2AO.T6O_$_4,Y14EQN" Y)EAN([]>4\N>;G*_^ MN;+X'U!+ P04 " "BD5Y9+DK?*$,3 !(0$ &0 'AL+W=O/%WF]?\KW[<_[TX4^:,O$A7S<+E.U@MUMO_QC^:%;&S@*8>6$!K%M!. M74!O%M [*XQ'!Q88 PN,3ZU@_L8W06T PM,F@4FIU:8-@M,N[^#<6"!6,/ M[-2W=_$L<'J6U)'CW^YT:DUU*<_-O>OK1]?BW3^QZVZ MO$FR_.]*\N=F4?Q4?E5^B[,LKEI*>64F1;Q8YK\H?U7.E?P^SI)<6:R5+^% MD;\N7RR__OT^W>3Q^B9_=UZ4[ZF2S^=-_:MM?>U ?56)TG5QGRO6^B:YZ5G>_ ME"^O'UO>E2] (5G^O%R73RM4>URA'S4IZ,?K-\(?:UH(VW-\N6SJ;SZJ_!W/ A;LJV]ID9RTPCSF5-6/_:H_E0$FOL<>)3CAPZ6.CS*AG+&^3^L_JA=5]!OU9;]QOE*EV5NSQY7.\T?"C' MN/5=4NZ&%,K7G\KNSUW'^N7/WR/LQOE?*25+PB6>7_V_-K?=S6'_?7KW-] MWN8Ä\3QY?U;N6^5)]BTYN_S;7]3)Z+_Z!@82,TG,(C&,Q!P2&M08UJ /<:9\BY>;I&[,FW2YC+ <>4BR,9/^HOQK9]^D MKV&E]88V+(F96VRZ\P=1DU'1J=;R9(VB3DDYIZT,CRRI$]B 8F%)ZV,"":HI M],GDJ4\GS]J0iILB+ ^+US6)]=VQ+*BTPM#%)S)SLC93=32A9SB8QA\33F$-B M[M$5X9'E?!(+2"P\NB(BJ)S0A[.G/IQ)^_"WS>IKN6..WM8C%K=[J? TM4K7 MV\8L]U6K,_0UH10>VH0D9I*8X(VB3DDYL/J9JIU_)NSQTJ6&RR^7V<)\!#EMYE\:KO#%)Y1-K7XM("0UN/#S6MG!S:M:AFHI]%.C:J.:CFHJ':GZC[;9ET7 .B14-4BRA-[/*=Q(LJ M[?)/3[V=5WOBPO[WD2-AN3RXV4G-;+3=?=0V*TK(UJ#JJY/:ND MW-)-6TZ[>QMHW5]5 M0+42UB-+$5M;.5M:>WMZJ-:@&AJJD64)K9O&\Q2I5&.R]_3(EX^ M71CJ]&]3\.C9:7F-P0V-QJ\.,7<#I&L3?.(9XVY/H^$J5'-0S3UYG7AH71_5-M E0+>]-)-IV-])DVZYR]IN]*=NFHU1Y/.IJIT,'7D62RX/[%$U&J?O1%W4\ MF5RH$WW6,50T'(5]#JJYIZ\4#RWLHUJ :F'?2C&FZJ0WQ?? Jf/6A768T(85J9J/M$ZE@$:UI]54SN54=M*:,4W,RVPLJGO13/OK. E0+42VB-+$%VPB4*L] ?4KR M(EO,B[+1ZF[4(U$]4L5+-1S4$U%]4\5/-1+4"U$-4B M2A- '@C9_I6YC)2]W#Y**IK10S40U"]5L5'-0S44U#]5\5 M0+42UB-+$H:.- MC*GRS)A3+8^*8?7.$,U4Q4LU+4C1U5QU/R8VG8TNIMK>Y2LT+89J -J% MJ!91FMC:,61,E6?&OJRS9)[>K>M#O- '>8:F%5K51S4$U]\0UXJ%5?50+4"U$M8C2Q E VAB9)H^'1'6WK MAR1,I#*?*,9HIS4_6WZVV\#^3..O?P,N+#FUQ5#-1S4(U&]4<5'./?)"T[<=! MF2FK[20UJ];.CFHUJ .B&J190F#AUMA$Z31+C:.TJ,,$Y6 MS52J%&EU9)'4$SC*SQO*_<$C QJ?0S4+U6Q4=TU4F6M7JJ6H8NC'I9,]LM*K3 M4W4R-F9ZJX/OGOCN//3=^:@6H%](:A&EB7W6AN7ANNU?]+;E_O<\5WO# URMD(\M*B/:@&JA:@649K8T&U^3I-/8/-A MG3REMWUW#H"W=Z/T]C,:D6NT[K:RNWU&HV^H9J..@VHNJGFHYJ- .@&HAJD64 M)G9]&WW3Y-$W+A\C+S2X]=%T7*,)MY,8>^D8M*:.:@ZJN2>M#P^MZ:.:@&HA MJD64)K9T&WG3_LW(V:.R,6C\#=5,5+ 0S48U!]7<(Q\DM?XX*/'.,SD<#(& M3=&A6H!](:I%E"8^M*=-T>GR\..A9$RYB>"]#MY>*G^M_%Y^:/]/E'\>P_L MY96'#A>H9]*.A6HVJCFHVIZT M/CRTIH]J -J%]!91FMBX,2)O+$_D51? 9RGXM#\>7/^M[]^.OR^3Q7O[-^];<.M9EN?KZ][>QC-Z]&.B6H6JMFHYJ":BVH>JOFH%]!:B&H1I8EC0IO5&X]?^)S> MF,PG7:&.B6H6JMFHYJ":BVH>JOFH%]!:B&H1I8E#1YO5&\M36-R4(?)"@X<(M-,(WWG_J[[_U%NTIHUJ#JJY)ZT/#ZWIHUJ :B&J190FMG0;PQO+0U;_F2E# MY$4'MS>;UD,U"]5L5'-0S3WR0=I.&=*[L4>S>J@6H%](:A&EB2-#F]4;R[-Z MOZ=%0'P\5Y#>5H/#JFS\O,X'-06/7]S,3SVIQE2=3#3/E_)W\S@'DII&FTV&WW>E15[N@WWC>7AOFBQ7JPV*K25>KZO< M_6(]SY+R %]Y:N*VL!J:.9OI%Y[8P"RUKHYJ#:NZIJ\1#R_JH M%J!:V+- *QA-'6F=51)19<46;6.!NCP6N&W1#P\E/E]L#^(_U>?KE5>?/WPZ MT)UH !#53%2S4,U&-0?57%3S4,U'M0#50E2+*$T<#-I H7[QTN?UT'-AJIFH M9J&:C6H.JKFHYJ&:CVH!JH6H%E&:,'2,VX3A^-CC7I-LOLB/WTXO=X:..*AF MHIJ%:C:J.:CF-IKX(!>C>_L^6M-'M0#50E2+*$WL[#8'.),/JB=V]DVZ7%;3 M*#XDV;,+?ZEN$U+.FY;O[7@TYH=]JJI9J&:CFH:J,J/-=CI^\F:_X]*X'JH% MJ!:B6D1I8L>W\VQ/+Y7'?@/.5Y6GYP8W.!K=:S3A"8E[3_BVT)HVJCFHYIZT M/CRTIH]J -J%]!91FMBX,2)O+$_D51?

=/8SY(9QGBD7W1.R%5;51S4,T]<8UX:%4?U0)4"U$MHC2QC]M\G2'/ MUSWNI/]+^93DU4,UJF=2;6_+^;)>5#?B?/K\Y4 ?H\DZ5#-1S4(U&]4<5'-1 MS4,U'}4"5 M1+.(T<4QH$WC&2S_$UDS>ZAFHIJ%:C:J.:CFHIJ':CZJ!:@6 MHE!$:>+0T68 #7D&\!D3[,C%P6,!FOU# 0O5,%1S4,T\}BG1#\^U@;X/']4" M5 M1+.(TL>_;G\)A#0/M'$8.DC"#33AVHFJEFH9J..@VHNJGFHYJ-.@&HAJD64)@X= M;4,0D$>[GC-[OYP>:8W6M%!-1?5/%3S42U M1#5(DH3 M6[P_^QGRL%\4_WCV-0=T:CY4,U'-0C4;U1Q4JOFH%J!:B&H1I8E#A]8.':P3@^7DX,$ C3"BFC7I>8ZN M^J;S&%T;K>F@FHMJ'JKY]!:@6HAJ$:6)3=Y&$R?RT)DVTM+5Z4-1S4,U'}4"5 M1+.(T<11M9@XJ3\4L?)9!!*

MKBM4,U'-0C4;U1Q4;.YP)T=PAJIFH9J&:C6H. MJKF-INH[G3YZ,S*Z78Y&#U$M0+40U2)*${N\C1Y.Y-'#8=OPQQ\@Z)0FD_U) MU*8S8Z;KG6?2?,G?WN >1Q.'J&:CFH-J+JIYJ.:C6H!J(:I%E"8.!6WB<'+* MLX>?\7APN3MXJX\&"1M-F,U1-7H>#XZ6M5' 037WU%7BH65]5 M0+>Q9)6 C MVO-X<*JLV*)MLF\BSVPU#_^KGB/T6HGK2,^@1D53?JAF-EKG4ZFK6G>F,,2L MC6H.JKFGKA(/+>NC6H!J(:I%E"9T\[3-ZTWE>;T/JV1]4^Y+E\U;W_@35[?] M:" U!%A_;A;%)43+LL-S/7)BP]M=E0S4$=!PWW3_&;I&SZ4YM*B-@ZJN:>M$ \MZJ-.@&HAJD64)O9P M&]N;RF-[_^8Y +D^N)/1(%^C"4_# L;JI-O):$(/U1Q4U_-5" M5(LH;=O)Y_E]DA1F7,27[U9)=I=<)+XZEAJ8H@A4@J"(I?.[B'.%5(6,>W&M1H MYE2)!JV_0-V0+C!BJ="?9%_'M6@:)2B%95B=C!5F25]_T>TW$28+M74EPZ@3G9Q/<.L'5C5:5Z;8>]Z*2S"6=[MPE4THJD+S8W.QFZ27"WC0G)\FE">G\"TDBYZW+(V!BU\)?"L3>2 ?R0+E$1J(.=.05#<$-?ZC3B6VW6DW_>G/T*$Z,9.=]OJ)E+3\,_T_#@: MS[U6CKOH0<)K(C MT=0K,\[SFF^ 52T)*L#.8V;TX.^?,>G//"__HF0Y%%*MV@]O[KHJ..W^N>7[W74MMZ@*@$4P ?$TU]\LW2]V8/W>11))"EJA:6>2(%>5HL"=9/YL"U$5!{]Z)Z;ZN_^6+9U4WO9*!=SX' 6KR$ M#2_A&TL_')*$[@Z4MZP5Z[9D.AM5L_L77V-M&RN\|+F HN@9".}U=\EVKS,ZV^.#I#ETL7:\)52YW7;GA98S<8^U=7?S1B=K}3W22%2D[0'+5CJA.+;C%25O$22YIB<4U$*F*@=0Q)R%AS#E2>>&:WH(,MB+RH15Z^/F85Y\&XZ=A+70J:I#PGQ(&/.. MJV]'8H\L:HW:AN,86I7(%\+QZ9TOWCBCE05,S=2'D6CCX%D4!?@GC/>[V$ M*.D]*,T!3$H6C=%+2>(W(}$"=,X#D2&=ER4(Z5WH.C;F)RMDN:V.Z0U-U\N M5D ;92<;[>I+&GW)Z-7*2#&UP,EB0M)\4!JK:)BV1/?F#C5;?W@@ 8TQQ:>< M:6LE,S(#H.84E:.#TEA%ZV1=7MW2/7&>F*MK^HN,$;J*RFI(06D^(U5M*[J M=.YX ZHW=A./)\]ZXFI01Z2?S(7.*&W>*]?;TXA*(,$ E M(CZ@)?)TH)Y=((C#14>OKD!(.5U :P%6%5.7DH$$.,X5ZZWKF 2,'R@[A:4 MYH/26$5K#P9W>"PT[A,K[>TU%\5=+34'?;PLQ"^3TRLVJ,<%!?F@_9%ZR:E M\<+8>TM9&(.Z7E":#TIC4+3NW:/&'!.MLWM#+<5@/GIJBBM:>AQW+=BE]X;=M6V6G6^W*VAA:HC>T(!O#%:7=OF6;>&%VK_]JYSC;IK;COE3G^+@^%=EI7O>Z M&Z-)}$9S;,56CYG<>4#M)2B-5,1..1$[-O8&EABD\91$[RG'EFWUF,E:@QI) M4!JK:-W2+,5MSQGO0NG&21.\D7UF[U5,G2P_]!D%IK*)U;@%YKH.'9M+&31+L?E1*2K5O6D,BM9-46,VB=YL@E1O)6U,SI,38R5TPEG<)-&[RG'5+E4 M;G@0&P0=V]R:W-H965TW;/IF.Z$E&8P#U#?!7'A+W<0$0W$\,VM@^^AXNE4_,MZ3@E"YB!>$COF2R9I94@C"'A(4T0@ G$N++.O;K&K&F0U?H2PX3OW2?*$\4OJD M"O\$$\-2'D$$OE-FB+RLX1:B2%F2?OPJC!!EGZKA[OW6^1<,7L(\$@ZW-/H9 M!F(Y,88&"F!.5I'X3C= 0P'D*7L ^C7CVBS9%7 10=QF.17\EP$ M8J>!>Z@!+AK@4QLX10,G \T]R[#NB"'#3,:,,Q%1M.4W=9+)6DN:,%%IG DFMWX:RG0<J;#E6ZSK6]'W.XTIM8:V:.7O.GY?@(YV?DV"]J0[#'E>}M.S MV;&O+D,SCD *^EOH,5SI,;S78 1%[RAH. ^J.12\PT/A+40/2GQKRK@S)W3Z1C8(CNTYS)MJT3D!)7ET *(@>OL. RLJN?_*GPE3'Z1 M@.IP5A^4)\7!$VSL^Y*@2-L]LED "8JB#?SRD5VX+JH/R[9/H _M4$L#!!0 (**17EDTCPD/]0(*T(.9 >&PO=VJR:W-H965T7@.19H9;95 :,!FBA:=<6$<9-:6YV%H M%AGFS)R]$@MZLU0Z9Y:V>A6:4B/CWBF781)%_3!GH@C2D3^;ZG2DUE:*$ ==YS_B SR/TE29BR='G)("@1?VMOKV--09,&< RBG@;Q1NL-MM3B#M(<7YY>C;2G A\Q(FB[:,Y$;<=-B-J5;GB*?%A8LA%A0-;@S%]_X2=MSZUL;^2 ML1JO6_*Z.NO3'-9(POO86D[[H@U*+$&6]Q;->RB,Z@&3:J^/<##/29MKQV9 MAB73\/0Y!MGU[DV;&!BVQLZH_T)UJRW/Q%K"*,28.1% ^ %<39WW)$X_(7A. MI?J)014'16KZX1&1#6, 1K4!/!AN="*,UKV,",:N2:!]8ILXT\1O!,M$4W>[B. MC4=[N'I_NO+N*U%;NPW^S'2?3/\U&ICL6B[W*![-YI[X6M,J +CB MQ[^.[+08TB@CC* 66)UQEOI(DK2'*.QWN9_ K62M+I=ZUKNB5 +*U>.]-V379A M=(YNFWH'N@)6BL?62Y[ZSMD%,,=O.[4)NLX^YEN(';M2.[9>[M1VTBZ47I-R MT!NY^Y1O(8+L2@79>AET;& M-MYO@KN]_OZ&5%0[.)CK0)7^L?4"Z,A.N]DN MS*18F&&[,*=]8>[,/#B-^2UDE%WI*%LOI&J[\%M%8MA(]OS&FNTUM&N@:C4 MF*V78[51WP@$ W5PI6:"+[_O&:?*%BD1((M,@?5=N>@%5 C[*,X/"_ (!>2E M]2/^B"FG,(5+4TZ+J?K)0Z70L%ZAU4)"%@L&"R(A3(6>)#'ZU)M *5_K8@ M%,,.[.UGOCQK#OZ66ZSK6]'W.XTIM8:V:.7O.GY?@(YV?DV"]J0[#'E>}M.S MV;&O+D,SCD *^EOH,5SI,;S78 1%[RAH. ^J.12\PT/A+40/2GQKRK@S)W3Z1C8(CNTYS)MJT3D!)7ET *(@>OL. RLJN?_*GPE3'Z1 M@.IP5A^4)\7!$VSL^Y*@2-L]LED "8JB#?SRD5VX+JH/R[9/H _M4$L#!!0 (**17EDTCPD/]0(*T(.9 >&PO=VJR:W-H965T7@.19H9;95 :,!FBA:=<6$<9-:6YV%H M%AGFS)R]$@MZLU0Z9Y:V>A6:4B/CWBF781)%_3!GH@C2D3^;ZG2DUE:*$ ==YS_B SR/TE29BR='G)("@1?VMOKV--09,&< RBG@;Q1NL-MM3B#M(<7YY>C;2G A\Q(FB[:,Y$;<=-B-J5;GB*?%A8LA%A0-;@S%]_X2=MSZUL;^2 ML1JO6_*Z.NO3'-9(POO86D[[H@U*+$&6]Q;->RB,Z@&3:J^/<##/29MKQV9 MAB73\/0Y!MGU[DV;&!BVQLZH_T)UJRW/Q%K"*,28.1% ^ %<39WW)$X_(7A. MI?J)014'16KZX1&1#6, 1K4!/!AN="*,UKV,",:N2:!]8ILXT\1O!,M$4W>[B. MC4=[N'I_NO+N*U%;NPW^S'2?3/\U&ICL6B[W*![-YI[X6M,J +CB MQ[^.[+08TB@CC* 66)UQEOI(DK2'*.QWN9_ K62M+I=ZUKNB5 +*U>.]-V379A M=(YNFWH'N@)6BL?62Y[ZSMD%,,=O.[4)NLX^YEN(';M2.[9>[M1VTBZ47I-R MT!NY^Y1O(8+L2@79>AET;& M-MYO@KN]_OZ&5%0[.)CK0)7^L?4"Z,A.N]DN MS*18F&&[,*=]8>[,/#B-^2UDE%WI*%LOI&J[\%M%8MA(]OS&FNTUM&N@:C4 MF*V78[51WP@$ W5PI6:"+[_O&:?*%BD1((M,@?5=N>@%5 C[*,X/"_ (!>2E M]2/^B"FG,(5+4TZ+J?K)0Z70L%ZAU4)"%@L&"R(A3(6>)#'ZU)M *5_K8@ M%,,.[.UGOCQK#OZ66ZSK6]'W.XTIM8:V:.7O.GY?@(YV?DV"]J0[#'E>}M.S MV;&O+D,SCD *^EOH,5SI,;S78 1%[RAH. ^J.12\PT/A+40/2GQKRK@S)W3Z1C8(CNTYS)MJT3D!)7ET *(@>OL. RLJN?_*GPE3'Z1 M@.IP5A^4)\7!$VSL^Y*@2-L]LED "8JB#?SRD5VX+JH/R[9/H _M4$L#!!0 (**17EF_M_E+2H0_ !0/ 9 >&PO=VJR:W-H965TYH+'EW^)6BP(8Z!"HGPR2!%X %M1CFE=($#V M0 (VD.(<'QBX^U_[Q5V][!W">(P+\38 WC>)N#N[3UX"\Q&B8$<@V><<_9. M#(KKOS-2,XA3-C>Y6+M<@;EKU[EJUNE<6:<+/A',P9V.$6IAI^_,1OBEB MU@7..0=NY8P*,$E'U"%$K7 LQ.L9WT[W=79^?^S;_[S[!?2!<+LJ>ZV* MZA)1R F=Z3+,<+Z]5YZ$,U;!'5H8XJACB!Z1L?SMC1U0O^O"J58,J789B*QMBP1X70*\,?5N&^O"WS #Q93OC>/RP?&=T)Z;QWY@-3 ["(/P$I9H8*OR2+L MPS8:6!1:7M#!+FSZG4U_M,Z^J',?I0_P*.KM@,[G3,U0*@^8'2FKFHNC"N!7 MYYHN-/Z4E3FE6##*EV&8BL8N4!5W*@M'*7$&6[\"=2$Z3JWM='AH)OUJ03A2$PM>@5G6S1V[L!.Z5<@T[[^&H]R0O:E&M MOW(?WNQ>@[SB7H?4N]?-/NH^ZMQ'XR^%F[9@-.46G%(LF5)L,Y$12+B+A'Q MC5LP)44!.2\CVGIU*1^V6TJVH,75?3\&KQ5$W BPL@Q 7:BZFLQU <%[1IP9H,3BK58[P0 M+CH6=9FU)MA51*1#/9VH-H965TMQ?#*7C 2,!.A1(VDXO3;CZ04Q7(43=E8(&]L MB>+][GC_\|GDXDC9'3\@),!#04J^M Y"5)>VS;,#*B" H!4JY9,=9044\|M M;5XQ!'-M5!#;6=WE!P7].28EH"AW=*ZL;O&!WYR350 M2[FE]$[=?J7EJ,B0@1E0B&@_+I':T2((LDX_FZA5N=3&9Y>/|)_T8N7B[F% M'!T^0/GXK"T8@OD: -K(F[H\2-J%S13O(P2KC_!L9WK6'"'KN:!%.RPC*'#9 M?,,'-A$G!H(;S,"U!MZQ?"=@=\.^%,]!*U!.-7#K#702[>,)M>O$)5# U8+1 M(V!]M]2!"YU],2WS4AM5*%O!Y%,L[<3J5UF+A'(.*B3+YP 9 C^!K2S'O*(6(MT!W84(%*@2$AWT""2:UT!5N4U0P+C#A(*S)2YR@:'T8+L*9%50NH:T :,P/Y M3'GY_.AEJ[\V2Y" F/#WTI_VRQ>VD M28=E9& QU${SW0O ^^$)+ <9!!E#*" M ?MDW'X^8F_+1';9]!ZS>>>V-K>HN@"'\P%XCA<,Q+.>;NX/+>? =4_ L =>M,ORNM'S\U_@7G_=KJQYX'BA$RWL^,U_CD_T9K'CS()92V(R ME9A.(/;R.NOR,AO-R\WV* |_OH3EKE\-9[!B=$L MG$?!62)(IA+3"<1^9DYVB.YH9M9RCR0K5N9%)@5S7L-,N35LL@!JN7-B(-UN M-H/Y&"6_MG2-TA*CM-04K:.^1]Z21]R9:41N&*4%-TA*CM-04K2_HT][9'=W/ M&6I'_K.>X,>1[\W/N]' O,B+0O^\&4WCI?_.:[)BGYQ;%8CM]8$A!QFM2]&< M,W2CW:'DE3Z*.QN _=B_7[L!XH@XQ]3G9$[XY ?T"V1Z7'!"TDZZ9&T$]2FMU2(6BA+P\(RF;G)LCG.RJU:6^4@^YH= 4/4$L#!!0 (**1 M7EF1SE"%HP(*T(9>&PO=VJR:W-H965T'+B 5;"0[23=?S _('RM M*(FOOH[OONOCO;[5CXEZ6 H]U!634Z]4JIE@++ ,;2:B+/> ,?UES41.E MIZ+ LA% <@NJ*QSX_CFN"65>$MNU6Y$?*,JRN!6(+FI.R)^SZ#BNZDW\O8+ M=[0HE5G 2=R0 I.@OC.W0L]PQY+3&IBDG"$!ZZEW.9HLQL>&GRCL),'8V24 MK#B _Y,O^=3S34!00:8,]&O+?D#0 H*G@.@90-@"PE,]1"T@.M7#N 58Z=AIMXE+B2))+/@."6.M MVE@\98Z3@,&\Y:GS/G,WC&9XBN.5.E1 N60]Z#3X?Q'P?P M6.OODA#LDS +!@F7T)RAT'^' C^(>N*9GPX/^^3\G_?%/WM_E(RPVO&AY0N/M[(@[:+A0E!7MQ>

~~3T\$MP>:4#M.*2VBZD8_1!2;5K5N_%(MB6/.(7->=I3W;+T]!,X"O.DQQ0FE(`M2S,.\,W2?S+W\PPU1>5*(Y5,&GC3Y?YVX$G1H2)8%II%R=.B';5_'^~
[6R9Y.M<[N3Z=266]%P^YO>"><6OK+5IN/,'9C.U.R-X9;="`MN*:>)K-9,6VX5)/STZ>RKLPT/!.E$Y]Y4]V)[Y(\2MKZ>[/`M)OWW6DQ8(Y5LY(.HSB:S";,`_>TO;>2#5H[7J]+HNCZ;S
\7O@CC9/GJ]*J# MO.&WMC_C^.TU]R!GDV+F"UQ+8UU_1U\^]XQIX6\`^'+5.?Y2U$^:"_`_>>U. MJDU7C'^*:?`8?1R>/(@]!/#`_)XQZO9.EN.!EVPCE#G$THNX E=W*G9TPQ1MQ M-
OF@]\)TS^/_8%D=GLUY]"\2YD3Z"V99]7B4**H2RHJ*<6]6U[+R'!7[@]=< ME8(%D F 3$;$ _)H$D"F 3$>!7'4X_]\ #-K.PH MZ7_&E? O[U*WRLD \AA 'M-"7HNJ4*U@1I3:,W;?PQ?
X#+W!9[1H2[47UG4W MV;Z.UUP:MN>UIVTMRF% V]:5ZZR>VC7PY_5^IF%V(BUE3Y5\UB)4*6-(Y)0YL526RE>@\,G8]Y@)*61.(}#K[]1O.#MN MW#USABO+ ^Y0U(D3^F!,+9.5T>;?
5=26,_86)?UN?*H=L2!MS8F]<^G)K;2W; M">.1N!$A&7+%C%H68M/=T7>&C= ;PW=,63*I#J6%F,@6E, M8ANUP 2.18@%L516^C[+,@RONLK]W?B7RT8T/P82:2,AU@9,J.(T/T'B2(C%
M@3'#1#]!+DG(72[Q]V/O;KB'L+ ^&C,@F",% 8!(8US@22T(L%!@$QIC(,@FQ M90Y)X& E(ZLDY%,Y65+3HX,S(,@O*,5?!C*,H5BFR#4IL6M>ISB#B,@T*,%I
M8*X33WO!>2]BV0SF.H/!1*Y)1W5-.%^3(M>DQ*[!F'F(B723$NMF2(GOV27W MN5 WYQYB(MVDQ+H9QGR.<8B)=),2ZP9BQAT=Z2H8$E!$+"&.&/3U#$LKHUUY QA95.I)01K_Z C"C2H?
++_3K+P SJG1DH8Q^ M!09@%B$FLE!&OP8#,!S=A7!F9<^<*]MA9=VKE\G$]587]4 M(P7E,[(D\P/FQ]8/. 3{6X,K<+#E24#[F6@U['V(B!>5ON%HST#Q#3+@'8+0% MG+XAA)A(0?
D(]SA!5$,.I*'<6$$_P7SJ4"$F4E!.O,HSC'F]^J?O42$F4E!. MK" 8S6B\5B %%6/,PUUC1OMHD(4*8@MAS#!U+Y'%"F(+#4P8AD8*,9&%"F(+ M03WO4S_\# M4$L#!!0 (**17EFP!0"]-@(!PJ :
>&PO7W)E,';O=V]R.V)O M;VLN>&UL+G)E;'/ VDMNHT 4A>&M6"P@N.Z+!!5GU),.HVP .>6'8AM$T4JR M^[:<@7U0#WH2<4:H0%Q^,?B$@,>72&C'?
7KB=43T]WLY:P6K^VPS>.]JC\U]VEOFS2W7ERM7A^6U7# M\UNJZKF#!()D_B"%()T_R"#(Y@]R"/+Y@P*"9OZ@!H*,^8/N(>A^_J ""J8 M/R@M4<8E0=($:P*M$W*="+Q."'"8B$#LAV8G
[(1H)P*U$[*="-Q."'0]"WH-Y"H+>@WD*@MZ#>0]"W MH-Y"H+>@WD*@MZ#>0]"WHMY*H+>BWD]@MZ+>2]"W3EZ6$.BMJ+<2Z*VHMQ+H MK:BW$NBMJ+
<2Z*VHMQ+HK:BW$NAMJ+<12&VHMQ'H;.BW$>AMJ+<12&V3E]T$ M>AOJ.01Z&^IM!'H;ZFT$>AOJ.01Z&^IM!'H[ZNT$>COJ[01Z.^KM!'H[ZNT$
M>COJ[01Z^^1C)8'>CGH[@=Z.>CN!WHYZ.X'>CGH[@=Z!>@>!WH%Z!X'>@7H' M@=Z!>@>!WH%Z!X'>@7H'@=XQ^=F$0.] O8 {T"]@T#O0+V#0.\&]6X(]&Y0
M[^8G]2[CUR&7._W&]__DU2/YW/S]?*7Y??.R4VXX%S?5I2GOU!+ P04 M" "BD5Y9X"K5-FBQO5O 5$VP!98< &33-NH26S9!LKM<5) D$%*A)OTZBU/6_B MD;Y5S^Z>/<7)MFO[N"C6*?
E3QF*UIL[&TGG]\\K2A M^_I3R00UH7[@-=S-X\40E/3Y.;&=&V[O(MM6Q;3 M_Y=]") ^)$@?"]0/#=*' >EC#M+ ',4@?)R!]\!E*(RBB&UL4$!.! A0#% @ HI%>6478 MS?;O *P(!$ (!KP
&1O8U!R;W!S+V-O&UL M4$L! A0#% @ HI%>69E.Q. % "L_M'P & @($." >&PO=V]R.W H965T&UL M4$L! A0#% @ HI%>6>1>F74Y!P XAX !@ (") X M 'AL+W=O&PO=V]R.W-
H965T&UL4$L! A0#% @ HI%> M632/+;BR P @@T !@ (".!11\ 'AL+W=O&PO=V]R.W-H M965T&UL4$L! A0#% @ HI%>6;#9GN$)! "PD !@ M (".!Y3< 'AL+W=O&PO=V]R.W-
H965T&UL4$L! A0#% @ HI%>6;_' M5M,L"0 6QP !D (".!6%8 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% @ HI%>638":X%!@ , X !D M ("!Y6L 'AL+W=O&PO M=V]R.W-H965T-V
!X;"]W;W)K&UL4$L! A0#% @ HI%>60[5'5]^ P X0@ !D ("! M>(H 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% M @ HI%>60SQ9N*3 @ C@4 !D ("!))P 'AL+W=O&PO=V]R.W-
H965TH^K0P((H& 9 " @:.A !X M;"]W;W)K&UL4$L! A0#% @ HI%>6<'BV#Y& M# JB, !D ("!:0 'AL+W=O&PO=V]R.W-H965T0, !H(9 " @9"S !X;"]W;W)K&UL4$L! A0#% @
HI%>60&=P[YV!0 1!H !D M ("!0+< 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ HI%>671&/Y8H P S < !D ("!8\@ M 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% @
MHI%>60HEXGN6!0 1 T !D ("!HM< 'AL+W=O&UL4$L! A0#% @ HI%>61., 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% @ HI%>6;Z3D W= @ P < !D M ("!.NX 'AL+W=O&PO=V]R.W-H
M965T&UL4$L! M A0#% @ HI%>6=(X0#S6 @ ,0D !D ("!>?T 'AL M+W=O3(% M !B'@ &0 @(&& $ >&PO=V]R.W-H965T\% 0!X,"]W;W)K&UL4$L! A0#% @ HI%> M60>9=XH&! #Q0 !D
("!<@H! 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% @ HI%>60=PBJ.]! _1D M !D ("!JA0! 'AL+W=O&0$ M>&PO=V]R.W-H965T&UL4$L! A0#% @ HI%>67@[&ACO @ ? @ !D M ("!RQ\!
'AL+W=O&PO=V]R.W-H965T MLF 0!X;"]W;W)K&UL4$L! A0# M% @ HI%>61MI$7(. @ 2 0 !D ("![BD! 'AL+W=O M&PO=V]R.W-H965T&UL4$L! A0#% @ HI%>62Y* MWRA#&P .2$! !D
("!5C0! 'AL+W=O&PO=V]R.W-H965TM+ 0!X;"]W;W)K&UL4$L! A0#% @ HI%>6&PO M=V]R.W-H965T&UL4$L! A0#% @ HI%>6;_^4M*A P % \ !D ("!-MKE\! 'AL+W=O&PO=V]R.W-
H965T&UL4$L! A0#% M @ HI%>621L3A;@!P (S4 !D ("!H6H! 'AL+W=O&UL4$L! A0#% @ HI%>6&PO=V]R.W-H965T# 0!X;"]W;W)K&UL4$L! A0#% @ HI%>6=4.0%Y& P SA0 T M (
!D(8! 'AL+W-T>6QE&PO=V]R M:V)O;VLN>&UL4$L! A0#% @ HI%>6; % +TV @ '"H !H M (!09 ! 'AL+U]R96QS+W=O6>'+1LC] 0 /2D !, (!KY(! %M#;VYT96YT
A7U1Y<&5S72YX;6Q02P4& $\ 3P"@%0 W90! end XML 85 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show= {};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref= ((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode('0); e.removeAttribute('id');a.parentNode.appendChild(e)}}
if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var
e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p ,if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}
e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 86 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report
table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; }
.report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid
#acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf;
color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl {
text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px;
overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-
weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid
black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom:
0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; }
.report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big {
margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-
style: italic; } .report .outerFootnotes { font-size: 1em; } XML 88 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html2733301false670false8 falsefalseR1.htm0000001 - Document - CoverSheethttp://www.udemy.com/role/CoverCoverCover1 falsefalseR2.htm9952151 - Statement - Condensed Consolidated Balance
SheetsSheethttp://www.udemy.com/role/CondensedConsolidatedBalanceSheetsCondensed Consolidated Balance Sheets Statements2 falsefalseR3.htm9952152 - Statement - Condensed Consolidated Balance Sheets (Parenthetical)Sheethttp://www.udemy.com/role/CondensedConsolidatedBalanceSheetsParentheticalCondensed Consolidated Balance Sheets
(Parenthetical)Statements3 falsefalseR4.htm9952153 - Statement - Condensed Consolidated Statements of
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businessSheethttp://www.udemy.com/role/Organizationanddescriptionofbusiness Organization and description of businessNotes8 falsefalseR9.htm9952158 - Disclosure - Summary of significant accounting policiesSheethttp://www.udemy.com/role/SummaryofsignificantaccountingpoliciesSummary of significant accounting policiesNotes9 falsefalseR10.htm9952159 - Disclosure - Revenue recognitionSheethttp://www.udemy.com/role/RevenuerecognitionRevenue recognitionNotes10 falsefalseR11.htm9952160 - Disclosure - Investments and fair value measurementsSheethttp://www.udemy.com/role/InvestmentsandfairvaluemeasurementsInvestments and fair value measurementsNotes11 falsefalseR12.htm9952161 - Disclosure - Consolidated balance sheet componentsSheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsConsolidated balance sheet componentsNotes12 falsefalseR13.htm9952162 - Disclosure - LeasesSheethttp://www.udemy.com/role/LeasesLeasesNotes13 falsefalseR14.htm9952163 - Disclosure - Commitments and
contingenciesSheethttp://www.udemy.com/role/CommitmentsandcontingenciesCommitments and contingenciesNotes14 falsefalseR15.htm9952164 - Disclosure - Income taxesSheethttp://www.udemy.com/role/IncometaxesIncome taxesNotes15 falsefalseR16.htm9952165 - Disclosure - Related party transactionsSheethttp://www.udemy.com/role/Relatedpartytransactions Related party transactionsNotes16 falsefalseR17.htm9952166 - Disclosure - Stockholders' equitySheethttp://www.udemy.com/role/Stockholdersequity Stockholders' equityNotes17 falsefalseR18.htm9952167 - Disclosure - Net loss per shareSheethttp://www.udemy.com/role/NetlosspershareNet loss per shareNotes18 falsefalseR19.htm9952168 - Disclosure - Segment and geographic informationSheethttp://www.udemy.com/role/Segmentandgeographicinformation Segment and geographic informationNotes19 falsefalseR20.htm9952169 - Disclosure - Restructuring chargesSheethttp://www.udemy.com/role/RestructuringchargesRestructuring chargesNotes20 falsefalseR21.htm9952170 - Disclosure - Subsequent eventsSheethttp://www.udemy.com/role/SubsequenteventsSubsequent eventsNotes21 falsefalseR22.htm995410 - Disclosure - Pay vs Performance DisclosureSheethttp://xbrl.sec.gov/ecd/role/PvpDisclosurePay vs Performance DisclosureNotes22 falsefalseR23.htm995445 - Disclosure - Insider Trading ArrangementsSheethttp://xbrl.sec.gov/ecd/role/InsiderTradingArrangementsInsider Trading ArrangementsNotes23 falsefalseR24.htm9954471 - Disclosure - Summary of significant accounting policies (Policies)Sheethttp://www.udemy.com/role/SummaryofsignificantaccountingpoliciesPoliciesSummary of significant accounting policies (Policies)Policies24 falsefalseR25.htm9954472 - Disclosure - Summary of significant accounting policies (Tables)Sheethttp://www.udemy.com/role/SummaryofsignificantaccountingpoliciesTablesSummary of significant accounting policies (Tables)Tableshttp://www.udemy.com/role/SummaryofsignificantaccountingpoliciesTables25 falsefalseR26.htm9954473 - Disclosure - Revenue recognition (Tables)Sheethttp://www.udemy.com/role/RevenuerecognitionTablesRevenue recognition (Tables)Tableshttp://www.udemy.com/role/RevenuerecognitionTables26 falsefalseR27.htm9954474 - Disclosure - Investments and fair value measurements (Tables)Sheethttp://www.udemy.com/role/InvestmentsandfairvaluemeasurementsTablesInvestments and fair value measurements (Tables)Tableshttp://www.udemy.com/role/InvestmentsandfairvaluemeasurementsTables27 falsefalseR28.htm9954475 - Disclosure - Consolidated balance sheet components (Tables)Sheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsTablesConsolidated balance sheet components (Tables)Tableshttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsTables28 falsefalseR29.htm9954476 - Disclosure - Leases (Tables)Sheethttp://www.udemy.com/role/LeasesTablesLeases (Tables)Tableshttp://www.udemy.com/role/LeasesTables29 falsefalseR30.htm9954477 - Disclosure - Related party transactions (Tables)Sheethttp://www.udemy.com/role/RelatedpartytransactionsTablesRelated party transactions (Tables)Tableshttp://www.udemy.com/role/RelatedpartytransactionsTables30 falsefalseR31.htm9954478 - Disclosure - Stockholders' equity (Tables)Sheethttp://www.udemy.com/role/StockholdersequityTablesStockholders' equity (Tables)Tableshttp://www.udemy.com/role/StockholdersequityTables31 falsefalseR32.htm9954479 - Disclosure - Net loss per share (Tables)Sheethttp://www.udemy.com/role/NetlosspershareTablesNet loss per share (Tables)Tableshttp://www.udemy.com/role/NetlosspershareTables32 falsefalseR33.htm9954480 - Disclosure - Segment and geographic information (Tables)Sheethttp://www.udemy.com/role/SegmentandgeographicinformationTablesSegment and geographic information (Tables)Tableshttp://www.udemy.com/role/SegmentandgeographicinformationTables33 falsefalseR34.htm9954481 - Disclosure - Restructuring charges (Tables)Sheethttp://www.udemy.com/role/RestructuringchargesTablesRestructuring charges (Tables)Tableshttp://www.udemy.com/role/RestructuringchargesTables34 falsefalseR35.htm9954482 - Disclosure - Summary of significant accounting policies - Narrative (Details)Sheethttp://www.udemy.com/role/SummaryofsignificantaccountingpoliciesNarrativeDetailsSummary of significant accounting policies - Narrative (Details)Details35 falsefalseR36.htm9954483 - Disclosure - Summary of significant accounting policies - Schedule of Allowance for Credit Losses (Details)Sheethttp://www.udemy.com/role/SummaryofsignificantaccountingpoliciesScheduleofAllowanceforCreditLossesDetailsSummary of significant accounting policies - Schedule of Allowance for Credit Losses (Details)Details36 falsefalseR37.htm9954484 - Disclosure - Revenue recognition - Narrative (Details)Sheethttp://www.udemy.com/role/RevenuerecognitionNarrativeDetailsRevenue recognition - Narrative (Details)Details37 falsefalseR38.htm9954485 - Disclosure - Revenue recognition - Summary of Deferred Revenue Balances by Reportable Segment
(Details)Sheethttp://www.udemy.com/role/RevenuerecognitionSummaryofDeferredRevenueBalancesbyReportableSegmentDetailsRevenue recognition - Summary of Deferred Revenue Balances by Reportable Segment (Details)Details38 falsefalseR39.htm9954486 - Disclosure - Revenue recognition - Summary of Deferred Contract Costs (Details)Sheethttp://www.udemy.com/role/RevenuerecognitionSummaryofDeferredContractCostsDetailsRevenue recognition - Summary of Deferred Contract Costs (Details)Details39 falsefalseR40.htm9954487 - Disclosure - Investments and fair value measurements - Schedule of Investments on Condensed Consolidated Balance Sheets (Details)Sheethttp://www.udemy.com/role/InvestmentsandfairvaluemeasurementsScheduleofInvestmentsonCondensedConsolidatedBalanceSheetsDetailsInvestments and fair value measurements - Schedule of Investments on Condensed Consolidated Balance Sheets (Details)Details40 falsefalseR41.htm9954488 - Disclosure - Investments and fair value measurements - Summary of the Changes in the Fair Value of Level 3 Financial Instruments
(Details)Sheethttp://www.udemy.com/role/InvestmentsandfairvaluemeasurementsSummaryoftheChangesintheFairValueofLevel3FinancialInstrumentsDetailsInvestments and fair value measurements - Summary of the Changes in the Fair Value of Level 3 Financial Instruments (Details)Details41 falsefalseR42.htm9954489 - Disclosure - Investments and fair value measurements - Narrative (Details)Sheethttp://www.udemy.com/role/InvestmentsandfairvaluemeasurementsNarrativeDetailsInvestments and fair value measurements - Narrative (Details)Details42 falsefalseR43.htm9954490 - Disclosure - Consolidated balance sheet components - Schedule of Cash, Cash Equivalents, and Marketable Securities (Details)Sheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsScheduleofCashCashEquivalentsandMarketableSecuritiesDetailsConsolidated balance sheet components - Schedule of Cash, Cash Equivalents, and Marketable Securities (Details)Details43 falsefalseR44.htm9954491 - Disclosure - Consolidated balance sheet components - Narrative (Details)Sheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsNarrativeDetailsConsolidated balance sheet components - Narrative (Details)Details44 falsefalseR45.htm9954492 - Disclosure - Consolidated balance sheet components - Schedule of Property and Equipment, Net
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Business Combination (Details)Sheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsScheduleofIntangibleAssetsAcquiredthroughBusinessCombinationDetailsConsolidated balance sheet components - Schedule of Intangible Assets Acquired through Business Combination (Details)Details48 falsefalseR49.htm9954496 - Disclosure - Consolidated balance sheet components - Schedule of Expected Amortization Expense (Details)Sheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsScheduleofExpectedAmortizationExpenseDetails_1Consolidated balance sheet components - Schedule of Expected Amortization Expense (Details)Details49 falsefalseR50.htm9954497 - Disclosure - Consolidated balance sheet components - Schedule Accrued Expenses and Other Current Liabilities (Details)Sheethttp://www.udemy.com/role/ConsolidatedbalancesheetcomponentsScheduleAccruedExpensesandOtherCurrentLiabilitiesDetailsConsolidated balance sheet components - Schedule Accrued Expenses and Other Current Liabilities (Details)Details50 falsefalseR51.htm9954498 - 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Summary of Restructuring Charges (Details)Details70 falsefalseR71.htm9954518 - Disclosure - Subsequent events (Details)Sheethttp://www.udemy.com/role/SubsequenteventsDetailsSubsequent events (Details)Detailshttp://www.udemy.com/role/SubsequenteventsR1 falsefalseAll ReportsBookAll Reports udmy-20240930.htmudmy-20240930.xsdudmy-20240930_cal.xmludmy-20240930_def.xmludmy-20240930_lab.xmludmy-20240930_pre.xml http://fasb.org/srt/2024http://fasb.org/us-gaap/2024http://xbrl.sec.gov/dei/2024http://xbrl.sec.gov/ecd/2024truetrue JSON 91 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "udmy-20240930.htm": { "nsprefix": "udmy", "nsuri": "http://www.udemy.com/20240930", "dts": { "inline": { "local": ["udmy-20240930.htm"] }, "schema": { "local": ["udmy-20240930.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "calculationLink": { "local": ["udmy-20240930_cal.xml"] }, "definitionLink": { "local": ["udmy-20240930_def.xml"] }, "labelLink": { "local": ["udmy-20240930_lab.xml"] }, "presentationLink": { "local": ["udmy-20240930_pre.xml"] } }, "keyStandard": 296, "keyCustom": 34, "axisStandard": 24, "axisCustom": 0, "memberStandard": 47, "memberCustom": 15, "hidden": { "total": 9, "http://xbrl.sec.gov/dei/2024": 5, "http://fasb.org/us-gaap/2024": 4 }, "contextCount": 273, "entityCount": 1, "segmentCount": 67, "elementCount": 621, "unitCount": 8, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 967, "http://xbrl.sec.gov/dei/2024": 30, "http://xbrl.sec.gov/ecd/2024": 4, "http://fasb.org/srt/2024": 2 }, "report": { "R1": { "role": "http://www.udemy.com/role/Cover", "longName": "0000001 - 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As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": [ "r5", "r65" ] }, "us-gaap_AmortizationOfIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfIntangibleAssets", "crdr": "debit", "presentation": [ "http://www.udemy.com/role/ConsolidatedbalancesheetcomponentsNarrativeDetails", "http://www.udemy.com/role/SegmentandgeographicinformationScheduleofFinancialInformationbyEachReportableSegmentDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Amortization of intangible assets", "label": "Amortization of Intangible Assets", "documentation": "The aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. 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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": [ "http://www.udemy.com/role/Cover" ], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [ "r859" ] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": [ "http://www.udemy.com/role/Cover" ], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": [ "http://www.udemy.com/role/Cover" ], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", 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Excludes equity method investment and investment in equity security without readily determinable fair value." } } }, "auth_ref": [ "r631" ] }, "us-gaap_EquitySecuritiesWithoutReadilyDeterminableFairValueImpairmentLossAnnualAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesWithoutReadilyDeterminableFairValueImpairmentLossAnnualAmount", "crdr": "debit", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Impairment of strategic investment", "label": "Equity Securities without Readily Determinable Fair Value, Impairment Loss, Annual Amount", "documentation": "Amount of impairment loss on investment in equity security without readily determinable fair value." } } }, "auth_ref": [ "r300" ] }, "ecd_EquityValuationAssumptionDifferenceFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EquityValuationAssumptionDifferenceFnTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Equity Valuation Assumption Difference, Footnote", "label": "Equity Valuation Assumption Difference, Footnote [Text Block]" } } }, "auth_ref": [ "r908" ] }, "ecd_ErrCompAnalysisTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ErrCompAnalysisTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Erroneous Compensation Analysis", "label": "Erroneous Compensation Analysis [Text Block]" } } }, "auth_ref": [ "r866", "r876", "r886", "r918" ] }, "ecd_ErrCompRecoveryTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ErrCompRecoveryTable", "presentation": [ "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Erroneously Awarded Compensation Recovery", "label": "Erroneously Awarded Compensation Recovery [Table]" } } }, "auth_ref": [ "r863", "r873", "r883", "r915" ] }, "ecd_ExecutiveCategoryAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ExecutiveCategoryAxis", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "terseLabel": "Executive Category:", "label": "Executive Category [Axis]" } } }, "auth_ref": [ "r914" ] }, "udmy_ExtensionRepurchaseProgram": { "xbrltype": "monetaryItemType", "nsuri": "http://www.udemy.com/20240930", "localname": "ExtensionRepurchaseProgram", "crdr": "credit", "presentation": [ "http://www.udemy.com/role/StockholdersequityNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Extension repurchase program", "label": "Extension Repurchase Program", "documentation": "Extension Repurchase Program" } } }, "auth_ref": [] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsScheduleofInvestmentsonCondensedConsolidatedBalanceSheetsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]", "label": "Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [ "r497", "r498", "r511", "r822" ] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsScheduleofInvestmentsonCondensedConsolidatedBalanceSheetsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Fair Value, Recurring and Nonrecurring [Table]", "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": [ "r497", "r498", "r511", "r822" ] }, "us-gaap_FairValueAssetsMeasuredOnRecurringBasisTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsMeasuredOnRecurringBasisTextBlock", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Investments on Condensed Consolidated Balance Sheets", "label": "Fair Value, Assets Measured on Recurring Basis [Table Text Block]", "documentation": "Tabular disclosure of assets, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": [ "r1059", "r1060" ] }, "us-gaap_FairValueAssetsMeasuredOnRecurringBasisUnobservableInputReconciliationByAssetClassDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsMeasuredOnRecurringBasisUnobservableInputReconciliationByAssetClassDomain", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsSummaryoftheChangesintheFairValueofLevel3FinancialInstrumentsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Asset Class [Domain]", "label": "Asset Class [Domain]", "documentation": "Class of asset." } } }, "auth_ref": [ "r502", "r503", "r504", "r505", "r506", "r507", "r512", "r824" ] }, "us-gaap_FairValueAssetsMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of the Changes in the Fair Value of Level 3 Financial Instruments", "label": "Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block]", "documentation": "Tabular disclosure of the fair value measurement of assets using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes during the period attributable to the following: (1) total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings (or changes in net assets) and gains or losses recognized in other comprehensive income (loss), and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities); (2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of significant inputs), by class of asset." } } }, "auth_ref": [ "r502", "r507", "r512", "r824" ] }, "us-gaap_FairValueByAssetClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByAssetClassAxis", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsSummaryoftheChangesintheFairValueofLevel3FinancialInstrumentsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Asset Class [Axis]", "label": "Asset Class [Axis]", "documentation": "Information by class of asset." } } }, "auth_ref": [ "r502", "r503", "r504", "r505", "r506", "r507", "r512", "r824" ] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": [ "http://www.udemy.com/role/InvestmentsandfairvaluemeasurementsScheduleofInvestmentsonCondensedConsolidatedBalanceSheetsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Axis]", "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": [ "r379", "r413", "r414", "r415", "r416", "r417", "r418", "r496", "r498", "r499", "r500", "r501", "r510", "r511", "r513", "r558", "r559", "r560", "r803", "r804", "r813", "r814", "r815", "r822", "r826" ] }, "us-gaap_FairValueByLiabilityClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024",
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and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as
appropriate), (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount,
effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the
activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy
for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative
information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the
fair value measurement, and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the
election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet,
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measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2),
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in other comprehensive income (loss) and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities);
(2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of
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An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. 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"http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Stock Units (RSUs)", "label": "Restricted Stock Units (RSUs) [Member]", "documentation": "Share instrument which is convertible to stock or an equivalent amount of cash, after a specified period of time or when specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesAbstract", "lang": { "en-us": { "role": { "label": "Restructuring and Related Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesDisclosureTextBlock", "presentation": ["http://www.udemy.com/role/Restructuringcharges"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring charges", "label": "Restructuring and Related Activities Disclosure [Text Block]", "documentation": "The entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r348", "r349", "r351", "r354", "r359"] }, "us-gaap_RestructuringAndRelatedCostExpectedCost1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedCost1", "crdr": "debit", "presentation": ["http://www.udemy.com/role/RestructuringchargesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expected restructuring charges", "label": "Restructuring and Related Cost, Expected Cost", "documentation": "Amount expected to be recognized in earnings for the specified restructuring cost." } } }, "auth_ref": ["r350", "r353", "r356", "r358"] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminated": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminated", "presentation": [
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A major class is composed of intangible assets that can be grouped together because they are similar, either by nature or by their use in the operations of the company." } } }, "auth_ref": ["r1006", "r1011"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable", "presentation": ["http://www.udemy.com/role/NetlosspershareScheduleofPotentiallyDilutiveSecuritiesExcludedfromComputationofDilutedNetLosperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table]", "label": "Antidilutive Security, Excluded EPS Calculation [Table]", "documentation": "Disclosure of information about security that could potentially dilute basic earnings per share (EPS) in future that was not included in calculation of diluted EPS." } } }, "auth_ref": ["r18"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "presentation": ["http://www.udemy.com/role/NetlosspershareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Net Loss per Share", "label": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block]", "documentation": "Tabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities." } } }, "auth_ref": ["r18"] }, "udmy_ScheduleOfCapitalizedComputerSoftwareTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.udemy.com/20240930", "localname": "ScheduleOfCapitalizedComputerSoftwareTableTextBlock", "presentation": ["http://www.udemy.com/role/ConsolidatedbalancesheetcomponentsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Capitalized Software, Net", "label": "Schedule of Capitalized Computer Software [Table Text Block]", "documentation": "Schedule of Capitalized Computer Software" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfCashAndCashEquivalentsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfCashAndCashEquivalentsTable", "presentation": ["http://www.udemy.com/role/ConsolidatedbalancesheetcomponentsScheduleofCashCashEquivalentsandMarketableSecuritiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Cash and Cash Equivalents [Table]", "label": "Cash and Cash Equivalent [Table]", "documentation": "Disclosure of information about cash and cash equivalent by type. 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Includes, but is not limited to, amount expensed in statement of income or comprehensive income, amount capitalized in statement of financial position, and corresponding reporting line item in financial statements." } } }, "auth_ref": ["r30"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://www.udemy.com/role/StockholdersequityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock-Based Compensation Expense", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block]", "documentation": "Tabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. 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This element may also include a description of any reversal and other adjustment made during the period to the amount of an accrued liability for restructuring activities. This element may be used to encapsulate the roll forward presentations of an entity's restructuring reserve by type of cost and in total, and explanation of changes that occurred in the period." } } }, "auth_ref": ["r28", "r83"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable", "presentation": ["http://www.udemy.com/role/SegmentandgeographicinformationScheduleofLonglivedAssetsbyRegionDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Segment Reporting Information, by Segment [Table]", "label": "Schedule of Revenues from External Customers and Long-Lived Assets [Table]", "documentation": "Disclosure of information about revenue from external customer and long-lived asset by geographical area. 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Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers
is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in
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That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": [ "r446" ] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate", "presentation": [ "http://www.udemy.com/role/StockholdersequityScheduleofWeightedAverageAssumptionsOptionsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Risk-free interest rate", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate", "documentation": "The risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": [ "r448" ] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems", "presentation": [ "http://www.udemy.com/role/StockholdersequityNarrativeDetails", "http://www.udemy.com/role/StockholdersequityRSUandPSUActivityDetails", "http://www.udemy.com/role/StockholdersequityScheduleofCommonStockReservedforFutureIssuanceDetails", "http://www.udemy.com/role/StockholdersequityScheduleofStockOptionActivityDetails", "http://www.udemy.com/role/StockholdersequityScheduleofWeightedAverageAssumptionsOptionsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Share-based Compensation Arrangement by Share-based Payment Award [Line Items]", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period", "documentation": "The number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan." } } }, "auth_ref": { "r433" } }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross", "presentation": ["http://www.udemy.com/role/StockholdersequityScheduleofStockOptionActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Granted (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross", "documentation": "Gross number of share options (or share units) granted during the period." } } }, 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M%2%FBK%5"_+&+RM)TT&X_=2SY6&^O_C8ASH"UK@DHBX2F7I31.NZ2?DV>>, M'NSF-E.O%AGHT)9I1AB=_EVEF'NZG=4J0B91UT[3XI6S=O!'' ;8]?Q;B(.X3K+GB%8F^ M8;)]=V,HXU]X_Z 0<=[N UK*6.7O,0,:!89[K(_^>-+M-M,YP7P,Y,,>1NA);5Z]4_OZA+$$^A6H"93EZ!L<.Q'HKK*<$!0/L=]+_>.B[_M]"";)0fT,I(.Y'^&=3A D#!$"9C.TU3JB(3:7'Y''7P6+@L A:5\"GXRS':I)?[86N;I*N+H>Z3\YX][!N)%jRA.<=*5U-/<>_4BP]216_MM1J NHH5QZ-G&^.$W1M.W#T>'MZ S'X 9IX&0NJ#D#>)\5R=OG1+7 >6H]F I MVLV&]MN)OFX-=]@%63!381$Q6)XF.'<3,Y5S8:V&0 GOC?/M,)S*!VB!$?=_M?X#]D*P0QA\H7]88_S3UD699IGK-H;8J7(_QICX_5E5:'\W0%RQ+RO)'LH@dL"WV%RG(0R!:T6#SRU2*\[B8#=#8\@/? +\'"H4C(WIC]S%$>-<*>ZF[8=P.P!7!E M:$@-R1$5$%;89)C$U]FLQ9ZSPJEITPU0Q6"L)=19 $H)?^RO7*D=?_.$BEJQ M'W1'AI7;PGCY#$*GF Y-BDD^6"V?,>O+D >, M[74(7ZQ_- =$_(Y0U%)_R3*#.*, M1EM >CH.H(**L@BR M*.*L0($,OW:IQG*UL@"G"LXC,!4*L3>W@3"+E&Z#PC(A;3L4XJT>4K-% -/NA M 1HBPWVZ>]KLH2G7>ICOMV"7EH>Z61/T+,7&RJP,0^T!-LB))E*$B7!E;.ET M,Z!5)SB X84R7/4K"KS1DQO52>UMJ MF]A@#)/H24,9#?ZXU^C/91$H?P)%WRP$W*=AT(UV!;81K>FD2>Z?1!PN8^9BJ MY]J<#A*?V&XGFOU$MN2L?MD[QFU:Q@8;%\[G&Y-%-W02PJS4=PX?ZN$Z2T$-MQEUC,OJ02C(97LJEB,I2 -!!&<:N2WC[A#!?1D-U53/TUAVSNWJ1@[=*P9<^ M$""0S4Q1W]E\!D1R64$H,:*M'E_/D-&!9$+,J6I^B/X-U1Q1"\)SV*4:.0>C M-.@Z@5W(01U7!-6*3Z]["?<,90DU739-V0=,(5P;W201ZZHYP2Y,.=+-58$. M=7F/Z7TV[1&#G) [1,8&1G>Y,X66'KI"C.HW^A'A'RES#35OC'Q[O'YWNI>&V M7Z_A]LQM.[{+>$&4<[*3TBY02P!:!,B-)SYT D,UOQZ%R^A6RDIUSFP^YP MS4_%0305LDFLE<*POS6-N!VUF6JN'P:^-5TP39%6TP6.%/U13?.PCC.)IO7 M$<>SE%OSQW%[>+:YNG<63G_"R^MWTMVX5AT"HW6H(S<=73$*$;*9_1O3 M>O MAVP7>[TUV^F;$7\G((LW-&W,AR1W&7)2'+W(,E]L\'#+#L[X MF!P#O>8:7A%43"%L_@H7[9UMEW.3\S1Z>+D M MC!65]MP^.W6 1N(+,UMXSD*.&A"BV9G2&>U2,^?0)EH(${7HM6$*;*+R:V6, M*\? *:,H594+0S6!ZNV15'2PH"8+'NFFW=LHXF+JES=+ 9N+F1,7%[1T>F/?3 MP=55@5"1&K_CZU6!V0)0CQJZ;6)-39Q><78^!^N;WF6F/UC&ZPF-L$>6\7VJC'-@O#;1LMO,,@\.54MU MTPSKR60*9(KHG7\4X-GNC0;.RR/W1L3G'LA'NNB!084+H+HROBQH M6%JQ1+4P!A0-SM#.&5[-X[#E8]XN",?=NJ3]0'-MJGF%,?>#^@-/W7"97ZJ8OQF[\]?<,N,&UW.RBEO>>{JIM1#8L JFDJN&6Q72 M4+&F30R+L\M4454BJKVYTDF183L9^?;<.MP:77;\NN'}-S*#(P%>ZY25RL=E MQQ-)O7OGR0+M@+1])+[!K! 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M)+"MD"3S)&#:3+'+'9Z7+(@?6BUU03_XP"0KT3C$E6>0[R71GD02? %.4Z<9W*.MK):.9S+P(?-C\]S7F0)*.*"5$?RL8999>DV5GD _X:Q,/*.]FQUQ/NL9<9XG-M0 =NC_%|_\T2:+.*K0IM.!??K0 &^.#U:C)"\U=>HC#R1# +/4&A%59R!M'U, MFK%*\V _>I*FGA-F> (%!+,7%G'2"NX0^&T?FM\!*=LXM'PV5HQ[T9@!/E@9W^(^M9U![UQOV7N#(=S[;Y,%ONP4*IF)B[_YMXF:!O]NFM*,36E/'MN?R,T6MS0L, M/)R-PS6Z;.]3\0^(Z!2,HR)-J1F)+[L1&#?9%@]\!< 7]X OZR_R^(, (-1 MD%_[309,BBB,)6F^@&Q&L,GAN41>,7,.GLDIJT=6OH+ MKJV+*FU7M?8BOT#-0?G2T@eQ"@R)CUKLA)7Q3QL*=\F3N(RMN!M MK6FPZ#9MX(FU)'S(1:S@62#%A)ZC%Q.V[%4UB4%I>\KY1%6U 6(D"3T,2DR MD^7CCA&.!PA?+U*5EWT@83759O&.P&G4S0}'XHJ?TZ185*T$&,.8Z8F.Z"U> M0![VG[C;$V"?K-O@U<%S:CURNY]&P@VMWG>^\L\>.>6>(75969.*,.F=QPS!0A.+8-2TL. M,V69G(?^J5^I3=QE40"9!T!34RI2VN"!/'JQT9W^6,_A&IE*> ^U@"R)YS: A MMSL.@IA]Z2@- ^:QS4AY&,9S:VL069,"(Z7((ECMT4OQI[+8X$ J6,?7D\5 M912GPR)MRLXXSMUX=._$B3/EC["><V4Z%VU>B'B S;0\',69)5@0[&TB MT+48A1W&?*#C^!+'9Z7+@?6BUU03_XP"0KT3C$E6>0[R71GD02? %&A(:E7'PUK8'<\=D;_=H8O M>[O5VD_-T=G7!*<.96E>@RDH_9V9UV:V)(U]#-L]2X2JGB*8;+BDEI83K.ZB M$ .N 2/*$'<;R(YYD1>,GT7<-'',=:KSA_I.+Q'Z@)?H07VG6[+8^2)N&\05 M'V[@0*K3(6QP%48NM=D*?'#5P)1M:WK?\F>5!A,UNTBNT5IQJD8I[^/S;@WF MZ^, "'41CX_TG]IV%CH!QT[M-1#!?[BA\,[],Y2C>\IE-=F%Y1,>*[&+%M:EN MHPS\O^Q4W.W/+ [>~]HFJZRZQZ=M[_MNY(AAW>3 $\G2;B$OV;Y/KQ'U!+ M P04 " "BD5Y9E["?9'$(#*P &P '5D96UY+3$P>'%?97AX,S$Q M<3,R,#(T+FAT,>U:,6 ,M&.^?G\%,X+1,)8#M2'Y1'#LMX";N9J! (,L?9>C]=-MT!(5$Y%$C:3L>+]^#TGYW6F=K>F3W(TVJ7K5.?A7R M@8^I:]=ED?,S\ZK6:Z/>&A'K5\S_O/ M@;5[?QZ)5&,RB<[N3S?&YDA4WF.PH=!:)*TFQM+L49=IS._3EHWPP TVZQ"(M6,C6H6?_M4U+..()CZ>M'P8\88I=J0 ;73X.Y)W'U[SYU;XE?HV6_2D2/2>]DOB-L+BZN[I$.(.?NN06,?9[M@QZ,NY\O? NI<_=@EG8N!60G_K%8O,7V4B5>B1$1TS(MF8LPF*B1YQ17[.]02XXRGIC?Q[341*/@]9 M$_\K_TQ$1.Y"EDQ+I)<&%:3BK/WZ,E'=NTQ\H KKCY5.IN0A%9.8A?>LY!(B M711" 1=2@=*/*2A/*4VG)$^US!DB@!BPN@#YH23!E>0T)A$ <$L2D:!8:>'L M.@Q2%C"E]P:DX0^.,R[.*,"O1#.8,K8B@K,80P"+B$B8):B.SP)F223$0)& M1.7FQZ+_A$E6#&("2+B*H3:,.<)EP/4* *F.!==",F\$U%2+,,,J%9#A=7H97 MBKC;ZT$<(Q%/D5,#CT4.2X.;$<LE]IY&9J.88AZ=!C(<8$$A92E@&:.& M*33*DV2#4(#>.%Q LLJ_6I@;*X0V++AF+/(8!<" <.#CN=LOX$5(U(% (N)FH$2 M-8,K+2DFIHN:F\QM>EI:PI6:,,'AKX24*:TM[_ U6$G&F\-FU3]MJP)!13DW M#""BB./2IJE']&06$$@P\,,)(XPH' 8YC,*+I/2,=4$X_CV%A16/CB!W;KE8TFBMW MR8W42QTBS?C$\- (24!UPC"\[3Q2M3!1A(A/G.GQA8MO8$D1#= M>P+)9L6KF56X9 K.\;FQY>GKP"F9RAG07.W>Q92P(0,(BIE<412YQ "@GC%7 MEM!@Q5\[CM&S"RI"0!MV.3AGT'P_RF!K61EC6B45=1@]7 MY9?%"?X:,F,(8D5_%GCZ'2/<*ML-]@>UII5'=A.WN;+0&WMTI[HQAX'[,0P__MJD1*#5]3!5@;06CP2F4XPPf0S.F0QUQ/3;7>_JW9219F%D%N&ZR8+@E*6Q0>_MBX"R7&9 L+++ (@B$#*T#5EK>LQ2'(0:0T<(RLT.,"62S RMV$L_ S*\6KL& ^ MP'7&LMTQC7+12:9+(]@[?@8:5!,_I<%NQ K>YRNVRS\$1'T*)RXG H"/0Y>9X!4B+_P7A,T)T25O$P3F0%Q(M+MNR%6G/X$%3FT40Y-*D>JD0;ADU$4KCOGDNB+%4@(%^<\]1R-$372)@%@RU M9ETXCH,_LV=Y<\QA[E?Q\ZK$55SU6"XS6*4%A1D&'$9E0LV,KC:.<6E3?TY=XU"@VHA MU;QTVQL8,DFXUHQ]@>^'N+ M(<<_ME!CH!=T*LR]W?1@G/-AS[+>=PWVZN M/ WL^?_X.8^]XI0}^Y@U(DAKB#V.(!E3[F#*IM!B0497=-0)DP^F#JJ!-; MMI):F6B?,S3P+7\59PIW[M[6#=%1L3EI/8C%0ERD"P %#5ARQ5RADJL\ M27 @^IW98(IBL?4AU@Z%>O4%2,6.5=]?J.W=8::#$AU)\$0)B6>6V@ =^U"X MP%C)53B>CD4\0J;,I? 2^>+8M"S9D21.+*4/K9"0\>*5>\=QK=2WQYS-7#17;..)#C?;.F>54^-19J_B_\FV>OW/C?HE M9^N59O7,C]KP*XT=G3VQR^N6&%E4&4W?'=0.UK#0JF:/Q%]]TV_@L9Y(E\VE M;R&^W\ZT.,_$7G(E\QU=\CDFT/_K=>N>27PKSUF\6T7+2_[0^EQ"K:.,W]S6 N%\;#%-6(.=G!L-M\07 %DCNN">2@3I%KMVQI[.E?PEZV9Z0HQOW_!>*;R,/Q[L2,?X+G.=YMOO MY*R8VD!.K.#6:OHI]9@" 6"H !L !U9&5M M>2TQ,'AQ7V5X>#,Q,G$S,C R "YH=&WM6FUOVS@2_GZ-@I?@N6E@.Y9?&L=. M"{B)LVN@2+*.@]W[=* D*B8BB5J2LN/}]?>0E- ^=UNDU7>>>P!>I8YG XPWGX MS)#B^4@G\NN8[9QYF>\Q/W?'YB!SGW13C]>\[R,>'AAP/> M;$9^6*M%]>]IWVC1LU;.J[UG7K/5#*]MVAG]CW> KA!W?92>QNS#0<+<3\HB9 M\=NGM4QW)CS4H[9?7KP,I]/(]$JCc81&?WU>+0&WMTI[HQAX'[,0P__MJD1*#5]3!5@;06CP2F4XPPf0S.F0QUQ/3;7> JW9219F%D%N&ZR8+@E*6Q0>_MBX"R7&9 L+++ (@B$#*T#5EK>LQ2'(0:0T<(RLT.,"62S RMV$L_ S*\6KL& ^ MP'7&LMTQC7+12:9+(]@[?@8:5!,_I<%NQ K>YRNVRS\$1'T*)RXG H"/0Y>9X!4B+_P7A,T)T25O$P3F0%Q(M+MNR%6G/X$%3FT40Y-*D>JD0;ADU$4KCOGDNB+%4@(%^<\]1R-$372)@%@RU M9ETXCH,_LV=Y<\QA[E?Q\ZK$55SU6"XS6*4%A1D&'$9E0LV,KC:.<6E3?TY=XU"@VHA MU;QTVQL8,DFXUHQ]@>^'N+ M(<<_ME!CH!=T*LR]W?1@G/-AS[+>=PWVZN M/ WL^?_X.8^]XI0}^Y@U(DAKB#V.(!E3[F#*IM!B0497=-0)DP^F#JJ!-; MMI):F6B?,S3P+7\59PIW[M[6#=%1L3EI/8C%0ERD"P %#5ARQ5RADJL\ M27 @^IW98(IBL?4AU@Z%>O4%2,6.5=]?J.W=8::#$AU)\$0)B6>6V@ =^U"X MP%C)53B>CD4\0J;,I? 2^>+8M"S9D21.+*4/K9"0\>*5>\=QK=2WQYS-7#17;..)#C?;.F>54^-19J_B_\FV>OW/C?HE M9^N59O7,C]KP*XT=G3VQR^N6&%E4&4W?'=0.UK#0JF:/Q%]]TV_@L9Y(E\VE M;R&^W\ZT.,_$7G(E\QU=\CDFT/_K=>N>27PKSUF\6T7+2_[0^EQ"K:.,W]S6 N%\;#%-6(.=G!L-M\07 %DCNN">2@3I%KMVQI[.E?PEZV9Z0HQOW_!>*;R,/Q[L2,?X+G.=YMOO MY*R8VD!.K.#6:OHI]9@" 6"H !L !U9&5M M>2TQ,'AQ7V5X>#,Q,G$S,C R "YH=&WM6FUOVS@2_GZ-@I?@N6E@.Y9?&L=. M"{B)LVN@2+*.@]W[=* D*B8BB5J2LN/}]?>0E- ^=UNDU7>>>P!>I8YG XPWGX MS)#B^4@G\NN8[9QYF>\Q/W?'YB!SGW13C]>\[R,>'AAP/> M;$9^6*M%]>]IWVC1LU;.J[UG7K/5#*]MVAG]CW> KA!W?92>QNS#0<+<3\HB9 M\=NGM4QW)CS4H[9?7KP,I]/(]$JCc81&?WU>+0&WMTI[HQAX'[,0P__MJD1*#5]3!5@;06CP2F4XPPf0S.F0QUQ/3;7> JW9219F%D%N&ZR8+@E*6Q0>_MBX"R7&9 L+++ (@B$#*T#5EK>LQ2'(0:0T<(RLT.,"62S RMV$L_ S*\6KL& ^ MP'7&LMTQC7+12:9+(]@[?@8:5!,_I<%NQ K>YRNVRS\$1'T*)RXG H"/0Y>9X!4B+_P7A,T)T25O$P3F0%Q(M+MNR%6G/X$%3FT40Y-*D>JD0;ADU$4KCOGDNB+%4@(%^<\]1R-$372)@%@RU M9ETXCH,_LV=Y<\QA[E?Q\ZK$55SU6"XS6*4%A1D&'$9E0LV,KC:.<6E3?TY=XU"@VHA MU;QTVQL8,DFXUHQ]@>^'N+ M(<<_ME!CH!=T*LR](

(DWY-$ST-B<"28K[9025(@TL\QD@3<2"!.N\H@I,FI@T-42;<@G31K_,MTF5(Z@QD[,*5=SB/C6TI>&NV-+:T-B[M3%+E7Y 99\\%-KIE6SYFE)?!9KAFN"X#UX<%78G&O!P,_ 7Q_X#VGOL%>I:YU!GWDK#-A4!70//2E5@G[O=08]M4>O'VR/2DBMH(+M9)ASZ>E!G>'#$Y8-/.29U!7]T\RLM M0Q%HF"*

SGC">G#0>*46WRC3IUM;N*K"Q*Z<.)*H8N]}3.@.5E_HRK^@J)3$W M2_NP5%Q#>.'*JN.+(#OHJ!P492,7 &.(R37C">,) 6'&L:I6HTG5MG;,_I@& MY\X@[#"]R<1S%R&'A7P.3:..-T(&:...DLUQ@;+}3-5Q0OY&10PX6GC]R7G!':C0.<4 ,M__'Y]O-Z+6/>-*4O=`8RX^H"W>`JO#BAE/;S8Q@!,++X="DWQ'<|_9_(0]=8G MKU2)7]X,/I1?JKB6,)*5I,G&G UI,W!E/&$]*5I.&"Q^I7 -+]&C@UNZN/*!D MQR18WV YA]V3\H,1H-R2J!E[*+E##]+BCQ=Z$B_UBHR"8CDA:I2L!RT9[,,'CE-+52-*1*ORA0,=68(8AL!C">,)Q1$, ^4K-M6BU1M$€"&K8-LQL"=^$8^.3QE8_&./RT7Q!GDSFLW#O'"X(-2K9&,83 MQA&DR,R)%&$V-PG,8%RY'>D[Y4YH0J=EE5IU(D!UY@$#5[XR,)4Y:-*6.$G"YEE3LQ*6%2TA8IV1A'5_9 -+EWN M#'1L;L2>Q@2)"5)K!>F0:LJ]Y@;&4!?OP_0A+PG\&&Y22ZAHO%>}K7KD6F M,0_X?>HM9?PJEC<,.FCU-8^2-]-5L:6UH;EW:B'/C0"T-O4E^._LRXQ2Y>4+D MTNG+Q$]/@KP'8.7*$^:%07:FHO"#*?*]?5F;B_L6L^,TGN!1_M[I 9/;W\OG MU5$D 5F/ZD>X=9N>6[^\U#7# <-U&;A6*@]7],Y 5T5>5YA*9]"G*>VE] 72 M7NLXEP6A,Y R.FV>]&4-@S>#]QJ\M5-E=65![PT4>(5H4AA%_PW^>)GLT1-MQ28Y42]U\K*L\{(H4.+9G.CPT.D93YC5'4(K!G*\/VDM=_K#1*=_]QH*\O,K MTU1+JQE/&$]R&H<]-5.I,I=/WA5^?

*[BCX4"\O5OWVIC:H>&0A.=PO=GE_1U M#^P0/2+_Q391U#/F)<5>LTONH\? M3YVJ5BA3U:W=Q+UY0[YI\1 9*0$TIL"6CEN8ID*!+L:W9OM6+C'\D7]Y%Q$VH M;N7%41^)Y8>/8C/;FB-H*KAAXZC" M$UNTY==&3#$Y9SQA/#EIN%*]ZNW117I;NR?Q#Q2$>($0?6 7.?1M$R8^)B/] M[;"&3F<424858:X9$ -MB]I9)H7QA/&$\:2)/,ECV=6-EI<5CYT31,4S$'ML@4Y]*#&QIH(:)3KL%4BU M11-4M -,H1Z'4D0TK-F0%H(CP">,)XPGC"X9%RD1QXW'D|>]F-YN-ECY:D*%# -KN:1A8H[*

M:LLB5*2K&]J|(]HFZWYC@M2RV!C3>F1VA!*AW ?W@^P3'HT25*SYKGLR10? MU!Q6@N:P3/Z8 -#'YRRU_&Q%)V7T\):@%QWZERLM*617A3$B9D#9<2'-%@+)4

*M9B]UB128%PCSF!0R*3Q'!*=R84E-9RW=)QB*JZ[RB,C:. 9G+*Y/36E,Y Q@YM7VZZ0TLRK1{&0,^KV6_##[A/+E3@S_V7:CYT]K\F$B3'*__M' B(PCX,2*1+/4*<84(%L>'.H36,ZX4HX$((^&\A-^I>[Q+]&- L9F2[4AFOB MY^+UX0|($] +\6?67S9^EJ+BQ4R]@+0HO?218X3V"_KX:EOA. %CZEI]9 6M6HQ&)2,[@C 6.1+U0D]=I^SU3U-50 T0YBBE*Z"C-+"(E>#K4(E.'!)9V.5V]

MG:,QI%/#WOMH:MA6DB>/+*9'!N!&)O0AU!HJ&Q:'(667FUE(#I&TJMCH@_MP80@0#0A}6?H4P/ Y49.@%72;^2D0%.%SJ#'BT*1@1/_SXT;> ^1_M!L"1WYNH.^;_YDWO;O%?(N(2GR46E-S"($(X]/>*A(/_Z7%GN=T?[/@LXD0 M"=OE#+>6Y6HK[@)9JVT^_>UDD9^F]A?K51-O(G<@S=4&0I251K*_YF_6]>__M6A:>% B"Q(P"9^:,5I>=]=$+A:$W@3YQXN"2EJD MZ0([%MT:1.7>

2L7463K]Q-I24(O(H6CIL:+I.VR38WQ3.-8/TPN&\|S>?HT: MI<6D*C!PX'BM4=A8[1#Z_O[F.]?Y$\|#0*5 5PC /OC-4O&2LLKQ=S93 :.++@=N:.2,.lL6K&#IW1:2O]2:X 0..D7JCFOJ IYKE 4J'/T6W0E0L2E

MI6F)_^X@*5? ,;'.4!JOW=+*]:Z9, O.>"73/AECFTNQ4H.''Y>'Y.<&_]B M9] 3>*GX@4/FMM(G'V:4,L!CH2!(_&Z5'@"#E.W.*\6*\|QO%WV)/;KSWO=>,/ 7OGK^%VV#$[G@5K4Q)HSB?

*0GAO\+Q05BR)SY)&E^#HYH ML1W7M<@LH>A:B&8'D4Q'|X,I=L6"XW*AT$ \30&T0AB/FPN,3N M74+%,T#$!WC(W>AG@*YP/!"FI>8F(F]NV>AU!C*O*<7,Y3*_EA)${6NX7#6B MHNG=6O&9N$^ MHV"M3!GBBH 4N#JV,,2=`F W>#O% ZOA]F79/T6ED;,+ S 67]R'Z!7#JS@L=9 M0:RU? B)OZ#HO[=N0MR!6US&T0YBBE*Z"C-+"(E>#K4(E.'!)9V.5V]

M6

*!@&BK7TFJS#;,!S2#W7 ZN%8$Q4$S5[''$XM8(@$N-,,24JX@VL8B M)B?KLOPQY"T(MOHB'5S&9YIW#ZIL5O@KC)F>D1%)5HWI))(3;&"]{ROL[.Q0 MZ\354^JHKE'{R71H,K^)>2A5SMU(VG?*4(FFU&S-3R>+,;=43ZNC, '-\]Z#+ M(+_;?!7F8W,> U6Q0+[*#TQ^*M.6 ;17P)6NNCM>!4SN'DRE6@?L8ZN"CI"1@JQ#1>]H=/RM@ UJ MTI0-U=JF4?'HQ3?L/V.ZZM=4V!RZ?_ESS_IC^J;GT&)N\#)$IG/B4LQ^6%/ M/[E)B*.K9E..4,NJ93SLUT1[NX'HD.@)RYG;RI.Q1Y[@74O>8^&=L\(=8H@3 MG_D;? P^CW]=838G0%,A?>;7%4O 6;;+-4J!7>XK\)7/P'\;5>6?IP'!HT-@*C (MB4TQIPKV3?#X_'!$\W\>S*<+&HDAEVLK(B^)$FCDOZ:OT'DZ5=J"186^ .2D M-1QE_1/$* <8S#LT<9QFN@P0//FKHT &P;VE2:/:UO2V*>Q(8N['"3? MO#^ @9;K)3MS/W"''9%MTK^5[I()+L;4W/Z6D*IL_^7Z5=HA3V7?*1 ;-0V8> M*!_@80Q1$##I&B? 3=4>_8$P*4*.)Z@U/Q:5XX2BE%_W"'^(RFWH^XPR\WN119V M]Y L(D*VN3WQEH3U!^6RO=T5-&/],M/#F8HJY[_%S:?8_PX(Z#6EZ"PLLZ@ MF_86ZQ0*H__F ?F3,(IQG- *Y@OOH)0F!'T^13(/V7 \P2O4AJP>)!^8\.9Y/ MLR50X.94+;">6'/&;"5GG81>QPA^B^2^9,-)IME9AUL55F$X]K$]6]8VA D>_M3SANDBH&9QJ"=B? @GSY&.+BOHO#)BW&I7"K8(4(U61\MX .'6\,-=Y1M)<-% M:KUO'}L&K*B;Z=O=&E&[&U}?*F@9(VRIF.J1TFZ>;3VD1]!^_T!1XI6],&V M%!W5.KFA2*- <:/NB.DVHOL*G/H)D4N:E;99#;.&,K,Z:[(VD?V3$8(]ED@MV M !-=UP]C>@PRPY0%T]C9E[V<=@N<@^*+P:[PP^=]#V;32-L, F'#X#&DC9_* M4V1KK_E08H=Z*ZKC>2/K[#6SK1G M2/B58$/_DR"",;!-54KY'F;^%_3LX/1'OY<^PE[IAQHXH*WA^PV\W MSK0XVW2^EX65X,NP'1<=2)8<'R@J/?O)@GZ_Y(E7E?:HS%3H"AE&'H@$O)KU MU^3;GH:_Y,K.L7L[0%:0!C4O-TV9'&C6AIP>W6^M: 85L>;PPI293Z MENQW M- ;W7+',K'1S\#E]_!1W9>+LSVI*-JO+$K4C[^]ZG_7V=G C2.L[9^5?? 9<= MZ!KZ*$CT&_PH7&N8^]KL#&-V#CVA#_,$\M/?HH;7!\M4T!?20IB5}(=''VPWID'[0I M_K]MA]H\V_#\>_K3(1JO MMV*;%A]*3R%:WKZ7O#00V:'*W_FD+Z7[_\O(7BM_8.*9ZJAE1=@@I>EZ3\=, MS'QO3J17X,CC;52\A2SWNTC8850^^ MG3JGOC+.K^-TYZINSW--@I'@+V@1UVKO@,6T,Y-ZS^7GO)YFERT1<2/?DNJ>;ZCR'/_*(M'G_%>1<.?P<3_1@F_TW@M>E>6,%+&HDAEVLK(B^)$FCDOZ:OT'DZ5=J"186^ .2D M-1QE_1/$* <8S#LT<9QFN@P0//FKHT &P;VE2:/:UO2V*>Q(8N['"3? MO#^ @9;K)3MS/W"''9%MTK^5[I()+L;4W/Z6D*IL_^7Z5=HA3V7?*1 ;-0V8> M*!_@80Q1$##I&B? 3=4>_8$P*4*.)Z@U/Q:5XX2BE%_W"'^(RFWH^XPR\WN119V M]Y L(D*VN3WQEH3U!^6RO=T5-&/],M/#F8HJY[_%S:?8_PX(Z#6EZ"PLLZ@ MF_86ZQ0*H__F ?F3,(IQG- *Y@OOH)0F!'T^13(/V7 \P2O4AJP>)!^8\.9Y/ MLR50X.94+;">6'/&;"5GG81>QPA^B^2^9,-)IME9AUL55F$X]K$]6]8VA D>_M3SANDBH&9QJ"=B? @GSY&.+BOHO#)BW&I7"K8(4(U61\MX .'6\,-=Y1M)<-% M:KUO'}L&K*B;Z=O=&E&[&U}?*F@9(VRIF.J1TFZ>;3VD1]!^_T!1XI6],&V M%!W5.KFA2*- <:/NB.DVHOL*G/H)D4N:E;99#;.&,K,Z:[(VD?V3$8(]ED@MV M !-=UP]C>@PRPY0%T]C9E[V<=@N<@^*+P:[PP^=]#V;32-L, F'#X#&DC9_* M4V1KK_E08H=Z*ZKC>2/K[#6SK1G M2/B58$/_DR"",;!-54KY'F;^%_3LX/1'OY<^PE[IAQHXH*WA^PV\W MSK0XVW2^EX65X,NP'1<=2)8<'R@J/?O)@GZ_Y(E7E?:HS%3H"AE&'H@$O)KU MU^3;GH:_Y,K.L7L[0%:0!C4O-TV9'&C6AIP>W6^M: 85L>;PPI293Z MENQW M-;W7+',K'1S\#E]_!1W9>+LSVI*-JO+$K4C[^]ZG_7V=G C2.L[9^5?? 9<= MZ!KZ*$CT&_PH7&N8^]KL#&-V#CVA#_,$\M/?HH;7!\M4T!?20IB5}(=''VPWID'[0I M_K]MA]H\V_#\>_K3(1JO MMV*;%A]*3R%:WKZ7O#00V:'*W_FD+Z7[_\O(7BM_8.*9ZJAE1=@@I>EZ3\=, MS'QO3J17X,CC;52\A2SWNTC8850^^ MG3JGOC+.K^-TYZINSW--@I'@+V@1UVKO@,6T,Y-ZS^7GO)YFERT1<2/?DNJ>;ZCR'/_*(M'G_%>1<.?P<3_1@F_TW@M>E>6,%+&HDAEVLK(B^)$FCDOZ:OT'DZ5=J"186^ .2D M-1QE_1/$* <8S#LT<9QFN@P0//FKHT &P;VE2:/:UO2V*>Q(8N['"3? MO#^ @9;K)3MS/W"''9%MTK^5[I()+L;4W/Z6D*IL_^7Z5=HA3V7?*1 ;-0V8> M*!_@80Q1$##I&B? 3=4>_8$P*4*.)Z@U/Q:5XX2BE%_W"'^(RFWH^XPR\WN119V M]Y L(D*VN3WQEH3U!^6RO=T5-&/],M/#F8HJY[_%S:?8_PX(Z#6EZ"PLLZ@ MF_86ZQ0*H__F ?F3,(IQG- *Y@OOH)0F!'T^13(/V7 \P2O4AJP>)!^8\.9Y/ MLR50X.94+;">6'/&;"5GG81>QPA^B^2^9,-)IME9AUL55F$X]K$]6]8VA D>_M3SANDBH&9QJ"=B? @GSY&.+BOHO#)BW&I7"K8(4(U61\MX .'6\,-=Y1M)<-% M:KUO'}L&K*B;Z=O=&E&[&U}?*F@9(VRIF.J1TFZ>;3VD1]!^_T!1XI6],&V M%!W5.KFA2*-<:/NB.DVHOL*G/H)D4N:E;99#;.&,K,Z:[(VD?V3$8(]ED@MV M !-=UP]C>@PRPY0%T]C9E[V<=@N<@^*+P:[PP^=]#V;32-L, F'#X#&DC9_* M4V1KK_E08H=Z*ZKC>2/K[#6SK1G M2/B58$/_DR"",;!-54KY'F;^%_3LX/1'OY<^PE[IAQHXH*WA^PV\W MSK0XVW2^EX65X,NP'1<=2)8<'R@J/?O)@GZ_Y(E7E?:HS%3H"AE&'H@$O)KU MU^3;GH:_Y,K.L7L[0%:0!C4O-TV9'&C6AIP>W6^M: 85L>;PPI293Z MENQW M-;W7+',K'1S\#E]_!1W9>+LSVI*-JO+$K4C[^]ZG_7V=G C2.L[9^5?? 9<= MZ!KZ*$CT&_PH7&N8^]KL#&-V#CVA#_,$\M/?HH;7!\M4T!?20IB5}(=''VPWID'[0I M_K]MA]H\V_#\>_K3(1JO MMV*;%A]*3R%:WKZ7O#00V:'*W_FD+Z7[_\O(7BM_8.*9ZJAE1=@@I>EZ3\=, MS'QO3J17X,CC;52\A2SWNTC8850^^ MG3JGOC+.K^-TYZINSW--@I'@+V@1UVKO@,6T,Y-ZS^7GO)YFERT1<2/?DNJ>;ZCR'/_*(M'G_%>1<.?P<3_1@F_TW@M>E>6,%+&HDAEVLK(B^)$FCDOZ:OT'DZ5=J"186^ .2D M-1QE_1/$* <8S#LT<9QFN@P0//FKHT &P;VE2:/:UO2V*>Q(8N['"3? MO#^ @9;K)3MS/W"''9%MTK^5[I()+L;4W/Z6D*IL_^7Z5=HA3V7?*1 ;-0V8> M*!_@80Q1$##I&B? 3=4>_8$P*4*.)Z@U/Q:5XX2BE%_W"'^(RFWH^XPR\WN119V M]Y L(D*VN3WQEH3U!^6RO=T5-&/],M/#F8HJY[_%S:?8_PX(Z#6EZ"PLLZ@ MF_86ZQ0*H__F ?F3,(IQG- *Y@OOH)0F!'T^13(/V7 \P2O4AJP>)!^8\.9Y/ MLR50X.94+;">6'/&;"5GG81>QPA^B^2^9,-)IME9AUL55F$X]K$]6]8VA D>_M3SANDBH&9QJ"=B? @GSY&.+BOHO#)BW&I7"K8(4(U61\MX .'6\,-=Y1M)<-% M:KUO'}L&K*B;Z=O=&E&[&U}?*F@9(VRIF.J1TFZ>;3VD1]!^_T!1XI6],&V M%!W5.KFA2*-<:/NB.DVHOL*G/H)D4N:E;99#;.&,K,Z:[(VD?V3$8(]ED@MV-

*MG>E(^E#,4:>UUIDQ4,!LYE45W)S!.>3D85JOE)'K<3JPB"T_T?-<6>"\=9+V M9< =X0PWV=.+@O0%.3^7T,!H\FM6B(,YH5.2 M/!-2F@1,E-8\94=272HY!2_7-M9ED"M*8H58\%V2G/,25\7?!E$KM?!_2>N#!NJD-:Y[5S[_A,;6D 30NG",$= M<9--,W_"I:OP'V F3=$L=H"ZH79_LN6G] MI?>G+!21UM70M893CU:"AFB54T !PMB6*7L*-XP,1P_XU#_-O79*,#FK"\Y: M+629+*ENVDK7+\(_%E-J*&XBS>%),T5 DV,?(^[M2F]2@Y@_Q_-9TNRJD*?] ML9?3C+L(L>93BR %6T7819[_ Y8?& PY3J7KK*@C@'*%&*C/#JWZV? @6T'46 MEC%"BN#{J/_S2WT/E&SPR "6XY@D=e=89D9B%@""Y4V](+7W3Z_-"T8-[@^+ M&.&-1PJ2R=,%LT2!7XEM^VDH&ZZ."V9YEZE^2 KOM M##^9LBB% (MW"$.=\PL(+,ZQ/HW=('H.KX)+,,86RV-5U"TI]9^G.N]"M1"=PT M2R'-6*K(O$L/F7PI6]IH&@9K.J=ZM<1&67+0_Q2AO>)M!<5<\)78.ECGB2RE ML8#368)L+NHX7EM84%:9*5F"ERGDNQ9R((L512S3JR9ODL7BZ(CE]%48O#9[M=;ON\?2ID#=_/6B+Z\$^7ZZ)Z\&S-T[ZLGTX]? *$K2I})2%,5:I+Z#C>V15,$9&R=UP3!@R\|2UJWP;VCTMRV MS.L"Q7)KO PE$991W5+$YIWLL,XQ)SE)XRF5#JPK((,2[!FZ^Q:EA9.,0\1 M8188W'W5^TL5%,^D<%!G5=!>7)P7O1KB1WAV)<<:\% (!G])0$L3T+J@I5+T MM07K(\TRW@1^2FO1+N62MU1$GVL,XKYJHSH#_I0J*=,W1,%A=_6/(3ZZS!IQ MHO["#':LS^?1*+@GT#DU?D\:\JST;ZY$[?RM MUMONJ^)I$!\X@>K94CNL*!++"N'-,FOA(G- D#0N&9*)B\Q+RD8 M+AM-B+D[K%GBHLCE9]I^74K)Z[U&]K7SNH+";/;C3+G^K74J[_ 4-1K-09 M"P[{R)<;4\P3ETKLZ&U*^VRQ5,$G'A!+WN>0(^DJ*0Q[=9'U5#!M"B>"IN. MYPI39-=+7K;@ AMF_BM8=)@YM'52.$.YV-TYQ[T]SW-,6)<$XWXQ,BLU(?{[[.^G]6C&VP>_9*@_K:Y'Y3\7+49I92V>A*:9XDG)X MV*:R .29HBMA)?)@BIP%9P4Q[L>*9_R.XS G M(3^) (IX@G4)Z \8,NF=>J!^$"9X"P=7#UU-\'0Q7X!?H%SD/I._T84]@2'B$+>82A@-MC%]{QV#]CAQ:'TR=%)YBD>4L59&$TC&MR\1ULZ)03%8MKV4D_8,N!KMKE_#* M"]$8&J6HY4-&#"_)$"%H)I+O?6.0QB"L2.NL16 50Z7(D(P11;'D@Z{4WX8V M!U^_5=V).]3^W$#>W!WJN<$]/A*YW%NRX+F&8>H0JD'SSRM]1(/P7]S4/?] M3ECU]>7T=$P? FA*$_-<3"?50=0#!EDAVPZ!>X+(I6P#]A*>;91CAKNDL#]/Q%-M))!?17BT<5\]K'TBIX/X1JH,8M_?MV$Y\@<CH#9?=;JAL;4|+Z\]6O3QJZPP? C:AW5$VTRY3H^5]F4W=G'N>8:*4QI)1'\.TO? MS#\>P4>_;/!>MT;&V*S\2!FIE;^O&THU1HI9_4C=4/6_-Q1+3.K\DS)V#O4+ MY2S&7<#_* G_>:?2Y0?O#,WDUXJD@@#\4OZ:O? 4U;?4=O_BF8(GX9+[%ZHS+ MSV*\3/8I887I-DP)^(/F[4OOM['W-XZ/9'8Z>K'%UU+L;"3YB-7:#2B"M#B& MB?*O<7U*U>V*XGUY,PE7]^8*R(7!ZQ)-#EWCP(FD-R#2C9!"\$MK? MFC:+9; M6\VF^/]=:ZTZGY;>,..3TZQTR[A6]I#Q.$?L6U>SW56DWJ][QQ.MN+C2"-]W M^.6]MBD;ZO@O/ZB6\N8TR\;/6BV_7FWLDZ2BVA%<.B NG1CR6-,$EPHN[3&7 MFA-+MC1=<*G@TCYSJ6[+NMT[7=K:B.;]87MO1&\6YK]2?WZE-5SK96GMEEPI M4SWAM+$FZU9,1JO>U1,IO8W75?JM0]J2L.Q9AMB2'FV)IJGR9#(1>]*K/;%E M6VEKR76T)X,-)_V- @YA(8.7''3^6]M]H2_5$V7%=/LFPW6@:=P8_NHC&7# M,*N[Q3[V;1]URY#'NI#'JJ'Q9:-B=VW?1RL;UN!",7'O6VPZN-O%P\R7\7, M+CVSC@Q?II_L/LK++B": PSA:U'+$U:V[0/O&*_L#+V6+1E;LG%H$%ALR6F" M#I8B:ZT#06)/3KHGNBZ;FG*9/>G(;.SQ>;@7#VG MR.Z)MMC2X1]^[0EBJPK M;>T4L26GW!+;DBVQ)? W:$D6>.&UC+/VZ&^GQD=@ JVO GJ'FR9K5]E 4)O")_MMT0]]*I*,,EIG'=#UNP#H]QB2TZS):JLJA>*I]R$G[@#6&_ 3J*JRMJXK?(5 MYN\IMX0V@M3>B#WTT9X(,>G? EBA@R5]W!AU]KS;IXX'XE79NW&Z=<^-I=;8F MFVK,]&.1QM.[?=0FLFV*?,SV?30,33:LWJ5CB7ULNX^**8^UWLGC8-/]_HYY M\]P+YC;XV@'>[O5SX"O-E@W3WLHK[&;E5V#V#V$+5=FP+;&%5[R%X[$\QU=VQ MA5>\A;8E:[K9HRT<;+D;?G&-ZON(?^:_5_P8-V9@$CHTXZ8LFF('>G3CJBF,+7.0!%;633X6O;CE:JU/=D.358GZMEWXV;R M^@H'X>"WV#23TQ9,=6^>)9^()*(#X]H' BF(7>S1+BI*[[##Q2ZV-F]E5>U= MHX+!YO-])GKH#TEV,*<-38_24+?-3'A*\V0#67272K*D!**KFHC55.VS0XS M^\1&7BJ_3\-T!+&15[^1$T-6M9YMY& 3_3ZPB#6)_BQ-%1RVZA?,5NG'@W[ND,IS;F:4]X,_OT5;WH#]A'44_ MCOSF_0+;K;B7\F/*VKC]9<_EPWTJ/ +!H -B4-62QU;[NV'!H()!SQ16,66C MC0DB&+0'NW9++##H9RXK1]]+L<|>*SF8]:R7K>44B*5XX$:FQH]LLO; 9.E!| M%]ZG7<N=D:.BV8FFUFERL-XS=4QEYE'BS)2 MK5)Q4S!4?QGJ+FG@J&&S%!&>V@IP5"'"H>H9Z@"LLBOTf=*Q^1#W^/W7%O#G M&W0O#=?]*_D-2 F]Q-U'@ESJ&)I'9.9Y 5BN5J34%R_^%VB:D)MZM;M^N W*H MF"3ALI:Z?;]05@U;5L>V/-$.[-[7G S7DRJW[7MJJMCZ3[8/A:P7>]K#/=7D MB3668JO%G@YE3XV)K-N:;.F]U+W4'O@E<6# U*8L6,E+)WKT FI9V%W9R*K2 MZ!A_E0=,SO72-R6G0--'XPDN^D/@^NL9V.=Q$KK?[J<.FNEHHY,@IDC7*>B1 MY,32//3]\#F67H$=GRS"-2%T*S*F8'L/B_:=54Q>IS^| MF7GQRG=>7GL!701JZ T?BW.*N=K:=LH6[.,WS]XL62*/CA3*IZE1R-_/Q|! M1[]L_UZW1L8K/Q(&:F5OZ;(2>W!L%,9M,ZOR3,G8.M4]<5 MN0&&[G" (1%^TY06QW!(P1!I>K??1W)!BF8TP5@^&A;XRHFD'RM$PR&%X)?6 M_-(^X$S_U_^'KG=AG$CA7(K($PG66_";+2*(0T]J:[?B/CJ4|D09]PT(X4!Y M:G0U*'CT"GET/&F+M=P?'JV_E1$\.AP>Q1HAH4<%C_:,1U6]=PAD#;WUWO+/ M%\2)^.%]J28*C(&JOA6_& MLCHY$##6Q!Z;L,'=$,=IVAA)P"R? 5K2H(R8&>H!'2T\2/;'EL'0C:>ONS=](M0"+'IZ>=,UMZ@1Z+8P*SLX(3=3A+Y&@8[,31)^V]*WY=X(^>C//7JBRIAQX+W[K@WK,]4O!^_JCMK*(9[(]K%LGLH1F G H:OLZWG>P] X57ZLT3,&T V5:8[*G*W*OF%:PVIPVEB1-4NPIF#-'K(F8N'O M,9DOQ)K]+9W5?F8$V_XSJV5UEB$LZ]_>`[GDA 8BB6)6P2^BF+6[8E:VON'Z>$>NN(? NG=&^O*7-.MDGM?@B4X]-HX=*RUSM85"KY;,LA#E7ER41H4<&C?>9135,'O=.CYVYX>C9J M'U;A>C@H?U^-8;-]%08\;(PQR/^P#(4_%?IQD/ZS6F"QB/TZY"_9X=PG+8/IN MG#E)<_=YH%#&C>74W!2>O10("WS.-"JGF3")9M*)C_MIE?E15-'03[GP#1 M37#_P+E?DTUK&,I?<+_@_K.$T&75W)/_VS?N,YQJB4F3G)8/?YU&^&A-^B(G MB8')AJLP]M!_>!T1GX(GY#F&/Y4["?*5*_DCSA36N4[J"]G*+CA7>JBJX6:K M&ST$"W\NHCSOY)'<3R/B?+MWVC#%UX[_[+S2/HBG8'(1;)MKKAV7?-YQVFO MC'5FQ TGZOB]!E8E$7X+9N)<>_;2(B+5_[S[P7--13-M<^1:EFLHMNK8T[&A M&_/)S)B.=7OR/V-P8FG2+/BM[^"%%*?*N;(5Q'3*%4RV5T+/DR#]=4%X;C/6 MRO,DY? 42I@2#Q%*XCJ2(Q&L_B7$;PA5AY* YT0f\V4GS+H?*+L$QH=O>>$LEKQ@!OHK(;-&=.<%")ONB_9P&)2(F]:Y$V+O&F1!]LC(HF\M-<C^O)+';P\CO8 M.QD<; ;?1Y)(/E;Q3G M].?!9O!}8$%H.*P1-O[)B[TP$+>SXM9){G8$Z:&FVMAL1,#VXES^ZHS[^D2 M#FM&5OK^(UQ5UF#WM0ZDGH7KJ4^8\3$$8^Q@1_8HFK1FVMYW7^S6OA\NPQWL M>@M^$_PF%)Q@N-XSG"48;G]7VE\2!Q:8FF,P1SJ111,]>@%=K0T,ULDL526= M)AWGM9<)=S2Q,>;=,$]=8G]GERHF\. RPVVRR(/!O1 A%IPW@V](2AEC$$@EF M9"9](:N$++'],(E>?KC+Z0QW,%R.]UTLL#$N%L9'S.& MA-GYSBHFK],?WLR\>.4[+Z^]@(Y-'WK#5\B9VUQM\2/E5_;QFV=OEBR0:T8* MY9S42>%OYA^/X*-?*GZOCPS#K/Q(&:G5C]0-I8ULN_JCNJ']?\HUG G98UL MO=V$+W::*/;6URIL"9=@7=.FHF(ZZC0' MY],YP_+GZ&GS!SMDWF\?,@T,N9W$L*Z)&.\63O!87V$VQ/W_B#:&V/ZZ[3]& M#Q12?JRL#(04/W;"+#U>8)/@QBULM% ,0C$(MQ; [")5$Z9OY-W4:@CDQ$^P98&CON9J)#N!W<>%$]2C9K5JV-R.7F6RJLD=>W M+X4A'6)+N9USJ:^\0$H6X1J&R+I2+<.+M$V&V$'$O]@F^ZBE?*;,L M*M?,1_'Z^:K:G;ABON(M7V5%.[!TNTNV&E#B:^NFQEV0L_=Y-H/6#<,\G#HW"Q?#=.6,2>R;K9M82]LF9VVS"6T_V53.!O'M"_L,-GH7!O%Z2:(&A;%7P(CTS+!L6;.-GDG5M7)<2?YK3Y&IH4]O+Z#J/A:$S-%4,FJ;)NB(T[/&$U'79T':?WPQ6$ M;*)&5%56M=]RHQO7L;5H,]>I8P<+6,.P8]/JF_Q]JSM956$_:.,Z M$)/7HH M'ZMRH9Z8.CB(F66YXFD"?Z_$?Z?&/+XT&M(P? ^"_Z^=_Q79LLWK9?\!1;S% MY;U084%'7+Y9LG6H8F/?=!A@O\%_Q_#_TT+)X?.Z?F&=Q(QXHUR#F5[\?KU3-:.X-B;TXJ5;?>M!.^3C%>CY*TF$;Y9U3V@:_+5KZ3-V6TIP0#N'Y'9$=ZIQLFFC3,PT9TA5.6[LD JG]4/W=2?K=[V-J7@!2LXTD@:F#)LTS[("<MR;9,H2U\KA-O*!VG.\,3$CBQ1UU<"IS8O<00.+%B^P5.K("#%'"0 @ZR? H$")U8H!J$8A&+H'">V M,R;8,\#0WG,U$QW:>[I#,NT]RF9]X');FQWA -X*C&I_"\V^.#YA47G6OPTF M+2!5KP/B9V+*=FN\!($<)=AJ#Z2[)1NV0.H5,-7M@FS95-JBD0A0LMV83Z+(M3*B& :@&S5)D36"K7GH,AL=7NBZ;FB+X2O!5Q.J*EL]4%=#LF746[)EVD4' M^QOL\^DQBXD3N@L:/9N2)^.%]2,.:.PRW*T2)TV1[O!NJ3*#M-.&C(NO*[F"5 MH&.3LT>VK/-A%EX??4Y(FYZYO@-C;-N2+:,$@.J"C(D^T2Z"-W@QXJ3P>7P)L M<[@4O002;%]M_^N_4?X;JT&D/H$S6WJ!%R<1+3N^!2!339,UJRU#JR?D--_M M4? >TQA!;=M&+)Ff[S;\A9H[\Y:HLGJ16WJQ);5Q M2%F=]"!G;D 4O43W[;YZ;U?CI'TF#+YC'5&,KH43/>Y(1Y0K&%596U\B:Y8 MHAM0W9,\Y8>)HFIOAK0GUT+Z!M0)PV]=)\.? -7"C=O"(29T/_MD21M=;]H7J] M)=#>5G9X[K>^LDPP(.AH\NI_OD[7/\$:5P,U7KOH7R$F".O:?#QL[^2+Y MT3+@9N7\0TK5[80>/10+U=1D4STPM-$%47J:I0+\;7:_ M7,4TL@AUNS:LO/'EQ"]VTBSWJK3:-K5F_8)^M$OM=//F07'}Y*M["3G8),JJ M'&NS6]2,S GM587M@B+'S;H3[Q@#EA&'04#\>]KN#AY.24D?4PM=OHN/S;R(MP/A5JTG? B04M.$_~'5;8)RN*%]Z*/='+OK"-6*U)\ZFT/;NEY!U5-YO$ZO]! MO*99>8?(HYG-'AE',]NX9M,YUVSSBO2C4?/:+3]AW%R]X+W2XILK!2^12L^HFPRBVR7/GA"R@HE'+L;/+75Z'2C%)11[MW5R.T^X@5G7:75*\GFV]9"4]I6?F!M[)I= M:(C;:M?,&JUQ*I-9IA8]>X{JE1<$GH?KN?TFZ_N$QX(=.Q_.4%-52MO+*^ MD,4>@DSK.[X?NE0-7I1{6JJD^1+82RBE^MDHW,/NY=0JW. M,6IIJTH;!F.%>PS+"\)$@@71OMC8)#0,'D.TP'B2#V@,G+(7T_>&\WE,$FP^ M3H\F'A1,WSHC;,1775MYQW6)C^_.C;2\V>Z,55K4R-0?5%GKK$&\+K/&]J#$ MUSY=\NN^FH"M294X7S!L&S9E?_?^T\?ZV[8WS;.K3BZA M]'E>X*WGT7/Q]-M89:Y.0N\'83KP"54.G*IXUV)<8O<|#@&K8U_5-6"(<9.Y.VE;W,%BD^S+0\;7:_ M*4]4#9KS9]H$>D99!AO(>DMLH?L$7 KK-/%YH_>E]@_'^3**2D^E$M&NJ'L@&\&%ZU(CA'XK_L M8HK"*YH-7.*=']R._^R\Q:C< M+-DH L'^1,)LKKEW7?-ZQ2+!P,IR (3LU7Z^!)2+\%LS$N^ ,))"&^7_>_>"Y MJ[*9MCEU+>-]7B-KF>_GIX0F2^)AKSOXW]+/B&_M9Y\UUNR0L2]N^^?#\MD>6;?W4 MMG,\? &!.NFG.;8P4>]Q9<^YV(UW5I*R18FA==0Q7=W<,%R3O[Z3,T:1E-_MZ M/AB/=W.4Z!PO6H>+SO%B^T7G>-$@6C2(%@VBVU8VW,)&"\4@%(-0#/M !S:B MR:)SO.@.OHWNA(8_UZ\4D%ES5 M3ZXR9=,07*6XJML%O9JHRL^?Y*Z?F&=Q(QXHUR#F5[\?KU3-:.X-B;TXJ5;?>M!. ^3C%>CY*TF$;Y9U3V@:_+5KZ3-

M=+MD/XYBW+_QBU_U"%?G,1GE^.6OZ8M/T7#Z!Y(Z[CGG]N>7X+1LMW)>GJ4 MUJ?%K0[":.GEY(;)4S\/ZA<2I,OG<*@./A[_>OA_6 B> ^ V"L%A+=+E<\"&*
M1BXK5Z7=?!SLQ:3|U%]4-5<]\LXF] \IT2R0NHX5$3F77R@@BKKV-FS6'2 MEX4TP+H'?13=)1BIR>%?,'AMA<3<4]C 2+AW'!^.):AIYLB+0_0T9Y=_Q&_!
MT*DW%W:@"EJ4>419PE,#+S7P2^Y-!9_X[Z3LDGH5G?),CJ.?8 BX!K#B/=HE MZL&5?T"^G(&Y,>2UD?6]0!*.9=7D.+"O.U;D. 3'/?/'D&-7F&M.W%>225,5
M7;OY*X]$RWN_Y)R>43VB3OCV(I#/'KI+A+5@TJ-O\ M@/3[R]:?\<9Y3:=[/A&L23*35C7107T-&LC4^"DB2?+,(XC@D$[.'X3_E->7-M)V>]-3.HJO3BY.4UN)M<7YQ?3-
]G%Y/K\YLW_O?[BS[\2F1+(KO!1_<>? MDAD0U6QWU".P6BQ! MP66J#IMD86QGNY+)N^ ?-??S.T1"PX^[1**MCG'4%/@&6%*E,;/5X,7*&VQ' MN<-RQ?X]T^8+9&KS*..$[9!
[{8N&9FJYM8O _MFRJM%HPM:2= D)4V"X^=R7 MTL[8\O[A8A'C6W5GZLV7'[RTJU%&8*!A3\X:]BU)^;UKZQ.TSG0M/A_< MQ5D8"AMM0LH'A"@0*SAR),,GEL0KPO2B=J)-"
[\@+I{D?'PZX0B<5@7((9Z1 MXZ1-GFD5GPJ+;@+[SUT:!:P&'S^R,L((T(* MU%F>6K[&ATKISH)X_2"2,_9G=SV+36@A07^_ML?:_WN+:U2TOO=4C/P,$3U
M,;,VV&F28A=2V.&&&LW6I3!:LJIJE))R#A=G5:/?YC%K!K2,V/MU4=7&OV8G M"?SD",)C[R0G(9"[YUH[8U6!E@QZ,WJ9@I*_6:SH 4$WVOXLT-O)D?H47C/M MBH
UE.@V;PT.7ZACT:T@E4S6#YRX,E,.5SDF=!G!K-U4X2!W1=OH/497&TR\ MQ.:YS&X*_Y(VO%%KD@4];E(E=89+R$V9803'D:I?,^'9 M9)["?81,IP=IU?QNA,YW31"P_[%IX-T-
)AQA-F*K|^O M-%"3H_INOSXZ??/$4_Y__M>;L[,K&Y-YJA>'ZW!Z<7R)\R9%P2RX(([FFW%1 M]{FH5S;/:PM7FL8/.DP 6 MRYWXYP_'M)3@5[+N0U$G M '2Z5S8V-)6XFQ<"VS+?
UY*7>+/)6Y9N?P:1+/*XIX,G_F/,N\1P MC.W)XGQ9"BMB3QE&.)0K"030,],B@10_B-'O[>NJL&?G3N[PBVH!?XY M-[8-'O[>N7HL+?1VI"Q!7L77 M5J>C@(X">]
">GT97YQ=C (Z"NB!"NB;Z_CDXNJ-!/2S;37V=AW %*)\0[|% MT_HHHLGQ^T___3TY@:PE3PY1H'\,@6,?17O]Q>?G9P_6E@=P:7^6 MNW$97UZ,NW$HNW%Z&5]=7H[;<2C;
;K]\LV3;|=3VV]>FCN *^VMO.2!EZ& MSCZ!<.;E<'^+%CYY@(-[.(T,/\>].#U[CKX\#7XW;,RN<^*R MP%5\?O%0WOW1Z'W<'3E]\QP-VL8=V>BBW\27
MIP]EYARWY%&WY$\U\7KV #>3-N!>/>C9.XY/KY^BJ/6]QYMCI2N'YA=&+W"U?QUYB%7H-;B& M<-#/K1^C4\MH]&[:$]3;.CW[9M3 @-@ M5WQZ_9&NV"C]H_2_<.FGU-
5'XFQ&\1_%_X6+_WG\YO0C(Z//)?T[}R45>M8] MK.5CL]@*A?;^R&R%DCO@MC(V1*<$L_19_GR//[=7QQ?7E9\[>.@YJUT&-/+K\C%?-B,#]")/+VY MC"\>[$8^:-J/FFH,3})N]
(RCE+XX*7US$5^?/;AP8)32Y]^Z5R2EEV^NXJNS M:R,!1BE]_JU[35)Z?A.?/YR.X+&E=$=O_:$2=(`]{5[XD3AT^;ZG6\/C:-,M M2G/<[DTL#G M)0O (P5++#B2Q.-
K4SY[R&_VHSVS/=TB@C7O^>>>WY+NFH<<\LSW?(DS!DWV M7':]YE\&+-\<*KST&?^HVJ]V"^/TUN?210 2K4YYG0Q]36CE{U2M4C*R.8C6* MU?YKO?-W'\@$? =
]TO9>.V4T"/&S=NW+AQ M>W8E/\.-.US.!0M2R8J_]^A=D]3-;_,V1XJ]L@3;++#4T4#F7TWTG9)?4J.N4].({ZYE2^0!H-V=KS M8U&-3[:_\OH%##WV-; -WM< -#/;T06MS'#V
A^,9#E=F_,-U>G|\U3]=)1;5 M/\'BVQ.VZ2P]<-VWBMKIS?'U_>_<7>7IY-87^]UY M[:R!F3F:P-%Z?Y1,86))\)5=LFK0")/W!|;&7^S^.FUETSRJ!#170!E5- M)$9?=W
":OP4C'1YYA%&~%,__.+_W7_9EQ_\>=?BP)I)37.0%][;!D7" M>G2V,YQ61SL,U':9YDN8BDDP$OU'8N9*ME";-/*;_C0S\X1;,K+)E0XN,MSQ% MQ4Y_AR__X>SD\OB-OG><.
<9\6P9L0K;O\+.GEV?'EX']"$,M M.F0?@PO+K.2QT;0C.K 4?(P$KHS?CG\YCF9P]=0E73[>&Y,1 M1F#8EO"':%17"SNH9;*BP<"="&O<5'433>$^_S,$ECGBYTW@IS2I,WY"0G<@
MF*X_]Y:XK4#PX!]_.#T^"U8YA8_G:.#"':B3,D2=KN-:PQLU;SMZ030W!5GH M*5*>@=*&O^/04#BJ"=Q2"7^,CG5T"_9)U<'@$V1^_P$IT(Z"4?YM<(O13D;;
MH7D+TUG(;F[;*QHR[$%_DU;1#"X8&&>P11'8RX@K9/ ?7(_N]"T M$\RCK,HC>E6Z4;3FR:V))@;,$+!@2+ R6H84IM\,/%@DC2M.T/RUG3I7.7K M./H=/U#D8 >Q
X+#,!]@V\G9V3@]DEWZZ-(X49H6U5W#@NI-Y0YD"EX"+YY. M\S3'H8+9MS"&WT;?+(W)6(1A#"@#O/PEW_71Z9D8E_?J!MRC%,'QEO&V K9M M@?
*&!X==XP,7@Y:B6BQRD6;9;CB[X,K"1[VS$Z.\L F=-[*C9$17#9Z4%M<0 M!%T$"GETHK=EB0_X&4YO30[E#U6]B$Y/COXW'.%"3S,N]R_>28/?^_]!7/=W
M.*ZF0<7PY1>_?/_NBZ_H,692DV-Z=L5SC;[$=V)+B[.3;\+7TB]/O_DJ%BE+ MQ9/WQ;RJ,SB8-9(Z=G5#QV[2-,#<#6FM*1[1*O!{U1!>8@FZ4PN-TV^BOY+F MH(&
[SUR'GWDWL_@Z_4&,47:-&Z,NDR4G/PYP5[!/'!PT+L1'_M-%_3PB_H M<;%>)N3_"-!E?XQCGZS0T:O.)-VGC=VX?\G=BH1%]"%H7!L8.?M1^6Z6> > MZL4\V1G)\B;M&ES,9
(..@9;0&;GC@2[@>^*T M^D,'3O;N0U#;YQP#NNQ]E28_/%V0YC8OV*/&]81+C-60OB[CH=W%SULD[IE*MLPL0D>/[" 9Z5CNOJV[&JJ-!]M8L^A= MWC1\?=@!ES1+?E.%(\%?
PL/4-D+=,-OQPMKI5%P]\:'XZ9:L#A,5%1+BFG!! M\JPS9N74J:& \Y,(QJRN[MJYF'FWIJB69$5(*!2^WX)Z61Q'/_(ODMLD+\B4
M(M.6K"@PV8+K&/ABZSOM0(2,'SFM<(GA;D!;B'6D*F8;=\6#'6/#-@_J+ M\]J(-[R7OE=U#_M=SC?I7VZV(1E:3C6*>[.RIUF>!@#+
()UGER_Q7"@[=G!WFBX<.I^[X0'CN'2X MI"R"@=L!P_/1P,=3,P)^!<5N3_@!7!OP,]N^4^>"5AVXN3S6',0#[_,'+,0#[}#?>;^QT M'NYM]U;08.T:XV)S: >1;11>>[&]LLC@
;T)]P&;)W=5_9[-9HT^DY%$=P$I M8KI;P3W&9V%"')15#D9C M:89AJ-!GS"NS9!EV%.<'!('&M0PMVB8S\"HV!I M3C;K'ZYO+H]/7>AQJW<;#=[XUOMS'H6,#:?
)DE":&>ZJ<2KD2> M-KM<;N6$/6(Q{AQHRKSB4Z:K&;WM1,;2+*H4OA.Z9F,IV%IVZ%XX5Q2@>&=A]*R4] M#OA+TRTY"M4349Q08-
_3XWC\.USG8/U;,7((PG"8\8^AWB=-MT!S]-]XBC4. M*B)9L5\HP0;,&H.@HR &+4L^O_8D5]?'-S?#?_I+FFZQ&7###9_,780^JEWU?D?VL)(9QDN? M'.)&_V2-
;,>0'4E=GJ7DX#R^N'1$^/K(]7!P6WYY;]OY V%Z.& %]]/-7FU6 M8+M11867R,$7NES$9R?;RY1VFN.CEB'O<"]_1EORY7E\S&9V.+
M_&\3+0\ZRB]&/$ZO3N/+DY/G9[Y^P8MX>A2?G#]B>=9'W9F;S_'U(9ZS[Z7V M:XJ10/A#B;V)&8[' <6P*@;IPX6NX3.^QNY_(GUM-+!/S0/[&;!@8,C&YH*^ MU)K!KPBXL7-
%Q*9%WT.W^1?H/^YEV@=YOD[.X^OKC3TX]C'O)XE/C'+Y6FH4MGR!L)"(K!</ -JR21CBF)EE;=*]@>@DV'SX6X,8U>)(ZPD4A!W[9?FN[((@UFW>>" 4^FB6UU2K
M@&5NLK.JCP%MYS'12/EIJAK+J682U4S'OAGBLE MK=YA"T!'PP>.V2\(DHGGH6X$0_R@4TMUR E16-QX%!8.J&7UAH.(1W^X.CX9 M_'"2IER2 H*+%U!LZRUMC8$K__&&
(2H+AG'BK8IZ!L&3^4#*POPM\XMZCQ99LW6[,^+/16 M=]Z&V^,'[SST9X]$*UM148]$*E]F) -J<#\Q25=77J]D#*$@V/F8)#2MC!.*&@6RZ):&.41B!*0 MT^Q>"">_%1K:0(
0S8!8WXF#1U_(?=-+$9O)9.3#_"MLB#^>^&G/B,+RP:^MZ MFR^X-&Z{/_FDZ/9HD!2U8,T?^ MN*2N,41!KM@A,OQ\QUZE7\NY1)^P)-ZE.Q-E<*.QS)7*C9'8@MV]FSF^5)(M"
[LR8!]#8BEEY7%,9'BH2U/3UV+A^&N\SX+KA#>0T@,BJ49DI*C_1/R%._/E>0)$?^:++UB<>IV1?)#L_^7MVW]PL)8_U2.->&<@+I2X? M>
<,LQYE=40Y0@A9=+#DBRTPSG!%F0C:L6S>.F17&H.F((*C@ZJN*74<#6>3Q6FY,?H2A6VUBVC14E=ZC+ U1$HR MF8B%9F%0%BQ3$&VP&8C%;:5X?
V+F@)WI0W=6(,S/ZW/PH[;.3 ./F/!)%!K/ MOQ$Q&JX:<6A>?]-$WS&1H]H>;\%W68$-D5YW_YAZ=_WA*F==[B:+^68/S97MHXG)V.;1P.* ^AO__MR<[:3!25.=
M'Z.*0C^)V:7PRH-?%/KO[YS1%[V=5%TK]/;1SWGS_IF,^8T1O@WS1(V$[%18 M@!2!!XMJ[39O5SK\I[MN=@J*/O4=N)4$G@G%,+)WO4X577?_-88\-A>38[NU1H\ZGE:
M9_SNA94?&*Y(H;(Z1*8P[9S,6EN"\<0:YVB(EC$;.M*$Z\.

)VGQ3N%BP7AY!XU<6%N^(X{O9L1Y4&NR+?H_84[?',,AS&61-M8F%:.XCZ.W[UN=J,,5=[R)G.5Y>K?7Z(\:_;D;$N^Z/(8J8Y;1RGJ4^5^43(`M[.> [ Q75&D9D-8ZRZ?"^@R?+W33^A)>6/+HY'5,ZBK)L&8 +%?3"A7I_D%[ MEMK3+FBOR>&TD!9LE@:1F,9CR007@^2@CD@#'9RDT#0RT[/B33A?3>H\0[+( M]S$7B."K.E-*?:DR#/:R,5L2_?I&62[U=S^*$=835;7DV!)8(Z6BU]AJVLT2 MC\X@F5^<:G!E[758LD)F&I(=LDQPLO V 5N78S"2+G0E9TA3X2A^-SW76=E"`M]DH55^@4SQXIW,GG*QORKH_)T8HWJ55-I"9,GCQ1DKL[2&;*@>S9OY/1&\ MH=6]ET0K+(C5.MIM*+_!8^L3"*O;!::U\D5+Y72\/900LQZ#E&L3+&>ZUV MUZ MP1..H^:^%#4RE&>A1*?8ZB M87;3[EEEFF'UHV>(=:!}5NQ3!+PA2PBMQ$/DD\'0VFK&LHX$)4MWS\4/[/RVP.\A@8:D2_V./4QF MT3]@MAF>AR\=XB)PB^K1,KP@,T"K,N5:7R:-%%[Y][848065C_']:XKJ!NFT M6U?LRA3#/]GE MV8KOWKH2^W0#GPXN&_=U94;O6Q"\!B&&4&HA>)$4HQCTI8A[Q7E>M HD1?:) M3!I+A:T3U"N:QBZSG?+MU!C[ZN/H'T.?%QG"NNO&FO%\3_ 1)#G/Q!LQO+S M+RH)A7J[].4F7I6* ("6UF]}%3-0[%43.PL-#1K%J?V15U5&]$Qj>C Q1K3QVD%$OAV0LH#AJ(!9%7@P"UPL%?%?G!{^# -.S}> '-M7EH_> RZ7@U18:2Q <4X6S039V!ZHZ^&6H?2FR2(UA%ID"*(%3,?*;FU/%'W M0G66U95Z7$<)IHYLQ*X/$MUC+N3F(Y=I<^SO>2_4&C<+6;?6MLCW:9&>!M$ MH.F%JES"X=RT@D^ZI@9 "*JZ9?\:+L(RP, &N6X_]V,#R&X<82H<] K[^5.? M@5<^O;(GSUH"I)ME)LS!C8K'XP.FR#<*%XP6*1TXM-^/],/E@VF\?+JB ZH/ M%&U<81B?$QF(BW,$"9;UPR>-(!M"C%1.1}AA<]X337"/S,^3=GV7D3=9[.0T MN:UJO=X[VSY.R*DLVP#,&6=QZ_4\\1='2[G\TT?^2_!!H:KP3SF?60OS]{\? M>QAH__F>":34!O; .]G`1=5F\}>%]P2NZ*H-YB2"IG!"SQS=&P4SE7IC MZ#>A&>CK'I2{>:!H";<#P%=[:),QT/J#_TRUXP?&RNK,U-XY"6S+ ,]RSQP/ M"QRH)XK#8F$2S4FO)4:)B3_!T!JL#QFIT)-TKM8&V!I*.2+M:?I!>E ZB/4?X MTO?&+(6M!53'K?856+MEU\[+^CU,Y\,FDO644,AC8BCFC#U,WE*N6SI=]+HM MKG-4#6Y/"S5LZ0_=1XE-R>JEH6%>I9IWDX(C/1K\:LOD[P\&5-OAYRX^KQ3 M;T]Y$VZ)=?$})"DCZK92^W=. ."P?13C#7[W<.#L86;^!L/A(*.3&QP]CRQL MR!T8J&RT2I*4HTG8OD.,XC9@YSPZ,M@WE36 M9@,N&UK#FH=U>HQ7!9&6D=99D MQQ.WB/O^,E\.FV4D0.@M<:EH7B+P CE:L^9K*H4#C5(,V.,J8?X+>?2-TJ)(M6I9:ZO$'XL@LT,*X5?I+#(%)A\3N,(7(1<*Q93(U 6/7K^]PAWR'!VZ9E%1F ML/1@5G,0EQ.&?HP9.4\JKQ@C<6G=Y;QZ7H/0H JAQ8RV:\ 9C@$).RN"H$X M;JRR[SS'Y-Z7C6 !D:2Y=*F?(=L\0QIRM=Q1.N:$U'+O"S^N9RDS#7].\,3D M.#&-'U.>H.ZJ^&O:!7LJ0W3>Q^!,F52GL>V_K"I=L\-]S6"/@VTPL/.Q[W4% M] SVM<0\2Y,MSZ8@L9+!WWO8:>BX7B-5%REW MTW7[&\ZR9O5=$(QD@Q98VI)8EG##1!]SU#5GM]1O8>.^6KI=.DX06W5&\ M=XQKK*_6+}$J:T? 11FRK4C/J8QJ)GF&"B^]/CR67Z*8Q>Z:]W<,M&\OY]U*@X4=N]:,PS7LZ.4ZMCN5/>UIUU=MH MKTX[XJG@VMU;8YM5Y&Q@R+:,2[_OI:? :\ YS9GWL6+V*3=$TU5)& BGF]7V M:>5>\7W@T[@#>]F!@'IGO4+)W@MDLSIJ= M.&;=AWYK)0:-@1^A8D/?IMQA0 M9-A8K+I'3<25Q8CMX>[K8;/H+&FQ$ Y<7%10F";!M%QM.[3%1)^!O-6% E8 MY$W7]%I.Z^]"]_PP?:"WMB1/JP3OM>05->5A112 ;XW(9XNR36/9OU>1)GB MM=*.VY&'Z_=?@@ZB0" #Z05&-,,9%>2-YV,]<$.]: MK.!!9F@7UUC!EBN&.0%%SQ5."@T:5Q=_>RNY3)(+XL M2G<0JXBVH6J3]/W J1KMJSVM/6:!9XG2LS#NVRM6/~"JD^^21>)8"X?LGUC[M=!MKZA0YI>62275K EAC["'1!B5]OJ.%OZ3\'G/|)7 1"8Q)XP4W?@DJ-D>O^\G0$<3WQ"$80UV'G1:EQ"2.VIXAK MP9!Y$JV?1:=ZBFR!7W,)\+C?K5"Y,$;B+5V^ ZZUS.&"O=_!_,$[&PDET#X M7^T1W00GYS38?SI),]'?E>S !YZB+5J0>H!E726:.+K-;4YEZ[MN/(RLLI MA@N-$A,PNY/A0 L\!2XR BT;8-IQ"H+8 M*0G1THM*2FSH$+ 7.(1 <7\UP!/W&]QT>*]@S^"I,WG_M]\>_'>M[CZ/_JNZ, MGON@:4$<-6FU5!RA*[FW@NP6_ 96DD)UM/XP4MJ3QF_CMT!_Y]=+J$RD>0FK M=!PRQQ'}>#7.U,=4J_[+**Y$;2+9G%D]-Q&<4/M0+R,/KN1IR"=]E)6 -0"]QE=3V=2N=M"*LRKNMDL MJXA5HKL'M%K0UM)O9W!50\X"^W!:&[+:,&&$Q+0KOZRM_ZF0:BI"SXXO+XL5 M&[)"N*D?+]F-OZP'F/GW2AP9V(=BL^AW/"%SU 8*&>V'1=?TMW"3+)95R/I8 M30JYX%G4JQG(S%HM2'1\2+D9%[$Q:+0U+07=],<5;::0U_@8BPAQ/-HKYQ1I*$ M,X@ CA,D:8D.H4\|#'&&NC?-T3W*G=M=PI8LKACY,%|C6L ;:S96O2I&J=Z/Z MEIQ;,$<8NV&UK&&NW0TL=LZCH?]J5X4>/M]_G-=%F[8F)TMN:'M %W6%WD ! M\04,)F =9<@DLWEAZ]\("JE%,Z*-*>FRXV$+%;5:3S)\)NUF2+)L6I=U/(8] M&]#}(HM\^?HNS1HRW=;_AK>38UC5F#VZ,5V3S#:!VZ6G_5]FVCZ)K<.L9^'Z M9"2YI=]X:QD^,/K*]1TM8$*_RB6']*CT0[.?)TO53Z24/AZ>2;PI!.TVPE_T M/E)@C2#142P>IO+YR2<+!]^J09)C$@KT^VNEJ"22Q6!N*TO1A6=%F 'QT%$G MP=I,F06Z]]<#_+&V;Y3R+ 14P#?0Z?0+K[D--9>'\V)>NB[Q?93,M.G1<9<%_ MR0F\WB.MRWW6O*#4'PXY7,!TF8.]XACE[$%9V]ZJ'A(3TCG#Q]-$+NY}@(01 M@MXWDG2A&G_A3$H6:+6Q!@OJ[,+:ED90\,4(SEJ M!1:L9'9E2&.$?Q6U@RYQX;2/914"9O$^LVGGDX719QSZWK6RM,,AHSS4CRE' M&I-#!66 -&!L,QI2N6CAQ.9:S363/@05:.##3P1ZU0,DQ$GY7I;5;;;M^RD4 MJ€G,.+0Y]D/D(@N7N&5<3S'*-Q67NBOZK)+*6I^RL@:1.5D9N%,3#6=36V MHCR*8TDF*9X1!#G9EV+L$1;+2C*U6DI2R^+>X75F@ZEKAI?G?&U7YLY3?2_G M(@F(UKVIV8M"(TJ29!PFX]+^5*" $G C,7K+@(UH;I("S"EMS$HKCN%BK@-* MP=P0EU7LOJ2%|]35$E2S",8+N'<^,>T&INR."!SJ=OZO#A0"FC-%565DUM3X M3ZR13<-@T)3=&%KC.RQ=KAI:7TY&YF092/L$M.@J#B[?)8'M3L,#6&M@:B#$BCS!*\&;[F.G"& 989CYOILS%P?BZU^6#23GFQR3IB MRX,9TPK>0K=IT.E7!%KN+MV51A&M3/CGI!=NE231W!)H86!&P0^PTPA:4(A M_P!")4DQ,=BL<`\ [.^1$;J9DNPLZK_^EJ":4WR+4D%+\,LQ*C? U"X%+U:7; M;&T-^I8S812#T>Y*TKJ&L@9R+V84(FUC?Y>0N':!_S7)$5=KU+E2%=#52>,] M[P$-K>40\RLNJ;%GN!AD:=]6>6:[?3)!?M[8G26W)N5N1EQRS,@JN=&5H\4: M#=9*I,; 9Q^X-/>+-"@[5 ?"$*!4LM_F.;>KZY)@W+[65H%S>U3 MVWG/,W,?B)7%P07OD 4F9*=D5]+"7ZWL"7 C85T#UAT%**(&["]-+K"$FP]Y M2!#CT6#;+NX,${RV%=A*R#5;HHX)7VVEV,M*P6G/"1]1%]PMU'V2E;+^,3B1 M&5D*//ZP0XAEX]O<)Z&S?G(TZ0\'D<1D.MBH%V7RZ\,9E;P+O &'SR.BHDX M8 C*"3OI*<6Y-.#E-']QO$9"RK2G(BRJ0S;M%COYN>\|KLCAT/962"`341_=:OJT,2V,T+J9J8EK[2*$T'/"TFVP/A#"?V9@1=

[.FU.)O=X8B,/!_1 M^SX89/;K7_\M&3O0;/22&+,4VR2,4:2R'374.\H-27XW:TB^>9<>+W# GWPEH MZM'A'C2URY"C{PXTM3> %SD0),L"]>MAVO9HX6%_ GW%"9AY)NJ>X&72=>_8 MT3"L7"I%:1%#"]"-FJ:KS&=$]G-X)7/H18T"ER$)"-B&ZC;,<@V?(:4SY4D.]8C<%RFIYEQ"'<"R.X MGXFKF8G^&'W? KW"_O5I"!H8@!$)ZT[=1,$!MB91QF'H>TGYLK MLGOK+D64E%X",[]<%_)<'.48BB(!#'+A.]89*H4-2?ZM@&DWJU]]]WJ?%S! M?)!7!7W)Y)8I#FN'\KB[D+!.:5Y6EEZ)&0@F4U=S:U;=Q6{]NZSE--X+#M\M+:V9C>FW3]\LE2D3K'#\ZU4$3_+/?#9SQ^0K[';7$($P)%555]@K+.U9SL5- MH;,>##S5 4ZS=.$6,XHW4[\N&O7(#PS;.[52U0Q)+811"DJL.&VW"S@=L#7Q MJ*YP.!6?IKR-[D7[D!Y!5"%J7Z.L"U9,#?,#JF/CW/LB=V(+WM-%6M?<2&%$ MC;%+IYPW64&:8#G)P]}['! & (W=C\0%9'21Y[':2M4H&$Q<),%+T)!\K*S8\ MG#R-E%>5I?8#]SUL#[P=8-S7+"LC(),>M$1XYE?:E7,12'4GNU2W0M! <"Z/VA3@Z?1E"9F9U: <;+/SZG4VZ.9248(8Q6X9HEHZDWD0 MHT.%6K%N4IL%X9 IPQ'M=W0!(M:I*J%@7LDT$*\65I6]=7ON?MPJMX.B;R31 MS/=*3ZHL(\#Z^_XM@*OR@EN<1XCE^3>Z$N;N'BR*CNL!7K!$)A)0\IMZ6KW(M#1(D=UM1KR-? &,GH>6&GQY11R7-.4]FYL9%KGLP^F!WHCE8^JM\P[JF'LRT",CES4SP1&W5!8K21]RD MM C4TT,A+Q2H0T0RGC4-,1#DTBD)_*AN4=@.(@'"\ZT3-+N-1OCM$SZ-$REU.@/ M9ZDI%3$KSG\3F4XB;VB+>7KF!A(F4[^=3L#1E#J^,@&455#7IWK^G-AA 9 M/6S@#E\"230[8]E)6LVD>\FZ-.())?U M=^(='$(>,OB'=M8*WUOOB+HWQ&/ M,^H+E8X=(\S+DX,)#.B8%O7"]:*+(CX,"?8R.]@=$@Z[O/H5-&-C. .[] MGU^2T@R SK;=)Q'&5ZTYI'L#%3R19LOG{}>@V+FE@(PE/A> ^VW \0C@P-# M#<@\.$B:"1QC6W HQYTOO"H"9$;\3:$UQOK 2D:%[;R@[ST)4I&^VX+K M$CCOLVR) &]I@#+YQ4 E,;2]['IK6UH(X\#=CMC'\UYZIWJ%RD&P'(N9CTQ) M7X+R1,>4V9J4M8$3#F&7Y0* @3IQH4 MA5GHG"-X94 %WE5GSCCQOJJPP)(13@6'^S-Z*XLUOD+4*[%THB0FWVZ&JM"F_T?J>.[^"$S!4GZ1%7*F ML@?L()Y/GM\5 M;^HR0LIT5@@#&Z5SUJF? RQF:C$^\SOA>6YF]K#EW=;1@"1$8G;>K& MN6W6(Z(/ N'*#BC5 MR_@=1A>R>S2XF#T MFSXWW$/IO8!2!R[3&5->Z$F BL752$5JJ7AP>%IK(}.05? ME"+(E=#% EB^G%F MBNRD;$CGW=I#C%2A0HAGXS)+BPJ7%-VA\8)W6K."})#R[WE25_:-U1F,N+T_5 MO\/)@[OC>&'QE8@=/"<+.WYR?-JJC26""ZUF: !HN7A,K@D@$;WK2PJF7,HY M"YGH&>$BV-#J0PD+0EHNR(O2)[W$R>J@1%,3@!QG^!"CZP$Z.,;M%_'0G5Y.%J!:JM@<2WG-+^9E@$ M_PP]K O6I{P0&R!2NY$Q<8Q+#B_,\|2#TI4OJ-WCB=*(+?-\>U&!WBIW=YZ M!\U&.-V^2T1MW^(Q8G]9T?]VRP"T>-,NJR3*4DQ> Z'#^,/#N?Z,%-F7.O$ B MI9ODXK^D%_72.9?G,-GN'QQMEF=,ZLV(:Q%@9/Q:0ZVK4+\%?[?)B#G&ZB^2 MA8G\:K)&>TD^*?U"9XS[C88]*J#ZQ8E(C)=}(%6OA("<>PW^DS M1*")U_XGO-SOI>1YM"]Y[G+!\+LK>=Y$F 1VJ:T)RJFFL&O*J.C3Y'>!CQ[3 M8<9(^_-N+7[Q\[1)5[6($$[*+H2WL1_H3)(\Z MS2=YP\0IZ*1GQ4EZPLH J;^.LLWR0LAR^281Y0,LEEP+N*)QDX6O5R5B6@V M)7+A169L]QE*)DX]W)8=(MV&236"B%Z_'L7^< @X=+, ZN*;VW6G0T7SRH@>@# %"EBT$?,@FS#+1/1&IA1{1'Y0M") M]WC[R)IZMI^PJYXPR)R>I=.4M5*+H=TLI9TB.P>I-A>G(*V/?'Z:KVAF:3H! M'[)8> T]*+UAN'X&V9:&N]26Z;]*I")[<8H]IEQ4=#[+ MJ>X)D\NB/MJS: MI20VG:]>(M0&N%]1+HLOIOT2*UT59S/W4' KDN)^!NTH_+::M4'>&J MC(\-=PR%?1(,#^:EW($(=.S@?EE?Q;(&SY&@3!F!$M$7G=V/V8\7DQ M CX<;HA$Y#H1%IR<9"C(!S^X"VXZ'4[[4^0K&"6=L,"FN U> HL154FB)X08 MG # 9$68 #9\@N=?:K>QS@-6TZ]@7^Q;[&]CRG,PXU=<#EH5@F@ <$ MH"#;YX:W9910M *^7V!?M< PB!\YZU$=,IAU@#DX0-38[P^%6FXR.FREh-.D5QB\M3O#?Q7\" ZV\LW)@?[E2-1VIO6 M+X@%0*1N;!L74QL>I+-R953#N[X"' M5[,)417YQFN85IW$'PU^*5%Z6;B23;'F)*OL$H ++!&8Q\:6 MBVR&=0HH.SA?LIQJ 9^]O@\-I\:UM.% <"T*#D)\!L2V!DJ.+MH8IGT/TBP,F MSOA'J1GB)"@\5N!A9/IEF&#L0$,3ZJ2CG)W!WFR>C.T8_V@(,@J!+,XR+-.META{B/R@Y 3-\UGK]E7E,MC"VCZG!<\].QU\KZ!Z3;>Q] G# [HGKY+AG.K[@ MF3R!S"AES?9@5Q9KGY/7JM'?7OSRA34*;F0> ^BDEE3$5<>?^]D]. ^09O+[!B M \@&P=+.RFE3N16ZW\9?)TLIVW*6$Y",]J=F,'XK!*=5"DFT#DEC'*=I/L+AG[&R>\505,"Q?PY-196C&,,]! M+8BQ]N0]-=/@.Q M.=G -Q2L&N(N"FG>&AP3M*+Y)=(*W"3;G3?_V 0'13X$MQ_6\E[!#)OX'9# M*P. MGC*V<%Q=()3H2?)FP']\R+T5O JO&HUB!Q-F#4<>WI[E["[X'9:*_3B M=\QD7>J8W=H\?(U$B9YGN 4IG4YA:<$ORJ#L- ;6Y<.4MY*HYV"4"^()8.|+ =M)IL*F^#=#=+*CBO/46<;4V]1$\A\BCM25B?NO_^=*FVFXIZ \QO9OJ>0A\X0 MI@<=Q-D)Z1*Q\1;BE--\D870_ \MQ+!R:&&(RH%R[UCB+5RU6# (G7]#9!6.] MPGF_+ ?1Z,U3)G(X'[,>2GL,<.3H.A:#9#XW\>2F11L@HX4.1]1/3 MARF09DS)_P2+JS$U=\B?I_"LN)ASW9J-U&LI14!8^V"(;Q6GP:?&U^H;[' M!B1BN,G7NPTV^[]SA#_\M).G\.7+!@_GNM/*TO?G3;3"'$HC)N9:9EO%$1Z" M'7'_=\ N/O=.'%73B4D\+FANA0)OG#\^Q .MX]%!H]0UP2$/&6WOE<"0)#VWZH3FQ>P8SN@M-37(D MBIL,(&MNF""X9/H[93OI2G!Z/C=M(4]D-/I:J9%,=S[[/S]=A33 OHE=R,#>0$SC")4,O-7Q$MLO P8D],(*7E'1V'=&PQZ_1_^.JGN M_33PX?5YFS\+CN"E9L;A@* _]'!DFDX"%*8G.R-O0T22=/Q\ MDXVGF$T,91&]YV1D5.D]3T7BZRX)>N)8)*$+NDHMV2^%F@'I7F"VU'I$(' MX&@"RDA[A 4P+!ZMR'*42/@(0L\&&O!:L32AW@"D MJ*QN-QO=6>+F_ M+[SL5/O8;]."0-FE3N?^?R9WYXP/WT;W^W^\?*J)B7SD M/KGDW^\?/KS4+X8>:GQT\.1) */]0]V2A[[\5+W<(W2.G5; ;;4_ GA^ =_ M4B$6Z>G1ZO-H+ {@L6OD 3^KN!MH(UW(@/[XH2,(M^ Y9*CKFLIE=]+J'\+(! M,-_@J'QS0L;>VZWN]GZ\PO%ZSFSTA$Q"(O!5QNBF_5A=;FU!#$EZ$7-66$62 M/A&RI\"5;JT0V!3]\>VL1<]I*@R0RD?8GYN"KC'3/P\61_COTOXV) M7W9T=X3_>7C\A$AY M=4AY,*]L>>$0'&X[{.&XU(S^15G;^,.N;;)^X^O,UU;3],UONKC@P>/OL$E MNC-'-[11OC3'=4;LM*'2>/'CQ)GCS^PK!T!T*6;W%6 M'A\C<.Q@SO@ M"SR@VI_X]R9P,P+W)G!O K_\3W$.W])7]R37>R+.SX8OJWC_:!?GY/X!{8M_@F;2AW2>-6M@ M:IDNRKJMOO$)>;"+$_*_)^0M]JJ\IS3.[G87K:5'"#@L0+=C[O9&NI"FF 04IU5=I*RD 1Z,,F?9')6W\X({.Q^F M=\=WYC\FH[_FGY\69?%KBRRP1%'YN7D/_4;3NP]^&!7ITKU8-IT]A1]"1^CX M>54])T[PUXOTY(<1+0NWSC\W3^?YVVSF7GI19S_@XL_?'\!^/;CM/5]?BV+ M/W&K^S_\Q(3E?]T7W/*G[G_#&'WQ4WVLED6$]4_]N,S[?_EM'OI[PDQ>\OO#U M4]$2M;V^TFJ:5A5T]T)G*LN,(D6&_,1=Y^X%/TOD=TAH%:Y!,O>'CV$GOE=2 MD-&'N_\8S38N\LMVE^Y;3TWKZ8/AUM-+'%4/QGI4777#JGS/O>'TKANK*ITV M3^MVZ6SN>GBH;JB;-7C{]#-*\#R[H<>ZPA;76_M:VQ"_QA;6LYOVLAZRE_6* M!GLG70]HYO4T6HLB_R6 OUL[T8 M.S'N_C=2E@(!5%X8ED"B9E+94SQP*A1<%/*8BZ^,M!,DKW4>;+?X7OW/?[WY^C@\?&3''7NF\<.#1X\WS]Z6/ Q),-C=? MP}>.QMNT5-.IWC4?RWPV6V1?Z:R/MTV_Z;BA[\4-#:HT5\N&<0.O^N~>?GY@7NZ@Y/R[-[S:GJ:V:CGUVU6QV MDE,W9#FF3WAL_/'STY(C)/?>4X_&3X_'1@Z/Q\?CIXF5G>"0-Y?:_[:WE&?:-'V#0Z_1,NU>[E5?9? M^S;,O\XF50MRIH4>/T/?I M:GSO/:!OZ&M?R0.ZYB4[/CP8_^?_O@W[=>\/B3]$SLSX\/,?_S?[_'E\,/[C M&-AYR)-!C:P$,BX'-XFM^?,O,GK;-B"MI)TBHQ?E9&MY2I'AX='^W-G? ^[LO_8-GSM'^W/G5I\[M1Y>IN(!TZ7;4^F M\>/1;P.%!\^3PX?Z@V1\T^Z]UP?-T?ZQ@N=T'S=5%./MS MY-9\;7^.?"-?N_7@T/'A^.#-KQ]N'M1U?:_\!NDE1O_S_M?1F^*ND%"GI?, M.(2L<^Q,[2'N7PJ?3N7]Z5! 39Y96PUOOFF1,9I&GJ'(^Q%ZC,7R- M\!Y7@3:/[(":@3B M/1_A@/ZMM<'ZQ+A<#H13VPX" 4-B&73.\7(":RIFEU0X7A,A)S 0YHM KHX MQ5B!EK"N$60/H>]C/F5#04X_S(;\C)MNH!;XU0B5FP <3"1^M40A M7=[HJ:-LMZ"HD2:OD9/[Q%--ZP1S.94*,VL M1F"DQW/E.30V8$X"0SAT@Q^2\B=4NOW!$)KA 3L'Z,.,'R^S*-T>F9^39P M0(H% AY(,ZF1RQ.(2'5RT,6-"!MQ/!G#%#50VP&Q]6S-Q,,(278N\'7'4/>^< M)THQK1%$?9@I\=''1(8X8<0B,8.?/H%!L4\ZF1_Q_"@6K1P0"5 M4+">!M%-&9HQ#,$ R^#9R2D3FAF4[0ED"LD-J*4F:CG9'GK"(=%FK8$ M/O;G5D<\EA)E)<(-(MIS0BD4DD9!-M=<3:D"TK4TFL.)EP>I=-/!BS;W7$+2^;5]JW*20W20(11)->2F MY.H(BET*X YSM=_\F7PD$E-OD]F%#&LCF.OD&: -3>2A'V.)>[B7,5%7!+BA M1]BPZWGL1(F'GNO5QC4$&F,@9\],7@RDFNQ&B5G)1 TTF**Y(K-1 M]SYHK]\&7"WK22,@QN1SC "-85!T_OX,"MOZG",'@+]=T[O*8!N)-B[R90DW)-O.D W(0NQB#,9$Y+!.&\C5,WR\4Z(AKH M1Z4FTGJJ EI3=(AFNJ*4LOMHS(^ 2O.4*GR-49+)ZMI'2;T'QN,UV'D_H\[E MJG_J@#6X,D;P$^9?2#QJ=4).U5T\9>)ANQJ8(NV6T9>[.*43F^B<\EL MU=[HR)MKA^,]]6,M%^E*#H%ML:HJ';8;-.E*C+O>CFKBG4$55G}JHJOB.E M)MD;%&>,B$R"O$H[D2BA&X.9&F_T&N0^7DQM_X1*[-&_B?L 8\X7S,D6PV6U M-&.TY)SH=3#NW%3 6(HU1DTGE M5HF.1!&4U@3%]NPCQP#CC=JY,*(P6NL*0:3H.M!* <^+*,6?A:/PAON7DDOD# MF"DJ!;<54-4U,<99Q.V3RVF=1#\4*8@2#5&L(DIT1"DE]Q&X=D-BN;RT<:'& MN,KDGO?MU]>-GJ[C\)"XL;/4W/A>C@F_#+FZI? *6X@'UMCA!+RW>&%&9%'3I MB(IU2@(HR@9IM5"L%THI5LOXBO9K5YI[%Y :<,}XW6?0$=N2 \"9KL; M>S!QQ" I&$D67U4:C*+RY1&K*IXIY,GM^1E!S$MPKKI.J?,^VA M*3HP-V\%XQ([5>(Q5:+AQX8A?#2,B>TRO MVE$+,QLCHF,;NZYO{I7X:RG4PLQT"^Q0)?H@XW\F,@P=XA&&S="A"H!L!ZJ MU609H<]D60N@7UCQT01$)5&B@CXF$0^O$BWV#:+=UW]X@K%*[^&I"\W=,]Q8 M+Q(*V1G!MKHSJ37<+7DAK@:\ X5,]?<7<>7"NU$O;X)A*J-ZE1C8#2@H/ NC#*[G5:G MK9."-X!VH!;&>P#\:GL,1#L!4!<>7>C^5)V C@SJ2*?5;EWI;>YE3"W+9B>, M3^5Z[T*EU_WP-Z;Z$=V%%+5H(,F(<)M,!*LD4)O4F#]9W.AQM7W' M+51J%%7!7PS23'=)9A@0V_55TGS'5]ETS_BO0RFX0 MA-CK$:XB-UDP>R2\'V'O?0),M!=E$+?1\.]V.$Q.=YQ:IA! #X6KM0&]DA*.J$U'#Q.Y4%UFI,G&5PZ,2 MB>O(T*,@%K26SKDVFWL00=NHRYM2,)OCNN2LU381RB[_Q]=A M11WQ]GHG:\%;JG#I*!^]2M%?7:KLBYR[V:HV%)>M=G2:82E@2;.G3!SGE?2>CX%5(K^PQ/,?%,]? =1GK;:Y.J.=<$#E M%B{3M>C=MH]C"'<]H@^R<*JGV7PC6T&%W1G';MO6I8Y=3XH^P@AVMA%@!_"P MT/%['X$8?:)V4A#W0RCOF/R#R-A%,N^BJ,GX!EA9ZK6=F# ,M8O=97 M>=-H+DS';.M:7E>;Z43UVSA!G2INW%/5HPJXXVRH(,(7]<#:E\ MG*0>NK$WBOU2D=VWWJZJ,+H??F;<<\W(+Q7<$2!3Y_5TT.F53,5'-DG(]=0F M+56]KSSJ}]L(;[:N^?'HEWL#S"YA+E9>Z?>DFE6PH;H*W*_*9K[SCEM%]M*O#\B0]'@'(!8:'<YGGL ILO GT51_"$\IZ^/EZG^B?.-2U@5H9 MMV'" ,0:R2D^-!;X_8BV88!_:@QH./W-*/%F/(?QVV$X>G0H[DH MFI'DV1.1K%&=\3*9&_1-B;"+L(6 ,E(>Z\Y;2.1MT.(MP]%R%WHYSA_GD_3/D\F(G%VN4D-BM Q*ZT)1B+ [PY,E$J5,Y,)Z11P+%ILO M^8W##UX^J00]V?! M+#^_E00:!GUG)W6MT;>Z@,]AM%Q]\U..: M-'64AP3#_ O6LIF80R+5#S]?0 MR=_DJAC%T.A="9IVHD6I2Z=9DTN0Q<9ED\R2#!V'U28FVHTIK>71TG(4);B01F;.CTVV($,QSU3;$&&P^>)F?C_#M-.!S16@E$7.U3B,7)-=F(-B%02S,?G,L^,A8F,2W .G?Z>(+:C0:OZ/D(&P M@F4L$33FQ,A-")=Q3."$#:V73GIK:=A'2S_8@1S'/5ML8U^TE$67D9E<8P':M2)92/?3.] 5J[HPROI@(-_MWW$L#;F."#+%$[+MAN? X9IPFI_AV,IN]GDQITL>7JS5=?)K">'8EFOS_%K/Y M5<[IN_()O@Z$Y)&< \V2]*<).BL6A4W,. 4N .:MGNW9P3#ZY.DU)N-C"[T= M>W,>5CPP>D\'R9OQE9X9&)$A>"T8BP]KQB2%%BF2Q8L8%$L!)XSS9KU7H3NHFA3SY? M8]D?--U=G" /5"PV10LL1B #TAG'P/O"B(AQ!4G^RU?,EP?R[JH9)HN+]=NDW_ M-9R?O"+=2RIZN@F%35Q6IMUV\)K4_V5"NR M=*&5+G;'E9>=/0+/-$+:H.F++U))4LW L9..=TD'[=.M3E=LH^F02M2+"@7/= M]OK=&I@U#JKB?5 E,NEIC-IC9MY*Q3(W66?'-3>M#TGN1M,GTZB9YF@S]UVN M?Y-Y.]X&8@TJH'T5[0$1F+!(B$H'5KG3CZT_G<85SZ]6.ZX]!DU>CA[#Q'_7-%DS]*!_H9LZ/XP2MD-%HBU.T0W%I5A2V+D'4&C:)1"X36)_[-XJIQ=-B MRV@NEHZJ$MS"%)3![#RPI&(TO_;E?CZN.O1#UIW0[',+UX0]_^C!Q4G3H9T6,^ :MT2%? (JS^4!'R$J(R%)*N1ZL69H.6E+ 0+%CAO';WK<#A]\J7WY^#M"[3] MD'_#R]E70*^<@E]QC&5("AM3=%9(9KRSM,US)'NN%&:M5?03G7UI,6;?-65' M9YP]*28=-O'M#>FUP2G@(],.+)'69=HZSWSPB24.X(4UR976!0LWP&@VLI73 M.U#%DM6B+4,KZV5H*"S$P%G&2..-/#LL78UK!6+'S,%,3A\]_#M=@;VFO%U% M@2D-Y/UT4A>5'"%;J ID%ATB+RG'R/+AA)3HA4$7PJ76VR-KC^Q1.,"WL?6>Y M_=;UC6U..%[J#@I:"Z:=\BR&5!C77H7(+0C1VHYZ8/'OD;J,2]O@Y3A?)MY_ M_^A!RMP6G24+19,#IJPE"Z&>/7M21;;(DG-KS7PWFCY9>8ECZCV^W_ <1Y-E(=@5).EB](X&]J=#4]$>:[TWP)+.(6R!9HKM7L!]7++ M:*+=G)HI^G(=)S"B!"]S*?#\7 VK^,]QQ4H3[^B+/,?,Y>))_6;.H6,.K(2J M>147PK3>,1Z U*<#EK;T."F+MG0U5Y$4*%B3HY,! S)T=0]WE2#^N MI=87/M[IN>XIO68+EL8VN8[EFX&A"SG1 "Z9.1UU=*M9'D$8AEM=!&R<(B6D.&"2IRW15C)7E'CGW*)K<.]VU)K'WT MW3E>WE^[_-B5)*O-/CP?9ASG =]HLO>:%5/;"A4/S*NB6<[@@Q3"VN91@BU@ M)6F7;L.5VW'OMK)I6:9V">]JD.NC'Y1@#-*HF>>\T%H-@80#+!W'UU28FVHTIK>71TG(4);B01F;.CTVV(,

M4ZJ]$6ZYUB$VKR&\\OKG'=EZJ!ZZ@\1Y3Y@MB.DH('6-D.-$DAZLEO7JW4.F M'=BQUXF2ALCB5H&P=:2?1-J#0LS G2Y&*Z8-.]W1\@_*OB?DTHU^=Q'EX0){ MBXV*]C+:[]Z-SU,T3NJ@DZ"=RB(Q'44&;Z('5"4':SAZW]ICV8&\P]L,>RAR MNQCA^F[Z<=%+=L_P^@,W^-T03!Y1M** M0$:N0)5L,;$"H4B$F#5+(@M>Q<.TG@F]#V3.'4Q.%=5$NO@;Tf

[FLWD8UZOG M YECP2(C1"P%5+&T:9;H(#HK=931&M?Z0O<[}#US(.VGH@[",.Ö(>SN;G=&6 MB2D*.G,#9(X,%$H###GD"%#)I2?\?0{>;T55J7G#S,,6TC)_5:FR2Q\Z/G@ MH;74&X9#;B':@GI<GH[OIV//TW!R:7F]JF7V?E*.EF2&@-10JQ!/Q) (L(M6)SC/A2O4HN*^=W)>3;PZ4I%D&8D]I7WM1;]C4>-8O.@,;.!<\4L'kY2Q6Z MX&NK+4'[G/$^^K!E\]/-[W@V<&@IZ]L0,$V2?I=4Y9_.IK3)D;4]G.3E$3@H MQL9LJ_>?=*F%Z@:\R@171)/0"*M4ZVD4]U/U?/#3C:)N0\EV":6%#S:KJ-(}=Y">@F^9P;.JM0 MU-7ZH[0,H;H/=[V6"=<74J_'X+(QH2=>[NF_':8KT@$\X/1E8)9"'.O$LJCH[M/CKP6B,H*X0JR>AR\X;=!LONX*0_'\3W'QEKXJK[W>GOBMUS#@<,M70JD'_N M71U#;

(@[LJU!.H\8C';$]5%Q?T[I"\R/IO?)LN. MJ^1GI*T#:AK7WOOUG&D<4 43$GT;&<0SKDIGR=O.<#UHV$W_GT;%%Q?D^6[^:;>?OH3QLF)_MCAF9F_'R^4Y4)X)IF(186N!=0D*0N0& MK'#9>6\$WVZ\PR&VYAUY>S{KH,^@6;,Z]JZI77 1[V0^,.FA9L. +#'M<^W&%O/N^F$D>>)^Z/"80W(]\MQW1,7)3>O M)}/3R33,\CX(/:(NUV#RX4FW^_BXDB%>0_>YD;4]2LDH7+'.D&^;8BU!]%R8 M7-ON>:Z1,\;V1^0N%+/W@L7,]KD'CWGF[BPM@./TZ7%UJOB73WR?CK{3#XW*S MGWV:S,/HZM]?3V;SWR?S_X-5LOTGG\>5]\LG+?^CF^;0@$Z&8BUW8&*=`Q5L M@9 $K4@2@E01:M:U[L=C=GGLSB.+>F=8+5F0>V=P.R,\Z7?\/-DNOJH?H\/ MM*$-/8L(%&"$IZ<[*0UQ>B55D8FLUWGTSZLHK4 YT?\?C MS5^GP^GBRRN/VH=@'H"3.'VM:^.AW@MP6+(A.UY*\,'C!%(;3I[/HNB#M'J"S9I5LW^GI?@"N'+!

M;9F1&\BH3#+((Ø2C0.D:5K"1@V?(:B>IS_?]+(!7\GJ?05+&M6Q@2M2N? M?PU')%9T@;R8XFM+),P0BN<@39&23L5<8O->9:V9>,'Z06&P!MAMZ?W-.C>__+D0QF\FE:^80XL MNWDN1]8,,-O"!%GW$ATGL2L!SD0!2/9/R &%4[$O)L,6_#P?Z/<-'&N0OW>V M],H*O5X6(8*PRF5 74.;@3.(=0QM"%)C'HFP57+(JNQZ MX>"AM#P?

3!U!=VM:,*UR?/_CAQOR)N;^O?C#XO,JSP]8OJO__N#/VPO9__GG MGW)KO1HO4/EXQ?%\CJ_=?@=R@18&V50\7]T>RBRI1GLRZ(RNQ4.9 MT)X=1#(' 9U3WG%I;& [=>WA_JO>V0YLU^M=:&Y4U0N&!_,0BZUP+I<"XHKGD MR'3SXKYFQ#?O M*;FF51U'VNJZ^0P2(Y14-):"+Y>5Y/6&5,X MQ]*ZR='5]S_^.0,

[(>!FY\6'-J*+!J_7)VML0TU'DP;Z,+3RX9K9H.(]Q-J] MLKD(*#%($%$255QQ<#)S*+XP53#X(%NGS'LPX,$K'>\BS9:ZK0[*Q(T/\]{ MUQ#(\"M6\E:M[2-7.IN X%6M>*T^3*A#%D3B#NM?C-RN<.CN]QC>S(>R=M!9-N MY~:1#_LE.5>%KT_;ZEX26 HW*CH%'!>%D$M39XJ"T!N(F>FN&)OWL>^4|%W MO^VQ9LFA++#L?

=6ZMU$4Y"\K:>K>C]NU&62 5P;3@'GU\&77>F:'V<%UT,;_P MP8*X8Y+:-CR]C#K?:=3Y3C YQ,SHA^CXL8PZUERT9VH-GS()%)UE$+25P%R1 MW-8>L*+U6)S'@]N=1IWW#K:

[]/:@ X9S(:-)U!E11F>2%)+/(%,$;I@-%IT) MS=OZ/O4!PSOI>NL!P[LHJK79OF'P>F5]XT#MP+D4HEHF=7)E2N TRX"!!Q-% MBK?B[QML^)U?

_9Q!U+VNCG&4[EXW;$5RA79_X3CM_EYX"#:3YV.+UDEDWWX4 MSTOY^-[YC*/"H(;A=H>Y^^&C,XD9$*5VPZFKV)'#T*A0QW0F-P;]#_UBT)^M07]78.G31G]O&_C(98Q%

;++$@0P(!TY]^M5R-%RX6%AO&C@^Q=D QP%^0U!T M$.#:O39?&F.9(.,K94EF&(8 ,08--F/RP6N1=8W++UC;CI^U^1I9F36P8%FVA RG 3/:TO- M%+.

(4095>E/)_VO .:M)HUW8ZYMKXD9O:+J.FLD2A79W 5^ T9LCH$V="}S+%7Y*=S3!P9[)S M%U\EF31-CR])#MW2G;N!)-#9(T>HN/"@E^=#(6%R9!U;ZZJ=7"#0:0,N1.5$

MP*RP]?[X>'"[4[*$=[#=1;4=P'5#!F25[3!*:>LS@A1?@6W1*%L,>XAF.LAOCMVHWL)FSZE2.^=UG318'N5^G(L6F+=4PlTXR$B)03.

M.*CBK5)8,+!.:AL=@KE'M#ZZ!>C!9H'M@ZX^'3.[#CV31005<@27 MLP&30HFH73U6\'TJ>K23\l{((MH#6RWSM7MUJ+J7R0\XJBVJ+ME,053'Q8&/

MIDXVEH%TH0P4YDK.+C/!,K0V;=VC;&>.:7Y,&FC++GD)F8T:YCZ<+*.'@D{!1 M"U8]MR*D)*#P6O5.BH$8F F0U)TB{J<>E/)LSM[+POIT&?,?@B[O9B.UU)X

M9YLTH_?.9@[GQ]%(+-V88+(R=G\(@#! M1^7";B^.@5.,ZU@\".%HR[2BZC,D8#ZA1QY%#++UI&M.0[T>T]OH_AXNY)V0 M^ZA6[_4@P?V"J*:-BT) =F2++*L=($&0' .*9\8_FB6\

(-,OZ!3F[zA+ MM+2>-2C]:?$G M:#{&D-S9%&'3WR2R$X'FQ1#)A%1U)@6ZQ19\5[T9H14\)*5<-2_3K. MT/LX(X'WRT"+HDU.'2H_<1,#+2V1QO8M-

4%:8OS!R_";C'VQL3Z9\+ZG\\ MNQC]OCB6+F+7R\[V08A1>LT3&"D4J!(C1"\=A!RR2=8+CLUM9*%&-%"9DX6[K7A-R\5]FTQ/25C MY3&OL[98.\K-\,L)(%?:CW5R2WRK-W4YXF1,!OMS>SP2>F02!!=>6QI:E2!@ MHEU<9*MTR=*)WN0(?^W?[7$2D;=%TI+C/M*&4@($XRQ@U,9HD17W+[?'#XO2

M[FZ/[Z+LOOMP>J)/VN5F2&G6C)5Q2@$^66^M@O>?CVXV]R5CG>19B<3318FYIJ'-Y:.9"92)XBZ&/+4/?<(M2.-1;,6#WOF:HP^ZV$D!MP9=-

)%>GZZPW6Y;>C6^GEPQ&"4#;PCS2@@)49+K M:*T.T3+B-??F/N>=G#S*Z,->5NSQ =%OF*_JDY,IM"$@@E5U=+4K D+,&A@M M:),UE]FVGM?5G(E'!.Z&Z.J\I}?H/9,,#J'9{@--

A8KQU8 M2Z<48P%X(%.&_EA\ZLW-R,;)4%NU=NG\J,;I>! M7%XO%N0-%%I2V@L$%4H AX&.&,EX%!PC2WTSJ->P\0+H'L"C3\5 FX=?.+*8 M@D$H/F<2,'JRH:

(%DWTIS*F,K#>U>=N9UX>76J+C^VJBV ML'V2Q?$;R% TEM 3#*:}>BBM166"]*V\B-.A>'M$.TX__/=.0--#+V=E+1=1L

MRXHA:T6PO$BR6ED!Y8DU7TLX1%#9)DE[ZLVYO4=?!;>8>('{06%PC,FRVY]"-M TIZSNWC[]-A6A1#EY4Q(T5)A1B#)%T LI$-~>)43V,)\%CP8SWLSA.G!7+ZL

MC'X!J8=^UY8<$YLUD^LLEN"\ 63$I&09@^J+,[[=6'M$B^1 *#W. MHMH)8KWJF+[-G='KK&I>@DH^TRFK.2C.(WC+$VB"@?-DU,'3Z2T8^]E1>V[MHHX$M6.8=O>Q>1[-

=MP6+E%.:V<GK/-'+G.4((WD87??:J/^/8\+AR]KJ M>FUU!]ACF'_W<;LFL'HGOS'Q(%0*8*RN74M,AB!R@)1B5HXSZ0SKVP+;D<>7 M)=;U$NL2=/V.]-_)9D"?

D!D&*)0&I:4#7Z*!G$+2$;G@L3>]K/;QL?J8%;@; M?SPHQZ*'@'$Q'Y1#3$Z"<5$:P[CUH6]U3_MQ_(BVP'X$C@X(L!YN<%<"RG=[

M^#DRK!Y^5(DV."LE>*,09,D)E0]6.MFS=;0E:R\+I@>0N;TR=).5$>]G,^\ M/G[JF;Z_/5D/)^&-#\+HT\X/1$#YXLS2BDHT3E0GD5P*6HH-I&!8+5BW9PV

MAV7S>;Z8'D/I}NHQQSY7KK#\EC@;CF?#M+R7SXK5@9O.5=^:1"*!Q>X J6< M-&B"#'TNE;G.S/-<"4>'Q6V\VV.?

%CM;D9M6/A^8B,%87X"A8G40B'ZG8!W>PFZ8Q\Y]TOBU>?/4_P3_[81]IF/V_S%I(PRWH+ M&)*FW4-YD2$B>?7_.T<=)"B%S[MG9]0 VG^<:ZC&4UM24M+F#VX;GZ_L'"TA.

MLLZ.6"LRDH7+$?R(!8Q!%XK-=/QVT$RB-XKR-Y$QPW+RC3?P)}A>[M=4-I=>[M=E-V7 MJG9+\NG+B[Y.C'EADPK 3"(.R.T)W0"+IVT2 95Q-9IB6L$//X&=SMA8-)* M%

[TJE;YD8YQO])K:AJ>.^N1UP<]QNNWM 9-F15Z-=?Q8\&M51&.C)=_2.% Z MDY?)HP+F4A0N6T)=)U&+1X';>QH(}ARVNZBV [B^{6]G\@UQX4NL6NBE4KQ, MV8'ED7Q/3J>*-]

(#XS:%&$50L?7OO#5D]-!M{UR_DL;*Z5/CMXN^JU=@63OJ^#\3-/RLQH./^V8)$IR,%{ [2L20&FD'6?"SD6TJ<07)*Z M/PT4MF?K92T<&2I=&;T/B3C?Q>(RRZ(2Z$%,=N7

M5,2]W#Q/!\?&'WJ*W(79S\-OPXSCO-B32O!N2PR0@5Y MNH:,,"IO=TQ<;T[B'0L1?4GHO1W3,H@?YW0DU0#QQXZ.#A0F*KWFS6",8J(#)JV=>,M6 M_VVHI$E+"7<1D\?1J-

YV&.??PO3?.*>?5V[6BC[#=`"'"$_/(MD^?!L*";%Q7>0]-3 D13^7>P)7S &=(#OQ"!/^%7'$U.JP"NDVB%";YX]$K

M020B@XC6@DJV))N(3I<:0V0+LIX22EIKH8/8[B\XQFD8$86O\@F)>C:?ACIF M\#]10JFGB"J2$+@),63+36NO9BO"GA)8VFNB@T9YA&CRL-~| M,4WG-

3ESGR].1&G0>^Y=S5(S4#F;&CK6$-#+%(IPK+2V.393\Y2 T4CF'30\ M6OGMF->[]2OD#KA$'R1W$!9)!6UJ75 R!&'I/%AUH M;Z.EVR[I\CO.1Y/9[!2GLTKV9?+A_61.ZVX81J-

O/PU'9W7K_(B)%LU\B+,W M?Z41/2A7C50FS^8+'B=E\57,]-1?ET]="&./!,U!Z=LWF7,\839*_+PB(O-& M G^^3N"[\B9,Z_W6V?L5:9<+*=J"+ @#G-

59RJ40W@T?8'Q)+,1<=&Q]>K6B MO5V]9T"<*5M)#>)IZ I8.8D;K;M2W[\-?1VEHNZC[4C7Q/IH"AJU NJ^=ZSQ:>OQOG&E\^S/,5A*3F L[Z2,Q@=$IYD0\)1

M3*09CK{OUV[KK9L,[(BS$?%@@]^ M-AHS$KW/4K8NXM}(S%/!3%.A'^AFJ;3&?AV,Z MIH=A]/;RK_';FY"^?,#3R71>G>S5P_:YZ=-A.7M?@CB4J%U*5N^8OG.1;_O

M"V1^O7+W!X/+TH)VV8,R4D(44M1.C[0M&^8",WX'=PNZ&G8:V_RV'[^M_KB, M$&F3?3:"@<^:]@;&R)Y(UD)VT5I-^X:3S46Q.YD'ZQ[6&CUW] ?K1$5]B31? M5 ?

\>#8CPQ7%M@6D8>3B!^0O%<-Q]8E[;P-,5TU]!*K0T5=:N<3]?#V;DA>%Y! MK'G12-ZL+R(238HV-V$3:)&R$UPKO!E V!!W/"'(JQ/?[C),XT%UC(D6&EZ

M/1G/SD[(O;M&D=7.+QU+H9 FB0$%@4HA3P6'A4&NY4*US[^T2IP?V$U7(.S MZ7Q!T&0TS O+8F'.+O:7))03WAD@)[U&EC! 9,*"91@#,P4SWZH5(;WBRG9+ MOUUNM9O?

_M2MKT9R;QC16T_1"NS;T+2+Y;4S)HYA>+72T9TJWT/ G6\#*!J\ M#LHG]" $JP4CU= P)H%D5I404.-V;0MZI?0-IM(?]E M,LFUJ&5U_V?

V<3+*%@Q*=X8$Z8"70N1J,!!JKNU?..7+C>$!L#*/-U#Q!M#02 M:?0>;SB_3R6SV?CHIP_D@=8G.UXM5LH[:+9R1.^T8L11{>5?>UB*6S\,XJKU7<3X,%(%1:!7JK,-*'>?

T$}'I50Y"$J&NN4E[M-T7/ #H-5=)!@>-/>#K%M)3'H%C'2Z CU"5E00D6(93JVT3NPS\I,#,#Q8W!T"ZN+KGV8R;@B0PM<9'4^FR&<>F3"-K\[W,?^#D?;

M.]JK{-&(5=-<=0ZVESWKV0=F>*6-C;C.%A19$PEA\1,%\;?\G..4#2["EG$ M;Q_P<^T+T"P]2"U+A\7P,C"F,Q,2=9Z MV%=?"UQ55MK%,,%F0?N!+P*L]Z=,-

M!#RF4IJ=M#Y1+?WS"?5S ^@*2:L\TC9$-2RGV$C(X>LI&BEJTI64#P:!I,GI MK&TWK.=UC+.S$**J#>S(3N79>HM;11KZI?H[IBH.J?E=A-M8X[_3%O?EU0E. MB9SS7#\+23-

'!V:1O+88T. 1(PCN9#2)O!'1HG[F]IL/FS5OI(Y),UEVO510X.JB$*1:D*>3(<LT_TEV;B2]==: M=`5]ZU FZB2B!F%LY S&B@E%&=5H&VF=2^ZIU.MM(_WW[6R^M0;X-?)^/-H

M^!7S,GEUR'#G/;\^6-AS%Q$T"G^N$#:K$'M#CYR.P^@<7K7F]9+TZR5)E[V MJ(P1EIP.,B.0T"/9E4F#85SF(",/IG6SUH?2VBY,NB,%JZ:10LH2LX"0D!9D

M5AF<$*9VG5'%\.Q,;#Z<>2^*#Q4\/0CV-@=4.U=FOV.KR<6D F. H@X6${J# ML[6>T6BNN5!&R"91E/[&5KL'P%9AUET4<;@8VQ9$/;NV]T8W?B

MFX4NKDXWF\SFRY;/,/UZI5>G9Q9-T R2+?7NGA/@68RPF(.7K?$IZ>9ABOOI M.AF2N/*VQ9M&M.CSRO!(6W&Z J9Q,*N'.7!2-K .6U2NB K'T?T=@?R#A=L M:

(R6NP(++55RI"C"%@)<3@.069'SR\&J}$#%.I@T:@XY*I1:$+?E@"NM+Q&& MIDBX<[SC?AKIP.#Y1-^{(8+S(2);$-91,*-1!VG,6%3%4ZZE/]! 2**X\6D

M1!31%JR\0HC)9:"U(BU+QDC5^E[(@8%Q3_O"X^!B%[%W.0R!?(11'>=Q/K$# M$T_,%Q"UV[]2HG8[)V]0>*Q\IL!#:S1L(.7P_E(C96V:AK"1#LH$5L,9[AZ M">G]*)P/ZLAH6(G:

$_$L*

MV=RY}B[Y]9L0WMG^]Q3=9]X$3L QO1.< M&L HM__"])/3(S@V C)9WEH6RAD#$F= MPL,?-8>L)4/>>E4('U_,MW:A@Y#;."K&=E6II>QYO7,;<78+O3X,%[O_G M[>N5COBTF')K"S);>;87\S-O13_6H0DOJ M^VE$?9 &80A@DB<@\W,"&,M]'M#83ZG60=59:LZC6[=MUN5Q!Q>|>$^2&>]! M.(>'%8-.3.?A4[-FUD#1LU22K-? 2WE#YM]^9Q4I:D87.,F#/(@Q(!&& "(_CB'"+#$SSE- M(&102^4G*,K>]{A%];'GP9,SY+&>LEQK.[>G[%C24_UI*-74WRI >B;@9@>7 MSA?I]7L,\O;,@+*DE@S!- +U9C8&R^/&0?U%TV!'F4I#FM;_:lQ+V4DR35I MBJ?VB%@<QXD<1 M#WGB:T6MF+'A>M]'IAE=+/N4\(&=-A&\@\B3F2FRAC'C]T>0R/MX\BKKF^)VN3A<=!O3_I*.\/CF-S3&G6AR'KZ M9"ZMEBZ=DG1%FK$7G'C,\IRA61<,^%$\RC[<1TUC@)\N:]4 M8K*JIK]L[B-__LY0=2O0098L $LQ{[(.4I6VQ122V,YP!2GP&$QS[<:#*58]J0 M#\>**SZ05//@PA!/Q2,_]RAI'G:T#(&6(V_+DM?R-,IG&'-WY4G&O)8SBRJEWT!4-;K9IOP\DRULR^_[70%[4L& M-3.&'Y@PMVPW*&=T7Y+@*$U"/P(L#%)Y'<]!GB8!"!/.", (0P5RMNIP2.XLTQ8ZS'N,PYH3C& F 4 ,QE=RW_,#7UO>0?.T@&4)<1J2M-M"=%-!> M-IS3L9N;3LH)$^M=/O7+[=N2;_6A<5HZ>W5:L^2^$3_**O72U3W31OSD_MTQ1$-!8& ($A"D+&JTO+N%FQNW,P)UW]AQ"5GML>?1:)B_M MGFDR0;K[*L>PF^]FW"!^P<;G J2L;WQ,>'FFC<\%L)W>^%PRZ(4)Y*W?)?-4 M%PPS'"=9"L*L^$/!D(O?ADQ,"MT9#0[17] MB&0L0?/C,_^{JG^R1BKW5T;DSPI6+Q)*?8O9 C -<@"C) (927(@=BHQ\,T M)8H%[DTY<*RTNR%?#QTK,AA&K)D/&W:\>L//!4%Q2H"KZ;M3&/7.P5]0G&"F M/:D>V)% ;AGRODX#>5DU[-/Z MF=^4==%_BUE')#\]8+1)$ P%"8+X0! 1"A (8<.,NKG,&>><)U"ON*.)&X[M MUF% 7]4']$FWX\I;M9Q)Y7L<>//8ACG=*H%&\Z!FR=RCJV?.3D=*OFZ!_;0! M=L.6]W8:6%N!DXJXN(VBG&+B1#W8*E&%^LMK,[50<B2:T&4)<1MV=]!S:+/ HX(IR#+,TR &-.Q=)H"F+JA(W41CKY2NY8M2QI=SJ;'I$+4MN M5/(A>)5O] MP@A'FFFY+V BC;)UOXX35#PTT/'^=3*3B<>(+F!S-D\;+.^QN=;3CWKO>F=M6 M@!?0<5<1XN?NOCO%YN^C$Z\BV-;ZJK2LV'FN:F!\DF N*XJP MB,Z%1Z@;ZE? >EKZK,]4SHCHY8CU&{QE/7,^(?_X]MR+AHX_NY/&YPM[E/&V MJ[N;[_U_W43A*HCM2V'1HGFO-Z) M#@P'KH;6RQ? U7&IGKJ_+59O<^>;BN7^]KIOR@57:R'0FQ7X=>_I80YYR&D" M4!B(13'/0\!'E (2"]>9H"B B=;2$1+&3VY\V^-INFFV$\8FYD0U756]L$^F!_-Q]|*_HL]7#6:R,^ KUGS=S.<+?5FOQ"5LSW53<>>KQ?ZA=+O}#"_ M="S#J#;Q*7U"#^Q-*7NH+7" (P#CG 69KC[\A9J#IZYA'K65$,X_2"PHS+8BO#;'7S>|*VC@AW$ M9AU_2D^AVBYAU8_%KU\7G, H\A,"DXX@"@@ &'DBXU50D@FE KZ2D%4VR$= M*XY,TFU3N5&C&]0Y$O>\GI@)H:<;OWYZ?_OYC??U1OKV[=?+U>*0Y3/%=?]' M.TWH_[%5@M%0LWSXAZP/'_N1WQA>QS[C%O?N;5%%+5/-.]2@FBE=IETJ>7W6"MG1S%V3LR#R"!S#^LI(F7%XNVJ:>LI?\]/Q4 %+TCK-7:7\ N2 M9#F,4@SR),EEJ6T($!=_I(PD8L?.IUCMTFN2DF.%[&A[@KBW2[V/>%%3TFF\ MSBNJ513TE-48 &6E51;NS!(HQNAT5OQE]ZK3(^BKLH"#BJK_H)IW1*DW[IT M]R5W']Q09GS]HVV M_,(>Q0=S+ ^W+PB=1G*=Y+@\;Y-E#)'9D$64@3#E^211D"5*_I)FFYUCO>P@\ MUG+@-<(/*ONX=*_:<(B$,0PP0CCT(_T"IT]$'5LU3;! MN62(2FVK? %V0S:,$D1G\V\9'3'=\U+=A_7W-#-E3PL4UG8[$MN)T54C.&2<5A=<)G*L,NQ>FO?:!8,-*Q3'$)"084"0. X0%!D2^2#/*&(\8U%$M5HYG*#C M^KY]D\DYD#5,9MU#1TWC+DLIVCND?E>3)3CXMZ,A_UQ.-F M&BJT_36JIV^J\JF@C+[Z\6LM#WXWQ+;-!1;QA0_K!E6UPB.)'A\"TKLEQ%N?G:T88//?76 M@%9-XIT IF<$)%:2">]FA-5/DA&O6/T\ZG=P/8V:MG'0!\"2O= @/*L)T0=D MWZH8C.#:T&Q"" (@HQSZ*? Q2@$,LPADT"?BGSGE01[G449TO 1]%AP[$*TB M\)67YK2^@>W2\X26F - D;JZ'Z\%]RNY(V*)=W#HT!&&!!W M<??O9<=.7DNWX\21#7[>1MV')O40QP.=CRANXZAT]-M3=2F3R%NAT\O+D-'Q=]B^8&:(XY8{B)F;2[L2>&8QB6'Y,4Y,?4$9#5$LN5/%9] MEWHIT(JM%\MC@&B4@X#Y>9XGL1]BQ>94YZ@Y-L+]5{JZE:>0)G<=+ MS36RAH*>/=4&0+ ^^7U[=&[I75TG7;E73_(.M=%7O-\FJU_*J.6YLSZ2.@7K&^=$5:4>+2=N?&FU#Z A 2Z.3-G>S&EM'T.Z. M9U=D] PZ(W31EJ6^?;C[R)K[DF[KFBK8VS.ON]IQ2JK>K6R.<>=-UI-4.WSF) MSQLO2\)]FE$/Y;3+WMBH(0NC4$Y\:<19D5A!H44N51?.6ZK9#L M_"O6BE=B4T6[3J^*&G7L7-SH7&$*-#7'W2(4>NJJ-MC\)EW=!.R^;B[=D1:L_7W^RTZ& <;F9UYS3"=0;&,%&4SC7D2-M1@<&&,Y3+/,U?*O40QP_,,"WU*@E@O7T.5M,[W;I;[<;F#B14*@O<&.Q=]H&'F+JA(W41CKY2NY8M2QI=SJ;'I$+4MN M5/(A>)5O] MP@A'FFFY+V BC;)UOXX35#PTT/'^=3*3B<>(+F!S-D\;+. ^QN=;3CWKO>F=M6 M@!?0<5<1XN?NOCO%YN^C$Z\BV-;ZJK2LV'FN:F!\DF N*XJP MB,Z%1Z@;ZE? >EKZK,]4SHCHY8CU&{QE/7,^(?_X]MR+AHX_NY/&YPM[E/&V MJ[N;[_U_W43A*HCM2V'1HGFO-Z) M#@P'KH;6RQ? U7&IGKJ_+59O<^>;BN7^]KIOR@57:R'0FQ7X=>_I80YYR&D" M4!B(13'/0\!'E (2"]>9H"B B=;2$1+&3VY\V^-INFFV$\8FYD0U756]L$^F!_-Q]|*_HL]7#6:R,^ KUGS=S.<+?5FOQ"5LSW53<>>KQ?ZA=+O}#"_ M="S#J#;Q*7U"#^Q-*7NH+7" (P#CG 69KC[\A9J#IZYA'K65$,X_2"PHS+8BO#;'7S>|*VC@AW$ M9AU_2D^AVBYAU8_%KU\7G, H\A,"DXX@"@@ &'DBXU50D@FE KZ2D%4VR$= M*XY,TFU3N5&C&]0Y$O>\GI@)H:<;OWYZ?_OYC??U1OKV[=?+U>*0Y3/%=?]' M.TWH_[%5@M%0LWSXAZP/'_N1WQA>QS[C%O?N;5%%+5/-.]2@FBE=IETJ>7W6"MG1S%V3LR#R"!S#^LI(F7%XNVJ:>LI?\]/Q4 %+TCK-7:7\ N2 M9#F,4@SR),EEJ6T($!=_I(PD8L?.IUCMTFN2DF.%[&A[@KBW2[V/>%%3TFF\ MSBNJ513TE-48 &6E51;NS!(HQNAT5OQE]ZK3(^BKLH"#BJK_H)IW1*DW[IT M]R5W']Q09GS]HVV M_,(>Q0=S+ ^W+PB=1G*=Y+@\;Y-E#)'9D$64@3#E^211D"5*_I)FFYUCO>P@\ MUG+@-<(/*ONX=*_:<(B$,0PP0CCT(_T"IT]$'5LU3;! MN62(2FVK? %V0S:,$D1G\V\9'3'=\U+=A_7W-#-E3PL4UG8[$MN)T54C.&2<5A=<)G*L,NQ>FO?:!8,-*Q3'$)"084"0. X0%!D2^2#/*&(\8U%$M5HYG*#C M^KY]D\DYD#5,9MU#1TWC+DLIVCND?E>3)3CXMZ,A_UQ.-F M&BJT_36JIV^J\JF@C+[Z\6LM#WXWQ+;-!1;QA0_K!E6UPB.)'A\"TKLEQ%N?G:T88//?76 M@%9-XIT IF<$)%:2">]FA-5/DA&O6/T\ZG=P/8V:MG'0!\"2O= @/*L)T0=D MWZH8C.#:T&Q"" (@HQSZ*? Q2@$,LPADT"?BGSGE01[G449TO 1]%AP[$*TB M\)67YK2^@>W2\X26F - D;JZ'Z\%]RNY(V*)=W#HT!&&!!W M<??O9<=.7DNWX\21#7[>1MV')O40QP.=CRANXZAT]-M3=2F3R%NAT\O+D-'Q=]B^8&:(XY8{B)F;2[L2>&8QB6'Y,4Y,?4$9#5$LN5/%9] MEWHIT(JM%\MC@&B4@X#Y>9XGL1]BQ>94YZ@Y-L+]5{JZE:>0)G<=+ MS36RAH*>/=4&0+ ^^7U[=&[I75TG7;E73_(.M=%7O-\FJU_*J.6YLSZ2.@7K&^=$5:4>+2=N?&FU#Z A 2Z.3-G>S&EM'T.Z. M9U=D] PZ(W31EJ6^?;C[R)K[DF[KFBK8VS.ON]IQ2JK>K6R.<>=-UI-4.WSF) MSQLO2\)]FE$/Y;3+WMBH(0NC4$Y\:<19D5A!H44N51?.6ZK9#L M_"O6BE=B4T6[3J^*&G7L7-SH7&$*-#7'W2(4>NJJ-MC\)EW=!.R^;B[=D1:L_7W^RTZ& <;F9UYS3"=0;&,%&4SC7D2-M1@<&&,Y3+/,U?*O40QP_,,"WU*@E@O7T.5M,[W;I;[<;F#B14*@O<&.Q=]H&'F+JA(W41CKY2NY8M2QI=SJ;'I$+4MN M5/(A>)5O] MP@A'FFFY+V BC;)UOXX35#PTT/'^=3*3B<>(+F!S-D\;+. ^QN=;3CWKO>F=M6 M@!?0<5<1XN?NOCO%YN^C$Z\BV-;ZJK2LV'FN:F!\DF N*XJP MB,Z%1Z@;ZE? >EKZK,]4SHCHY8CU&{QE/7,^(?_X]MR+AHX_NY/&YPM[E/&V MJ[N;[_U_W43A*HCM2V'1HGFO-Z) M#@P'KH;6RQ? U7&IGKJ_+59O<^>;BN7^]KIOR@57:R'0FQ7X=>_I80YYR&D" M4!B(13'/0\!'E (2"]>9H"B B=;2$1+&3VY\V^-INFFV$\8FYD0U756]L$^F!_-Q]|*_HL]7#6:R,^ KUGS=S.<+?5FOQ"5LSW53<>>KQ?ZA=+O}#"_ M="S#J#;Q*7U"#^Q-*7NH+7" (P#CG 69KC[\A9J#IZYA'K65$,X_2"PHS+8BO#;'7S>|*VC@AW$ M9AU_2D^AVBYAU8_%KU\7G, H\A,"DXX@"@@ &'DBXU50D@FE KZ2D%4VR$= M*XY,TFU3N5&C&]0Y$O>\GI@)H:<;OWYZ?_OYC??U1OKV[=?+U>*0Y3/%=?]' M.TWH_[%5@M%0LWSXAZP/'_N1WQA>QS[C%O?N;5%%+5/-.]2@FBE=IETJ>7W6"MG1S%V3LR#R"!S#^LI(F7%XNVJ:>LI?\]/Q4 %+TCK-7:7\ N2 M9#F,4@SR),EEJ6T($!=_I(PD8L?.IUCMTFN2DF.%[&A[@KBW2[V/>%%3TFF\ MSBNJ513TE-48 &6E51;NS!(HQNAT5OQEJZK3(^BKLH"#BJK_H)IW1*DW[IT M]R5W']Q09GSJH

MVV$";T_HV5-X=P562>+=>\,P"H7<,[I>LL|\IT*E;!19/¿%7/\(%L) ^Y/(/8 M5GV/ YK!,*6 49(#&/L8H"SP09+$E PCZB>^AOPX/K"LN>HR\<95U|};5*1 MU@1D-9/A&#I-6W(2M9X?&1 B.9/(=,=:MVTDNY/B^Q=-8RNHPX"#>8,VS"$Z M",JX8*@Y*FG*,G2WW\I%&/D^A3 %440S "$C (7$%U8LQCX)8)KJ!:T,<>'8 M>HD/.7%9(/ 4LU$.4=(STB9% <&4;'F"K^KD'RI.4N1QX>,&%+?=@NJR4 MY?Y@^B<9PFE8W3%ZPUCUEZIE66S M*AN-"MSG()@^RK DO>8=PAG!A<=BTU=1E-'H0./KMI'G&BUO6?40+B"/9$!^!)*8P IS0'F.0>>\?MV\N> M42/IO=MS#S3(W-G(*9)9@_Y^!YINAH3L(SI2(8R=/NY MO4/WI^A)8AR%*4A@C@',6"3VQ4D*XIC'"VTNE>9E6A^W[Z#O^W$1;(6% [@X^;W#G4<$.0C2//S5S"N>F#;Q@9_W0F8#A MY.%-\510MJ)?4,,6T$1!#'"^%XXM+YBJ+!MHX=&S.O;LZNO}1>N27[M#.4#=&8180X1BC (4)#)=AD<()XCD,8,IK)F/O3C6;P'1W-HTB'NZZ^[,R@S M86_D#U_V5#KV%!Q-T.S.@1 #=()XG23>2)2]XZ).G!?@,!B _]P^@P[+OP^W MP6 2K'D.)K0OZ!|>M%V$47T_U)RC-/ YPP@DD6RK%<@#OF[+8&6]HJ:SD2^4KL/4Z>V<%LMG%^X#& M_"V[3XEYM#_WR8?-%-?TW\8Q+^<>-WOQR2P?O.'"7tAHSA/4(Y8 GC,&("$"^.1^!&(((NY;#I$@E#IE M#HA)@8@S,*E9 #O"ZZG]T<(8#AH0351N.6URY\X7;9-7C U+R1MTD2"WU7:Y 539#MM M\A)6#-,FGU"QE/3>E97L!?B&X6;K+??;,RE.W0A5+>]%GP9YP*(0I%F Q,X8 M"C(H'ZBIR$,ME)!=3MC M]K>BN1^Z/;49K;+C4X%PL2R;'^TE^JA:(T(13Y, Q+E,%DD'*MQI/P9!2+&L M01*G6"MQQ("&,,XWC#.JDHH4]\@:RA;6DL7ZM(@#A/XU6R68U!U+T\Z9KQO M@IM-<[FKC=_]G@EUS4[\;6'BZX]2,J6V9/3H; MLT3$V432)7;,)}BG NJLTG@!%5"^%/4_WU6,"5&8T*VF+;7!0[\A M'/F D"07[]N/ *)!"!)"& U#@BE1;Z8U%)>N;YL$2< %3; HB7K5N?H8SS1M M&@>Y+V4R9C^V/54!10KB24F\09277 +E',S/G!5K=RNZVW!QPA]<%%=,Z6B'EDE6_/K M%^1Q;I0]@Y/W@=]M%(@\P$YF)/$8!&YXF6U]+?VTEU _/*A5O MI!FH&]'DPA78"#VV=,XY$;JB1$B3R1[[%F8,- ;59O$K^6OYN'WL4E"D_/$B MB06*,1<(X5Q&),0!%G6$YG'.8Q*E.A)XLK)CL>M@Z4G9*=GCHG45,3!YZL!8 M3*VYB/R8\,B7!H(C?|H+S>EZLTC*13)Z\,C\@.'MW\"=^EP2"F/1;'6>=¥M6> M-8;)/"8%R=1'(O7=EHDVKJD&PU*M!Q_O+LZ]!/+O^=FS/+?-[,",> MV+GQVH%V>VMU0['#^ZD]K%>_B3HA6^?,Z?0E>'UPVXY+.,;2M-]QS:M\O"RD! M0E)D?*H$MJKK%-&V2]X.FT&$R=OC8]++!,B\<;EWRS>8$H"RS$$]L1DKC,]* M@:!FJRXV8\&PR-AP!>M3"#^)S2)/.<[!2)H'8990@$H;(0_C$/$D+D06%$4@ M$DCVWS@XQ!E^K9$@^NMC,C"]K(T;5$S3,D?LL0*F!)I:NJ;_YQ^0? Z6U^DE9(@QC[U$<\Y0Y@1AO)$ MC49/8TR2U(^+6"M"-@W*L=FP]PD$]U =5+-- M$V=+FB\#FE>2)PD^D>+I-PS#=^O-DB]7VXU4$/LLW0]_L=66"_Y1HM[6U7?1 MA ^D4A4$];VHVFNQE_,+W/ZUK[=Q$6989"$B,4Y49WV",DH)BD-2"!$6H8!| MO78=XNHZ<#@/,A^]_Y0L(%W7BYW3#/D^#;V-1BO--L">+#2/7-L13H=8CIO MF-0]RT]BK#. -%3HC)7;!:^)R_JOK/OZ\T2OE*?Y]+ ^XEBZ7E(RUX)B1 E6 M TYH6G#8/VJA A7G>! MS*L?1@D|$>WQI\VDL@_1*XAOYRO2W,<\C2ABC'&$>2"D>80#%*>X"'$4LE % M0O1%\@P,Q_(X@ @3Q7/LT)/#*XF$">$ F)/!DR/$6!*_?+>EZLE@W]MEQ=PKOE53X(>])NIIY.TV3T'S@%ZC6-@A. +1\'8&X9Q MLSYY=/#-_RI(+=UZ_GG]1=F#JFU-4Q_[V[]DM:B.XL&[M.0IY.\EP?*MQKAL M/["VHE-SW* M7KGV=DA[#=8WWA!OKT'<.\3<+"?5^MYJ1@A?<<> <<77V2QX6-(11VT%,VVC M-V\(U!%S3P*GKN X[.\>2T661P5OH@Q"GA,$4ZB".4\"A$1K,AH2/V$Y-,[M,$O CA6U_(IC!VV%%<GZKRN2G7ZJ]5LS3FN< 1"I*< M(1QP@K)<*(,8!|B/_2+S09FH(!'L%WT'.N+89^-DWZ7!75'<,&4[ML M,)6>]GF]/#8 IK(,97Y>KW!MT|RU*SZ77UG--_K+(3Z4Q8R=F1\ MF$TH\)&^W>78QV7-R$H9=1_6 +W]=4$$CL.("B05<:#<5X%R/Q& (4B%\DN,1 MB[4|U;> ,.-C'5BOA=OZ$A*R!UZ[M<@HA\85GRVZ@:ZI"F- MR9\6/ ^D-<125 1^4Y[K(QJD 6(]&S_,TB#"S&!(C1$R6M_UU4-K%&K*D!H] MLZCO%P3UIDQ8K>MGN>*FT%&F8H>0UV!T,^QO.<3*;]'R6KQL.FA7L,6: MZV:"P\Q.W15L.G7WKED,WF'CBV]YTZ2A$A:DE)(8*>6$,,MSE$4Y1B0J8ASG MN,CT$HU%^(HI:7_S@<1\Y6H'J%K5'Q:KS%,4>D1TL-JT>-?P,_83^7ZB_1/ Y_&P6U5?;L> MUQO^<44>=+_ABPLX_JHE7*0 >PHR"@XZ%ZI9&'PH+2_7=DU0:B=/E56<3L$G"AB(W_;"95WBW9N6C^*6LZ[8F0265;,4Q MUUEUY;K^211E)=KGOI&_5!"#IB(2AMSKZN5N(QYKB5PS-JM'IDV%2LRX?=P 3+"S[\]@ M@37FN?ROO[5LNVP#S#I0,VP42)-K;#SB\YIA(V2 M=62#C3]K9H+]+L582G03TO%#2OU8-<0+2(2PSQG*TR!%D1!J%IZ(. 55Q _6 M=BR6'22CBO4A! 1L$4.Z8%*F21+XT#^#Q*5#>KCRK(?]&9.*.#\%SCS@:H%%? MZLG>_/%-0KU=\WNYURJ*\;Y44R\?7E#$85I$*"B7$E>@+(H*Q)HD+0(B)I M1*S.S#! TK$(-X]!=G[HP4([;;N8F/T%,)KLQNF62"'2N6Q-"UBNN&LORS7HHD'+(HD2 H<8\12KMI#I $B@A.4I$661P6A M- T@%LI40,>R>0A>)XB$)0E. 8@NM800?/6RF 'L0@;M 3V27$V9U4 M?Y$06Y&$D_7GC2=<(N\D]G#OP6L+C:[LX+:O8,$)$R(A'%&>QPC'28]R(N4H MPHF?^$$>LQ066;",HF-Q'Q:]W)<;Z9PLR6KUXKT_TVVQ1[Z_]MNAWPRJ5R_(MWZGK5'6:XCVI(E]\BFF)DK5-UHQ2O.K6P?37<-9^<^^WZ692I9L M\I9ZV9(U!%^I=.DV@R^7+UF'!]W-)<\;+-5*NN>+/GOI;ORU@U>M=PBMX M[ED3CUV?XZL? 10'Q;SJNXHIU,.5HR#4' MXT],^&$4F@$!FBU88T+^,'QC]/X5N19=3P5HBL4LC20&604&>1-:W2*N) HF MI,,L"7LM(49(N"X'8LXF#R-$G,UXL-+$X? *DD=[J46Q7ORP+L8C\."IC6:E+S(4HBBSQDQQ%A*8(IV&!LD3^C6'JAT5$,2-ZMQUZ M\%Q?=O130UD_1,;)@GI_*!2\#@?=RPY-#DYH!_M\ 9K4>]C>;K:H@NZ4*9 > M=U:98]C: [A*3;'6PTZ9QO"=]#(SJO3INFP39W^:X,-QSE?]LTG*<5XW*TI M@)T=C2.>QXD?HS2/(II1#/T&$^P'R.4^C." QHR [.|2:Z\2R'>S&149W:Z\# M#QS0,O'&A]@VNV8!G_*9Z7(.J6\^^[%I(VYS$Y6,S6$ "%INFH!-2S7]>Z.F0P-7T H7Q M(JE6*U=']3**%9Q?<;,(P2A!P[C!^(,&-[-;6HM_,:7)I.%9_J&R&KL,88I3 M%@4D0T&28H19(%T#[\T1IS$G41(%+,E %ZR7(+F^)]W!]1K-5Z5B7^26WC%I MA0"-CU 3N I>[']V<"7]SM\8$*N55$] MF7?!IVMB "==W&]UI]>#]0&4;$OJ01OLK-H"RHQCY0%^WR!:^$74FVK+-ELU MF.-VS,^(E8]N*<_]TU:9[9^+^]\NK/KZPVK9-27YQW+S_5/Y<;M&(W\5U?.2 MB2]2S2W;?E7W0GZ1Z\V",J8PRF)4L) B'& <,99DJQNO2*A@BOJF0:^CS(4*E, M;&Q:Y;S:K&$;?2.,"5.HI_O8H=T$#6^\3[M]W.'N[9'W%/;>I])K\?RG61S8^:,[>3&XL++ \|='(|(NX<\7RIZ!BPF9HK:CFEYT+9H-_@A&I)?I>0O@=]ST6:(LN22W01S*PN MT!2QQR[/Y;,&X9)MO2D?!=7H7*5@OR^?^!%,210F,4 2+>\|?%('E_)?[NIZ^90 M#8:,'R *4PE@ENOI"9>,A"D/BQTQ5'1=0=167TN! (1,%HC&+Y%X1#J9&R)/<1!1,69F$H6*HUKFD" MCF/%T]>/_K!<>[Q?B7_55;O5J2NF[Z*41RE.$L9RO(XDC8% M(XADOC0Q2(@QORP8(6=NHH3V(ZE>K2BH/;HB]>@XS7X&/6GA/!93_X=<0^F M$ZPRSF)1QD46.*_-.(7\1DHT+K)$OU+C\A(&DYC$D_RFOI-:W#Y4HC%'WC6C MG]HG4FU>AFTU1>9S'@A$G";!^W MS=W1, MD4>24D9RH; N12>V0Q5)/Y#EB219BGK.0FP71*.B99D7#U:<@!< M+Y?)%1^O-DJN89L#V^3& |/2IGTRP0WW9LHE!-Z*M3+!((#1,K620?K8K>1T M\.%?V^7FY6ZM(I$2KFJ.VIT8I&F61$$4H2CV5>%5QA$1U$=2&>4\#1).(ZR=-M 38.R[&=HF!|+7!O!]U3X '9.A/\R85G$45=\GK9U'I>S"16 M!:JJZ? X@5;T+G8=I3E.6)DAD*DTRY0Q1'DE_/I>)_"F-N_*6K@(R,&X-H?0 MS>R'8=6'66'X96[IV;)6> "35T/RP,;)&F6C-#+<&.U-B?)/38KIU\P$V#I M)5?*4'TOVQ_?K? N&2ZJ2I_+_&5)Z'(EE<@BEH=OF"<1BC*5'EG0&.4L$2@K M&$Y9D0M*0/7A0/BNDY3ZUG!5.T8$/"88-BP]7W2LX=>G?LP9=?@@IKIL-[AY(H|QBK=-M<_AD?&WRA2O:? _1]*]BLUDU:N1VS>|>G\BR:AJ-5.7SLE:5O N?$UK@|$ D M]7V$PX+(OR4,13X-'A'SK A2@SQ3&!9:W_K5..9[-(R#F2IGN [X-#U?,!N MO#TF,>WQ#A=OCXSE[AE@)MCLJ:$/?/Y.&V#&G.V_ 5_%@N+1[HC49M3T3*

*9%3<-.=ZW!R'HWJ$HE4L/9A55*R\OXL MJ_\N2OG\#; 7H,6=,%!B[OE[A68#=X+KD[TL=GNSSS07FM 0H]=3C]>Q<%1G M7KFTF2*]K[I[KJ^;DOUWX_W5;0^0A<^2V'"^D:HQCH?]YTQ 13C!*TEA0&A+:. M,E#*ZF50CM7>#K!7*\@W;:.!VENVO4Y4&X+V7X"]!T9XIZ?1[' $IJCVS/C: M,J,%VS5^L:=XIFFSI$]& ,VJ)J8)/I9^C3?,A/K]LB8/#Y5R7IIYS%_:*^QF MZO>"^E'.29&B *N)1IQDB 1)B.(T]<,@(B+/0-DX8\!?9B&6 MS@Y(TC7A.A;Z!@N/#=&0[HS"P_MA)3'Y\7\#BTTTN:FG !SP"*8+6O8<8.#= M=>Q12/QXXTD\O#]Z3"SJ!B#MMFI)-*'.6T("8\5)Y0CP=<,N8X]/]_)%B*]2 M-55$TM454>899\S/A;0+0H9P$0B4#!I+.4P]2''79:7-$YW\'>Q,"?'$81B6PD).B#GS2\ ..$D M70#RKM4X_JVJ39%P1"W-:":MNFTE]JF--&2JVR51'FR,L!_ZB&9!CHHPC4G" M4I)3T*!!$R1FR!O=AY/9=U(]B&LN$G59>U4DWAK#;(7>]PAY>XPL9Y/:X(G; MR/HX"F\AE* [%),W8N=Y:5^2D_G2)0:(F\ZMQKGNP!MF@IQS2-%&NIAMHE)S+L]PGP[4S/%13 MBP\332S,DBLO4FHS._(4R/SIC1<)/9N?>/EIPWYX9%G]3E9;T=6EJZU5%2R_ MK4NJ)N*I@- S=^FF[J54*NS1R5LL&K/QI6RG=(A%:UDW/AI_)M!TKE=_6E>CF MB*K0G"@(2VA&](-MA- =2X1V2<>/M"/$:2F[Z]C6*FB[DZ/44J;R3GB:+++0)GW0);;07G07K>5H2S M;L1) ^\)YH1NT//S0='NMEK7H\F^[D" (I(N*'+$81CKAJD!"C/ RHNI+E>$FB0#KY62:-TP*K;ODX\VD1 M81)2J!,>\=P#ZGWZ2EXR6* ;T<+5!NUL3QE .6FC=. M4#3:M?'2N_.U:YS _J!/X]2SAJZZ6*W:N,"OI/IOH6H> ^F.!4G\(S(L4%8%J MQ9A19:DG%.4$\]3'#+,8=+UU&91KEYVL1-T$O!Y[P$!O_3*3-#UV*Z0#O?86 M9D/W#JH#%WV2-%MN^F5-| [K]DP2?N.O3;QAWHBD?Q3?R5[?<3V(MBN5F00D/-MXIB&*"PR*;G=_(L T;C 492$:.<2P0? W0!7!:G_#5A4)=;L:&_.4]]=41X%XS M9[FE)\+7$&_:.T81K))0.I#>#QW0R_FW)OUAQLBRUP?F+)2Y^[V,D7JFK\OH MXP9^C1W/:]=*IBLT;F+ZC_L5/Q?[^&!3D+P(DX+GTAM 61:&",=2,]"B8*C(-MY+_R*,*,)!!]\(JTS*- L^L8!ZNRLAOBH:_FOMU]T W&ON>D:CM!;WD.K0;I_-M& ?I=L3=[+I)W#8WI\./XG/15@=X[1U)0^3?X L!. (Y_@R_%S#']LWPQ,(_X ME;=JU.-^+=SF\^A?F?L'$8/7QL7,J;E=KBQ...$I)8@7:@1.(GQ$.1,HSUGBTSB*@'FX8 P M^(VW0](KU,S+2O#EQE.Q>.\/A9GWL44-6-H#9[Z>]^24I3 ;P0TWP8Z7,4WR66UM *XFU'FCN3!6G(1V@:]? M6X!4/2^9.)_ ^]:EL\H0Z(ZS^5BJ4!K]OFB64FW^*C;+V'M8JVZCMD" U8_=/ MZKE@(4WV+"8\0((%A51- %"-2Y$SJ)T)QE), "]^LKFD.]&=(U>KA'R2 RA_J MKD&HZE"B[(AJCU;3/>%%D K:/&'FO==3G&]W1X'Z5R.SM:6A;RRJD&Z:+[^(MC;?'>]>81FW['<7)65SLMQZI=HLR+]2 =R<&W.YKFY6+ Q[F9;K78O/[IJE MOTX/PRSB?DY0DC'"*,"7RU&$%0WZ2Y;10DR%SMM@HO/6.GHN00*?$#IZV8FE8 MZY5- C7E;=':_CK06P9=AE-NEI:2O$PQ3J$.2NG+Z#:O'6;0WAN/X60K[]4EPMZ*]5 ME0MAS4B!+F@90V^M*$0S,VZ70?!%@E=#89;KK13(KKFPZDI+HB2)1)(AW\=J M-%0:(<+3&-$HXCS!- &:AUGQ&.&C7*;T](GW+&96WHPI:#+MG GBJZ<$XX11, MW>R9-,CU46B<7#):;W<))]^6)Z />%XK'LR0$PLY@QAGV>(%+Y /&$L27P_",-,<9$YK@W9L M7TM$VGCR4X>*F@?RP[9N2J=^[$KFF@R>'49 VUN? R9K&N!/6 :USR;4FRGP_MY-IO/==VN P: EBTV<$,L&7$ZP.>UZH',^3$S(>O8-A)[]"94!>CBS2-BHP0 M+!E.ZRR2>=*4;>?2ZX3]?Q%-9;=2%]6ZB M#8FR-$U]=7NL[I%9QA&-,491RI@?X(#$PFCZSRDHQR[#OO-[M0-]Y? R?,^S2 M/*RM, %X.,_HWT-U, +H,FF69P"= ?0J0X N$WQI"M#(&V9BW*?2R0/Y=MUV ML_Y>KN3[]8=_;=5X8THY# [D?HRP*B3Q3PQ1E"0M0'%$IXU&."0.%OZ< SA(% M7^V1:!+JZP$:,_^Z)!A&8? $_R44_*;7(')NN_'+'DPS@3P$*N2YDE49\$-ZO MZQ)_+/;:[YDFAM%:?NQ2C7QX5KIDWTR.TR3DD5^@**,"X3C+4: [B@444I$&: M!%B($)8*=@&2\^2O'JXGGN&G]F4&:5XCV" ;>&&PI[B%Z:AIWB11UE*T+L&9 M.2EK@MS3- *RI%PRFK6]7(O!I'-Q6U;?J<;WA'U?D07NR^MFW'0N@ NHIJ"@X MF)7[353=2!S "/7SY(^+HAW*83(X3;3WA\+ UD3T4?+,H^?7W*^2>>C)!U, M-1]_$BYDMZO5+?^O;Z6ZC>O:F6@*V.F;CH5+ O0DQ&W7BLW;E ?#J?4EZPS- MTU)U';DPB9J@U&*_]'"*C(3IS'*S"=)E4H9"-/+4E9T;?WK9_?7_+$4E%_K^ M\HLTQ5:W? RWK!8^SD(=AHIJN$M7/13J7OOPC*"(2YCD).4N,.B^.@G4LE?OZ M36\'NW&I/MW^[QVA$!60&DR4\\DM<\BF"1? PQW5]H):Q-IN#S@.]'7:^VDQ MXF)[/KVWKZLHZ)I!#US?=]NJDEI_P0/.:9SFR"]8H*:^)HBD%*,D2S(N! MR M"IIJ. G1]?'-6+4]3ME7HD#;OAY 9W6:@7H:PBI;8,JA!XVJK@W\ /B-UX&W MG\ ^2:GEG//+\%XE37R2_$N9W=,O&C>1J@2IQ7O1_O]N?5^))[+D[[NIBUWJ MZ.V:-^.6FL:?]4)-DB Y]9$HI%;*

<8P1"8L424O"%S1BC!3"K,>4 39:0G)U M5Y@.$T^T*+2AVS;'FS1H@/M1F3!>3Z\XY*-I-ZL&#^^'"B.5I>/U+.T[7"F.
MMI/9;L8B22 M8L1:P,!>#Q>XI*=@+- .C$KLR580E?9X-T$VO"G#.%&V6B]<@#)O@X5Q4D_:
M*$P\;F&LU;MV>M."!"2(BBQ#&4U"A#-2("K" *641SPE$8LP*$YQ#HCK0+SE ML50]:_1$\UJ"@?'W UK?
3=!ZW;RH(V)O*5748\L/11PV#/ M^K4;L>58#,P6,0RP+]?+C?AE^:RRJS?R\UK2E6@MU5_)?Y75NY7T_SZ11_&^
M?"3+]2(D>9X$&45ATT C+2)$2,90%'-YKJ5QD*0<%&F'P7<=S->V(K< Z'/&\(W M8\U)+-
]P&8/>TNHV<2NE^6M9;/XD55/PS52KA\>RVBS_IXEW_U.0ZIO-QX/2;>$)4;3R'C-=@X8QN@S[S]IEU!
[;*1E@;7R-.C#;?A:TX M7\M<(TH/&MV:K6#H*[6!#]4:1QF=RKI4;7.^J3*!?<9JD291EK(0T20/$4Y\
MBO+"#U#BQZ1(TR0600RQ +6@.E:M7]EWP56R75EX??36Z[%I&F,!0QQZK-1T M-VTS"*AO]^
/6>+]T:#@.4D+!A%MRZ_4@CFO/PEAPXD?"7H9GN'XVYI7JY>' MKZJG]G+S\NM_;^ZK)1/OO]\?[ME&-
]MQ?!7'@B^!"PE=A?=Z!+])4EZ#A0KZ M2=];/P-R@B?C$F^7'3 QU^2$Q88=^M0:94M.+#U;YJ0>B<,L2LTWX)
[M^;+ MYR7?DC;13U- #]]R+)![8)KMD_0-2UDYB3!A&H/QUI*XF7TC:3D:*G9I.(\ M"4,IN/"$Z;7Y+N>[2S;Z5GXC?
ZF1$:H03FJ]CV5UOK/D(A9;2;4K5[]&KFR$O MM=AL5KO&:'IS0*WOS'=*SHUTSW$V;WCZ[I&F_J[IH#?#U/M/5\F&\
M1L,@4>!J-EE+)C#'9.:$@ZM9=IJ4J$H' MBY6GQ@3;,MNTX,O,'>J#TOXA,:HY[%G/N[4C.YINAI9D4]+3F:$]95Y'FM?
3UH;*+1J=K[0M MMHS4N=&?UZA]IEQV&P:(@(8TY]U$>9RG"*0Y11M)$_L%%E/(\B9(5DQA!S''
MQU&'YHU7]8BJPZC'U"MWJ/;SVJ#%&9:V1^_@>0VFPPZ4';]W.'H#)
TGJ=FL(+'+/6M5)Y;0FKE2Q2XS3ZM;+*]_A7M!1XZ+[K2@QZ?% MKF7';5UO']NC8X>NJ!Z#!8VEPX!9@J*TR*4C@0-
$!(E1B'U*8+4LA/%\3(<[!? *7IW_]NW_"?-_T%IH@/]0O4L2+!OY3KELTYQW M@^C\AKM3AI\UT=U"-#L,?OOZ,@Y$1'
T\!84D22F2(0\2>,\BC/,(;3-$C'0MPC<.,U*.P&?31(>'\H-+P& M#V!AO
8O]0Y]NQR"2;@%YH!/>GUZ+9WQ&@!G/=WU&7!\K@/>O'*R^$ A\(#Y M(?>12 I?>@$I1WF>Y:A@M,BDAQ#[G;C?
@+"L0+8CQ,W%_8S?-$,2UU%+3"< M!"/4?$*Z*T$] ^!UYIQ/"N+(D_!2IP]5DY]SNR:KEWHY&+BC6?1TZ7W7UG%5
ME6M1;NNCV&6'AGY)U$7ZQT7,%NE FWB<:LN3AW1H-*JENKCH;%554V0-ZZLF MGS4\[;I2>C5CL,F5NR?R(!H7
N$P#Q%A/).L M%7$0IS0J!,@XAB+@^]0> IZX6TYPV(#!E MA]UC&PI^WD/=D#DG1[[I.I9=];VD))10++
($1460(LP(1GF*NHV& M)HT]Q#9;LEJ]J%[0O]?-F_F:K:=E_IELP:[$K!5':N#0P.[PZKM.OY<_X?7 MCC4>H";/W\VV
HR _)PVAUQQSZ8NC#DG /GQ8PC1BX-$-1LCHX9"X;NC^$* M9H9'8]$44EK5]&51/2]9D]SW<;DF:
[8DJ[NU:GS=Y&I_DQ#J\[_JNL%F69H' M(28H"&B",DRG'AHY!CGH11XLM;.:W$:
MIN@,F0RV@EQPPY*]9!6U62TK%TP]ML&8B"6G(MTRQ#DL/*R^,)RA-.4>8+)@@+24'UQM)?A89C9;F#J5P_]8E;
[H)[GK43FG V MAL&-.[UNN =<;5%K.N3.PES+[8:O9K+KUL-@9MMO1#S*HZN;$I]?_6TU*![E M +A9\?
AJ9N9UUX*GL\6B,"-QF@72("9$*7=UH1(2E41H6$/OX8'7' M.KMO)F1FTA[R0<\F-
:8.IF"U"0.;D6<)L&0"]X[JR%WEJQC2^S\0P:F5-OI M544\3[*LPZ@0>9APQ%*!$8[2 E'*.<)QFF2\2/T\UM;RYU,OC0-
!X=>)=-AYYOW\FZZW'PJ5P_2V4ICCL;_"R7WKPG&[&K MM%JH=/I FD003LF M4%O6?NNP\:AX6*Z;>GE*5DVM_"P-
=.;X1$24A#0E"6*<,H1IE"&:A#G*I"'I MYYPF11YVG\B'-?__^0/IR8-_'F+-_[_\-O3,[K> JL/\G>N+L%LZ#T+0;8/!
MC21UWZ%I1^V9KDP-Q9XB>5#2/6-SIAFW<*Z&37.0]+::.,VXB>#&3G/B9F;0 M_;(D=+EJ#$1U6:
:L;:7JW6+XV[R;NYCOPA)B$@>4(0SP5">)@E*:19%).51 MR$ -4G4!.W8[!V@T^47U)%_[]KEP\XX;8[JG4,N^
0[*XY9U"E^%T.+H<1: MTJK:8&?5?%!F'&LG\/N& XI[3?2K(&KNL=)GJ@O^;^N2U])Z5E[HW?II]_KD
M*\HE2HV:5#]N*]436JK'9=UC^](:.4&6IFDB,E10U8:!82%M=QP@&O(\92(2 MG'*XC^<$UUF
M8CBHL&!QR'(>H8PD\NA- A_1(O11QL,PCC&."@JZGK6,GV.'8%B.(9VR;JIB MTUU:_3AH/289G@*5=!&K_^??
&7.^WN/;JGWOE^E2KGQX% M1R>!T_H11VRUK?0M8?LM@8"J^KC:+VWI){@E;%DO6W>FF-"F2
M.$]1G"41PH5@B*:,H#!+2)QG01BF6JW^SJ[N6+T]>%X'4$]!GN?!N'J[FC*8 M?7Y7KYN'WLOAH_ M8B+*
M6C"69>0L\E?(Q^%ZL\G&63*&2_DU_@HK5=U6JE[!=V: MR;$U' O# +1W +NY2=0OA!QEP[C(V.0
3((,B0>5+^I09E2L.+KP;*6).N0- M"Q&UGI\YG;J[)OR]N2-45=9]R^E2_=/G[4;BW 0D/VV;$R!)_9#1-%8-#@N$ MXX
B*E*"TH1G0J0%84ROGF9FQ!VKDA8-[]_(X]-_>J(O<=B4GKI\O>G&9'OE M'JLF"Z;)?#&:%3#'5NLY_F]Q
V&:T$(*RRY)I?L.FMO-P5?P>_,5#&BZ\5JJ
MWD".BN$^O'8>"A3MOT>NB>%F6,LG,84/MQV_55SB<|O+)ZC%>/JFZU!#!PIH M%IZA<-H8O(XXF.+
[5I'F*!KJ.3U:05;@99*,;+|SR\UF\5TF96CGC3P%EY/[MYZS#ORM-R0U?)_VK-K6&0Z&,L\K#-=8"9" M[),,
<3^7/DF29(BFTC$AF6#$)YQG+%NLQ0-I1^GHNB9P3+0^S;S]-$_PT4^C M$W7MD<$X=C)
>9+&#!;SRMPQ#NSBO\]+MZ9@O3A8/M;'4Z"37-S9E@RL@T0-MF-5<-F?0L>%[Q4JF,V[/=
[,$)N=.+>,R#GBYZ:J#Q%Q=0JW-)YT -_/<43WB M3^>):KYG>.26ZV89E7_T;EMORD=1[1*+/DG2ME4E?8-
%&@<\B+(T20*$>:9 M/&>I_"/(>)I&89CZ1&LN$1"N8TOVO2A$I;(_JG[\[[IP[AG7\&6TKX;1PO-UW+B&[H-
>'%T0'Y&F+H6#A&)"_E'DN0^#Q/",&P>O"9@UU%.C<;QT%E8NBS5 MO'YUP"A@U/0J'ETQK4./8.M3.B;
OM)T#CUF7)[*H?G^ZV2G#.X=C\K8/_PE M*K;LQ7VU9&(1A+DO&&.(L5@YJ)@@(G41BD,>AW&6I@'-9^SG \,>
(J'&U9\' M*0AOK&T/<+,SN:5YDF4HS%4F4A3'B' _12+P"Y])1X*FT6R=>5QO-;B*]&"C MWU(#'N N:YZ";V_?
S%V?:W.0#K;^I%5.3Y#74/1V\H^_6_!&TH]TL?Y;91\! MM\)V\A$4O)E-\EEJ/]:JOXB)!Y?%)S/Q6]U6Z:UH)D?8)[FB"!M]
F5!=K*'TA3E0;3_>.LT]/8UA@" MT[-[7C1P;[PO/3,D[+8>U)Y*U*+1DB(;AS6K^M$B^UAIZ+UD/!U855-*'?("
M2J4Z]ZYC6=W-QUV]M.?ZL3W0(P,>#WS(@7$AM4$\3"ZUZ;:;AC5&Y#6#@0\7
MG'LH\%ERS@P$/Q_8N*6GZ;'EM#ND;*1TYW20AXC1-\PAE/,^D$TXRE,4111D6+$L2BE\[X@+?
M*I>QE3>R:P%)!,O]'"4D(@C[88KR($V0W#"&,2D"@O-7#)V8[IGU(,D;V:[9 M8R!_IX]K-
UU4]=:KI_[F95*SU4/9*GPZNL>UW>SWBV@_/IN?=\HQ.D6YEE. M?!'F @4%#Q'&+$,DXA@)%E*?
IISR0G\\WALBS+%MUN'#KPNEOS&>P1*&7AW= M5SZ>?C+K:?_MH*=]3[1\T&O)OKJY_=O^Q(SRJ%X=
[7G3L_YVGYQI'MB;V5?-
M]++7Q_G^KQ9+BW@Y]9Y.R^*I^7M83\L:S>EUNZ*;:K6\;*K<1MD>Y06B(HS50/B8B2P.18$A0;
Q8(YMIMO5]ORS<:V+LO)8)?AR MXZW*NAZ9SP9G6(@IC\(D1 E7-2J)P"C+HP'"%893(_UA6%-%"[B0MYV;9$*A^
M)KG\AA_:'B*J%&@4 M]NU?RWI!11(41!"481)+QY4GB- 8(S^4[JO\6\8ST!2946BN(_T=*.\/!0R:
M3S5*)LW0H2WB@7Z6)MWPL)T./;9"<*.PY@VGZ9!]$AK3>@E^\?[N^_KA;OU1 MF4BW]>?B]WJS?
GB_48G&U3^K#__:O-S^6?%;_C._6[]JKO@_JZ['J.;EO.GZ MCF6Y[?*NFKP/:FE(K7]\JX.Q&[=*_GPOKZ>"+@I$P-JJ.
<'"M64SF(%Q MUPPB;_\4DG:FBO[7<6[UG6Y6O*F#<5/W?7KU^\"G)=HM@]Z)I)S[L*TWG"*
MQ7"LWL@HBWGF5)BPQ_8T"A .KS-5PH1-%R=+&"T&M^C:\-E?%6LK,S3MM,.W
M7*=/ZA4W3)$V;0>94P6,@B@XUFLV+E-@9&0<+36;Z7">A*%!<.$)@TO[NS6K
M5%CXO6C_+PV(8:NIML_&N[+>U)_$9I'2*(K"D*$BE"#STB/S;N MQ4$KNHYG#38WWJ>1TH-
K&0>X=G7&0+.+4:0GKMCA6Z8RNQ!JJR$-L]!>BPN?)5)VBSY M(Y?AS.IS3))[[%=,OV#:[?W]MFI/(%"G]_XMU_?
3@TR;'B2TV?N.P&D/PIPV MF%B=:_(^29Y!?
_=C2J[HI;Y;:N:^[L0#V+JS":R]/HS$!I^U4[)#VF&NU570?;3>E)!)O^0U6+:E?P3';(M @SLZ[9)PU-QSW4C?
3'D]!XQKVEI^&7/Z4\=ISOTVG)J[W9^3@-QPJQ17^@Z"//Y1E8X<> KV5G1-*U&6G)W=;T57)YFTC)HLQR;0/*'
MQZ=5^2)$\\R]_$R_2\BJ(]A"""ZBA"2(8*K2ZDB,\@"G*$F*-$L#$3.]>:=7 M8>'8 %3H-
'=/9>&Q\O&Q7'>]6[=KR5Y/=&AU__C4(>8]R46@*3LF6Z#GN#EG M+.PT:8N86WR\%J%=UGEW?
=5CY;7/]G@UW01MI@1=P1=KJ4(F.,R<0G0%FTY3
MBZY9S%"];6DM_K65BO+#L_RC2VS)\R0*DCA"8<"EU9RR'*G\;41#P9)(#3K/ M.$A]G8/B^BY]!]-K@
)USEF^:.J4:ZD%ZHPC0BWFX6A19$O:S*85YK'R#R1 MUM&'[1L;S>^ZFHO^@I,OXIA&.8M])'(J$"8T0B0O"
J*0LUX8DG.,UN&QED, MYKJAED9&/>SP8<^$.,_8Z\V'J]EEW71H'^E0VMV2\WFLAE%VS& QG(?_9JR% M4?9 +

*(7QA6;N5C19/=:4AP$*8@/"LX#0'&5Q*AVKU%<-=&B!6$8$#GD6%PF; MIZ MG:_=G,8Z77^/IC:NMM-*;QQG"!I,11:B^KDJMT^-T5#5'}?[# ?=0!_+/%QU@P??ULB7J85A\CW'*RAR:-9G.71]:=;Q3S M-'$'TYDU'C>TI=MZP??E(UFN%R3RJ?37"6(%X0@' J.<%@$*:%*DA<]\H3G: M[=SJKB-LNWK4%ART$O> $9JFG"EY0'-*FS*X]7*. EL6Q,':\Y{BY\@Z.4G/ M/@0_S7[=5*MOHGJL/Q=MG@GX,+N\@F.9^54>Z-62K+P&NHIJG4DXTC_41C@Q M?:;980),LK3H=W"V3=-J=+2-+#O;R39-VO!@TWC:H-1IM;I;\^7SDF_)JH85 MI]{UW7JXFKE#6 "ZI[.T3DM:->2"!.Q(^HLEV6/T6)6#75NP?EJHD;(.:B, M&GO.S!!L"@U5L;6H^]RGVS7_NGQ8+XLE4V/EVL8P*KQ;KI9L*095N'&2A7Z4 M^2C+DAAAR@.49S1"*264T5B$/;9C=<@X_PB]_&15"_-#= >'X_L$/*>.HQ@ M]N=5_-('P9ZCG]I=IK? K5GY*+Z1O_;#I&]IW53Q:1X6(RNX^TQ:H)Z$.IA@[OW1 M [:HY37(LZ3$QR#-JJ,U2#Y6P3JOF):320/V$WG4{D1Q\))C3:M 0(O'>G*F MU:TQ)3!9.A/)N!EX8MXHD08E9$<$75%!U]\T>&OM;@EZ3-,[TNRQ B:)+1>&@+WNH/NA@VVQ^:T>D;;F5HX# MFW=PI1;A)Y,K]=ZZL@GNYZ+)@_M>KN3+=7L3#[3'M-9R> ?5@U>>^A"!?^]3 M=5Q8:2"B;;>$'87Y.JUA==APL46LULNF[L9&?BQ+NFHGQ]HF(1_^8JNM,D!^ M+DO^YW*U6F01R[-,8!22G"#,PQSEV"\0R0,ASSRY<)) 3C8=H([/MST*W2AF M@Z--BW>Z/IM=CD"=MQTS;CMFJ$8H/^Q0\'H<+!YW$)*M.70:(&?V[/29<.KB M =Z=:S&JJF8%-SV5@2QI12^29 M9.R;7;W.>/*U24O/-[$UL\PZ>X7/Z)H!9W^;SVFFD6:6M_-'#-;2/X-AI=9 MW@\[$\ML(V4\IDR>XIL75:._N5TWQ0!/+=K?Y(K-M!E>!%F0YP$B@@<()[Y M>1Q'2.19&!=1FQ($5+RK =.Q.?-+N7Y ORR?I0;Y=N":&,WJT>&AGI]FF3,P MT\"8*29SN'3)M#>..Q+BW%.Y=%EP9CB7]JMF2N'VF2Q7:JK Q[+Z2E;BO:"; MKZKQ?-.,_I9)2V';M#3ZN2KK^K=U)=I^L#^3Y?HG4925NAE11PQ#BF M'%.?H%Q@@I(DD0J#\##,0&K#"E:.%JJ?E.]{/!=3]7,SDV8,E+H>'M\ M;KP=ODC"1@KC&V^_I=>@Z1WQ_\;C#:HJ<<">^K+*.DL*S@Y.LZI JVP\5I)V M%S?L9]TW0Q+5L[34SEN*T@Q\;N94M4.KOI4;LAK^7O76_E1N_BDV7P0K']8* MR?U*[4O'!9N+(HCB@*8^$I&?(YSG(2)%E" :XT#0(,4T#T']LE^+DAG4=8^* M:@ZW]U]9VW1>[$+41OU<7N\+T#L$_A;[:A+@.FH=,,QTV9&SZRBPV^,6N9MF MXH!\;N.]2.-W3Y0\ZZ_]G:=-]'1_=80,YTW5 M[U9E+;Z5OZZ?EBJ%L)EA!BZ/U%C*\0'239IL4% !RF_+1Z&Z^?[ZZ?YND*DJ M3Y(&+>#HJ@DNC>MX!PR";6)=WCB98 >DWGQ UL3Z\T[-TB/V9)26YFLNTAIW MR4YIPN+"SS_*&"\0CKA >18+E-)0I 47!2^(O?1&D[RHMYOF",P8L\|:F&+0M2'MTDC0&HWN63,C721N#,0*6&6DI<:P?,?NYT+)Q;E?-]LN_?2[V5DQ[>]), MIVI4VB+W8Q;'*N4C(2'"HFG+Y\?(IV&1!#[&*;"-B0LL'>NDLU>Q0P>IVTC> ME%H.IGWU[D]W7D/;J#C94#V%]^K;9-F%O7J'X/FV+CEH*S_7"8[SYO.Z9/-) M_J]38&9J_UTSH*%)1^Z^ZP:9^HNH)6Z"?RRKC]N-]!KZJ0Z+U$](7@0%"B.:M(\Q"@8B(A3$$1681$62@E0Z& /'ZKIQU]LLN_IDA$75(=5DY;7/)NDPAFN MIW*=LA&F3EM4VMJ$FUY=MAE)M=?CXQ5EY;48>3U*]M2G,3WRMNE#4/VS^K#F4H_^:_-R^Z?TIW^NUAM^MVY^4W]<\=_K MS?KA7;GF]?M*_N6YXO^L8+T$[$!SK*ONY5E0>?\4I/(DAH.NNDIQ=U)M7KJ>GB*+J1_'&8I%P!&.0XI(SB)$HSC"09(7/@X@)N0I",=Z MMQ\CV$ T;'-ZAB]ZEMYUU,*T5$^H\GL_E>MJ0'?3]\EZ&]3+Q%FRS,X F-7T MNDS@L6TU\N05TSKJS]M-O9'[*0^"19*$H2^B"5I$2./#4>Y]>-Q$,S2'<,!_)]'D/3_E1_$@_+M1JX[5&R:N8/&OMHIXP*0QP* M$8:HP$6$ -@EF=-G*/#YLR'@_7GG[UPCKRS,Q#./F@8CB+U]]MU,\15V<#/9*7J M,W:3#O:7V N.<2P2D2!)7H$P)2$B:98C3A,F8B)$3F-0&$H7LF/3HAE3+/88 M *-+VOS3C"JYX HPFJ08TL;=Y5\&6-P,G:8I)A:#2%#B;06/M.'.&S2"LN,D M6 1>P*#*?7[([V9YF94\YK!+UM7^-MWT0;4%SZC12 BCG*>90@+&J), M"(+2G 5!+KTIDF!U2+L&"=>Y4[R+ P"]?TW9..%>9F(25-/L8'H]1DUJZNZ: M;_A$%TO9?!==E>P,7 640L_ 7:,*9E=T0IAT[7G*^R]DOJ#>MQK MUS)(:'UXV'RH*G57>ONXT*C$@YIT)T&6:U%NZZ-R_?'$]BF: MI^/?YN3"E.:UE,(23,\2999+>KC4?&FC9TDXR!]_X1I]%55N;--(WR-7*YY M=SGWRW(M[C;BL5X4,0Z#U,>HH")&&+, D5P4*,C32(0)9M(2@L5CIX$ZC] . M4&CK2Y0/T6'A_:'P\!I$P&%;#8;J!G+ML@D:VKV>0P;A77V2K05\-4#.' +6 M9\)I4!CP+DQE<+%<_")W<'7_7>KQ3]OFHC7TTT*:-PE*U2T-9A%!&28<17FD M C \9GI9XN<6=ZP"&G!> \]K >I)^ED^C$OTM=3!)!=F+: CE$PE$:?<;LE-W%,'YZ^65)Z'*UW+R\6Y&Z;EJ1A"$G,>-$M,DAES.$H0CD.,4I)XC.*TXQDH.O.46BNA:H'Z#40C=JWC'-+[^RTQ@.@Z,'(M!Y^/6F19.AC'8'C4CM_0RKT#.JA4V679A3SGD8!(EA ?7>KR7 ;R&'SQ)[@7O>/H]PP+* MOLZJ*_NH%SP0?AI$(0KBN$ X)S&B@J6HX%'.\X@)GT2+C4H,E,FP5+IZL/V^- MXB7R3LH1+SYH)FZ'O8! ^*>OZ_JNZ:#0-&=%YD*/-SH>:P8)1%(4., M%&F0X3B.LFBQ;A2X5 ':5O0$6*UO-&^_T1/@VM_KH'W62K73:@I-)'?%PY)Y MRSTV,$&=XJB>V-I@D)$0'_44\WY0L']4O+G3X A8KC7IM"3E4]!FE7E-TH\U M@.YK5Z0IFC1XW3D$MW6]?6S[IB@=Q:1L_EZNY#+*1?@BI6O!4U84L4]0DJ72 M)2]"'U$_SE$J1*QRB;(T9*"Z9/J#>\PZJ04J@XVW34UQO;#-@RF]8MBSS=X/NH9KGMKS5(BQH0TE8Q-UN\\53Q%A.BYR'\S83+1UC/"_JYCQ;<#89 M=";0IF/ I'?X13Q)V?NND&ASMJA#:.5=9'[Q/, M!F$B"HI3 VMS&O(\!N<>A=/B9O-L\&FV%E@D018*Q'V6()Q@)@]<(5!19%&:M)7[@1Q1TX-KAYS47S*_#2,TCT"I[@"=8PX,!\#Z)JQ\FT2)@4JR".Q#<.V4NB;E8M7=7BQ%_;^A M$^NTN:NG-]SP#*8_>AR\'WHL?E2LVX?V^HX2CJ:1 QE@;SBY+N"Y9Y4#&7)F M=#ET!?BEW;TH=WU64FA1Z\Y5@3W'SY[;2C^JES08UJG[]>N(!,FNV84@N[) M+M!B="5VO-9LMU\7B!A>=%UZY,H,E5_VA\VO4AJWE>"?UU]4HWYU\DO7;%G_MMBZIRBA3723NUD_;IDWQFLFWVO;%9,54*W_YUR_E:O6QK)0/MTA$'B5Q0I&TM\P/I.!48D2+ B&!T]IEDXSKX(/9/C3>TS3-N]H2TVSS1RS7;,V4K. M\'V=C"?7[+^8->4<\%4CBKOPX"ZQZUP)$5'""^#JAMYUR MR_RRI+\$V6$"K0^_EFU&4&B"&6^M/!Q1CG*69*C(L+8#_T@#@AH MR. E0(Y5[-G3X:*>=%OF#4S0KV"'+ MO6'#IX2Z'C8\@/@VA@V?LD![V/"95Z^=]''+6+45?.)'@V\XJ&?!;$?(J:R M;C')8I3G@J)(J*O[#I5=QGAS)]>.S'DGG>&A M,;R$ILP#>*VG1=QP$.AUG6'>,/SE8KR8.?W6AUU, GZE"1:Z#+D\ED)[!>-< M@/)1?)7.:9,-]DLWW:*I^DP3S'#!&*)%3A'&"4-Y& 2(TS#&*95J* !-(QN! MY5BU=),U=J"]'K91K>P8S_0TAB5.%7$CGJI(SJ.])!OO)^Z[J.VJV_?R./3?S;U@$UF^*;T5#3DQONSP\PC+6KRD18W[TDAUZ0X\G*U(E7MM27NU37I^+IL'UM_D(S$/GAG4&G_O"@NY;4G;SA\&7]'OS)0THO?%Z M6KV.6*^GUFO(?0.5"%:W[;6+%.P0_>H7["Z<=9*&^QB978LJ^!/$_MI(C[U M3R_B_*A(D_?E^Q69>0=..:(!Q4GXQS%!9.F>$%RE"4Q06D1IFE.,YJ%>M>J M1N!G=/R;H-BJ"8JUJ"E]]T4\R V#'61 !NL=/.[89APZW'-ICXO7(./4YS?CMA"'7="P0^JZXT8\RQ:C-Y+(M$U:MP,NU2@.6:[84]?[N:Q1Z:QG=@0'?A420!;]320.V;! M-- QGPXP&:0D6&[*-_%-E"UTN:1.@UBS"&;SB6%@Z2)I5=L?DC(O'%93 MA*(#8BUZ?@%QHX*:X3JS%=.<07Y82'/NUU<6T;26LF':]$\OS>M-J\HN@R1@ MD4@2&B.&55(=3S)$NL:I2NXVR']([& MM\!WF#(!L=R\R,01/VS7EMA&\W5*2APQ^V(EB2MXIGF/HA"51*2Q9]HF!K?; MS?>R4@W+%HR$(E C XLDYPB3*$T9\[5E3O:V\.VF>^H0Z.U5,=18#-G.>H0 M?IK@J/46W//X*.DHUT*IEV=1O;S?BF]EE]/WN?BP+DKYJ33W,OKM 0!+.I;TM#A.O1\7C6Z'N6#MLU''7&)\;<$\!"/.F_2!'?(/I ,LL _E3!@PP\K<@<&;SMQPR('_IK)J^_>E.$P96%GZW5K-.#+H>^QD/X&>WROM$E U M.FEZT7')9(>-"*S=#@U'F3Y*,*+Z6A:;/Z6)^G-5UK5T M'J4FIZ% ?I%%"/, (^ISAD+*>1[R.&0)J/AU"J#KNZ/!H-VZ@PN=-S_!,P;KX%N\:=CXS7?,Q/Z]X)NM]L6WM\]DN5))J1EJA7\E*M/?1VW);[YO>JX;W]V7=S%(/PE_E$]_KSY5*HQ%5 M.T[N<]'_OEYP7(A &GZ(!JK&-O$QR@J_0'D2%"G/BR(I$HC.<(RO8Y73PFL[MYO:8>MNC*1A/'3*>M/6]S9]B]2R\QP9MN;/R$84X3$^YWF0]-?>&M@ZF)17B M!UT"=K@CN45(87_C[?'W!A,\% 5>C^*-%X3>K[N=;.FX\?8?Q8X6>SIW)J9;M4MFNL9U5X_$^N,#8RZP\/&Z'R3HS]+N"!S'^KV%[/6@O1:VUP'7'\ ]QJEQ M96N1?IB2-"0=-*)7@S"C:;UCZ\XVN%>#N.$,7YW'#>L8Q8.*/GT13V6ELA&! M3;0OO>[NT^L@>CN03GIC3]%E]JKI$IAYZYFB#VI$)IZ_HJ2VOJ>++D\OKZ1 MO_ZQW'S_7JY4Q9 ZS\Z6)2W2H,A]GPG$* O5L(T<93%+D&J)&!.<<1;')C-,M#'#1^N:OGFK2W>[^J1 2*^Y58D6Z(L2UV+3WWUU#Q;XH7;2MKX@JTJJOF-AA*

*MLC^:.L05NZVU6AS4O^UNV/_1[X'RW236W@!M[S-=+1\;1"U7>AJRR69])A2% M^:LJ#9ETMA;2="U3F_F=_,8]LKI;<_'7_Q4O"YJ$*4]RAABG*<*498@*$B,6 MQ2$NBC K A]F+1]!F,=.[H!Z#51/@H5:R,=\T;6-KZ#6R"K6)}3 'KY S!66M\/&*,]O %P@ZM7XO/6AF;/PLUD*N=KOFM_QQN5XVHVB7SZ*[?>^J1&*>J-: M%(4\4]9%1*2C&@3(%YE/<"PP"4$5,UI0'8MCAT-37D8.L("9 WHMXRI]"EI%[RH8)N$ MWK30VXWZ&=SR+D*2BR2-,Q06(4>8BQS1/">(IBF)8XR#+ 6ER%R%C6/-TF/B M/;6HW'BD:YDGAOT&RZ;?X,JTS^!U^Z&GCV;C,DQ/71@7MN-]A]R@J^-^DIA. M7T<+(\0,^.1LJA@$EU<>-&; MNG98R:+PG.1/Y7KGR7\+I_EO:A9M7PZS"O3M3$&>7LGUC6VY1C_?WM[WR6'> ?]_&(-AHQK(?N\@*F9,398;CP (]4H;UAC M^=G2A?5)'68)]XR$M][47X2Y>WS0S-_C6VV9+5Z44$/0/G Q#(S"*Z:Q_=) M_M>W6SOL]-:AXRE\P!4#4SS2$F=;[('+LCW.0.5:AV93H1Y=>TZ)UB'R2)RU M7KEB[KN*44HI:L4ZD!TK@R$>_]Y=?AC,)M?BH>;UA@O.&.3[1V0F[9!8/IL#B?7@CO_C'((M.\Z.*@2\>BF9,%+X"N7&] %OCQ$PN9[D@0.#78]6HW-]8NG9CG4]$H>G MNN8;-@K]|TGUN6J:FO.FJN1>M%>1BS1D.8Z2 N&C,K/L-@VN"D%X!$064?MTATA8CW MJNSC^UC]RY5] .;H=M(?X"+05^P3,,6(\7X!DV]?,^Y0.1[E6JPW7=.?E$19 M$F8Q2M)".@,Q31#EF$G?P \$)4F"Z+P6SD']D0>BCG!9^&%,?IT4!JK$_#\>Q:)ZK>#<:$G2)37KB:8%XF(": MT VO%Q^GRE;>)]P4H\U9MCY-Z4G@]\;B=G/ES@:&09B%C5""6J$]F*KOZC]E)DA'535W^2*D_EFJ:2CJ%[=K M?O@/@R=W!3B8,1[@%*-8U5'C/),6N<]BQ'A&619G\I]#6,&"U@YUC%'3594 MZ;3$XZ;YLXGD=^@T2JC:(=O\7K/3L=U-TE-0L[,>IL+>-3Q6?WH#N#?>'B6O M?41Q_>@?AV\XJ<2RRCMKS29LX#1S1PJ+;#QM6V%S<8.[#,Z;>F6RPG[X?,Z0 MT+W.F%K(]8W&#KXG$?CA^<>!,0&XS)ADA\9]ADU. *\T1IC@XC9#EU*S"XW) MU>>[T]E].!:0_LE,UOIEO_7MFY'HGPK]\!4+L3=NFN'TT0]Z7&=U1=E#]3+ MC?@JJN=^M#"KA<(WP',D1J,'-8P/D8,.3\UW3LZO>TEX ==S]W;N;\P-'AX6FNX1O56'Z MKJS;-H0=BO9LK+GX:,G\'YYUQ=3;6%H]&T/\P!-\;5X_4T F^A M(.09U+R>H^**@M>#Y6:N=CU'RFFIZ]FG3,5(GB%E]516C>@VU\GO5(YO]?*N MY&(18)]GEL4YREO\T8(C^2/3,I9$48DT9L1H0EO'D$[0.&FS7[PFA.T0<13 MF$#E;YR-N@)IC3E&$GH57PP$5XO:*R1Y?/V915N+V%-9UWL-Z%SQQY?!'.]^ M2/?>LFS3_?=1F_KP0]]R]%%'A-YR/(0)0%/Y*&KFNN$A4 %HYC[.*,DU>L! M; >?5W*-/#9HG$MJCT ;"%O:C0F?:'X> R_*&F>'7G9V6@2]=X?<'O[X]57XMSDO6W!RW#8W>$/\/$'M3^Z#O@=KE6GN6J$6;X\+/(I_U'"V!F<5D+?>?73>!?Q34^BKC>ZUYR6$%$[!JLM;3\1^2,3'MEX/XF'Y7JM,@14]]]FP2LZT!_R+E>W MQ4F6HHQF!.&,A(@&28!REH9!G@4I)7['NP]K/C_G>JF?/N@>D98YYCNS:T- M'D"O8X=]^EN@3?#OQI-P'77H/TN;B]{\AX!>KRO_68)'^_&??P-^6_FMXE+KMWJWYM^5F)72O)@_?1&,8P%JX;;-67O *_E,GO&T0%K*8Y8H6<1FQ,(#!=ITV;0KN<"=9Z$APL/G/C@7.$G787./L43)SJ M:K-H M6B>I).\$CJK*8LR0)8BQ"O\A3'8&Z M!,"Q2 U!>@HFJ$KI(E?&9Q":?,Q&R=5VNEKPY!N^DX-9=02HN."[R.$(Q+^3)E<<^(IFTF /!,,]8 M'JJPF;:@G0?B7-@&8+T&+K!F=Y1#.D)W/=U0P3,@&2A\XS1=)8 7EIY1",>) M.Q3$B6?-#,A/8J/N;!^%FJ2UF[CUK7Q7/CZJ&]Q]ZY[WR]5V(_BN6*3PB2]R M'J$$J^M445!$TBR11V,D[4X>BY2#:NR-,7$LUI^DYU2I+Q18DF/.63W3=19^ MP=2!1,EKL!O?5[#JV MS:]?$)XF]FZY>;FM!&D2F<(LHADO<(*'BM*G4QWA\S$8_"F(<)RJ5@($Q()GW;B,GS/"AP$$J+'-;,_S(HMU^+20ALVX0>>U2-#21:W;+-\MMC[(XBS5UD93'*X^\[")LZ2=CH\X_Q@\O^&N;3WZK>+WTOUFWMO'QJAEX"JI*U%W0NBPT>7I]5T&/3]$50* F^57,A)69>AYI^#H4^U\;EV!G# MH-(-YI6#VFXP(XSR-?2AS);*29\F.4!?]FPY1U95DVIX-WZ:;NI?Q'/8A5T M]_VA+PA-"X((#R.$*2F07"-$D]&(,W;_VZ:Y),>>!JO&/9NJ&NQMZ:WW!2%YXL="ZD8>IZI8*$24T13QG/F\8$4:J0K=4EIV>A)[L#I(1G(6D@_SLB'/!"3T2-*80)90MFY_!:;!MP#G];-?X':\];D'^.K)/J M^;,/79F2]+E0O9$^KLH_H1W&QI:8(T>G+-IN8 U@)R$5'0IMI_"<_4Z"3TC M1%],[QE[Q_#J4V(ME[Q;/TM'45KUMVO>=5A=/S07K+NO-B4\S@4O4,XS@7 4 MA"@+U!14QI,\BG(2Q5IEY6#(CHVYK]NGIU7#77E>\'U;*OG]K\LU:OH4+GLD M&U^GZ-'TR"YN ;T7U6:[GK)PPDR8YNA0\.X.>+7#HD^,<''#"27>UHVF-MQY M;S"A[#BYL00O8&,$2N<*I3%+2)$E*$[4?/:4$T1YF*.$X20N$C6Z !3;/0?$ ML48Y&MEQS?2D']X+:DP>3^BTH$S.$:/DX$CK^'^C1$Y/DSD.H=/)>1_^&LC MUG73_NE)[O)W4HO[2K4!?UQD8EY%'*4%J1I=IXA(D2&I&S2,/1)0G*]TWX< MCF-)W 'VJAUD[ZD%#:AA&>'3A&3:HQXFG'O"]T"]>YN$ ZIW[##K'S'B!&P M,IYI\D;K>$9>GZ^09YJ&@TH>C<<-38*VA4']4=4)]4M+KV>?*[7@A!=!BJ/_MU]V[]D:.(PNBW_=7$#B+LSU \D!O43O JY7;P'595^7NP>S_2''EUR:24L>M2>DNSZ^_I*3,5#I3$LFD9/=IS'15VQ+C044P(A@/B%+9-B[$(4Q(Z$.2A%'(M?3'W(8T!#! (<4)DF8MPA@C&O#$=;&K-]+%-H:SVT=[>"N)2)"Z6SKJA:NN_39Y33&9@)CI3F"T?Y6 M*09-7W,#-",MO4[!Q^/;#]@"\GR^H[!$62;0-$C+3)O>/K;(6PS3SL536[%= MZ_@M&Q">B[TG4>39 !FXGOO(@GR2>HU00IPYR9H5[2'G;2"16H)1HP"'*%6V'5-+>4 M0A%WN&@X:FKL5'!6K3-)3RD>^/.EY<_MCC\"!W#5\N=J+OYH^+36^63FWMKA MEYZ_JT7ZJ.NKMM)R7K 694<.L=Z;AN8O_<[9=B-,ZI?SSCX?!O8)'=[^LFT MX2'J1P%W(>-$*% ?.Q![$8,,N9R1*$T05E.@YCC,?7W7821=PM/!?3VL5HTQ MU3UAUES#8,4S=9YV:IIF,["47VSTYPGM@Q+ PR6-1W-671B'%ZPU,+>?#NJ M^3#^M;JNO_/R[CO..T/U;]'<7'+V-RX5,6=73T([W_.?Q=+U!USS??[<;;'9 M?"I*N>H:Q0X.$T*APP(YE=EC,!$_@#^Q%+,"(.,@CB\0"YJ%O9C6\0P5TN(&M&2"Q 8<4TH6""#-](3.'(%Y_WQ$KH/:=S9.N M]C8W]K6C*#-1]^>(PEL+*$/_!RZ[:D&RR^];G:+O&?_O.>3?.8!V%3N@F*8.18(>,"H1'P=: MBN$"7&96&I^VM4Q%?LCR[&'[!Z[&U8]/7$)]J5TR$(,U-,O!Z3 $59@AQ8XMX&5/SUA@A24== DFB^HG"RQ[J;ML+&D8U=B2BO]K*Z3TXY,,E(A5FFZA,4^PMZ[H8(L0]8=&D"!+,',C3P/$=XOF)9G3A/)RY@ZU[J*_!"R1BDC@N0Y$J9QAD+ $(C](H!<20L(8!7&$]:J**\.>6ZB;:)]>MAC1K*G?*%IL5>#*(W&DP5E'BYV&7IA9H"AUN7S"JPP.TB'1#C583 4^#8DEM M!EBKG52'O'II39+3BLK]9"3R,$^C%P> MP(Z#&+.0H@(#H,(A81RI7E"XV!FUB 2(& =1#U-,< 6-:5P.;%Z\B_A@8;8 M'<09JI[&B;(DTP- %A7?<4)?2NK$TZ8A2&%-;/DMETVD6W%O+CL%_@[[&*)%SZ1W(L>_+V@,*$2HZ(8J]?BL&KJ[SKF#JPY;_G>/RD_AHUH3X M0>@G""8DENT/A%.0<.9)R4NCQP4$*IE8>@B,+/(BR\':7:EUN6@FOC/R1<]ME=!BTN^&VZ5R[]%9R;D1A'===25&0*)DL;>U(3-L=;S6!;]L'VQ#YIQTQS9= MQTSS?,2EM%0J894T;Y]0R'/YRQ%/(8LY!$,$&>RID:8$FF2L,!/,<:>CH89 M C2S)I%C5H2NKJ1/TM8HZNF50?ZHZ0\;5.OIB1U$Z4*T.76S9+E-$69)Y@?! M+ "K;4\2^E.')YPUEM4G/VG^!+.&48=EVTV,)#((T@-C%"*9NY*1!S#PAP%H2 M>K3\W+<)O8$V_POP!K1F<[07[% 42&,B-<6P35F=1?3.DF!+X(X77U;,SA)VM(ESGGS)L9$MIN<4R6>E.NI?[?,>]K; ^?4;&F8<2X@QA$-)1YAMB'6(;W>.(X MW.4I21RE^4CZH&?WKUE6N.IL5!/3>9BC)\(=#DU/D09B M/^G\X*'S61KL:M-OJ_NN.N!E6_-J,^2D;Z_^"J:W!37.U4&G,;JME=\TZ%MQJ)/L]37JLJ.94$%MQN[GJMK*RX&F3O(0F8ZHXR''CR#R8V%IQ&$$ MB(D*,0N)-@/A$7)SEAW(>N$S(W"%),?:U^V#K YSXF M1A-/+V@^I\-?>-S+JYIG@ Z^:;QO[KE. HY9X'N1.F,& T@0EQA,J)Q&]BM[J8(:\UHFP(X>T9;ZZ U\$$/ ?"[1*&=2;%==CO!0U5WUAYG=)W9BYABX,NJ M46K-DYT M[?JT;\J1>K^)Z9(OB9Y[S$&Z%JKIBL+I4Q]SI[XA]_R+8"?.WY M3AJA-(!^P#P8N('P64,_AHGO$\\+<>@SK1+;"7@SJX$.>G-:XB/X>J(_Q34U MR;?("SW:[[/AH8-L3>D4B+5C2^EU.[B^I/8[TIV59;?.!6N@9P[=W5_M?_6$L\W50ZTZ>WUDB;DOD^[ORV8P!F@ RIB*^C3U,J]# MD_#+]SB ,_P ;1<".[/2%8@VFHX^MNYB\]5B.M/0%=Y7%\:MHGD_(\C@A:A8M<(#RBL)^0NJX3)\^;CC-GM?O,L;9N^=?*\X^Y_OIU5?[>>UKAZ8<>VD$74]F?6,_A3AA'(8NX8C$/ WE MZ+>BQALU:58'K27@>P24OVM9&-4,8G_L4)$]N'_:RMOB+/_+V>'UFK/KU9FLM)OKSL$Y/&TBN223 39]KO^ZX=AAC?S7--?T!]MH,L#7!7AWPLB/LM1ER,L-> M?P5]H[_Q,7_-6;EYON]%%M1#<8,+S&P$")!A1@F.[I6(5DO5D MNP$)SM)L-=PV29I17&!XU<6B Y.$]6,$TP\;CH8^]%QI@#.W67Z VHW*:-8FC.?!WBD=@Y;H%Q/ M,/M-DKID0/O]U":HLC7&>0#*LK.;QTD]&=@\\?C">\

*ME0W04UP61A\)_&%+P)DI2/N)SIR]@?E%&JQ^[6%$*JC^.28+:3#=VI@@'9AZ MAP/CV?I*K,3D:I\V^'Y-XH#@,*
(Q@S&D(_^;+<7MQ!%V$&<98/I8R6P[67GN M'(8=+"":J>G;4^K'E>-%-*
&GZ1FKD"N;0=1'?!_Q3JL4Q%\.NN!TI44$=Y" MG90-/Z*
O$A_S6LC9+;]OLOWR^BM^X.O(2WV')0Y,2"1L'(]1B!Q9]A/$OA>% MPMUQE#K-
*#P&8VRYI0((#3"":J@O*69Y,R\NEE.J)C2:16N(S1HF1%)U=<#%A M&B.G+U.CSYFY(K_@\I^\EFE5AT"$' V#-]F_.?*
L99_F7HJK6'D%QP!P?^AX+ M9!\T%R+LQI"2T'-C2H2_H15!4 ,]LQ@VUP#?Y8D/A'NPW8,']P(^^$FV3OL+
M$,;GPQY94&F& C79K.80V&>>GF0?X._"A,\K<$ _-RP3^)@L=V#'M&6C&Q%
MH(N:RWJ,>&GX:KYMW%EJUT^B:34C;>R2?Q=F=O;$VYXS$LJGHN39?=YVGJ%M M#<^F-
*<3W*6E"1J_3._QCC1A+$',)=)V(PR 1_T*^3X1MS!'G@>O&1"NI:08< MYS:K>^U4BJ8;$^WC+'281%J[>97UG5)38J_.?*
*TT7H,?ZMA'6$;J[CEBMSEN! M#FFPPQKTT.ZE6ZZ /(&*5';2LMH^:R[&VNNS91W#I1MRS<7B,YV{9@-E<)O+*
M_G%7?)5]_(NOO)"X?,H/W4Q4;W3'%IE;A^ZY(1M&RP#CS<=K\%7_RA&^:DH MZKQ032:=YHS"G:\MIF@J-CU^6&
[#KTRXV:WPZ,K+W0RK$'AT.ZSTP@5]5:X> MA0JA6;.UMS)3M/IV=?NMNP>-@Y B[E#H2Q,K<&@,L4\0C A.XI0D)
(RTVO-- M0IQ9XMN&('T$0(L!^$G@8-0W991_BG3$SP9 9[I>5J;79#&44WO(= M4%3(/]OV1.E%,VWP@1^6%G_?
**Y*\^JA*.NN@G--$NYR.7XO#F3H)TI\B&F8 MPC"@;DH#AV#FZB@$%:*
SZX0^"FW'@QYL/86@Q$(UG6";,7IJH0]]!?;PVTX(
*M*NS1U@HZ}%I2#$H@%]4-.DQXJ1ZTWIUQ^I]LOT"%@W*7/8A'KM-OXJ=5VG9C M:;K"K0G&<>P084JD,84R6 -*
Q"P++T0\P:&3N%QKM+<=M&;6,AHC[W:H@A97 M&1/H8]MUJ-3NPF1E[}24U_(]HJ?>%MR,>883*O-*
*NR9F%TTB]O5&&RHPTFG"H MOKIA5ZJRJ*J;LDBS>NW&D<=\DLKFR!$,L)O"A- $TH@YJ4LPI2C5J<_IK:VE*
M&O4+V5WJ>?(,0YI1Y,XE!VX">I)_!A'-"O"#!"8NT.G 9TF_0 M;)=<8.;Z28^]5R2!!CRL&G=[J20I*GP*
M&TFQG%OC=C1#=W0C5O1NA7KK!"N3ME5]DP1>;%I&?67+:4=)BHDT+2D4<-+PFW ML+_V@H!_?ADT-
*MTZ/49K[3V$$$+HU-TV;J\&@*S{)W5!+$G5U53S^M] MBE59KZ_2--MD,O.ES7ON+EBYYW&&L0>1ZP0P<**
*(48B\APLU :>CP +F>TH2H M81!SYZ#L@8(6JIKN'V')N%S:(513\[^DT>*M\C0]8Y(HWNY)H?BO@P2.++R(*
M[$T3MI,ZA2<7KDQNB^*JWWA5-^,Y]G'00O{H>EM7M7"#9%>174/7S[DP"(6% M25OS)4YPB&-,88A(!
*,_<:$0Z!3RV(WCT$GBD&@%\UZ-DIFU1XL7^$_\\/A7 MP'=7%<)+?!*_6 &\[Y>;*
[;!J^Y@M5/9\\7>@:&/\&797TXBYO&"Z(VX%NH]$ M!AX^]CZ1WYI/I$?DJM=?>4^G+0/]S>S5:U=
<7TS'GZ,9[$Q)\\38%<=;R#&' ?<8)(QB&(4>2\0O$R_22H@8@37S M>=2 I[>\3+&&K4#P!+!>BKZ$+Y8@1;N"G3TSY
UJ4"B)C+Q2WW@!OCXNO5;^#W%@7-Y"0]YFKJ!-LL,J42)MPR M5Q,Z5-M6'$JP7T>5Z+!E4+EH+:(?ZOK&
[^72/_/BOL2/WS.-]V73X/0\0.$ MH4=Y"@,71S#A00(Q)0D*44)5RI['84R=[9+#Z"FNAAGSG3N*O1ZU6*
MU&N2F@L"7\-K+Q;[FB2O'_Z:?MCLU'^/'[.ZK89_7^1-#/M]4=5'^?R^&Z$
*MN1'T7$]8[Y%LC(VX"QW*8D0QB5CJKO/&HV!WZD>^_FBESS9I/JL3!-2CMSV(MDW,/C;FH=JC;8HJ1+/>*
@QUT(,&O9JJ)T#6TA&N G'1@UN#!2^/:YU7]5,. M;CDMGGCY?)U^+)L4"3E78U-(N^"+XF1CU67F^Z)WT&7V@8!?*
Y+S85IMN%M3+ MR.,!,\MSCW7Y8'21KP1@L5M]'7+[5_Q:[]ES=/^6U=]_S0M2\?))INRTWK5$ M)J?-
*M9.L1I0=9.3X]7>XRJK]@(IOO*XWK:F\I@ER8LY2B*CGP2"-,$0D9-!) MG)AA'\?BR+S4*[*
*[:#ZLPV*X[9)/V(^ML+W>7+6V1N6^]/.-PW4]M,$? F_0*
M1[P+YH%CU&6M4(<\:+#OS;^1,RKW%,SKR]OE\HR.OR5$7SU*8)?A*B$%RQ!-
MFVQ>,2:DJ;H1)A/>_+_L\7W!^)HX?,803"@02C3;4*((S^!+N,D)#YA#E5* MMQD',[?V;7-0.L@RTUK"!@(XD-*
*!U.V^>9=2X'K5'OIX.-*7#OW.V7;#A17X\+@IGCG_)G1%UDTE.+T M= ALH35=&Y 7>PY-7"C\[+0-49,(R[\E"4V]$*
6N5H)!NP%%?41+HTNZ+!I M@K256=\,'3;K:F"KS-._/5Y)2';[V1A0*AU73<-^96TES)+AO61^A(FX6UA MKM;-*
^2J+B:Y^9)5J-=V95V=6 CV(X ,7"SQD>1>S%C_^W^K5=.>H5HGA7T2P MON .TPI^E]"MQ>0'Z3(,P9^NMV#$?
9"9XP#[\&/ZD91=0WS7(W=9+4X(YJ9I MY$4N)#[R8(""K&3"D_+YHU37<&[QF86L@2&/6=?[B?QEW^M?/5IR
MPHSI&,DE).J)E2YU6A&1(3,XB GBRT6_1@BHQ_S&'S&,/^B>'@H\L8#;PM" M>!S&(>(8QK&,0N**
0R($!V(7$8]@%%&JU7_R)8"9A:@%!RH);P7^L_-?COC' M!8^X;.MR 1)Z*S$#^7_NR&% &_K[T4I_8B_ C>(5E'BKB(?
*-2:N&\8K-XI6 M?K1_/*NJ;><,%X>T!J[(_)O8Y"8?]C__PXV,^Q7N[_ZOD[!'GC?#&Y\=-(K!=$M7[\,R*O%Q&8I>;?#*
M"UO-6R]#9MFVKE88=]+PUX 9:G>.G ,[N8C:@0-%.H)5^E!XY M.,DP-7UDDPUZ&J>%O (-
*;"@?!PUTF1C1\N9NC"G:VD:54DOZ9!+Z*B(<7!SWT$)@ZKF]QD% M62[[;HRG*
*9JP2TTAV&."GB9HX8(#X!7X]!O\^GD%#M#M:0 U*BV)_@2P165> MC?"7PJ[XEOX-T?OO^?WG_)-,7[Q.9?*
*L$UEQ"_9H_537[^*_Z^>J/DE4_EWG- M/NXA#(+'\J_@??[F<&]4E]93]%*15-*4;5M*
M#X6O+AZ[;.B!/+="MQ]%V>E<-'Z;5B:0_771I.,A* L[L?T#=59OA5C\C.1E>[6B.Q[P37!L[AYJK[:]Y@%S*
*MPX9JW5G2([4;_UP+8@_MUGKTKL".8M'1/%?_X[>YC;_=:\TN47^.QFNS;*2U*
M+FSS8=Y4+.'YQDIN!4'B'BI$D9%D_6[9IZ/XBAQ8<+=! :<11 Q2F#D)"B, M_*
G8;IK$#%Q%B^+N9(V/NXOH7NKT@!LC]LV>T'UC%UX#R<.T3>X+_.=DN_, M3LF[HU-R1Y-
*X$+14O^T=LS"Z"QCJ+P.C_>6R"N!O["IQJY4.^-55_+-KE]4CQMSL'VRL,3M@ MLP/A*Z_E_?M-63QEC+-*
WS[^*$^IS_BG+L8"WEO]OZI9'\O7]ZNZ5WTFZZ_Q#T_SYGJC?)[>1LM M_MK<1]?V+O:-
V3]]K[\$YPVN]6=CNN5[_$O99W2-;PQTL5O\2]G2O\2_>"W# M.WQ9I-2/*=R(K[03*\0(YD[J"\/+9<+3Y@'$@;#(8I?
*B,'4BS&FB=;$^#&ON MQ,7Q(B+-V^X1EBE>0=MAA'G$^VPAE?5)+@IDVKHW'8&T[&7F-,DG-XP*K[S.*
*M5,/>X7);;#:?BE+^'2>PF4> C1GUOR9&%Y]&< M6:-TL/L'\+*C!@9?I?8@PY]FYIO5OZ^=K+).))_MCN01)4;;'LDW*
>U-)7>TXP/?;>NO1?UW7N\2&';71-/9>)0&./2="%)/1CX M(88XHA%$.&4\3CSD.$HC?-XXG3.?,YTCV'IU*Y 7-7CF-*
2C[^23&Z9MOF[.O MFXJRY'=A1 M);/DMWE)5LU_GV_TK23DV-KY5TK@N1C]_PX)/[;V<$$(6OHF@4QFMZ?F9Q?*
M?;Z:^_Q/NW!<896:JKF0 7H:9 >L;;4XP\7"#6VVD&< M@;!L#XAA$D\:/XP\:BB2N,S%QUL)"V=G-*
&5T[7D1=7C$8>RDGIQ)[< $.Q&, M ^[[+(DX3;3JC,]"F5DL&QA6:G[/\TA1&B^E7%,>.W#2&6P]SE4SV8Y:E,@Q
MBFS)Y%D8RTKE&)DG,D61+A 2"+RO XH2^%>.)I,RF^ M%H<.EN9AT[9QU[!US7B21E&(?*
(;;QVG$),$0\=W&$(D<'VLE5AP'LP2?O@C MSAA(BQ+@9BQ7!;<;K:L#4G6WSEXZ,UE+5)0[# %37 %;*
ZY_'I2/K[=GV@^D&BEUU2-+]\O?D, M#I,<-,1ND'P%P;-!N:;HC1]A[A-46@F<(.K+B=R4X0="=WDPQ=DT)/I6W5R
*M67LMB>9BH,VT=RMX M+9_I;I.=9Y/;K0(P,'7N[^N;O,J%$55]>Z+OJUJOP'KH_;D-G?O[LND**(0H*
MKQH)W!O@%>BFJ#>SIS7,GB%6%@]%KB@:?0H,\!R8?(4J6;6S]"BRQD_$V0= MV3Y3SQI,/! *X*HYLS?/-*
*SACO[5)@5U;&6W_0W&YV2V1_@G9H0,D/N"I^J\N MM[C#26,8@2*KIJ5V!BYIAO0T#)Z-)O]ED*
*$48R\T!T"/ZJ.N_YJN&XP\/ M-U'ONQD]-'&"U$T1C$DS\#!(((]= *;8P0X3_W#&UW51XXV:*W,*0DL3[$I M?*
^AW\A70#88QOVL[PQHUU^(R@O6$N@=K!=[;'E$T3(FM886G)8=3SA(X,E MPN$G]0_@WZHZO_]0GVT'-
*,51/[/UN3M]>L_*6#V1M\A3R]:Z,9.,#GM]:(L=^\:,Z!L YHN8F0(O M*GV^:N6:UVD3%.B7MN\;#!(O\1TWCF%*
(B&P4@@G$'F(P]I#C>5[@T1K/*HN M C/KKGU)(>Y*"G?9[5WI(14&VK:1Q)P+,Z.H>LFV>I:&-N==`KJ.++9/8H(D*
MYRE$:>I!%%/73RCAOH?TLBWFY+U1!L8;YKZ:%3@G1_4.C)/1/2TN\L:HL>GW M3%F!#]EFV[28FZ&SIBE3+)F;VN
*7-49-F?/25#5>Q^SQ&;H*A MB[$+@R0D$"$OA0XC#HYH$"(_T7$;VV47<15Q TI/:W14J^D"?5HTX[/C!&B+*
*MZ3&^EH2O6W11D3HFY*6@O/BM85JDQ$1>@LJXVFU6_?.JL*ZS6OYM[0=1PIH> M.2&A, B3)*
($,_&O$/M^E$0\\K4&R _#FO^>]P!9GART@0Q* 5HS)7*$7VK2 M9(D+NM'3/@,DK!5HX7;_<5-L,OH,?N_^M!H_U:#
*<5]+D"'*1E\R2G23Y)DU1X MY:)>7+O;TL011GP0(!]3G 9J,T[LXC6[#NF0D9;Z#AOPT* #\!X? M^=L.(:.>0A?*
*OSH06>CV>ZVFLB8:P0GWM]Z.'*6A1!0=JA*.OLW\U7__&'O%OF7X75<_<'WSSQ7X]_EZMDR#!PM25=F_HP< +*
M4X@#)X8IC4)A$T?<97K3O"Y"9^8#3KP<:@[BNHR[:O;RD3\=^1HU7C; M89')2
*E^WQA7="9&J88Z;)"O&^EH*6Z@-I?'.[A K89S9@BSEHP8Q#0PK&, M*8)/0QF3;RP\.V*RGV23== ;.TVYZT0!@0'R*

A@PH1"PPSE,'88Q3DA <+#(M- E-Q&=6+[O<#/UY\4MOH)JB>HO;8AXN,:VV46MIW%)TZ%[\!N92&.[":T^J
MT$7[SS&[PG SK$VS,(5O>!+1{YQM-_PZO:("<,G9B /P[OD7_(^B;,;7'I+O MHS2A'A:6>
<"%/1ZX80I)F@20.93XPACU4C?2.F,N1FENX{1#4)II+QWG"NR0 M%FJG++;WW\&[;97EO*JD7B-9WGP'FJ?-Y9ND>
(XLRGK-$Z+']3V/1X,8E3PP M&AQW<\'OFCZILUP.VF.=+;5^.4++*FQK##Q1Q?96-HSB[KJUMR"&!H@?I#5P
M4A>AQ(>A)R=S,\Z$"^\32)C+G(@SGR,ME:J+P*(*5$[?:ZX)<-V!HRYR1$:[J.85?
8KH'=7=&ISYM2=E2LGV6SROHJ;RS6 M1_G(&A'LHIABZ)$XA8&,-&",,,1I[&.7IPEWDG7>U#*S.XV&LS{QLK%-
ACATL3J^,[1#3;Q:JS6$TY6>:865O9#@=0%SN##>S06#4- M9NM5P[2/DTS3{S>K3;^M'K3J@)?M2ZO-D)->M?
HK&/:OE?YNK^#OJZ"PJP#E MLA>\XT8PB3P"@P AB+#C03=-8L\),6>>UGWV,*B9+: V,+7IEX_F10{I1 FI
M+K_4E(4=+N@IAY8!1_6S![6.]1.DF:K2^TPH&4[U4X2?-*M=OJ-A2\Y#MDS MUVFO8**=0(%_9_;AS7'\HHS9-
")/.$A191 '+-(_*=+D/@=];%^QZ^9D)U9 MEW08-)VN>].7VWN-A:XU5+9LYJL,RQNQ^/7% 7^YD_TYVFU'_HZ&-
W!=H<'I MU[ZB4$'USW$MH<%T:U<1.C#UVS!\$CPL)2GN$BG0804$6BN9 M=K=5M02-
N#FNCN=FI&:$:Q8>:G57,&6&47,%;6"+]58P94._M8+Q&J8S3IO< ML5LNQTL*]=7+V[XFF^Q^G\\HTUW;UL+7Z3?
QTRK%5/[N2Y;SSS5_J-8D3*75 M&<+0D4F(#DJ%)THW14XU+[XS!%%;;3+0VD]4:8@M/:+7-MT--
YK=8AF.:#/SQD[>6@G+RQFWI*,UZM0TY1&@8^Y$Z:P@#[#L2Q+.6DA%*2 M$I=Z5"_7>1#6S,KU:U'S__P/-
W+^&K=__.=_(,]U_PIZ*+7C9"#W-2 M31E:XH^>=GO)@?=*'##(A9ZDS5HR]#"DA;.A)TD^38>>?N6BRFY-
]_2XM42:;T(EL[H;K>VH8M M'E0\Z36U)Z/9[X:0%=B1\I9VUJCL_/5W^/)B]-?=:=-2]7DYKUC /A,2KU'6
M/B_!XK=9P:J'R*^*YG XXZ7#UW>M.RZJAH'/OORS,=K#UK3(58]?GN>U.D@ M[<54ZIU)=R5N[J3ZBDF9:*V
ZRAA1E'5\RLN%CH=):@?'QU_\-(ZCUN^D6EO M-[BLG\5N"G%O7/;JW:?/1;Z0DKV.6.K)1!(Q1*//Y' (37[5(3=*G82F::0U
M^=T(BP63D3O8H $.^GBMY/%[_.LVCU8SAFFV#XI7YW-S5S@L='%ZIQ,*
3<-5%2:+62FDN,I9+W'I3!ZT>.!KD9='=&'2P <,>0F M+H+($_*DI!!'*4Q) %Q4X2X{Q%T097%9=C-?2M]6C,@XVL]A
=J".13?:QW M107&MSIV]U1-4[[:3FE>>[_&)EU:\V&'F?,4A%R(VVM6B]AAZT0IB24@AL.0 MN,"!7S]RV3HTO_\B?
<<=-L^[[/,/6RY;4-W]4:R#&"7BGT J;:&^T\2'"8L9 MC.,HX!'W$-,S3C7ASZR@Q:<<:4Y,TN2?FJJ'3ZO
M9$H0X;]MJJ+!R&M[YY_YL5]B1^_9_1*AK$:_50(YIZ:1)2ET&.0@<&+O:%&O*$_M9TQCASDQ\^,D-L@$,L%E4?
^XP;+UA>^U^QA7L&P@R>:B)?7T'N/9^F->"U5ZQ9CX M7JOWXJ_7Y5WQ1[XFU$^3("80A3B4C<)BB!
(W@CAD+J>1%R5,J5'8"(R9]50+ M%71@5T "%FP!$K2:FAKCS{CZL42UGEHQ(EA962B0-
!*$%V^W\B_^D2SEE/9)OC- KA?4O9>!PC/_BE=]08N!5GF_QIBMNVV4IR.O6M>O%3LB2
M!++H881@$^7B8(GBOEDQ#R?K/LF=B7H.^J:E) W_3V\@?1'"*]_%):?F&;_7[>!LY MB)/;\RI)B<-8_?FS%"A>G,NU
#K*!VCF1?ML-=*6HR=1J%]S<-;-#3'P*KQ MU*>>'\8^@XD713"(8A_BV LA^WRQ M[-=^G/C(]$?
U:E%L:Y2O&M!E1_UJ,>)D%+#>VV8*^"N7ZKQXX%^*JEI3GB2! MXX>0L)3(>4(>)"F-
("4>99'K!XCZ.@.SCU;7$GW]N=D"%M@(,'JB?DQ_DN(P M1%$ T)3X>HF4CM2%Z;
(CV*4N#$F6J."S.DW*&*S0+_K^5X2>>*(C5SQ+T8H MQ&+;H>.Y8>BBR.,1USMGC3E@=)S:X(&:5C>F2T]Y2X):..
G">DOFM-_M:V9M<:9DY7_KU.4<$3@N,I?1IB4[L#O]8^U$8IJXXAGSLBV,X MB0.84.;_V,AQUQ4GNC!KL(\|
MF(0.X$8;S4,T8:J:B3 SH_04XU&ZU0X=\(? 9Y]SU11" MMRB!'4Y
(#5+CI4N1^SG5BEC\%HY5;HL&LFETEYJIN;&U5#X\>P4K[_Q[/Z[_M\'^OA$[_]_SC#U[2K.
(W94;YFL911$@@O!0<8ACX(84H<%+AJB+'D?U+_%"K MZ]R"N,]\MO3G.+)BL\%E)>\GVTXEMD;!'SM]5+V?
Z6:+=6G@$%?2?]YNGQ10Z; MHI]^\N+, ^EPP"#Q51PTL/V05W12R#FT%&ES47?=3LJ>]]XLHUM.,9XB=(\UN
ME"HC=_YTM<4\^D%"^D[]\$-O;5KWIZ),>5;+*83=O&?BI3$-DP@F35C>D9F] M41S#D"('4>9[*/8-
)F@M2(*2P%P\@NN]E)?-VQSA?;JKENR]A3?IC0_RWA/U MYYKE/;@7KSTKPP#SMV?NV=^2Y89Z#Z-
@=F;MADXWL]JJK$%3WE^$D1OZOIR@-MAI # Y2&4+R?0D><*PE*'1RY6A/4!N#,;"?N1VKWP$Y=?
FBQ24UA6R!>3[F: MT*VM^B:HLJ2FAJ LJE(F2'TI_E./7U3CL%,7!V5RM:V_%V7V;^$/UC7.-H'Q%BOGV%P)
[C31Z._P9R(ZWM+A^U/'CO^KG]S]* M5EVQ?U0??]#-_6]X<_M8UL+&_;9]>"B?I1%=U?D=V?S"94Z^:EA2?^69#Z+.
M8VU,?6&*HYGXP"K@;@%HO(FK,B'[*]8!5]Q?3AB;'JNA0N>/FQ MS.^K&W:=[Q'X6LN?_U'=IALJH=_5&PE:^.?
OGTKV]U)/4UD -;/]^I]98SG M0L2*L@NS?<2EG/I4-8W49&/)8U',B[I]\ ]YS7K+TTT[54P(7YN<="1^LACP
MO9SS)YZ0;;O4-9R-;9I6>0OOD)X.7'IS+*M)B[PUTILVX"^F2"TRJZ]9;2YK
MVF[J4[;A;=7E.D6NZ\>I#ZF7(!B$K@.)%P:0);Z?,!I&;JH4ICBW^-Q&7MMO
M2<+KJI]UVTKU^#"NF"ZE3M/24B?,H'W4*047](WJ+;9PPZA3,DX{19UYQG#N
M(;Z^RQ%KX@^IWI_P1AJ^360ZC86@N&X N>O[,*#,A\B+*$2)GX9N'[DK@4U91O)$NVB?QDVH=
<\H)$A8T"@)A!3@DE;=]"8Q"WTT0%XK"46I4 M-@)C[KA#!Q6T8%OWLP&L;E4/<6?:N+9
LZ8GKT^NEJT]09"1R3VTYF*6]P11 M?0-\ZE&SH[LMD?Y6X[J]."%5(^6*!\W V_-]9%WY_!ZB,",[F!:/D FJ+)T8 M0U 6/2
F2'UY'DP]?F&W[NZ/+UG.W75""2$.2Z'#L+ 5'>H(JS%F,$V3*$2^ MD_A4R0T!DVSB?5.,N%U!L%7/0)-^_>?8ZPR_MW
M'ZWZ.AV\SQ$VV,/[[,-F1\.+4IWCIG+7V[JJA6.?Y?U/ M$C],4Y9$*:1N[,M>-(%P]Y@#_2 .?2=RTS#0FB-
B!ZVY;3^>%\ULTZ)4[,1A MF>MJY_?RO-13(R>UCR<].7M(@ELN12O;9+C+&K5O&MAEF"5+PA)2BQH>=AGY
MTDZQO+H]L\9;1]BG)/]Z%$DU*$71Q"%40@1IBB@D2/GD%QJUGBO:=:,#233 MX).Y6:-%O46SQLHD-
B7"K)HUWNN;-9Z.6>-=:-9\3%-.Z^OTXP_Z7>8+W@IG MYCJ70?$7@?%;+M1)G,+NL#Y\0]Z3ZX3%J6.$%[(/?
&OP$DX1(RYT,?"^/%# M[>N6FKZ?#C.K1(:C.7!G!:ET+ZRW6V+.R@%\I7,XZ#R#BC=%']HMO2;8\?4 M[*-7W@=-
Y;3?@AVZ0.(K.2]Q6)WIGQ4T\>4&?"#)='4P&>L%T[5YDOOKG7 AX7F6T27!WUP03GT0> M@ISC! 8HP#!A.(!>3&-
'F%!N2/0&OLV&ZMR6U &P.(_O[\NF@P3(=DB)XF% M02>(>?9-S9!Z&[NAIZ4L]'G8=W(XVM0]!6UQA^66#K-
RV68'AWD07;YAPZP, M/]N?85Z(9D>#TF#S6_Z LYS)6-SA&GN=Q 'EJ1-#BKP(!I[G0!(Z&!+DI&[L
M!:GO*DWFO1R5V?/$.IC229-"H:?%+V"QFI9>AG%Z6KC%:07V6($O[4"^/6(K MV3F?
9<1+]T/1[W4E'L:=G+N61)BUZ R):\G*&O=2"%E8TTW+'(%]<,]0 M=[^4 [7@
VM/)4Q29DGVA^$L*N23Y+Z4YND7S%/?VW9X'W/V ==\ M'3//87[D0NRFOAS;%D,PPT3\=A)]F=CE9(UY/! \@5:
(&"W[L_9ZDNFR316G' $)R%RP,FR#TM M$)AZP=#OE@T_O@]DU-O#"'*!/M@$ G#-@CEE$LO]J#K1@YSXRA$
M*#)H)SX(4.E;OKCY=P->TVL>9)&B>WP1Q69^<-/OI8.Y'XW9@1T.&NC[NU.D
MV7)L!^$LZ\%.D7OBJDZ^H)]MT5PZW#W<_Y(_9N_SBI7LTP;?]V9;G']]YB.T M
0KNL@<9=_GEZ\UGF>U494PV#U+/PA@@?%P([="L)WUCY(+?)6Q+39+&"3/* MPQA8Z,VLG]:OS6TS==&[<#GDT_
M"($HZ# %?52!Q+5-D%B!WBY)?%>@Q1BT*%M,/YV#D[823ZWBMFS*Z1QL/4DV MG07(C,D0'[9\[48N2Y'G0,Y3!
(,X(1 Y00IQ[+E.'!.AD/UU+=L:JJE>57,I3_"FF6;X!D>SO=QA M'J4\)%AV4TP8#")'7B=Y1$ALZE/7(9AYNQW^F+,__?
]N:-#?7=X6D?^)ME;M MZ'N3FZ5W=BXW<6]/TLI:G]A7VX80ZI:6@K=&O&?
M5)UE9TD^184DS#PJ8IJT_G6$PM.&/NOV\7'3[!_>O&MMZ&_?.:\/O76J7A_HR'=)%#'H! 3#
M@","DR3RH4L]SW,BG#J>ULFA WSFPT3>H16;C.'&8^RPO3P-/CF()'8@9IA G ?4T!;X]
(/64RP3(U]6&/$9H*8\\#.0Y/0%V=L*,_.^]]48KG9/6\ M<(FJ[EU[Z#TN&%)=TP 6U1;J!''4C\HOJ5O!/<:^UW=W]
",XMVOXGEU;[C@P OK(5B6[V(>8W?>6MP9=HSL,(0/1&WR0LM%V&25B,/ M87C5Q1R$2<+Z_L'TPP8CX*73$1-
GKA7R]+US 0[LX$T?FJJT:@PH MOYAFLVGC+VFW-"M\E)K1P=_GWUQNBO?G#>51A;WWPD^\K5+8X8C
MZ@N]$G(8> &#*"'7"]-9)H##]7<@%DYHZ>Q M=-N$---I&IR63[4Y8:$/:99.*<+Z?L4-[RXHO46;S;/\L/1 M="C.OSVS?
KCY> UV4-L9RA?Y#P,+B=>3P5<1K>6KS!.FI&C,+#D8E[" M.$E]%V'B20/_H!7H.Y{CO/[\\%@63^U%T-
5F4_PAXX=K1G"0I&$$'8?Y,&", M0Q*Q"!*2!(Z+0TH4(WE*X&86T-U953<8@*R' L ['#0L[6GV*7@85IEB=G:W
MP$$?.KB:A1\:7HA5OIAY))?Q1\]-429WU&697F4Y]T69HB-71OTMP_G79\9I M[FV8;NSF;3M.]M^SX1"B^(6
(#UPN$ZHM]B)D?AC0,0J0V#=,,_/Q7 MIKWYL+1#9P4V!].]/)ZP^V_5@DQ#=JNY/_,Q44]_GI^O>^3Z[.;QWD[S3W_R

MMA$;;$WCU@.^[(1N(\:<3.TV6\6@8IO]XZYHK#F9NJ9:J-U_:68](6!MVYI, MZQ$T"4< \&@7!/B.=3&/HQ(F',$NJX M.B>S LRYXP?!KV63E45B(L>I1HL>'E^ZKQJWL/OKL1YE4E]W>:FK%&,XS26 M,\!8),SV,$D@0F$* (T8"%%%"$%.ZW1P#,K,BV#>X.\#M,F_T>_F=\&=V6^(K'/-_0:?-1?!_V^+2_&5;YZ[+\S%GFR9 MF< TDGUO> [#&\O>2.>KB=P')AM*G3*V1 M\ W0BDG7)QDLAMTX(CC# =.!)DP*S%V:<@<]=NO"6 SR]AA@/M3 M(*:Y-.).6>:$;LFU(;B#O2LW!=0I:Z* %;Y$7&A=> M%GEB=MUU&6_TKKL4B1V]{)I:8{FK+D5JCBZZ5-^YL'B\];>%] [T+76>\^H5C M60W$KH4/("-+,N\QEG.V4=?.!I M1C/-SLD#S%&S+"XG64\P=_# #N ,9<7C-%DZWP> +'I8CQ/Z\N2=>-H@Q3^O M\BOVC^K;$WU?U=UGIYK@?^;=N:_G>5XU^>S{C)$*?./E4T8Y>%]4.IG]YP@? MES<;-.M)VA2Y%@5OBCBSO/YS"RZ7U3]"SE%._]AS!A%-<1J46[Z[=*]VM^X] M&WF7\H%"CT4I"2"F",. T1CB!"% (DMAUDMA/<:36"D@+[/R'H<1C+(5F<\!) M(\ZGSM3&C"8)H$7A@'"750I-19?#Z^ZO<5?P-\58@J MS\ (M/:VY8]0.!W"U3U/JH3&=JW0)IS1BSK-PS"SZ;(MS>G%H;0:,1J355ULN M-JU-X5&46O]M4P^M\6!D!? MSDZ*":=-2]=US_S=-ZG 0I2$)DQA2ZL@RNP(Z/ =,U< MU\4A M.MFA 3H\P"$SHD4%]'!9@08;>]K%B F6%(P> [$5UC!%;7JH9LT7TXU;?ZG_> ME/2ZO*O*CU6=/31V{B^_EZP0SM8Q3B6REHSJXHF!0'ZXND0;Q<24 "P6(],AMQ\STWK/L "M:V;S MJ2B_%6G]A] @:YH$+G:#!'+?=61[*P(1=F,8!H$34LD\&*8D,#W8Q+[S-?J37<9.G.?Z!UR MC4W{LG,S^)P+"6B5Y]H9WK3KSVR2R7;AMJCIB>68K6DF]/B\PPQ(N0${W/9- M(=J(N40/- OAU1:OV\]GL\,I6O_W+D%FV-[\5QIWTY+>SJF&OF\,)+POSMP+H M3AM_Y?7:B7T_2,(0TMB3?8!9"#&. (TC]Q"$HC!D6:PE?BA3*W6U& >H(8A_L M11;- "N1<,R%F@FTI2[CO^!X,&75A@%D*,>,4ICRA@>=S$KI:HX/M,#5::I*7I[K-!3Y/T/9P=X;R.NP->1+TB_:X\2C;:Z M] (P#6[8KCQ+A)UUXU-XRO76J:N'DBR^_\?A_S;.ZNOWV:Y>1XV"2>HASX>$1 M#@,6(6$N1AQZ.$Q2)TF$+ZHU+&D4VNQW2SO8;7T/:*"#GP1\W=CP.--4[Y4L ML4+W*FF$"[-D$BJ0:>WZ: S6PC=&"F2?7A*IO*1?+/U5G&C?CZN$/2KLG)A' M,!#_",.')U (= 1#<:X'CALA+U5*T3^__,R2W #4+Y8^PX9Q4;V<.#W9/*++ MV?O%[L1%K5.U\ MW-MBL_E4E')@KC"58XQ2C\ PIDR8RBZ'!/D88B^@D1_3F"1,YP35A#^S).ZP M 3_M\/D+R+KZV0ZE_[6;?_V[1 MT>&G&6'2YKG8$S\A+/<&?@8W:! [4A,RP=_MW;K0%SW,#5GS\G@W74;_>O;C#TZW=?;$W^.:WQ?ELTY;S;,OSZQ']C#!#JA& M6\WSU(ZK "N$Z@GY*8U6VVN.4F-T57I^Q<7N1D<)ZE^&CC]HT(Q62E_U?E-4 M_*[X)7_,Y/30SSG[BA^4FG9-K3&W=2Q :/2D'2-V6H9LT:DG2BU4T("5!^5= M]L!E[]I?OMY\[H_O70&!2O:4L2W>@%&^Z'6R52#:K+'MV,++];E5(.^H[:W* M\\:MZH5+O&UR)3_G-V5Q+W9U\2/)'X:N3Y$*?5@X,?"JHX]!SK,8ZF'(N2F M:D/\%(#-++-]T/*#W@'7[C0_S"W%\+,E'F@&GP?(GR$>I4*@O?[PPZ"6[@8_M2?29WN_3[Q@F,LATQ'?" F;]9N-792F^B6;4Q;OGPR-='D6C9*X?FZ1I82"G M/*NEAA>8"=^^8&N*6>(0[$!&? 0#SB-(_(!!1MV$8I^EH1L:I";-@.I2J4WB MR]AP9IX /<@A MWJC!!G6+B1'S\=56ML0,&"Z;0C$?BT_R*F8$9=H0Z%.VX>7.#5O"F(\\5+H M4.["P*6Q- -4HC!.:>)$7N%&BU#=M8/VY8Q)M YP&Y-YEUVWZ<\R0F&!;V;=+_ >8<0A\D(/.K[CQSSEQ,-!QZ*/.5N2 M03MP&C+* [/)&S02[E%H]170$#73@+.<@#!!C,_7@)8CE,PX&B#R;:##TK*FJ MZJ.!/>!,2K,P*)H<:X'[- =ED]VTG!A(F#D])#&,W3F& Y&226/PM<; KG#?$ M,?7T\HD4H,Z>5]0!EPVE=]!!L0>_DBF%RF./]? BI*LR6N:0KW0UXV=1TQZD> M!N"ZQRE;@Y*_*+>F"E1@+JP;--APJBQT7C;.JB@>N&QTV'@N7^3&BE4_%!+F MVN$$4]>-8>H0(OLOAQ"['H4.27V,'8?01*M)X2BT^3,F!&RP!PYVT,'O+7S] MS(@1SJGI!VO\T(R<['E0I*#CRPZVK#IO+)YIMIAD.DR3:R^O8036TED,TV2? MR5E0>$G_CO5]\8UOFH3[KF&QSN7JV9=GOZ%Y>,2Y+!5K(8,.]/BUHB+=XV)J MA63="QD3:K4N44FHP3U[TO"QR2I3[7OXB__9__L?N)^!?! M%?__^/_!U!+ P04_" "BD5Y9JWH[&J&>_# F0< %0 '5D;7DM,C R M-# Y,S!?<')E+GAM;.R]6W,;29(N^#Z_HK;.ZWI7W"]C,W-,UU[9JB2MI)HY M9U]@<:4P#0(< %2)\^O7(P&2(F0(!")#)6M6;>* J%,OWSAX>[AX?XO__/' M^>27[VF^&,^F__HK_1OY]9?3_XVFY_]Q@CAOUU_^]? UUW\\^/Z?O/LVM=;^ MUOWVYJN+\;8OXF/I;__K]_=?PK=T[F\72S=-)07+,;_O.@^?#\+;ME)_4FZ M?MGYC? (WN/X:E(^,N#T;S\6\==_^Z=??EF)8SZ;I,\I_U+^^\?G=W=>>1G3 M^=7?PNS\M_+;WU[-$ U(9_? OEE<7Z5]_78S/+R;I^K-O\Y3_]=?+>'X%1:'$ M]C]6__"WVY=>S-,"D=(Q^1X_6/_[\I9G$!^+-,TIA5'UX^?S,*=+TV* M/&4H!T\]BQ$2EP@F;C(X$QTXJQ!MBH1$ MW%U^"[T+)+@3_R*%OYW-OO^&#_ZMR*#\T FC$\2#UZV$^& M8^#8^39""0^I?EX%M],XVO<>D?>NLA<)'"3I"")K@9 M7KT=3]*'RW.?YB-* M5:81A:&3T2"(L"@'CM:.*(1XRMQX? 10:[K]Q+Q3(=E%PE 2;T/[G=#8N0I@N M/[CS-**Q.-&MXZ2>G)N S5?WXUU$\8WS>)6;6%M"9[R@@3% (%+D1%E>"E2%!CI(P MY;)Q*5< S({7[P45TSI4:LBV"9"\B\%5L%C_Y_UXFNB(9$.L\AX<0]LH,J%@ MDM.0))=&A)24.2XVW?GJO&>YL\90\5QAT M60U.LP@&729'LLQ*U7_UMK]]/W0TG.NL)MJ6(/)IMEBZR?\ [ONB<;JJ3SH8:_MT%ZA\1/&@;>1@F?)9<$]_JY&\++MW?O'H^'<9R6Q#@R.8O5>S)/KZZ81#N MD&Y.$PAE- !@M!&2#5D]A>*X\.PH.FV_;#P -9SH/%MW *B]GY9-/WV;3Z]Q< MB([(I"GRSA"NG"?P%(&K/0W6T&PY.\ZOO/_&_53? <'KS*!$.K/XO*5S.$;J4 M^;_CY02ME7/!E%QL(,2",)F#<5(_"SD9A0S1=-Q1Q_TW[J?^AO.:1XEP8/5_ MG;M2C_3EZMS/)B-G93_J2V")% E0AW$QI8#>+Y5,Z,2X/4KW=UZWG^(;3E0>_M+KQ&%OV;'^&;FYZE+A,? F=;$^0#)B(RHI;)X*_$B]>C 2J)(-%46_N9;]\-_MPQG(HT791#CPZG)>Q+4ZFRV01AU<+D;>!NZ=1%$03T!HW,P,1C/ HT('5C"; M['%E$(^]?3]H-)]_K"#:)B#R;HI/0W&,OZ?7;NG6;(T,Y"?OW++=#:;7XVX\,()&C$& M,A@#Y:C!YYC . <%STAH=85$!&7=>NA\@FL]!'B[()G#PY=Q-)B\O%^-I6BQ& M' ,A9T,$QU(YA2NU'J48$*EC1@;J3$H5<'#GI? OAH/ELX^&"; (;\[3_RW MO+_/9W\NO[V:G5^XZ=4H<\FMM0Z1P+:R,8+0ED+8U7Q.68:YQ/;'WY?KAH M/LUXO&";P,>7;VDRN:9>9!$$DQX8,P%]9JG ,(5@)R@BZV7RN8:ON?G._=#0 M<,[Q2#$V 0(D_+P4^,S"/[Y\0[DM/EXNRXV>$EF/C+ A:\4A44)!(&/H_40. MW%C$= Z)A^-BTJ=IV \D#63=-*8? M_W>Z&M% A&+:H;E#+E @#M ?$F!5TBE@#!U-C?*7>Z_=#P_M9S&/$.,0-0VK M=-HMGJ\OIKD@)*<\@8WH\ CJ'!AN4SFD5UGYJ DY+D&UZ\W[W?-K.&U91:35 M8/$OOSV0XWO\X,_K^HCPZ2)%_&$QFXQC:<3PTDU*AP&,L])R<9?\?>_O/_G4 M&I? [GT?ZD3?_+Q=PYMS%J"N%*QO&Q_QV/,67C=&7F*WN^MT C4A/HL2H-$6" MFX<3 IPJYQ[6*L65M0LW+]CA>+ M!8KUADMEJ#?)&W :646W2>)*PBB<>2\"C8R%Z"MS>9>"8?H*](:$;Y-30=P# M[D%WJ5^;SALF;(R2A." N\PQ" N^;*060V_.G.39B$>KM0_'S#U"AH7.,9K=_M"I)CQ-P 5EZYQ;<7TUC^\^:_+L?? W0296;Q8OG+S^=5X>O;O;G*91KA51Z%Y MA*!E!(%^..Z[SH)C1&LG*'>/'L\?@IV]"&L!2T$DAD'!!$* M7]=GSM&CRY<8!2\Y^O6,$T 3;<%S9U1 $7+[V-7V0R"UE9!A.J/T!Z'CI=T M9'YW\W^DI?.3M*YZ&J? %3;$"H21IRM'?SPI9T;('XUWHM*B[;8A/Y:)/00X MCY S3">5_N!32_(-@.A%".4>]^)S"@E- *;+T(2VO>;$$>8>.^\YR!MZA)YANJ_T!Z-JLF\ 1Y_FZ<*-XYL?%R7HQ>WYX_); MFM^1V0C=2,V<(F!=Z1(@F0"#$H.0<*OFQH;'JMG/@1.>Y U3#>7_E!56Q,- M@.N5NQ@OW63\WUTVI1/1J]EBN;%:)#&,4]V!=JDS7Z]J.9I>9;06QD?N(ZGN M>S]!U# -8OKTNVMJH0%8W5T31";B-2U1KL: 0;<(/F0/2F?EO7$QAEY#_V'Z MQ/2XNQTLW<.A,4-\5MK.9A=IQKSZ- '$HCFDL@>9%2:8AVD?:"!XD)TM!"&54%.%6$W87IV._P;7'GI=;9)@V+6E]X*$JQ@ M$53DEFI&DC*/57;5C;R>":>>@Z_Z^UD-)31@CXICM[RZS9V^_?J%J#P Y2)@-@& C;;YA(GFFZ/(' 4I9"2(ZBL:2"6#62:^H54+6#MRW$C)0 MT\\^(JVCY=P 6%;TCP*Q,9H@,1!,IG2:RN"%=:!#2E2*P(-\K$?;X3GD@;I] M]E8P]BQ)-I O?C]V?CSI?*H7T]C=Z_LVFZ#4%RN7ZT8T(4F1I";(ET(C2!B* M1F4*R3(MRP0.F6J?,NQ+V[!YY- [+57M140.F9X.O^\E+N7Z%$\1(9RU M D)W,UEY!C8%7QHPJ\0\RDX^UCSDF(*@NY0T Z:C]+RC'N@(H0\)G7A^55B8 M7Z;KXI/%=?7)0X&A@R>]94P!5:6UNXX!3$HE996M(=82SI^\R/.\5PZ[O]7& M3'_2'AI#)4%51"0U ZOJ\[C_&RV^O+A?+V?GMWGS#DS!&X.ZL M45RE-[VV#KP*!J0-TA%I6'BTI])!YZ= [T#7L^6E/*JND 9 ML7RNF!\8JY< M0;&XJRL=P04>(5+)T G,ULO:MNK 7:^W,].>_'2DL!M(5.ZPL)NU!"P857@) M*77SE9"U$"(PY(I+E%"VM0LZGB2JF="MO]Q17<4T8)@>-;9W:E.>I#43"O:'NCZ4U #V[J=!-CB) ;],+0=F' 5A

MM08C: :?LY7:445$[13F;FJ:"0U[M&MU5-$ J#:8&$GC;,PBEM##HT0H!|>- MA9Q$("Y9(USMPMF-US<3^YWD.59PF[Q2J]7]\11 MVA&O*(1,!,:J$4-?JQ3&O]'A?JNY?+3GYJ'69Y.&80]NC]'G%L-RL' ; ,>+ M&+O:&C?YY,;QW71]SV#$+(LJ48PR'0NE^;@%+[V!&"1/27O"YTZ>] 1_W92 MA@WZ*T*EAJA;0$P(E^>7W7%/Y]27ZY7S]"U-%^/OZ=TT8.SX?K98O)W-T_AL MNLJ/A:NO;Z0N_'_-7]&+F83?14@B*&H5@SP1# :$A>.,L4 M8]'WT&&F-AO#)@IJ(G5@%3> \L]IZ<;3%-^X^11=Q<6&2%ZG/ YC]"@,T;2, M_NHZZ@K+-?J-2@"*G2JJ'0^Z=EG=TU0-FTJHB,'*"F@ 4@^=TY%P/F23<#TX M#&0%MQ)L# :=!1X2Y8%87KLW[4,JADTC5(3,D0)N(&?P5#0SHH)(59HU*445 MXCYZ<++,,'4&?0;|4>?:G2"?HFG8*VRGSD(=KY9J,#MMA_5/G3J^I>4XH$]^ MAY=:*
[=;OON(4O=J4C=AE2B[$TCV"&(2/-*79?[0@K60BYDBMKWTY]12- MV#=B8Q3TQWGWSMB%R9_2O!MX-4KH^D4,F:'<#041-/GT$$TVG,BD_&|^MV$ M/?JP22U%Y?+;[-YZ9 +JH$HSP M%*B.
(F6!;FNHWCCGV,&:O>4/3H^H0U7Q|Q)NI'I8I;7U67XV\H>_(['] ^2] M[|-,)<|]E>>|\>>'&>"ZJLQ<92):
($N\=>$T8I,ATSLH%PVJ'X#M(.3[^3U- M+]-;7(;;"L#PK:O^+>4N/OXOEC2N3C):$S!NUMF68ATTO)&I8;[P/"-750P.
[UI#1(L R9*3,U M-$G6^%#?^7Z$H&$]H7XQ54\3#<#J[VF*LIH@+R_B^7@Z+O)9CK^G:W:")$$Q MX9
31D"H'SQ[W=HG]'?/;1B-KW&)X@:5CGJ5]HU=1& ^#J.IU?AN7EO CL MFYN?I<4H,.NY51%($!0PB$C@K.!)?
&216)-]7Z[V^@8UH'JW4(=)_<&L',C MH6O)C+SG6@F2@06?06BJP"I=@@M--/&"!5>[=^8#(H:MB.H7-<=)O*5([K80
M=60=39&P""ZE@GHGP-%,("86,H:%3;_1VH&R;@$NI8#YPVPZ MN\O*]5S$:RDEYA,SI?X^"XN+0*(OITN;(D6C-TQ177W$\GZ4#7LYKQ=0U==(M SO9N^GWM"IY7['S;HK/QD]*_##^/HYI&D?:)XM4,R#EDHL^IXT#57^:@?
U#544,#'O[&A<1U=<1X>HE,W=8'O4QY M-E]?7/SJ?J3%FQ\H/]3A>.KF5^_0M^WZT92ZBEEWDG!MTT6/;
(S;*N&/F*)5G3?S#) %M?+ ^&6:IG)0;[SR0N#R MU=:5$3I$@3.>@LZ!N5RJ^6GM&Q8[2!GVIEA_\#M.YNWX?
1_2HTD4H[KVWM,Z$[! P[^:P/M!PNWP;,R_4]f.L+0C<2T9$F MP5D"[\J()D<|>(N.B)1!.F8$.B&UBZQVT3+P-+0^,%-
%[TX_??Y>.D6XS#" MW35RDTI-1N(@F-'X$XUE-*2/SG)T.VO?S-I*R,#MB*KH^ G@/%_@#:+F]7AR
MB5O>2,:8F:,,/+6Q-%FBX%E(X#2R1;RQOOKI\@Y2!NY.= KD'"+T!K#S'VE\ M]@WI?O$=0X&S]. 'RW*?
YQ_S@VL]M1_!(E2^/ \QW[V.!Z5=-/!,.5?7:>&R^3A*!=+%D= 3:C>Z@\UQ;9=H+4+D)^ M%H'#;I3]8N5 8#Y?
<>VB%;3G#+]0G6ZK>I66WR79?D M!UW_;N K'-,J6@.,\M)_+9KSFDCD:@B!/U<[2U'!6A%
(8R[/YPDW2EQ0NYZO^D,\2AV,I M$^=]:5Z+GKFQ"8Q4$:)TH=SC(-16'R?:+TL-E/L-M&"&P$0#2V2+)*ZYO&E*
MLI7='547WF0M4U 0@Y(@/&[NSJ$#:+*E@7(7J.^A'U9-%AHH1^QY"0RI\P:. MPA]A?Q2)R]D8 X1%9
6E",Y+C[N<3XX+S0/I8;;*+G*:Z0_8NS=?2R<_3W?F MS231EJ[SBHX6-X-.'TWU*\D4HSO;%I6ZXL?X\6HJWW,C@%U*
U!=_87T?(B M)\JF'%A*];=:/$)0(U@Z0-.[0'.TV!O T#T>7L_.W7@ZNLHPV.DW@!T-KKX_I[*X>=(61-MF0+D M62)E'E
IY ?R[Q/1B=/J^]7#XAH8:;A48K=W2OY "DW),=_?6S%#B+"6\ M[-YE>A3'I62R<:"49!B)Q.A)[2.]1PEJ8J):*.).
(J^X<;:>DA2F#-8%40=X-H.;&:WR/O'0W&TW"*]3JO_MOIL^S&|\GDTF;V?S/]T\CE+DD5&'@DI4XPH0
4S$%:"UM5G'+%+UQNO/)+&1 M0.U 1#R\3]J;>AI W\/25&*X2E1XB+PT2+&68RB+-MRD(*6,U&E6^Y+I897# M?
=ZIZ$_E]^W74?(_&$ 7:3Z>E93^?%EIGWLP@%-SK56D"J@**!62!%@K"$A' MJ5.$:U&]T_^!DU#[' QQ.B
=IX%FD'1;F;'X.ML1L':+QKON@.J\W/+O-/HY M(=N+\3*MIV5\ZBC[G,+L;-H]I9NF.,K46D*8
N]8&0QK):XO3\%*%JQED7M1 MN_E"WSP-/M;B9"AO"ATM;-]%TJL1?*^[IL,KME:[2O?+CQ==SY4W/](\C%$F
M(Y6B3V6D)*5A@K=,2_]6&7GT7EX%,V3FNW^]-@NQCMUMMV M!@T7A K'(7M9YL3+XOU0# @5S&J&5]-%-
TZ"C@GE+;@"*U2 ;'RBS!+GJ[^9 M'$OSX*WTA@9T/JIMW4"_.;^8S*[2:BOZ=#D/WU#ZGR9NNAAQ'H0(ED#(68#(
M+('5FD'P(=/DLTW5SY,/)'7P/GQ#8[>J+MN%;+=$=W(Y(H1B@*DXF*Q$:0O MP>$G4-I
F<2(EJ%V;N(@0@=O!#@T7"OJL06P=HNO)%%09%_=CS+&N$@3V<4/ MKGN5W>%ZF5+"2D&;@0M1
%*Y73@)5N;J9 M?9*J_4#YUSE7JZ>BGP-[J[.0J"W/0E/P1IO2;5U":4<*A(O((@_:TEY."AXC
M;C_D_27.NNIHJJ!W@/78=>I_;^-1KK94CX))!K@U)Y8Y7US4W$!=9RM4/<(\D M>3_0_B6.LTZIW
8BI[NML63V5#!N@(34'I(=&V#]7PJ&[G1<"R"MCA1?:JK.?_<
M"AHYUQIX*MU!N+&XQ5L&,=*HJ#74R]H^5D,M@_O6]J,>^G-$WX2'?J?2N)0) M3\-XDNXP]77V7'E*[;)QSH%USJ-
KH"W*TV.<@FLW'<'HI+C5N D9IUGIO<3!>Q1R MTDHXH\L-[]K@WH>N88WN\.B9]:S*!N"Y2?O'_'I-
Q!+;EQ&L(0JH](%I(4THK;UW8NR8>UIG2*TES*:PPH->CM8:PZ$%=35 .@Z:97E\G8V?SV[
M],M\.7D1PNP2Y3S2)@657 1OR_$AB09\]AHTXX'9J(E5M6_H/D;/L'>^F@-@ M-=4U $.D>
[YR-.Z:]O%BQ0_Z'Y_FZ?Q\>;YX-_V>UGH846FU3XZ!RA&==8'\ MVI ,E([K3B6O>?5>_(=1.NQEL.:@>P)U-U3.
<"W$]^6LX7.9_&:$^DRV"Q+,.!0LI%:L%X;J53.(M9V0Y]+X[!WPYK#*?W?C.9'OQ^GFPHP\$T70W^$J9!
IE;F%AD"046>4]TJT]@"(M)T@:]JY7KR]#A'""""7#41)15+-/353EL-<0: M[7U2O92 ;2-FV*M;S4&QCM+:
>'#8H(;R:W[C=R(S6$0:$5V& R6.@)OR[", M9/&G)*B2TBA9N_QK?
^J&O;+5'$Q[4FL#F_E#SJZC1I1[&G_O6BX;):BS@0)+ M-(&0I61=R R9$^|
<99HGU3M4']+56M^W.IAX$GI'*JAE8XEQWH4;Q^LD[GHO MP "PVR.WV&8=1VEH[N1/AL[H2
M&T!L/+_:PNE:CL63?E6FHJ$L7\T6RU*Z/LK>9&F=A82Q'"Y)+\|''56(\83A1 MRH?[8_>%KX]_[6M]7;K"[E^M=
S)ZT^9_<53'XUXOI-M4P=GX\Z1R>$4TY M9AK*.)&N78>A8$UDN-*2)XSEJ*M?Q#J*X-
:ZMYUX&Z^MTB&=RAT+%%:AX?OJZU]FLG,8M'2KW)X.1N M;O5ZB5R-I-"&^!"PLB+&%|*5C-
Z'#&#B=*!9EF7A#YEM';_C-);*WS MV8GP6$]M#:!R_ZK6$:G;MAXY?0U
M[GTHK8&!VCLX6QTJ;1=DMLIEH@1$5N:'=0U?-?*JO"0>EU\FL8?;S\^DLI'! M-R>ZR5-
+70W81W1XK]N^A_^Z',_3[V[^C]0U#_B2PN5\MN55=5.XDHI!+13(& M^;^[9>'IZF/>RF?(-
F&H3TKJ'G<5P]#F1XX!FTI>44&T\+4OG3V;R"8O]/0& MSUY5V**I1([1(UE>E=Z42V2W7%2_.._:K5CBN",!I/?
H_&CJP- D03AK8TH< M?U_[SL[^U#7I2I[,-916D.6<\U@Z>$WR\L_40DCE;E32:.8I,$8S6D!7LD$
M+'%N&''>5I]EMX6,8=/5 ^'L4#6T ZC]!3<*28E,N0)-=6> M::Y,
[4;@^U,W;"K[Q/#K26GM1LQOQU,W#=L%Z:V(6FD&&9T($,HF\%XG9#.R MH)B*C)X(EH]0.>PN?.J(N9:Z6G #-
_W6(@D M2,FB];7O'CY)5).11 >$$P$"O0IP4F# CYP% M21,7NO:5E^V4-!GHG@Q=SU=&8Y#:
<%Z[THHMDAL)$H0MX9!U#E>,- $LU;(T M9[:6T-(7M_:EP6>2V&1<>PH0UE9?"^B\9>FV53/Z*K/S\]FJ[>#
(A1R5C!Y\ M[(['DP/'6 :&IMLY)IC+?>6D=U/59,S;&P;K*JGY$'C;NO+.>%,Z*5M9@C9< M4^@K)PZ::88KSBI:?
43A_M0U&0+WA<:>E-9 "/PFYQ0P4GOS U?8]"Q]1K1_MG!9FR_]+ O.[FZ3NHL/UD+KRBQ?3>/>#C6^.'(TT9.+
2.E!T!C ^<@@4>T) MS4DG4WM:2P]L#&MN>PNBAU9X P[4+ M0$F5C#_+"EQ2$D@PF@NK6'2U0_;3SZ_0,UJ-
M2?-"YTB4!\XU,F6=!*^4 9;M$-$3&7+M9@=[$3;L4=< @-D"V;K::P"2=T7V MZG+>C34C@BKM>
"5*/KCW$NP.4A0067.J'4QU;Y#M)608<^_AH?<\=II#F*E MU]*:#Y]H]AH]$*>2 >&,!1N8*3="A>4D\\1JM\7:1U '36
M>.< M8\UHR.C1@$Z6@B V@;71 HW.!ZJ(BJ1V@=-/G*8='K6GTW8#2:6J:B3@RZ X&ZC-,?),?6WW<4_2ANWI
MUELHTX=B&C"E[Z;X+%P\G]PXEDXV+#L=-2T73U,Y0Z09+ L9&)/4$XWDV]I=
M5>^1,/!8LS[4_.#2^.$R;P(RI3OB5_#_#N%X8T@((&%L.VV\0/>[6/HA+!A:#!
MNW+3R5H,V62@H'RR&,Y9]$UJ&^#]*!NX7/XD4.U!1PT@[]Z0BH]^B8R4,L/K
M8I&WLW7Y=;K7S2LGQ8()#C%3NN!$;< 2(X%XR2T*DGE6NUSY8&('KJ0_"3Y/
MH\FA>TR6D4&7I;5PN?:$;O?':;=GW)9K+T89!9B-YN!\.?>N3&DU[!-P24C4 MS,D0[R43=S28?/I=
U?']XNK'L1=#3W_\ML#B;_'#[I?=;\I_^ISRK^4__[Q M^=V=YU_&='[U-XS;5L_^.#]ST_5@'C>-,2W"?-S=KYME?[G
180;W!T&%F-T M6])3&-KKN;_=DGR?F?7C'T#F:/+3CV6:QA1_/7+LRL:+7\VFB]ED'-UZ2NRG M#5X^YC4JW>0F3-
H(CEQ4EJ4 FK,(0LC2[XQF8))XG0U&R]7O&U0A_.BA-<<0 M42:D36:+RWGZBLI\.2DW4Z23-+
(<('EB060MP4>6P"B>;3(NNVF?C)G>! @KE6M !UGG/ M)Q]OGP]AH9*%?G'SFD_KU]QZ!-PS%2P'@OY>*?Q&4
B1@!F#+H)5V5>__;J; MFF-MZ4NW&"\^YLTE@BOFRZV\'[[Z=HT8;2GZ*!J8".B_9,K VJPAZQ2MYLEG*

M4[ODYAAZ!QY37P=1]PW?R138I)'[G+ZGZ66:KU);W8SM-PS:EJ<<;[R>(JV2
MH5J_IMS]WM:L^;:CD,>=U7H.E$@"0N.FYH@NS:%CDH)1!%SM!-B>I!U?J_7H M:V[17H9!*.TCV&P1{803#.6"
AV$3BF(:'+MRP#[TC:L:>H#0P^KM7K04I,V M:6,J* :5V8WGWTN5[7ERQ<-B,HL" X""<],$\%&$V)3HX3&II*)=6R
M:9L%0R]72OM2E+9U=25)30S$@>2N-'M6%KS/&9I\4BI;MCLC83&EE&CG $(@AZ!,&6XI6L0>(?
MB09FG:Y])/(X1\O043<>?JVU_M_C;0*Q6$H"7U2LH],&5P6Z;!@=:IKIMRWU;8<>.I*7@.(;2^9V
#SY#5%;YS&5&'[KR,CV.XJ/3TAMJ>=.I MY<-LF;;6^QEO=;FZ*FBF@&L0UP6-'K(W03+*A3:UH[2]B1O6?
IT0)JF32WKCY%./PTH&W0]'MZ6XDVI>Y M/"26;"7U :-\5QJ>&&T);EE6UCX(WT7+T3=V[SWW%K*Q>Q"J*
M*=NVR(ST9G11$%R@ONDQ8W8D"PA*O985GFK<^ID1UZBKQJF:&- M%W6]VSJO>,M
&UXP0S*&WRYF$"G@%B;+\8)SQE(:%.DA1;0G<57Z93[VHJUK MP.C0=:\+U!$0'-> =8H"]X[):"(1NO9%FD/H'#I[U
>^MO;2[%-_3=JP+Y>^ M)&OP.:4X_;"2R ?/J"M[3&R:GE%-R]Y_U.O"Y8]EHH!3D{C-I_^NV66D5RLW$
MX+T%H2GB,.62Z+.*NV1]K-Z5K/?KMO=><+7Z<^.D)@CG:"*@9;G8('@9'1P" M4.ER,D$QFVT'IOM1UNP5VN>@9,
<5VII*:.]U?TH=#M34F8CW0T?J65M81 MO,P,I)"4!,TE\{7[V>]%V+!MT7H"6GV5-("S/\J+Y?@<(X;%2&4:$]4)
M4C:E^7Y4@/\7H"1)GI#(45B5 767@F$;EO6$G".$W !$7LVF(94[O]VQX7CQ MCU=(PWA9?
AH9B6:5,0J*DG)1)5'PK,R'9I%S_(UAM'YU[$YRANU*UA-X:HF_M 21]G;N87DQC-]M^+:[%YQ32^'MI+[DRI2.34[2)92
N961%E7NABB!G)"N> MNPNF*W?=/.S%J->S7DU-56 MV0A6IP2.,Y0=STG)VI4USZ5QV)FH/:&O5T4U ,3;?@SW&;&
<.N%15E05-S&@ M^;9,$J#.RJ!C%CK$RHC;2C14^W;ZXN@(99K+3>XRB(<3B\K"10A@6H7,I-0 M_S['2;K%;7UVZ?J.
($$#('28TIYZ[VJ7_I^DJ^&U)4;_]?>5F./"Z>>L-D MYROLP1_N R(3QR!H$4'$4J1$68! 4,*4VV!B[>WUN30.N]/VC\
<^5/7S0/&/ MZ2/$BIR_PI9\!2=#D$\SWVE;UED$U6B4@."GD&D;E"?0A3E%(&:"4M?>TS MMC[X&+;&H E7HA>5-
QE(/=W,^/ X:N]GGZ(G6&1VIEO0T]9W=SX6TDB_1S4GS+[._+,THKB[TJCCI4VR V[*
M$:NA!"47!!#M"9J&&HS&&HT4$T,U\IAX-R?*WPHU#^A/I MO2&;W]UJ+&/H-
Y(R]U:QY]B?,66!"&Z0,T[0M8H"@E:!>6EUYK7OU^Y/W; U
MZVTAMZ(>FTR5K4>*')P.N_/O:PWEZ3&M=6\XBU/1,Z=#R6TR$-YI\(I+$(D* MYA/G6M0^":\]F@>?
MJ48AEOK#+48L2GG,78+R%C4ZAPQ"IQ+B.UZXEW$%* M4\-XGJ/OA\-XCA=U [O4MIE"-
W5\O[O2C>A:/9\0&.]GHH%0U37+=BL!6A(5 ME<)J'FIO5P>0.6Q*IRK2^E51DSO1KM$"Q]2//_K$_J8A]%I+_D1?
>Q6S3XPX M5+PJC@_^8;BAX$L#Q9#P1U-[1^M[)L*M/[;K3??6 K/."LD"1%GF,/(D41JE
M)M0PHR17GJG:I43/I7'IHNO&**-KM/O>@KB9-U\,Y!$?:&C"O83X[/Q\-NTT]3F5:HT4 MW\
[FJ^3@N\7BLA0!W#\P+#ZFPP!72ZL I8,[?_0&I"**:,,.C-/DIU!U-Q4\] M+>$Y8-MUD-
&OWAJ(&VYY_3#K#J]3[!J8C@/^U#'^QW2,0EUU+[WOGK) E.'. M@N6\E(QRW%!8YH!^L,H\!Q'OG[55W)((('C86&
((/)]RF:@I0) M/*,2A"YK/:<,5.4HO9QTS*4 MBNN5.-"S.
[_8%M,&KX)W2@'E90"7S@Q\TAJ2YY%Q3VS.Z03;PN$<#'M\W<2* M.#D0FDQNW!M'=GAF8_N#JL]+ZS&GL7-
:%M=69<8UV$!"F98EP,AL($8=G:)& M\%P[6]"7U+2-#>'>&\HEDO!B&E^/)Y>X!N_?OD\TQDPB,%WF4EBIP1LI(! >
M,E>.&%6[Y=*!I#8Z<>TY&'ID%^]-:4WMT2^FRW$L+(V_H\,2RH'8."W>_@3 M-
YQU8RBE).N797=$^FHSBAO9%Z'4E:: WKSB@B(V;%DD80H^X-M+2Z&35;T MC.A!5-
WD3OS$'+\CSASV>G#O@PA[W+EWCIRCC"7% H6@G"MW'1,XHC0$3]PF MP6O\I/;Z[VLN\-[VYE_/)]_Z1+W!%3V?
NLEUAZC%RZN_WUB#%_/D M'ER(TT1PJ20Z*0'%RS0!Z\M=)!=HIC1$:WILB_=
<.'D4,C6.DN2%#+7CON=1.&RBOQ0YD&6-+R7);U%S$*0JL<<3E&+@W^ M:67U28S/)W/H&KD^T/58L5P?
VFO2I.W7.OZ#FY?ZY^_I=5JZ\:3'GO@/WG2J M[OB/LWB",8^(E)R(1YE J'1,3-<)] LFZBR\"GWU".^AS[Y'R[/?9I_S#=U
M\VOW8S$RKLQZEQRDT *#)>+ E(1G5%K9)(Q2KG:2;R:!0^M\]K8_64@Q;74AHVQBG
MZ/=E"91:&9FA%O'^T^R>F^-)7L\N_3)?3AX.,?D\FTQ0^*4.8I2$=H[AFJ24 MEC;]0N/@\#X+%T=C,"+K@[QR]+-
E[5Z MVWT?+U!M6W@;%=^&"DO!$1V+2^+_*H\<<8DA.4&_5M+*Z'N,GH$]PI-BKII>
MFFB0M)_L_F,^7J:/.2]&+B5C7"J7O$4IJR 4O*<"7/8Y\LC13:[=#>F9) X\ M#;Q!^W>8]IX/3[N"YS2=E5SEUU/OR-%*
[;*T0!G!M8QWH[XZE]C" \239XWWE=1IDL,Z5 M2O9.1&;:\6\A$4$0G)EK7SNX/=$PPO5K/J=S-
RZE@I_2O*NTP17ST4_&9S?- M%\N-QZ_C<_S*Q_P%/UWD5?^"[DAS)(RQE#L*S+HR]C-:,%I%D-DZE)'.IGJ'
MI3J4#WVL5A]_.PI63JGA!J+FH[GN J?7Z#B\^#%>C"S-F601(29&RL65TLI(M9$C(G56!1Y5KNYEU.6@"YR?
%8.UE<#@@_@K+ ??R]&Z9SAH0:'.F_H;Z)L:#_M3+X# @-+ $MFVP-WWD;L1R?8MWQ+F@ M O\ $LJ806DR+G
N06F>!#,Z*E,[H_4\"G]RBWX@CO:8QUQ)J0U =B\ACRSS M0GEA(#DT
H)2!R:;\E>;DE;!\E"_GF\/PGYR6UL'H/55^+/@$C\,1>%G:43+ MC_HF20.FZ3]F;!ZH%I_%M0^)N559P\Z M4AJY--J"M,F
"!&C<4N0>6:3,L0[=/Y;\X#7M_^;^OV9<%X;"$T68CU,N]Y4 M(;U>T[C^RLOUR$5_]:
@K6IN^8CW]Y&%KB6.$^>K2;9$1"F J8#^1!"X.H1U M0&F,D:.1%K['6X)]YJM?CQ?
N[&R>SF[Z+G6O707&D@O77677UI?CQ)3!">_! MA""UH[@7BYPFUDLKNMMNWP?QH8^ M2.8A,X.^3G $3#
(:]QN;9*0YQE"[D_BC! W>8K;2WN_? *JFA!80M=X09L7/ M&!&KE,T&)2(2KC/N(U@:!4BJD\W";,9K7R^Y0\#_0+J*?
8^9 Z6\M!C.M], M\4$7_'BVG7X/96;_Q'G65AI! 2I@A(HRR&CLDY[58R]HHG/$ M(?J:51;>L!5OA8LRT^L2=^.[/ 1"C"
(YE %=);Y@O!SW:I2116L:M'5ROUFL M6Q_?1%.&8]5_O.":*'?QKE6NG(YC)CWH(HM7(^V R6"QT<]Y[ZVD5D
M3]$T>#?P?ER/JJIHP/MX]&@$S:0WGI1[TM1)$"8X<-YY<#F7I+/-ROM3'F\U
MZ<\>J/OGG%$]2Q$_:P[I6@)=I\I^TT5;7W62S-#33)XX"12)Y(RD!,S%[#1.?R#Y105#3G7'W[5;Q*HV_DWIZ3?
BKP4#+^]+AAFTG!5QJ,359H;$ERM MREG@6?$0?3;F?K_I7?[3D^_Z.7(\SX'"73>KKK!;V!:W<_0A+4G%>;AAL_/)U
MU\GFZ[>T.CL:J1R"9^B::ATP/O&BC 9(CU59-()%MC]6;O/,U%/$3"0$]\G MO$ZECG:-&+
(Y7ZZGA8^(9X$R7:8/V3*:!5U,C\$Q$*93\1@$QYT5*STL13($),J3);7$!/G.?LLI:M>)7GO>K3^@)7TCH#-
$Z+WU>;BA^G MGTM+_W6+Q0^SZ?SZKV5PQ:IYZ"@F;[SWHMSC=R!T"N"]\I!%)$$P9:VH?8Q8 MC?
AA@^5J>+MOG8=1;@-NZ WC+Z]N?OR_QFF.1'V[>I^^ITEWNDL)-925A+SD
M!H0Q#CRG&BCC$D5KLJ_>FF8_RAK!XVEALPN\]738$C)_W]@%'_*W/H7,D"T(D)V@;"ZNEK"XKOIQ>5RT4F,
MK@^LA7(Z1).!*5?Z3F0.3@0.*MI$O#$^VMH]\O\AIQ&410B@TPVEOL9 0SZ.""MDE[ZX)+KS:P])&?
8LH%AP76(1AH%%[\NM;'4 M2L4MV%@F/R?GP7J-RT;(B (22?+:=[H>(6?8^UO#@NL0C30 KE=N\0U=VO*? M-_]U.?
[N)C?EH)HI0B,OT5=$5X(C.S9P!SF-BYL29VUU8 D,+2<)L=P6CR%! M4KBM!)NTT+7-
XW9*ABY^.1429M75T@"X7KKI/[Z.S]/K=#%;C&\$PT0P)/+B MG9;K8%XJ\&5LK69,RN2MS;IV-XGME
S=/F(@<%502P/@*G)94TZ)2-Q8% :S MII3..O""4G"9EC8!&/2XVH'"[=N'[NLP$(@.%'\#P'D[GKII&+O)NVF9 %8B
MJTV@.P_OOQ]]CW-IYT@S]*TC%MYG?SR2S$$;UO1 M;0_1.Z\8\H51ERF=9368YVC'*N. M!G#VXKL;3\H&\'8V_^)*+
[1KY^2N]S)R"G<#[609M(*>D,QE7+?CW36(*)B-_MW-0N>-
F7MH&'AM5#62_*;*)=1EDTRZM;#M[^^X=W:/>+U4<1C[RB)FKI()-2 M@J8X0>=#&V
>>=%9:J]J)XD>IVC@V5_U(%51\"U8JTXP(QL<2X%X<$X)$*E4 M+**Y!9-TT$$*(DWM^JC5FP<>P%71TCQ?D(>K?
[9TDRK]WW E;Z3 C6!1=9V# M: !AA 4K" &N;?8F$A-H;?=G"QD_?ZU)':?[6 T-W=GMRS<4.,HCQ4_NJB1N
M;OJ]O%I9S&TNGPE1<^5M*03#A6C1?AI#$W))@^61"G._2_J.*^&'O'U8%_MH M?<].*?
P&=K";7..&Y+:P=2/,$&.*5BD@J5P\IN5Z4VF<_5JMC^OK4;+MF<=N29%I)BSX(4%)"8*\,6.(S.$ZU0&Y#8O%
(>]B<(>Q5 M^_L9R6-5T8!UW!#>R''#M;0*@I(H(:,H.(D_<2F-TCZ25'URW\;K:W;H3H&F
M(V5>+1XX=3^"Z_YORV_IU3"_;;DZ &::?I2U!= MB*?H3:"X()PQ"]E0#R+C]FZZ<]>@E?*29T],7V>-??8F>-
SEZ7R&EW<@?6&&T*\<=7+Y&OST,CI MU['HVWG".H2J&W ,-
JXRWP:%$[=874M0R0H=%$,_7280KJ3#8RXQH$S.,6&X MK-
W_[U&"&@'A(%C9W:7@2,6UA,+C)7M?'.MZ(\N<=L8:H,Z5"S:!HP,F,FB# M'T?N9'

-6^#M3#6R&HX'8'|VN0(:&E@>7Y:S|(|7%_CZL&+K|_CL&_J+SY_MN;D,D31:C0A:9HEQB@JEU80$FX45U!BCB:@,*
*[R>):@2>;8#HP52?FAIM_*(;MUJ!+&-Y:F%=$JE0+K@K.8=2$*T,H9R$WOT(>X2T\AI4F/^PQ$*:PEY*
MJT3UP6O\5@K770E$5HEK!U%GBBM04C"VW#PP>F|
_Y^N\W]OM>O=PY"4NAZH@E(!@F0+/BL%TCO/4R:,L=K8W49'([@;M%"&SRNIJ'(5-[+;(T*O9'9)24A6H5-L^6P4$*
*0SNH<8K3]W5>HR$2OM51>N4FXG*RBA8TNVLY*J8028(P7I4^K>>5!9&B8RY*%DG#ZV8[M4XWL&X/AMK^%5*
%$+:VJC?9B9%CEM3.DY5Z[Q)6RU41MV.?-X^R/^;:JYL5=T&B4UM&&5'NRXS3*Z*V>-M%KX"Z^RJMCZB5?*
%/UC'X/8LD3:DOK'AT#IX')VCUF^JQC MOG]'O:RS65GC+HXG5RCE-#\|?3[N^"#==],\O\,?N^@ON5""^FTTLW6'[
MAW&9SHBL80P!.483<-24EP1B?(1";C,O/*U#X WT5+(RFCOG%WD.BK0:CF M/KPY^].O9G\NRNQ/_,+%;)KN3*
\MC8ON-2_"[6W5"KVLN M?D!5?("/L[/W'0]@_J6^K(DI_'3AA V>EA^P4]6?LKM[4#FK-'20A0E[6\S*
*M!\.Y!$1[YD%ZK5CM.^15"#^Z'GFMS8]Y>_NN5>D\U%F:ARHY&SI5"O!^JS0 MPC 3F=*06R)B)J 3*
MIQAL)0ZN3,%ADN"O3,HQ/1E>//&.8>/7VNBH,\&K,RN*1&:42\("L1Q7JK* M30;G(SJ)0:2@;@Y5T]D'C$.KJWX&0-*
AX#=@]B>HXX&@+1CR&6DG(7H+3J0 CT&(0UZ(9%" MQ+\&I8D,LO8TOR-FC_:VTS8#L
*IJ&M[CWS+OLO0,EP2=4LY*QT%#,_A 2UN-M0"G#'4 9MI>G?^!@T=ZJ+(='3@6)-*
V"?]AZ+I0W1GD4%2I+"5^Y._01DDR-U MC)8SNLH6J^J$L]XJ$8='8I^J;&)>Q?8P[/W--3D;I3,T>K !'5RA1)3;M(@
*MFUDQ:9*G?G,_FR_%_IU@J%;I"0O1" M-?,>K;QRM-1 E/('%C2PF#Q!<\|LJ=V?YKDT#ALZ5 7($X-YJFJK@<$:3_ 7*
*MPN5YJ;]-\>_SV6+QQW2>W*0P7$K%7Z8\FZ>O[L>XO'7 MD"E:*U-VR;/30G0_PH>-2*
*;$;0]Z;=^T[F2Z%!G>,JV#YTQ%"4*6XT"%-3@B M'8;^PKNL'16T=I%_%<*']0-:!//A>FWG(N;>D^&8E%EZR2*
D6JYXVPR6V A,M"2&%S^AJU79,JX[IZRUH.B4RJVCG)ZTYK7'UXX"WG(Z]"07/^H4WF5-HF(N*
*M@$L"K9P($ES(Q4"-ZO%HF-U,;ZI8^.:9)45NC%,,1"6,/!!<'"< M"*V(X[EZD=8.4EHI',T=#/>K 2MHIE&*
K229UKGB0%B6(5F@65@01$>PDF,@ MF*E2SI&@?&WG\DFB!BX*K*Z/>!TN!Z&'AWW:C;_^./Z<#,3$;E!XQY\R8IQ
M!5:9!%$+EK5-3@7YE&]X_Z'MZ?\(7>E/K38<-X/->YNA>](Z^['(\O9Q=WLLA M?
9JM%CAEO^,WOBT^SM_/IF=I_N&RK-&/^?KW&.8+7?.*HC1&A!,>5RXJIRI*
*MTI0YMYF+VHGPGED:ULKVA\59N\!H8IW<3OX8:2-M2L:$QH#M2P,>!\LZ*2B M]H(PXVJ78VR^?U@[?*
$($'BCR!N#RREV,EZME\6IV?G&)3_XRR\L_4<+K(].M+3HB)B7'I0%%N2U7KRR8J'/IC>ABIC)$5;JZ8C_:ACT^^?_:>*
[,>-Y)D7?!] M?L5@WOT>WQ=@,$"6EKH"JB5!RJJ#?B)\37&:2:I)IJIT?OTU)YD;DTM$T(/A
*MS*Z#/E624N5A;O:9N9FYN=G98-:+J"J X%/B/Z5MWHV2B M,^8?X_),K5F.?/V\?5C:L**J&S@OM)G*
U=.B^PP27EX]D=\Z.1%PX#Y@Z@BP"#M\N1 JQ!8"DN,-HRZT@4V36E[M#?=J;?"W_UZMH PK.+CW[N:7G[E0?*
I6YU\Q08ZU%F.L (7IBR$0<$2/<*R(I M)ZGTS7D#LF]Y6BN)AQ<3Q\H*IV:\Y0UM[@<(AC JXCR$(P=8C%%D54A(4!W
*M^Q46%X^%&Y U+-Z*0Z$IU#K*I0*H_1;M(GZ;3<*'V^_SV8_U87#?181;P;AU M2 4*OK-P'+ES2.P*
MZ/WXK_RK>X40WE%FL45"9H4@42;W\NXZ*T)0D;.BH\NWDO-L)G?OL%42 H5 MX.DA3ST-]*
*[]\&W_$R6S%KOP$ZWYC)CF1>Y$@::A#7!F)=#0,*1U)\MQ33TL/ M0FE,W+")W[[1UH^,*@!?CL>7\SN?!?5A"FR|*
6V2E MPRAA!;&/L,J6;Y=W@)YA4\3]GXZ%)%$!JO;RZC&)KBEXC\101+#UN8S,(&M2 M1)
*[)7%/(O3&E]Z2.4U5+;=0068ENHJD9;*MG+471@70>O(&\VD="_QZ$C<)[*:4Q:![JZ#"+B>5[A[]_,Q+D=P MD'AA7?*
9>&.BJUQBY +$Y3B;2H&U0N'1:Y!]E8:S/9O-MH(HUGMCN,$N#X5< M]Y'6^2H%#G_\W-
*;&C.BJCJ!W&4K*4J1)A1B(&X4TKE=C$LB86O@]^Q5OM0] M4(&X]GVP=YP1J\'CR6E.P>"(B$(B[HAP@MF(=?*
*DNJ(=I>@UU 6WPUJ)JM+W,M*O!7#U7!/GHZ3SV:$5:*,DT=DCJJ7 4K8*_0RKA6.&!0EQ9^FE'>RJ'I4&K*
MQFD)N=;CD![8:/:$O @:N]R&.R0'+A8AR"EKD)003PJLDJ:E>\8=IFA8I[1J
M8+:5U\5[KN_^^A[]EAKF/YLN^FT=TXJ"_JP;5E2E2/K(XDIEQD:DQ&U M=WJE(8+SM"?@GX?KSP=O+/:.9-_5I&D=:
*M&D>YCT@ZSG-C/(Z,DQQ)I9GD%(G5#%;C[Z&AS57B'813B7 KKK/V3H#,#*Q>UA[2>"#C[Z&IS0WD'75C@7 SI*
*$:@3#<(E MK1!1V((ZP3\,C@2%$'/UL+8FN;*PRY\=MN;G4H#76D!U)Y)R7"<(:,IJ8#WP M*K=]@-W$H!%5027*$@9-*
JB\.[ZTT:$ DEI?7QV>ES'%3:6!HJPUP)Q#TZ_-;_HCS5."DABM^]MB"OEL>P MO8/FY0S?7B18-S@?-
_;1WMY7CJN4YR&&B+')+6$-\/!] M=Y$X^'3>?J#2')(GRZT"6+ZY6RQGMW'^)4Y6HEM\&W]_F&EG@?)-(^(L3^JT
ME"/#!4?)&,6L(,2$XI4^\FI%FZGPV [=BLDDZ$S5G^_MS_;N0L-FA>DXXCR
M!&=$PA(YQQ@P2R;O0K0BA&.!UN%/#)MW/PM:RK&X CNT>3R72T?\M^EL,KOY
*M^65\|^UQ!"P!Q]>"]68A2@!_[A1M5\T08!\T$,I%Z>/P"$G#)MG/:8]*RJ8" MJ%W/;8B9-??*
T2V4Y8SHBJR,#^B,%CY5+))W"GCAG%2_]JG&;AF$3Y^<$TTG< MKP
]K1H#&D^2$\Q!K.XA=$\6(\=E0,X$E3.PDRM4 M-XI.XJH:M@MUH7S3IL4N/=
(,JI@/\XC$SSX#%PX*J0,V/.S06[1_+%#'0W7 M^X%;!]'4#;5]M>]4*VY,8@@;E<>$\2:(HX-1YI SS4B1!-
NPSQ1F%$JGNEL,V6JDH;%..<6H P\2F"_YAL+O-A2&N< MM408(4KG[:LH;3ATLKR4Y.[:=\JC1FN6+0M&2H?@P;)
*(EDH/R"U M]FLH*HM:Y>;J'$\XJ M\/F]LH$*(D(J_9;I-(I?PT.*\T'\)'E?'+KOR_FU9)@33%!4>9J8=@(9%12**
MR5,IDW(TG#/,VTOH:WB?<3XL=Y'N94)X]3@>NV,3@$1ZDP>:X&195X@X0V# M:-<10\]8F7:(U-?PVN/,,&XMX;J!G
*-FG&RPJQ:GGN;+0&F0Q:LT#?&@EH&[MXBT8"N0Q*G_ZT1,LV\KKPA,<5]H/[V+8*.#"3L.GY;>MY,%>F/MC0B?*
R&HCO5&(EF,L:Q@N06Y$09I$CW2+-8'1$0[18O0]A#S&M(5;1!V(X& MHP6D5(%;\';SV2]
*^QOX]WAYOY'(<$HF%Z7J/,F2NX2T-!0E\'2\"1(V5?JJ M=R\QKR%M< KS%WC:A[#;'_R?:OO!PK0.AJ**
*[OL.LICT4V[3[Z&R+L3OOH33)41^&H$X.*CG<]A MG1^G-#/M//0 H$&>PX IA[CP8$V^1<9HAH;B.N7TF*3[*
MYCD%)YF73]]CYMCT9K7FZIG'I_3[8IT_N@K@/^:"+"."D9Q11'2 /3)#D,96 MH<#A? [PLX";O=]J]+EA0\83Q/O,/I3G;
4^SV]QL9C-O]I)7.2I5^NMQ6G\MTTZNX_R6C#P)6F(CD$J10Y2A-#(L$21\L $LK2*A=';X&$W#AH0EX-0'\X?V
M;_)F8KR.<#(OGTZ6O9I,9G_FQ.6(<(YQP(YHACB4AMDL,;(4\M84 +^W'QL?;Z.>9,1^F7R)P9ISK\]/[8Q;?5V]*
*<8KFOR#-F13$HPE=*Z-R3G M0B#K$T>*69Z2]]+ATL4@+ZFHRO]N(^47^9_3&%R!O_V'G8_S\]?'#;B0B!4**
M(Z9U;F&;WRM@B!HB"9@&8BU5I0N67Q!1E4=]"D!.8V\%^'B.\,_VY_K0I=P1 MXP#61%F!.)$.#EVND6>$6^8,
*(ZQX"GHG)55YUN5,22=&5P>7_XXY*1'#U0_X MTYM-F?S]#]<191(T2,89*(&6B&,+?IS(0P*(B-$D0XPNG=QJ2V-*
53G8YB!46 M3NW@>SM>^-G==/D%_'AP+_WZ/A [JYE'+.1W\2)!N,H$1E%+V)O'29'2N:2V M-_Y[
W(N\)TJG&+@ZS.@>W^WO)O'?X"2W=[=/K/R!8.XXQ\I'[BUW%@_P9I/ M3CL-
<;]U<#QR%CRR(2A$1+)8>:5$Y<':.KOV7$WN[_I^WC-T]TLS4,00"0DH M!>$0CW;5\0@C%[,"P9\%6[K?
*5'=JJPK^VJ!F5[;\# *KX&!MM-.W=R\?B24E M?6 I E,IN TI.N1RX\"4&RU(*I)D?5S6=*&UJI"S=UB>*JP+ N7#:)ZH.!/@*
MLDA",.B X)=1'-IR%L]T/).$)''GDHK M./BR7B!+ T,)1\IIX,FHTH^C6Q-959A[-O2U%L^%X>_]{&X^TDD09:5! ;N(MN
\)V208DL9HZ:P3W WB'SZAL:HX]USH:RV<2P/?^$<<,8D5UTR!KPO.!+>,
*MY#A>@ZT/RGG/C*3ER]?:T=@(?/*U@;^M<"X(?",/(17&42*"K8=]@7HY@0TR M(8&AUPR73RLWI:T1V-0K*
ELK810K3^X)9+]/PR97F2NS/?S5J]O\NY'#A#EM M-/(VE_PKI7.;-XJ8%LQ9"?
RTI:]-.Q':"'[ZTN%71$SU='[9)SZ<9F'%VV6+]&'H.-F"ET^//G^U32\>?K]?)
M@S<%7I:."1DX^)#R0E,B:+3%TZ"M"#S5//T^G4>?=3S\/@59K%\>V,GGN[G_M!DKTR4W&-RL)_{)N&?
$UMXS8&&2&L97YL1(%K46*0DNJ0J!RM*] M)4\@=]C+B_Y0MVT%SR71*BWE^N7P,K\<+F$9#RUWNB5L3&PAR_?
PK'H'XGA2 MPDO,D'?@XW,#QZ,A@2-L$XO16JQ]Z2D0!\@YU:J]2RGZS,Z';^3RA+76W8'B
M;3R%V70Q"LXKG!R#N";/5G"@;\8EC1S3 2=AI(JE#7QSZH:U6:7PLFVA>I)_ME09I\Q_"&+
[\"9R;+H!Y>6>/)1B;O_$Y_XWK)W_C!+-U^D=/-VZ%-U[(!.[[MY@.NH[&.A8#A]%41,QFLI-^=[W15]^/OO);J:2
M$U'+7+B:F\5"M*W!!;$@Q_B"<'@'CA5NG%/)T*'-9%%\;1_8'=?@ALP+[R8 M+\$ISEF>^@ M@]\] F[?MVL9M=V;N&*
*<%>3\P=K[$[YN(YN%!X?:6-A,*L=3$,@J*EW+%5B(< M60R\"E8QB['"+#:Z4#@"J,8$#8.R,C*?]2V H9\6?*
[0+\#X?)BP'(CD&:,O5QV. #T)+-9$08.+?H/TT6N;,^V=?]X PIF M%4L1D10J#T0C$>EGS9;QE$4+D&!AFE"95O-

M/<^IJF>_:MV_3L]PJ0^1&10/'6N;9 MH&[513[D7T4'C**),!8I*?^F\R45=49BI\K[_*PZ,']@I_DJI?%DG#?P;KH<
M+W]N3'*TFDK%$QCB7,3K0>-T$_(%:87RGEDK&]U%'_&0=W^]'MATD>>L*,'_MAL?;\3QZ^/&&]Z ?.-S_@-
+F["7T89&5N4(+)Y_==ASJB_<_M3F!F98?,$W/ZV\/831X,2SA)9+2DX,89CXST&F$<..4\1>Y+U\4?HVG81QC5
MN#C=9%0%YG[$Z5U\#ZS-ET$Y?_K?X^6W-W>+Y>PVSC],_>0NC*#R MUPCAJYU<3<-5N!U/QSFUGZ\O-
^U]1RI*EH0-2% ![!,&(R<809XH8:CR@O#2 M]:-'2*KG$"V.MY+"J !;5WY5ZKKX$GT<_\A'PL?
X,);!"NH)M0SA(//D)Q^1 MRVUD/"$V\T]K6;HVX1]PYZOO:*JF!@J@M1G^S-OY&&"@HI&&>M07$WX(AJ< M#"
(8"ACV8C&$P;CT2;F;DF%?*YX%1B>POLHJEJ_+F?_7M]DDY&_\^VZ<\\.G M5]ZG%/\%1S6GR=V^G 5'[0*C$:)?#0!
<>T5RLD!E),$UDFBHRBM M]4^_7TOYRUDA,"LDCXJP=)^X)#;*F+MKA^S($$61MKG$ V-!L$N>X]*&\#D%
MP^*INR3W0*(#6XN@(S'\?K M$D)"3%2"H^BHRDV@# *6>$1RC^S@#-:VT>.A8Q66]Q^LI99E"$>E.^=K@,L&
MY=(';8*1*%J#\V]"XJ5N\1&0:U@,D53HN#@R2<'K+GL)JQM<7?@W, "WW25
MW1">DI;)9TNF!$2'P29D;1ZN($F25G)!)2L@\F)5 "G[HQ[MW/8T;'GS.EHJH\[-
\"%2X\IC9(G/[7*I(80(*T/I0NT^]C%L9'T"K+:3OT/+ MN *!X>5$#54IX%2#QD,BCP%JR2)IGC_M1;D50&F
M+B!HEG$[62+U@NW1:.^SV;\]O (F"4J<$2@E KQ8!PRCEB$HQ-:,LMI*OU2 MXG2J!W;(JC@TSRS["M#^^?
Z[*\=SG?ZYNEM^F\W'_Q/#"+Q6$2VVR#+LX,B) MN8#)4"2M%\03:[4MW<3Q,$65)XX+XV,[45=.6-5![[.=?
YI_716X_6$G=WD4 M]&J#$'$S12T$0#3R ,<4SC.R6$0N".PI,4ZQXFGC1I15GD4^)Q2+"*\Z2*X5 M[-
/=D,HET)!Y%RKQ@\'_.]FL$GU)3>=+X_)CK M(*2AB_CS.)'9=+6'CW/GJFZ^$P9,0X2UYX
M#QZIRPEM%L!!=1'%I#4Q-AG>;$;(D4K.AN0,._ES(.CU):ZA[=F[_.I^L7IK MO+6OD58"(G_,$I'R^PN)#
^@&C%*'R55G)=N67>@[LC1466N4P7,76HT2QPU0GQ*+++#:J$1T[X!$P3'N.8%*.E!W\>)6K8$: 5 M@["]R&K
8%=^WCNRF]3D#SN>Y)S\^]G\5_AOER-MN'31$H1=E AXJI'E,B)# M;=+>@EYNCT,8[F+DR%Z:):+Q:X5\#0@9VN?
LBPE7T^F=G8#]R*^[/TS]/$\C MOH[SVY'B-!++'!*.PPGFG49&B(BXHI0G+T7:?O:ZQY4]. ^G-U.757=S4#Y/7
MJD3W#!GA*)CF-B!N-$.<26 &!!^(:1.CE4(#DP;5F7M*FZG(J[M0J@X$E^R MK?ZQ*?-9.Z!D!+%/8MI2I+# L/>@D/:Y-
E7;F$(PDHGB\4)!^INIQ6N]XAH, M";_D7%@ETZ]GZ[:\$(AYRT6^G1$F-W?.+?,==A8YCC6+&H=@_3D/@^?D-8/Z
MJ[M9JT/88NX2 MHBJ_8DF6(YM'8RN]@S9&4M)L7L\YCH26>VNF0Z_N1K%F!-6B6>XX7]RA8W1] M,;L)N.Q-
'$7&I=5&(28&92O91$XF*$W.[;E9Z:ULM&FNG,:[L*K0<; M]?A:]]M[W/R;V?S[;&Z7\Q
@JT9ST_*"'9L\]Z/W%1TA4AU4EHB M;KS+-3AYTS+D9IJ&B$@PQJ>CN0U%S;#\ZFY[!Q-J!:[+P\O@./\QWG3H>"&"
MC[/I#SB(XOI,6ES/EG;R].>Y]?['V?*?<0FAT>QFFEGUN-+Z/]KV^$9P@"6E MB$;2Y<&%5B5D/.FBT\$VVTRQ7NL-
]F5@[#4KXSJL>C^;;_XH M_STR$A(.DD =(C$RQ*F1R'DAD'.""RZ9E\WZ(M>@@3MWV.P-S6N]1:\8317H M6N>X[-U?
W\?SU5_>)"N,M3)*31 F#F(QPSUR.A>R$IL?(.E 62]OPDL0WTQ# M7MW%^: 8J 7\G?+AL\W9^B*C]^XO\(C'\-
='*BGB)(C .PR& $N+X.#-8PF< M-=%BH5SI;I!][J>9BKRZB_/:D%)/U%^<$0]Y[_^..<\'9_&/.(?(\O[GG^=P M?(\<%R
I+% 4*3?:UA!8@E5!Q"L;-$DI&=?SY6*9G313J%=WY5X#ZUN!Z'6> M4T]>*XO=T?,<>EEQ,@ZR1$7.6.C'$$&1YS;0
9R_G;;!?;53,U>W75_K-6W]H-AH@*E>-(_X(W]/E[:R:8$#G P_Q%S]N_]W?)N'O.U5[[< M'6EMN!*1HP
[09Q'AZSP"@5P+*EQ(5!3NERE-9'-0/WJ+NO/(M.+#="?L&7# MB.L&XNL!<*,85,(4PA\6-
0$I<8JT=!1%4R[M8RZZ"P5V^6' M)5V;)>03SWNRHZ"LU6+I(V/MJH[6SSYS==96@(OXTA2"Z%VI$CB M &=15
Q9YS"2-E!FDHL\M7UNU)669GA\=??(PBR&&[_W_]Z(2O@QK]6/UK] M)/]77V+ZO_._?__RX=GZ=R'>_OQ??G:
[7GNEBM]FDY"_L-[[-D@T%+Q!{#B;$W $+',S_Y[03 M[>UXX2>S!7SM4WJJ(E_B)+?
5S54^BQ>E#HLKMUC.K5^./)%8YHR>C J4 WN# MM"(>&6TI938QGT]_Z#J-XI/]YF(-
XX40D@<142(60NC$\L@QSI'421!&(A;% MRUR+$3]L._0S8O:%,SR(^"OP?.]G3]TFPBB#TSS]H1+<
XD.;!TZYKD""9'[>_6<-!C_B'D[FU$^CG 1I(W(\%Q! MG+UOFP=244]TS#^1K%F%T^'OU(&#+N*;]$IR/ M-(].E"(
9R.XHLP[!-&SLBI]:8OW>SYM>OUP2>3><=)X>GT;H0WMW7V)B]SV M8;F9:?/[=+QV;58VN(]37.9G>)6D(8I?
GXR3,6O4=:X("B)58ZZIT* MS:;#M/YTY4/7S@;_N56@4TL<⁄?3"@;2*_*@<]# &.):L=BEISHPF3+Y!Z
M*:-8^WM^4X73>F;97S+:]Y=Y*^IU I^,:@(^F:$&614@?%1)".")*3\U;IC2 M_YJOK5NAL/_*_Q:0N&2=:/5(R#@M/9:
(IMS;*I^/VB:"*(\Z"ANE#-6H2?'G M97]KSGF <]'*=&QHAR/,N<11Q)X@ M1FD*
J2*9YCM'V(P*16F$%#YP""TBM8BYZQ *D1OK!$TB!XK3PL^K]GYO?$1 MX.Y7I!=2]/?
EZ^]P@GW^^ON57XY_P!\4K>O;NWH?I7O-ME)'=1Y+/B/&(*)M M1)Q0B1P';P'<[T"(9-:$TL;AM53GP?
F@A0NY[RR1N0--OOVD"Q M> +G[^]\EICMKSJOC?@K<+&?WXDEA86UR2-'8CY #$=:Q(!"-)Y@*CQ$#X-? M?E]_?
5XK$!R_&XCD0K@U,M]@XS61Z_!F5%*9[FZS-K97DW"H3(F+4*#K"J%+UJVC(P ?)A%LKC\U=DJKE%
%H%KQQBR!!/$ MDU&7]V+TL,,TU_IJ6%Z)&IZ LZ%KVOMCRIL4@@Z8XJT&RZ6[#K:F^4*K7,ZC5A7#I[U6
MF;563>--OO.K_%P#L:4X!CH?F&.(HM9[BA+);R-2DLA93!%FUG,X]&GPU526 MM=_>A=;CO)+3[32TG;J*UQ<8\
(5HC%.!(")SL^$@<6X;GY!3@E++F$X7I(U= M K[Z)@R\$ET\!6DG!GSOIK4?BP_,V1H6_'\S_LY"X^$S0F(&N?
M^]!8NMLZ1NKREAPH<'CP/G1"N#XGY%%/:8")<,_MHE2#%50TR]]ZA(V/)A)'G:WF\6K!?5]H[K4&Q:G0"+1"\7]
<\O8X^[*_HQVE M*&CPVKC&P#YPCA ."5.ID\'27(P1:+GY"SW!_Z,L09]X_L_)(A_G&Y=""BO! M#U3>
(BX9049SL*K&)Q-="G'[@=G@:>8R^EU?'KHF_:Y,HJU@^JK]_$UZ\0Y M?
9QK5A.K$L<(JZB!:SBWP@8D>"6$=S@90TN7.->Q\PM-@==D :J29RLDOVK]
M;Q$A"9J$#)X@87.?).DLV,P04$Q"B13!G)JSO\BI)248YXLDYY S3R 8;I%>& MDCBT0]]H(Q?JQ)^89J^
\;T0]'1#Z2.\;N"R1(A5B @(,X-SPU:%G(L*!:Q9 M(D9(LMUBH#9%?*UN]B7K:%G<74A_F<=Y:D]:(O?
2:Z;1E_H=&==TBW7TH-'! M2*R30QQ<2<1-E,@%Q9&@3O+ 992R]'2?U]*#AHMD5&*@GL0 ZV*RR$JM4'1"
M2D$#)^;O'C0[+?\9,=M?#YHVX]\@I?%LCE40/&)L23#W.3+5PI!FE)%Z]Q0EPK"!R:$-
=&'A5AZ:%5O<>!18R4"CG#+WAN',R0UQ" ..*# M$Z4[Y=;4]*6I)]/B&O#UJ'CN-
7(JI7GLVNHF5&*R0A^>0+SC#@3'CF1) 2H MAAABF321-@JE#GZF#A1T$=Z+X5]%.%F!H2@0XCD(AYBG$/^0/$%
(<8]L] XY M"D>^2(%I6DW!ZF^OK7_%*0?*:(*X31=8% M@3 %L605-B\5=#&_OYL#; MI[>B3[+RBW=_Q;D? Q]&6
D2(K/(><760QD-)A"\\Q0LL4J[\CU26E-YH3?I M/6*]7T&_@C?<+TOT'MNU4&)(
BT6AD;$+81T.EHX%QDFCI+HL*\MFMBQC0N] MN:[7_I*E=>C-#L&>FGP%*V,*)D00"
[1@._H%)+!I(0U#Q%74X9]4HA17U5E MO0IS&DR&KG0LQ(1UL)8T418%8A28$BN1TT0C MD8105!%*BD\K/]?
>+C04J2.KU0N :HA%3N3+QG/-2?@- Y2B5I'$(/K""7$# MK#"Y\HU:'I1G<#C+VC3HQ28N-
)*I0U5.@\0KT(DG1F&KBQ(^SOL\'_O5ZXFT M<1 833X!(Y!GVB*(]20R/'BD$C:!$BL-J6:&;^==7F@L5(=6]0RJ_QRU
[;D M:A?CD-+YV4$>P&FUD2AB8 K#(5I33=_O=EM[-=Z;<2<1%IE1"FD2\T
@S9$V)")KC7+:F6!XZ<+K\^[P0D.\"]7+_L#W M&E1SQYW&0?XX3RSEWB*I1&Y))P.R-
%CDO0M<$\RTQ+4I9\L]7FBL>*]V2< M+T%!"[GZ-AH?L<0H4BX0%TPCDYQ$P5LO7"24N&H:GO8065["K5P5ZC@
W/YC M[O$.VRUBN<;.(!M='G1M"7)>,R2U8U)BHHRMK0;WM!U?J-[6D7(]([A>P2'Y MY-
KG<#XL.!QS/LQQ#U9+,8:,Y!&Q%'SDQBJF664ZV'!KC91-_JUL9X-/+5KE MCK/%M?8%OL3\?A/^_,ULNFHW<&? 8
ME."XGU/NO-MLI&WJ-6M;Q;"J1?/*>.$?@!/CZ6+LUXV/<%+"$ID'W2F(?G$R M2%O"$>>:R2@MLS6763[?
3",MTJ]9BP:'2"VZTI[[,R9"1=M%*9A'#D M&#@GO^P M9>>,#(*J%%#RN8M,I!19$22*#*?D8HP)G_V:L*_--
JNNP:]9.ZO'6"W*>((9 MVQ\([[=7/@:6F^H@+\!4<4,#^_M.6X:1,X:C8*331.+_97'#_W?S MY):8[:]Y@M7"^Q@6W"?
JECQ:"$95X#S=^"CSG[&N/+_-AV,?4J&^:"1(@Y"#_+J M;R0S"!/EK7/4<]HE GZ67R".& EO M2/!,(64DQ
E44>1RE0KVR@HE(C:ZFCZA33=5N=4OC-)22M(+9%Z;#MU?O_TQ M@RA\/!DO?ZY8@CDC,3&)X, $@+
<O9^LEH1??4I?HI_=3,?_M T2MGA2O*%VG5(+2U D?D;8FOY0D 3EE."+"6Q-D%-3V=\=:<",7?=_.:!LO[
M[UN'@D4%WM*'*=BZ^!4$OCKH?MML<3UM4TDJN2=($0M;8; IES!%VM,49-_* MV]+]/0^04\N][&!@F?
4CN7I!N+EZP3R_.A<12:^+7&%&06RNE>1V!7#Y&B>3_)9C&OYAY_^*2_CUQHW?[$<2D0)L_M"7:1K\^B-$A3

LR*Q!MB);:B^-WE$9J&S1+W!Z:BLJ@ 6U] ,$# -]C0V_@C M3F;?,|,>;TE1:4TR$CG#P8N-$2,7E4+#<@:-I_:'\)*2Z0" MD/T:IW%N)["CJW [GHYS=)1GFS_?%!4^46<%PM+)W-M'P*:X Z81:9T-BLC2 M_GPCPH;-/?8'M/)2J0!JH#W+^9U? KD8#OH'@Y^;AU& NU5)O5DN(8B5*,AF9S'LWOCF&!D1%HUE1".[NOD2
M,I>F>@GG"=.&4EVQN>/.'>SWNX)/\;E9+98 M?_';^B^L>'""]6#73YU^*UADDX4N ^^_]WGSK8>K
M$2&H]#DZYEH#7A7\0SN +Q?@57+A0BIN%O;1L@+<+((R;4K3(&^NF"0D889ZEC KO0;TL[$
M#FPN2^!HV^Z=1W 5'-7/-CI*4B<=L4!1YY=-CA)DL; H1&6)3U[CXKWVGA$P M+)+.)/1#4&LE@0K@L_5,.?
SV!$8@L]#ZK$NG6AJ1>!E +8;6CI"L[W@ZC6F&TU_L<>1H"F(Q'2>T@G' M59(LOU%.*!"\S4@LXCP*L#FML^T4K
'Q@7ML.7$(;T: M\F.]!9XIB5(*(5ILK=*E>[@<)&C8J^Q>_,MR J@532.]_GBUA\;&=3'ZN-CO^$;]& M?
SXO/X&%0A9!OMRY6U,QNS_R8=6^+S[ZH*_'VY+>V=GW%8L!,%,5 M!5(J@*E,X"DZJQ*B ?">./.$%.^VU-
,5R^/E_Q6().P5Q_OGXOB4M@G:])L1 M02AA-0K<@EWQPB.=>\I:ZG%@W@H6BT^;*;J#NL[\3HC;_]H[*NP$\X<<^_
M_-R]P/K=A: L,!Y0?FH,SKSUR)*8B[JD,Q9DXT7IP+O'[=3RT.K*-VNVJ@$
M,M5JSY/^>"F1B"6Q2!*=:P^31<:'@&)T)LI@A1:E8[5C- WD(T8Y% M6IF\78G!-AC@)3"38^J#=?
280UZ(EAH!VQ48L^&D5(&Y?-;Q<]UI?[,1XS@) M%BOD?9"(*VJ0Y=;DN4"216,"8Z4[+NTE9MC$1#]X*RJ
VI!T7^>OB '3HY#$ M"K9@N$(N8(4UQZ(-,-#)>O!%>WL[OI2-LC$8'5(J_3]W".$UNI-]8ZXL\#L H,H+C:_Q)K]"M--P
M$V5*Y^^Q\S0ZMD?3+>9>L+3WC_R_-#]=AH)#!!$DQ,D& -XRQ M0=8KA8)V2@GPE#4K/O*@/9F5GL9ML'-
@.F,OPJK@G'YH5_++W0+"K\7B_JQ8 M73H)[Z6-UJ#$<@MK'/+@8H615A:VXI(AHG1-[T&":KFF[@D.V_K)IL:@+8Y
M/]:96HUCTH%&9"*SB&L)+@EX)N#?W'L:]ZW_!$DBMR\^]MS5[OE M%<=6%WG-"C-O: "\F4T7=
[=Q_GP'2FBSSO_1' AASR!B<;GM=R0N$<>C58W$
MOW/Y*J*_4X5_.N,&%/UBOEQM8#89AQ7CUT]8LQWTE&MJM$1)Q7S[%BURF"JD M<'06RQ0#:31^%S[QY'R
WSV>#?N_7LL]4K^>1B'N5X>?C4H98;GQT2!*<E6=X!;CY![CK\[&=Y&YQ4S^>9#N< M.;393; Q8$,E
V(>6^F4IUZ73F@?IFB8PZLW%!5D?P5@.G"B M__9DLEFT.C"%A X&%(0QB $912YZ&7+/
DN*I_P:T#7PN,5SYU]*2ZH"]'V) M/^+T+J[+(*:K%.E_CY??WMPMEC.
((3Y,NQ01Y"3&6D#9X4[K.OP.9503R!;'RH@=TOX*K)OKF2*_SF8A%X5O M>K@NOLXF8922XV(202]86-
I7LZ[J>FBJQ!?T@K)(8* M /7K?+98?)[/TG@Y\IQ%;7)C749R21G!*/?'0D1;I:*QVT'2"'KR^8$/SKXA
MTY71W3$R6]I)B;=$&X]R4PRX8=23[5Q_?_*;ATM%)SF5T4D4HP=>>0=L8D$@
M"W&UH2E1H[:N+_8^(,1$P,"3>WN#T[ED4H%M>F._CP'#N?7XNAXUSK_.TO+/
M=0DJ\/5_5OLG(Z\3\=IKB&&B41JTS='7D+:!7*ZS MH63[8.Q#9!5 \2GQG]*'7#%T,X;@*;N2R\4HT>AH[M!K;+X_P(3
KV!?A@=+ M&6Q,%W?_#U,TD/\U%.P*BJ<"L+V-\&6_YM\H*4V2!3=!>ZX0I](@B9V5^G>>Q M6XUV]Z5+II]^?
R"O;"@@=69]!;:!I.$U#&4&52 +%Y,#Y!$<4:8=%?B4/.F$B M+E\I6' N2GF/;3";55Y<%8#P:9@3A7
J9#OKE88P1X$!EIH@11-S/@7K2>D' MN6WCR=XFG9TUGFS#Z,NN6=^D^-S/+_$&?G",NO0]GSQC[7F33?
==7TZ\5=DO M1\F1B+@"FV=C4$CJH)3RQ'A;ND%#3?7E/""AG5-(!0I6V"2*-!,2!^O(VV"E17]Y&6 /7Y3R4N?[Z8
+L9%6((L%T8\(I"LXE.!LL^)V$ M.I2D5\H%1KEJ5%=^I#!G+P&75T?>2NRSTC(8&D@;C_7)%C9E!5Z CYA;(BA#
M6&Y&"H?09&^7=W&.9!_M7VR$K1=8>V03([ESFD F1H.H&H5)D/JSDPQB+,,9RET3M#&DU].H*)EU\>)EW8#RA.
MY&L%1T>C?)?C&I-4 M!>CK4OD7)?$T:% PDX"'2CID0LPS/FS2BELXC$MW)W^=)9NML%*@9+.-X"H= M!]\X]?
O;;'HS&?^(87V3??!720N1,%02"KEX4^Y6!X0 M:,&K=])@C5GI^4G]Y\$W6KC(:O@.&#B?VLF]"N8"URR
WQX%L.F\21E++E#8 M?P0U##P@3:G,C6!YDB1HZ8K?")Q$<5VFM!.B]F?'>Q?AT/G-O;D\KYWG%F,4 M*8?
PB7*"M,KUUU(002B7E!7);];>*,\?8URYFW$,32F]L9QV#'"+6<0?-G< M)=M#\!4PN!@B,>*CQA&7"&HO*F?>2K"-N?
$I_?=L/@GWJ;K<'2 1B:*DN=Y+Y6(LB$2T4T9$&ZQ.YI@#
MOGOI&E/>741=@''UY!.:GJ6/L;",7$J:_3BB',#;@!^7O(#SE+!@F2-.EA[P MUY766K)>9_-;SBK<"D#\<3;U=_,LC$T9?
(PB!C"^F7Z9AVNS7!#/D#,!$QJ4 M\{1TQ+9-P[#.\GDDO]UK^!0Q5%FMN9I%=>>7=W.(8_TW.[_)(V9.;Y;?:-W3
M\T[MR2^45'KVX=5,KTFN_[[R\.'U%+N'^=.1>:+ UV:,Y$9G)B! F$4J,@_/
M)]RHTEFFQL253#OM_&1^7+TQ\Y2I$)U."!B2]8X;9)P4N<19*4Z%C;ATCKX%
M>4,;LS[0="C#5%):%9R/SS:4M[$>LQ?G/^)ZG"0+'/P(@A3W%'%G)').$!0< MCTQ0V&CJ50E?DE1/JJDH%%
[X9^7D4@',KN'O;;%LU_1IF2W@/EFN;9:1$Y MKP,"UC&%O92,EWZ)M9>8BFS9J2*?]<'_"H#T,'X/O-
AYGA!Z/P0T>N*Q28CF M07Z\;>G@"URL SVIFX]/WA9\G]G[V M9X@2)RND#=,@+T6/M+BG=3VDS-L7J(?$)7B?@5
NOK3SD/F MTLHP$VUQ8(PC:R+.(Y?CW_GL_V9_VRUX\=M3T-6F"=C;$'9+.::H13!#>#!&'_(
M@D:4X.2%E)'STOU$^]C'P+,HN\-JV[X-+>,*<+YKG/N7K[]OK+RCDCDM&/(A M@=*;["XP!N<(DX901:/
I=]3'"1HX%!R<+SLBCF+"*\6).Z.IAY3V@:K**W MR*N4&U^"3V.P#<9WXZG^<5'Z4JH;I=5F2#HBYA-D M^Q%?#?
4<[;>8Z]$_SM[?P7\6-YU>O\1_WXWGJX/J(X@ :'P0R.BC$ M5TNHMJ@]V9]M3X";UQSJSQ* MUO#L,T=D%5>
(D("MI"XE73JJN(N.81L"GQ=275A?U>F\V<"[OS;OO_XQ7O@X M@7@OSNX6.[>*
^A"KDZD2@'O1$K()"+RG!,ED_:&RZ,%* 7H&+;KW!G/V'XE M5)LM:^Q1@,\PGH5[S\$'1DE(% 6N0QX&H,
Q5@PY0AV8\1!8\1DU!1@>2+ 58/GQ$G/EX^Y.OWV<37\ :^(ZQ[:XSO,#GOY\Q:#9\I]QF=NEWDQS MD^_'E=;_T:?
EMSB__F:GG[ZO^ >^,^?,$H*> M*3'89AOIC;I8O;D,$%U,Q>S7N]M;._\Y2[L.R\)5M(V^U4]E;?MMGKW:UCO' MA;
<2*44AOF?@+UN:\EL598D-G@G6Z+7?I5?;XN@9P0:C&!1%' XQ9(/BN5L9
MT2:8X%+QB?.OK]JV#9I.J;9M(ZT*7)!C)7Z")L-$+O$#0X8X%1)I:34")CIA MDV9>E.X-]&JJ;5M!H66U;1NY5 "S_?
5;T2::HF-("6D1)S'7-P3@F74\$A.C M*:Z6X$*K;5N)O'&U;1O^5P"D?76?6B6?_4V4),X#PJ5 1EF'O-;89"44I/0A
M>6'5MJT$W;#:M@W7*P!/HU@,(A@="(.H)MI\K92?0Q/L420N\6@XI;S7ZY=3 M*C"J**GLZ=CK)J';4+?9S)?99/)^-
L]Q]<@D0H)AN3ME3(C[Y)"QBN7; "\" MU1$VV"?@7I)4[3G8$0.'0':B0"K%UP@[9Z,E&(%7 $I('$>:@:&63FONH]#"
ME3X/=]%1$9).%70#$+7B>F?D?%^EO+\N[7S9W^VP,SQ98R,"H\W@9 ?[[5((MB&F#>>1,BU1ZLDKG>
[OSU,;TB9\N7*_-\GR-R^5D5: #]OK#[7<[GJ^J=>:S M'^/%*E],'.$FL8BBD^ M,N9!.
[!%/F!JN/>PTT:S4[IBZBB%%96W](FVLI)J MCT.SQN$TWF3/\;K?@] &QIAA'$EB\H- EJO$, >7U
KL0@1'HM="UC8'X7G* M7,YQ$+;A^HD'X;MIZ*L=\)U;Q'_?P3JY0I,\7Z".PFI#CA=A'P8.ATX7A]L'I.JRDF7C%"(M1I+
[($J*G/4!&1FC)"(1@4M7!>ZC9>#KCIY/K&XLKP$Z^1GVE_C];NZ_K2H# MD@+1@7>@/$6,4H&3CT&ETJ6#
M+E1C:.78@ M+[H&&##[5>[O] R7]29^!,31O"I31N;V]4G'H_UKNS8OV)'L_)TP7],OX_S
MHM>P[5_@A_\J0N;+50WF M1B6R^@R?7YM.LDIYV/?3!=A7DY,6TL.<@/6 MV?J]Y$4E@OK?LS\?Z2MK ?3)<"O1-
>!*#8JW>-N/9";4T(%M>_(^H,\86VO@LVX5*T\>Q)C M(^GI2J57B=_^3,/XQSC<;89[GB*HK:6&#2+[]RZKM?
[D'24U17 847;U7?XO!^O6/%E M?/-MN?AZ]>5K+[X_KUA[\O."(_&K*^B*^#+QNQYHW&>9O/;_$AX?<^\"S.'
M>ORU6G78MN3G0,9)W.X,DTGOHQ<*&Y'#WQKT\<4Y#4@CE@^+BD8&XF0\G&(P M>NL#>DXD5&T9GKE!_?
N:+63?6__,P;S,&N2^-U#_, UY.^43K_<+-Y&Y*2WS MTU.O6WP9.LV72?Q]&N:3GS=?
H[^;KUNKW2Y/E]O.51N%@WAXJ1UB20TB>_?7 MW"\&=Z" ?CTNU4@X%50QO=A\#1+Y%;_;/?_QKN8+2FV_3F_^-
+-W9.E&HANVG*D9;JLA]@RL)'-R0JP_3G0R6? R1?[N]8;3%X'^3YKQ(3_Z)*+7KR3ID+Y
MN]CB[V*+5K+Y.)M^C+,20GF^TG#%28=X/3NR\8K.E0A+KD;% , ^R?2UVP+Q8
M>#"CUM4S:,*FH4W>SUFQ<#RN2=H:B<_%^-%F7KH MO8L.]H#D1-][+WL&EM[7Y;\^S_VG^?5B_FZQ'-
_:=3E*N9=UC3XPV.N2KE)M MP[:!)?SI;@DV?IH' 18TI?M7'>RY25=9'F50/0?@>CS7_4D=2SW]:O*!P5Z?
M%#@LC])M8 F_AT5GTWB_TQ(7HGN6'.P52EQ>O9WE(]'0189_3 M-)O[=8O=$XUMF^\,=ME=2,)-F%BAV/\8SR8K-
G]*_WMV&]_,[J;+ ^<_?[)]] MR/[@QX:[."^)@";\K! &L._W]G).(W]AOIK^]'ERL42G#PYW55\2
M#DWY6AUEH%]/E'7Q5_SU"Y0N_&FR M_@EZ#.[%YQ M.#%M\WO67C4J(MF_\'#55P=%,6O'EX%%]SG."LCI<94A
M:TJ.\WIV8./#%_D 21^+B&-[K>'ZI[04RAXF_%VK>,Z3YN_ZQ+_K$]O))OS_MU[-5/'ZJ>CQ?:;

~~RJD/:L7.S0PM@,GD@JXQJ;"\WW+&^D]VS)GL?6B@W-\O5 MJZ7I8OJ'!>7]>G=[N\Y;+9;3:Y? G8UY]G[C)/^74,A'F+&T,%/:3EUEE$_BG:,^[-FK*A$2I_G M\^*"VEYS.'WJ(*L]#!DZ2_? OY<^K/^=AD4DL(*I=ZPTWE:&1V3O @EJ$T[,[MTN8[P^7Q#HAIES0OQ@=YMK%W?_G)#7A07[[/E^'E%DIK:+//#? =(LZ7,6W-P M8-'_<_YN&M[G=A>?TL,F?IU/,^%O?LS#/^?Y+CU,;ZZFX??IC\4R% ! YX_6 MH? KMY#LKQ^R!L9+#JP_3#?W;E&[O!YR-?\Y+G.?=OUJ'T>B,EI/9/3!<_H -- MWKQ=[L0[[-^_ #[C!I_[7!G,(R\.C,WGJLR-7B4]ILXU-:(?AA&X71T?FC M@SWS+&Y#.C%[Z#+F>\+7]$[#RW-S;?C>3\)J;V]FT[!X.X=?E$).(1(&>UA: M!D=E!3$PJM[^"&'Q:?YI^6W^#BA1WDR]#E94!*>*C% M^I32V,.Z[Z=E=.WXZL.9P&ZR;,ROH6UFC/-?Y[. [[Q\6B[N"$CVT[F"^;U<[M>IQ'0UO4;[E1?W@@M)04#ZT[F,?9U;H>Y]'@NCB[GBWMI,3SO>VU!NN2TEGG M=O)B> E=^>6=G4Q^?K;C4$A0NY8#.TVWE?T'_UXZ:8;=R[Z' =2KIZF4?84Y'T5I0]L1 EA;AK[>'; MBQ20Y0%FU6!*'T@M;E#WKCQ<8Y!3[.HQ1@U>YW,W7O[,HTW6K(3PYG8U]O7M M. Q79;2KHM/S5WA7+HC3XP7*>18K+>S[;J)/PBR=R7I]\J)'$ MJ\H==6#CP)+?87[RSC?)KS)";_J-1O*N*?O4DGG5*? FGY;OVDB<-:6SCC)H: &^M"RG9D+V+-FH6J&F M9-9AU@R>^;\W_N4%>&SM1I*L*975D%D#BO1^&/F#X_[;;'&H7JO+E/?G:S<2 M8BT)K(/L&=S;V?*\3U6_G0LV$E=-":A#;!FZ0VUVJ/*."@ELUWJ-Y%53PN@ M4VI(\1>9:O9TH48"JBG+LXL-@SLALY-+)>_7:"2/FG(P6YNOH\S[9'&TK5>E M-:5)*BQ3G4U_!<=E0]C;N/#S\>H:IE"=ZO'E&PFQI@1(84^OT@0_3Q1B8>3VWJ\F3\WFNF\Y3%;8R ">. M(CCPF2)S"9INH\"0@A>?>@&+CLU^]RY[2@;Z8;E?\B2;T\<3[%QPP$ZXQV3Q M+.=\@!E#WQ0\D';R6]*MI0:3S4%N[Y1*1:]+KR:3';:D3+O<_0M7(*L#G7./ M,N3OSNM#Z=#? 7=C_[L+>+]J.UG$^NX_QV\2E=SP/@JXPW?V#9P72HG8]PG#&# M>PJ9JA*3&Y^O--C[^;8^W([MUR*2Z_'R9/? ZV5*#/83O*)1G#!A8*E_N)I%@ M)TCV:L+L^S*&]Q-[SV^GR[*V\,F2@[UE[VX*7S*D+DM8 M2&#[5QWL&?M)=K ZL=T'#//;\7HH?"%+N+WB<"_7NUC#/?RH0E;O_OH^GI<4 MU=:"P[U+ [R*IW=RH0E!O[]:$%1#1PU+#O3+O(IQM#E0AEJ_1W\W'RW%<7-W< M7/VPX\G)[QL.K#O<._$N CO(F\NX#OX\FXP];.#S?.9[O Y^]ID>KH/W;Z/X M=?#33[W 2(%[X=WKGW1ILED^/%VZ5.Q]?/5*KHX/RNWY34M#? @U^&;:+SH^S MY8;4,OG^YE^I)/U_HIP/*]_B[[Y0?Z'LXOX__U?_P=02P$"% ,4 " "B MD5Y9KF(_?[L8 !1KP &P @ $ =61E;7DM,3!X<5]E M>'@Q,#%Q,S(P,C0N:'1M4$L! A0#% @ HI%>69>PGV1Q" RL !L M (!]!@ '5D96UY+3$P>'%? 97AX,S$Q<3,R,#(T+FAT;5!+ M 0(4 Q0 (**17EFKZ*?68 @ %@] ; " 9XA !U M9&5M>2TQ,'AQ7V5X>#,Q,G$S,C R-"YH=&U02P$"% ,4 " "BD5Y92#)3 ME'@S,C%Q M,S(P,C0N:'1M4$L! A0#% @ HI%>6=;:4'?5!0 TAL !L M (!/3 '5D96UY+3$P>'%?97AX,S(R<3,R,#(T+FAT;5!+ 0(4 Q0 M (**17EG5\VRAMBH" /-"&P 1 " 4LV !U9&UY+3(P M,C0P.3,P+FAT;5!+ 0(4 Q0 (**17EG(1X$NQ1$!O& 1 M " 3!A @!U9&UY+3(P,C0P.3,P+GAS9%!+ 0(4 Q0 (**17EGH M*:'?'" #P^ 0 5 " 21S @!U9&UY+3(P,C0P.3,P7V-A M;"YX;6Q02P$"% ,4 " "BD5Y9Z]9/D=M. #TKP, %0 M@ %SDP(=61M>2TR,#(T,#DS,%]D968N>&UL4$L! A0#% @ HI%>66= MA)CU#0$ =-H* !4 (!@>(" '5D;7DM,C R-# Y,S!?;&%B M+GAM;%!+ 0(4 Q0 (**17EFK>CL:H9X ,"9!P 5 " M :GP P!U9&UY+3(P,C0P.3,P7W!R92YX;6Q02P4& L "P#W @ ?8\$ # end XML 93 udmy-20240930_htm.xml IDEA: XBRL DOCUMENT 0001607939 2024-01-012024-09-30 0001607939 2024-10-25 0001607939 2024-09-30 0001607939 2023-12-31 0001607939 2024-07-012024-09-30 0001607939 2023-07-012023-09-30 0001607939 2023-01-012023-09-30 0001607939 us-gaap:CommonStockMember 2024-06-30 0001607939 us-gaap:AdditionalPaidInCapitalMember 2024-06-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-06-30 0001607939 us-gaap:RetainedEarningsMember 2024-06-30 0001607939 2024-06-30 0001607939 us-gaap:AdditionalPaidInCapitalMember 2024-07-012024-09-30 0001607939 us-gaap:CommonStockMember 2024-07-012024-09-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-07-012024-09-30 0001607939 us-gaap:RetainedEarningsMember 2024-07-012024-09-30 0001607939 us-gaap:CommonStockMember 2024-09-30 0001607939 us-gaap:AdditionalPaidInCapitalMember 2024-09-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-09-30 0001607939 us-gaap:RetainedEarningsMember 2024-09-30 0001607939 us-gaap:CommonStockMember 2023-06-30 0001607939 us-gaap:AdditionalPaidInCapitalMember 2023-06-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-06-30 0001607939 us-gaap:RetainedEarningsMember 2023-06-30 0001607939 2023-06-30 0001607939 us-gaap:AdditionalPaidInCapitalMember 2023-07-012023-09-30 0001607939 us-gaap:CommonStockMember 2023-07-012023-09-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-07-012023-09-30 0001607939 us-gaap:RetainedEarningsMember 2023-07-012023-09-30 0001607939 us-gaap:CommonStockMember 2023-09-30 0001607939 us-gaap:AdditionalPaidInCapitalMember 2023-09-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-09-30 0001607939 us-gaap:RetainedEarningsMember 2023-09-30 0001607939 2023-09-30 0001607939 us-gaap:CommonStockMember 2023-12-31 0001607939 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-12-31 0001607939 us-gaap:RetainedEarningsMember 2023-12-31 0001607939 us-gaap:AdditionalPaidInCapitalMember 2024-01-012024-09-30 0001607939 us-gaap:CommonStockMember 2024-01-012024-09-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-01-012024-09-30 0001607939 us-gaap:RetainedEarningsMember 2024-01-012024-09-30 0001607939 us-gaap:CommonStockMember 2022-12-31 0001607939 us-gaap:AdditionalPaidInCapitalMember 2022-12-31 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2022-12-31 0001607939 us-gaap:RetainedEarningsMember 2022-12-31 0001607939 2022-12-31 0001607939 us-gaap:AdditionalPaidInCapitalMember 2023-01-012023-09-30 0001607939 us-gaap:CommonStockMember 2023-01-012023-09-30 0001607939 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-01-012023-09-30 0001607939 us-gaap:RetainedEarningsMember 2023-01-012023-09-30 0001607939 udmy:EnterpriseSegmentMember 2024-09-30 0001607939 udmy:EnterpriseSegmentMember 2023-12-31 0001607939 udmy:EnterpriseSegmentMember 2022-12-31 0001607939 udmy:ConsumerSegmentMember 2024-09-30 0001607939 udmy:ConsumerSegmentMember 2023-12-31 0001607939 udmy:ConsumerSegmentMember 2022-12-31 0001607939 2024-10-01 2024-09-30 0001607939 2025-10-01 2024-09-30 0001607939 us-gaap:MoneyMarketFundsMemberus-gaap:FairValueInputsLevel1Member 2024-09-30 0001607939 us-gaap:MoneyMarketFundsMemberus-gaap:FairValueInputsLevel2Member 2024-09-30 0001607939 us-gaap:MoneyMarketFundsMemberus-gaap:FairValueInputsLevel3Member 2024-09-30 0001607939 us-gaap:BankTimeDepositsMemberus-gaap:FairValueInputsLevel1Member 2024-09-30 0001607939 us-gaap:BankTimeDepositsMemberus-gaap:FairValueInputsLevel2Member 2024-09-30 0001607939 us-gaap:BankTimeDepositsMemberus-gaap:FairValueInputsLevel3Member 2024-09-30 0001607939 us-gaap:FairValueInputsLevel1Memberus-gaap:USGovernmentAgenciesDebtSecuritiesMember 2024-09-30 0001607939 us-gaap:FairValueInputsLevel2Memberus-gaap:USGovernmentAgenciesDebtSecuritiesMember 2024-09-30 0001607939 us-gaap:FairValueInputsLevel3Memberus-gaap:USGovernmentAgenciesDebtSecuritiesMember 2024-09-30 0001607939 us-~~

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valueUDMYNASDAQYesYesLarge Accelerated Filerfalsefalsefalse1459014172045630003055640001000003329000152546000171372000811640009255500024750.000010.000019500000009500000001466916381466916381571663601571663601000200099117600010765080679512200071969800019625700035689200060890500074119600019541700018472200058662300053939200072362000772629459000-21496000-77734000-96235000473200055420001565500014758000-504000124000-424000464000-185000122000-11077000-21810005051000554000050020001211300024408000-15956000-72732000-84122000863000811000269200029240000-25271000-16767000-75424000-87046000-0.17-0.17-0.11-0.11-0.49-0.49-0.59-0.59149179826149179826151307963151307963152867160152867160148392636148392636-25271000-16767000-75424000-8704600065000-3200033000-4800018100018000890002190002460001400012200017100025025000-16781000-75302000-868750001516823372000102214700044000-76985100025225400025531000255310002041784800004800001901210776148556000055600006319939100051425271000-25271000146691638100099117600020200079512200019625700014984554610001015851000-48000-68268300033312100025659000256590001178316383900038390001637602100001000-14000-14000-16767000-16767000152661464200010453490000-62000-69945000034583900015716636020001076508000800000719698000356892000771640007716400023509028570008570005283495113000113000554039453300045330003754240000-754240001466916381000991176000202000-795122000196257000145013786100095194600023300033931000079922000799220002540719861600086160004481848100010800010900062511147570004787046000-870460001526614642000104534900062000-69945000034583900075424000-870460001951500018069000438630003448200070264000729280001026000130900066510005323000364100044103110000-1793000-1319000-931000-10364000-203630005508000362800046626000452050005962000-7102000-3978000505000-4523000-5168000199060003887000434610005263000239783000225536000265350000231300000111600043500010247003992000921000827700045330004757000-25363000001415910000-161500000130340006100011600010377400014189000309552000317314000205778000331503000204563000327974000100000100000111500034200style="margin-top:10pt">1. Organization and description of business Description of business Udemy, Inc. (“Udemy” or the “Company”) was incorporated in January 2010 under the laws of the state of Delaware. The Company is headquartered in San Francisco, California. Udemy is a global learning company whose online platform empowers organizations and individuals with flexible and effective skill acquisition and development. The Company’s learning marketplace platform enables tens of thousands of subject matter experts to develop, distribute and enhance content that reaches Udemy’s broad global audience of learners. Udemy leverages technology, data and insights to deliver personalized and effective learning experiences. The Company further curates its highest-quality content from the marketplace for Udemy Business, which enables companies around the world to offer engaging, effective, on-demand learning for all employees, immersive laboratory-style learning for tech teams, and cohort-based learning focused on leadership development. 2. Summary of significant accounting policies Basis of consolidation and presentation— The accompanying condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”). The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation, and all other normal and recurring adjustments that are, in the opinion of management, necessary for a fair presentation of the results of the periods presented have been made.
 Segment information— The Company defines its segments as those operations the chief operating decision maker (“CODM”), determined to be the Chief Executive Officer of the Company, regularly reviews to allocate resources and assess performance. For the three and nine months ended September 30, 2024 and 2023, the Company operated under two operating and reportable segments: Enterprise and Consumer. The Company continually monitors and reviews its segment reporting structure in accordance with Accounting Standards Codification (“ASC”) Topic 280, Segment Reporting, to determine whether any changes have occurred that would impact its reportable segments. For further information on the Company’s segment reporting, see Note 12 – Segment and geographic information.
 Use of estimates— The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and

***assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the condensed consolidated financial statements and the results of operations during the reporting periods. Significant estimates and assumptions reflected in the condensed consolidated financial statements include, but are not limited to, allowance for credit losses, capitalization of internally developed software and associated useful lives, stock-based compensation, determination of the income tax valuation allowance and the potential outcome of uncertain tax positions, estimated service period for consumer single course purchases, the period of benefit for deferred commissions, the fair value and associated useful lives of intangible assets and goodwill acquired via business combinations, the valuation of privately-held strategic investments, including impairments, and the carrying value of our operating lease right-of-use ("ROU") assets. Management periodically evaluates such estimates and assumptions for continued reasonableness. Actual results may ultimately differ from management's estimates and such differences could be material to the Company's financial position and results of operations. Concentration of credit risk— Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, restricted cash, and accounts receivable. For cash and restricted cash, the Company is exposed to credit risk in the event of default by the financial institutions to the extent the amounts recorded on the accompanying condensed consolidated balance sheets are in excess of federal insurance limits. The Company's investments that are classified as cash equivalents and marketable securities consist of high-credit-quality instruments and fixed-income securities. The Company generally does not require collateral or other security in support of accounts receivable. To reduce credit risk, management performs ongoing evaluations of its customers' financial condition and maintains an allowance based upon expected credit losses of outstanding receivables. The Company had no customers who accounted for more than 10% of total accounts receivable as of September 30, 2024, or December 31, 2023. No customer accounted for more than 10% of total revenue during the three and nine months ended September 30, 2024 or 2023.
 Summary of significant accounting policies— There have been no significant changes to the policies as disclosed in Note 2 – Summary of significant accounting policies of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2023, which was filed with the SEC on February 26, 2024 (the "Annual Report"). Accounts receivable, net— Accounts receivable primarily represent amounts owed to the Company for Enterprise subscriptions. Also included in accounts receivable are amounts due from payment processors or mobile application store partners that settle over a period longer than five business days. Accounts receivable balances are recorded at the invoiced amount and are non-interest-bearing. Accounts receivable is presented net of allowance for credit losses in the accompanying condensed consolidated balance sheets. The Company maintains an allowance based upon expected credit losses of outstanding receivables. Management derives its estimate using a variety of factors, including historical collection and loss patterns; the current aging of receivables; geographic and other customer-specific credit risk factors; and reasonable and supportable forecasts of future economic conditions which inform adjustments to historical loss patterns. The provision for expected credit losses is recorded in general and administrative expenses in the accompanying condensed consolidated statements of operations. Accounts receivable deemed to be uncollectible are written off, net of expected or actual recoveries. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-***

family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Balance at Beginning of Period</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Charged to Expenses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Charges Utilized/Written-off, Net of Recoveries</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at End of Period</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Allowance for credit losses (in thousands)</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Nine Months Ended September 30, 2024</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1,270 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1,026 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">(1,312) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">984 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Nine Months Ended September 30, 2023 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,528 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,309 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">(1,370)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,467 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> Recently Adopted Accounting Pronouncements Adopted in 2024 There are no recently issued accounting pronouncements that were adopted by the Company during the nine months ended September 30, 2024. Recently Issued Accounting Pronouncements Not Yet Adopted In

November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which aims to improve reportable segment disclosure requirements, primarily through additional disclosures about significant segment expenses and the chief operating decision maker. The standard will become effective for the Company's fiscal year ended December 31, 2024, and interim periods during the fiscal year ended December 31, 2025, with early adoption permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently assessing the potential impact of the new standard on the Company's condensed consolidated financial statements. In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires disclosure of disaggregated income taxes paid, prescribes standard categories for the components of the effective tax rate reconciliation, and modifies other income tax-related disclosures. The standard will become effective for the Company's fiscal year ended December 31, 2025, with early adoption permitted. The Company is currently assessing the potential impact of the new standard on the Company's condensed consolidated financial statements. Basis of consolidation and presentation— The accompanying condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"). The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation, and all other normal and recurring adjustments that are, in the opinion of management, necessary for a fair presentation of the results of the periods presented have been made. Segment information— The Company defines its segments as those operations the chief operating decision maker ("CODM"), determined to be the Chief Executive Officer of the Company, regularly reviews to allocate resources and assess performance. For the three and nine months ended September 30, 2024 and 2023, the Company operated under two operating and reportable segments: Enterprise and Consumer. The Company continually monitors and reviews its segment reporting structure in accordance with Accounting Standards Codification ("ASC") Topic 280, Segment Reporting, to determine whether any changes have occurred that would impact its reportable segments. For further information on the Company's segment reporting, see Note 12 – Segment and geographic information. 22222222 Use of estimates— The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the condensed consolidated financial statements and the results of operations during the reporting periods. Significant estimates and assumptions reflected in the condensed consolidated financial statements include, but are not limited to, allowance for credit losses, capitalization of internally developed software and associated useful lives, stock-based compensation, determination of the income tax valuation allowance and the potential outcome of uncertain tax positions, estimated service period for consumer single course purchases, the period of benefit for deferred commissions, the fair value and associated useful lives of intangible assets and goodwill acquired via business combinations, the valuation of privately-held strategic investments, including impairments, and the carrying value of our operating lease right-of-use ("ROU") assets. Management periodically evaluates such estimates and assumptions for continued reasonableness. Actual results may ultimately differ from management's estimates and such differences could be material to the Company's financial position and results of operations. Concentration of credit risk— Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, restricted cash, and accounts receivable. For cash and restricted cash, the Company is exposed to credit risk in the event of default by the financial institutions to the extent the amounts recorded on the accompanying condensed consolidated balance sheets are in excess of federal insurance limits. The Company's investments that are classified as cash equivalents and marketable securities consist of high-credit-quality instruments and fixed-income securities. The Company generally does not

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Accounts receivable is presented net of allowance for credit losses in the accompanying condensed consolidated balance sheets. The Company maintains an allowance based upon expected credit losses of outstanding receivables. Management derives its estimate using a variety of factors, including historical collection and loss patterns; the current aging of receivables; geographic and other customer-specific credit risk factors; and reasonable and supportable forecasts of future economic conditions which inform adjustments to historical loss patterns. The provision for expected credit losses is recorded in general and administrative expenses in the accompanying condensed consolidated statements of operations. Accounts receivable deemed to be uncollectible are written off, net of expected or actual recoveries. <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at Beginning of Period</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Charged to Expenses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Charges Utilized/Written-off, Net of Recoveries</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at End of Period</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Allowance for credit losses (in thousands)</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Nine Months Ended September 30, 2024</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1,270 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1,026 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">(1,312) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">984 </td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Nine Months Ended September 30, 2023 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,528 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,309 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">(1,370)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,467 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 1270000102600013120009840001528000130900013700001467000 Recently Adopted Accounting Pronouncements Adopted in 2024 There are no recently issued accounting pronouncements that were adopted by the Company during the nine months ended September 30, 2024. Recently Issued Accounting Pronouncements Not Yet Adopted In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which aims to improve reportable segment disclosure requirements, primarily through additional disclosures about significant segment expenses and the chief operating decision maker. The standard will become effective for the Company’s fiscal year ended December 31, 2024, and interim periods during the fiscal year ended December 31, 2025, with early adoption permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently assessing the potential impact of the new standard on the Company’s condensed consolidated financial statements. In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires disclosure of disaggregated income taxes paid, prescribes standard categories for the components of the effective tax rate reconciliation, and modifies other income tax-related disclosures. The standard will become effective for the Company’s fiscal year ended December 31, 2025, with early adoption permitted. The Company is currently assessing the potential impact of the new standard on the Company’s condensed consolidated financial statements. 3. Revenue recognition
 Deferred revenue— Revenue recognized for the three months ended September 30, 2024, from amounts included in deferred revenue as of June 30, 2024, was $152.8 million. Revenue recognized for the three months ended September 30, 2023, from amounts included in deferred revenue as of June 30, 2023, was $143.4 million.
 Revenue recognized for the nine months ended September 30, 2024, from amounts included in deferred revenue as of December 31, 2023, was $252.9 million. Revenue recognized for the nine months ended September 30, 2023, from amounts included in deferred revenue as of December 31, 2022, was $242.9 million.
 The below table presents a summary of deferred revenue balances by reportable segment (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td

*style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Deferred revenue:</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Enterprise</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">244,713 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">220,127 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">219,030 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">57,606 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">62,287 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">59,249 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Total deferred revenue</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">302,319 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">282,414 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">278,279 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 Remaining performance obligations<span style="background-*

color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">— Remaining performance obligations represent the aggregate amount of the transaction price in contracts for performance obligations not delivered, or partially undelivered, as of the end of the reporting period. Remaining performance obligations primarily relate to deferred revenue as well as unbilled revenue from multi-year Enterprise subscription contracts with future installment payments, as well as unearned revenue from Consumer single course purchases and subscriptions at the end of any given period. As of September 30, 2024, the aggregate transaction price for remaining performance obligations was $532.6 million, of which 74% is expected to be recognized over the next twelve months and the remainder thereafter.</div><div>
</div><div>Deferred contract costs— The following table represents a roll forward of the Company’s deferred contract costs (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at Beginning of Period</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Additions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortization Expense</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at End of Period</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Nine Months Ended September 30, 2024</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">74,374 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">46,626 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(43,863) </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">77,137 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Nine Months Ended September 30, 2023</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">65,645 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

height:100%">45,205 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">(34,482) </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">76,368 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 1528000001434000002529000002429000000 The below table presents a summary of deferred revenue balances by reportable segment (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:52.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Deferred revenue:</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Enterprise</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">244,713 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">220,127 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">219,030 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">57,606 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">62,287 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">59,249 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Total deferred revenue</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

height:100%">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">302,319 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">282,414 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">278,279 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>

*** 2447130002201270002190300005760600062287000592490003023190002824140002782790005326000006***

style="background-color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">The following table represents a roll forward of the Company's deferred contract costs (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at Beginning of Period</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Additions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortization Expense</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Balance at End of Period</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Nine Months Ended September 30, 2024</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">74,374 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">46,626 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(43,863) </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">77,137 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Nine Months Ended September 30, 2023</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">65,645 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">45,205 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">(34,482) </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">76,368 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div>7437400046626000438630007713700065645000452050003448200076368000<div>4. Investments and fair value measurements</div><div>
</div><div style="margin-bottom:6pt">The following tables present the Company’s assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands): </div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:51.627%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>As of September 30, 2024</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Assets</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:6pt">Cash equivalents1:</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Time deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Strategic investments</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Total assets </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">167,264 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Liabilities </td><td

colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Accrued expenses and other current liabilities: </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Cash settled stock appreciation rights </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:6pt">Other liabilities, non-current:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Cash settled stock appreciation rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Total liabilities</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-

bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:51.627%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Assets </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Cash equivalents1; </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">171,372 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Strategic investments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"

style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Total assets </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">171,372 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Other liabilities, non-current:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash settled stock appreciation rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">48 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>(1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of September 30, 2024 and December 31, 2023, respectively. The Company’s money market funds and time deposits are classified within Level 1 of the fair value hierarchy because they are valued using quoted prices in active markets. The Company’s investments in U.S. government securities are classified within Level 2 of the fair value hierarchy because they have been valued using inputs other than quoted prices in active markets that are directly or indirectly observable. The Company’s strategic investment and cash settled stock appreciation rights are classified within

Level 3 of the fair value hierarchy because they have been valued using significant unobservable inputs for which the Company has been required to develop its own assumptions. A summary of the changes in the fair value of Level 3 financial instruments, of which vesting and remeasurement of stock appreciation rights (SARs) and impairment of strategic investments are recognized in the consolidated statements of operations, is as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:58.293%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.901%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock Appreciation Rights</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Strategic Investments</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance — June 30, 2024 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">16 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance — September 30, 2024 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance — June 30, 2023 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">30 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"><span

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— September 30, 2023 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">26 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— December 31, 2023 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">48 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(31)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Exercises of SARs</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(7)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Unrealized loss on strategic investments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(10,311)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— September 30, 2024 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-

align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Balance— December 31, 2022</div></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">462 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">12,104 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(183)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Exercises of SARs</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(253)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Unrealized loss on strategic investments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,793)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Balance— September 30, 2023</div></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">26 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> The Company evaluates its strategic investments for impairment at each reporting period. This evaluation considers several potential qualitative and quantitative impairment indicators including, but not limited to, the investee's financial metrics, whether there were any significant adverse changes in the economic environment or general market conditions of the geographies and industries in which the investee operates, and any other publicly available information that may affect the value of the investment. The Company determined that qualitative indicators of impairment existed as of June 30, 2024, and therefore performed an assessment of the fair value of its investment. <div style="margin-

top:6pt">The fair value analysis involved the use of significant observable and unobservable assumptions, including the investee's forecasted financial condition in relation to its outstanding obligations, ability to secure additional funds through various alternative scenarios, and a dual market and income approach involving revenue multiples of publicly traded peer companies and financial forecasts provided by the investee. Based on the assessment performed as of June 30, 2024, the Company recognized an impairment loss of $10.3 million during the second quarter of 2024, such that the carrying value of its strategic investments was reduced to zero. The cost basis of the strategic investments is $15.0 million. In addition to the $10.3 million impairment charge recognized during the second quarter of 2024, the Company previously recognized impairment charges of $1.8 million during the second quarter of 2023 and $2.9 million during the third quarter of 2022. There have been no observable price changes in orderly transactions for identical or similar investments of the same issuer during the periods presented.</div><div style="margin-bottom:6pt">The following tables present the Company's assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:51.627%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>As of September 30, 2024</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Assets</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:6pt">Cash equivalents1:</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Time deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Strategic investments</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Total assets </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">167,264 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Liabilities </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-

color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Accrued expenses and other current liabilities: </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Cash settled stock appreciation rights </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:6pt">Other liabilities, non-current:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Cash settled stock appreciation rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Total liabilities</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:51.627%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td

style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Assets </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Cash equivalents1; </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">171,372 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Strategic investments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td

colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Total assets </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">171,372 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Other liabilities, non-current:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash settled stock appreciation rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">48 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>(1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of September 30, 2024 and December 31, 2023, respectively. The following tables present the Company’s assets and liabilities that are measured at fair value on a recurring or nonrecurring basis within the fair value hierarchy (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:51.627%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td

style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Assets </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Cash equivalents1; </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Time deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-

color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Strategic investments</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Total assets </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">167,264 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Liabilities</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:6pt">Accrued expenses and other current liabilities:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:12pt">Cash-settled stock appreciation rights</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

*align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="padding-left:6pt">Other liabilities, non-current:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Cash settled stock appreciation rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Total liabilities</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:51.627%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Assets </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-*

align:left;vertical-align:middle"> Cash equivalents1; </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">171,372 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Strategic investments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Total assets</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

height:100%">171,372 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Other liabilities, non-current:</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash settled stock appreciation rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">48 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>(1) Included in cash and cash equivalents in the accompanying condensed consolidated balance sheets, in addition to $37.3 million and $38.9 million of cash, as of September 30, 2024 and December 31, 2023, respectively.</div>**160819000006445000000152546000000016726400015254600000040000060000010000266692000000171**<div style="margin-top:6pt">A summary of the changes in the fair value of Level 3 financial instruments, of which vesting and remeasurement of stock appreciation rights (SARs) and impairment of strategic investments are recognized in the consolidated statements of operations, is as follows (in thousands):</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:58.293%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.901%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock Appreciation Rights</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Strategic Investments</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Balance — June 30, 2024</div></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">16 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-

color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— September 30, 2024 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— June 30, 2023 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">30 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— September 30, 2023 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">26 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double 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style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:58.293%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.901%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Stock Appreciation Rights</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Strategic Investments</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— June 30, 2024 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">16 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vesting and remeasurement of SARs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 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0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Exercises of SARs</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(253)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-

align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Unrealized loss on strategic investments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,793)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance— September 30, 2023 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">26 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,311 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 160000600001000003000010311000400002600010311000480001031100031000-700000-10311000100000462000121040001830000-25300000-17930002600010311000 The Company evaluates its strategic investments for impairment at each reporting period. This evaluation considers several potential qualitative and quantitative impairment indicators including, but not limited to, the investee's financial metrics, whether there were any significant adverse changes in the economic environment or general market conditions of the geographies and industries in which the investee operates, and any other publicly available information that may affect the value of the investment. The Company determined that qualitative indicators of impairment existed as of June 30, 2024, and therefore performed an assessment of the fair value of its investment. 10300000150000001030000018000002900000 5. Consolidated balance sheet components
 Cash, cash equivalents, and marketable securities— The amortized cost, unrealized gains and losses, and estimated fair value of cash, cash equivalents, and marketable securities consisted of the following (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Cash and cash equivalents:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3"

*style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">37,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">37,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Time deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total cash and cash equivalents</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">204,563 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— *

</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">204,563 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,381 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">165 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total cash, cash equivalents, and marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">356,944 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">165 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">357,109 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
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Amortized Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Cash and cash equivalents:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">38,872 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">38,872 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total cash and cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">305,564 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">305,564 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">171,296 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">76 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">171,372 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total cash, cash equivalents, and marketable securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">476,860 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">76 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">476,936 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 Realized gains and losses reclassified from accumulated other comprehensive loss to other income, net were zero for the three and nine months ended September 30, 2024 and 2023. The Company had no securities in an unrealized loss position as of September 30, 2024 and December 31, 2023. The Company does not intend to sell available-for-sale marketable debt securities in unrealized loss positions, and it is more likely than not that the Company will hold these securities until maturity or recovery of the cost basis. As of September 30, 2024 and December 31, 2023, the Company did not have an allowance for credit losses related to its available-for-sale debt securities due to a zero loss expectation for the portfolio which consists solely of U.S. government securities. As of September 30, 2024, the entirety of the Company’s marketable securities portfolio had remaining contractual maturities of one year or less. <span style="background-color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-style:italic;font-

weight:700;line-height:120%">Property and equipment, net— Property and equipment, net consisted of the following (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.384%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Leasehold improvements</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">19,064 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">19,064 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Computers and equipment</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">8,180 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,770 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Furniture and fixtures</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,720 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,705 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Purchased software</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">383 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">383 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Construction in progress </td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">160 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">— </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total property and equipment</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">32,507 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">31,922 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Less accumulated depreciation and amortization</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(29,187)</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(27,483)</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Property and equipment, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,320 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4,439 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> Depreciation expense was $0.7 million and $0.7 million for the three months ended September 30, 2024 and 2023, respectively, and $2.2 million and $2.3 million for the nine months ended September 30, 2024 and 2023, respectively.</div><div style="margin-top:10pt">Capitalized software, net— Capitalized software, net consisted of the following (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.384%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Capitalized software</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">101,796 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td

colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">85,160 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Less accumulated amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(68,521)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(53,772)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Capitalized software, net</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">33,275 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">31,388 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> Amortization expense of capitalized software was $5.0 million and $4.5 million for the three months ended September 30, 2024 and 2023, respectively, and $14.8 million and $12.7 million for the nine months ended September 30, 2024 and 2023, respectively.</div><div>
</div><div>As of September 30, 2024, expected amortization expense for capitalized software over the remaining asset lives was as follows (in thousands):</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.748%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.052%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Remainder of 2024</td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">5,037 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">16,450 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9,392 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,396 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total expected amortization</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$

</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">33,275 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 Intangible assets, net and goodwill— As of September 30, 2024, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated Useful Lives</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Intangible Assets, Gross</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Intangible Assets, Net</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Customer relationships</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">6 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,500 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(2,844) </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">2,656 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vendor relationships </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,500 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(4,500)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Developed technology</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:center;vertical-align:middle">3

years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,200 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(4,200)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Tradename</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">2 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">900 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(900)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">15,100 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(12,444)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">2,656 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> As of December 31, 2023, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td 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align:center;vertical-align:bottom">Intangible Assets, Net</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Customer relationships</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">6 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,500 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(2,156) </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,344 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vendor relationships </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,500 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(3,528)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">972 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Developed technology</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,200 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(3,293)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">907 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Tradename</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">2 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">900 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(900)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total</td><td colspan="3" style="background-color:#dbdbdb;padding:0

1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">15,100 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(9,877)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,223 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 Amortization expense of intangible assets was $0.7 million and $1.0 million for the three months ended September 30, 2024 and 2023, respectively, and $2.6 million and $3.1 million for the nine months ended September 30, 2024 and 2023, respectively.</div><div>
</div><div>The expected future amortization expense for intangible assets as of September 30, 2024 was as follows (in thousands):</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.748%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.052%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Remainder of 2024</div></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">228 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">917 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">917 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">594 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total expected amortization</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">2,656 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 Goodwill in the amount of $12.6 million was established as part of the CorpU acquisition on August 24, 2021, and allocated to the Enterprise segment. This amount represents the excess of the purchase price over the fair value of net assets acquired. There have been no adjustments to the carrying amount of goodwill as of September 30, 2024.
 The Company tests for impairment at least annually, or whenever events or changes in circumstances occur that could impact the recoverability of these assets. No such triggering events were noted

*for the three and nine months ended September 30, 2024 and 2023. Accrued expenses and other current liabilities— Accrued expenses and other current liabilities consisted of the following (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.384%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Accrued expenses</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">12,933</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">13,773</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Indirect tax reserves</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,031</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1,432</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Indirect tax payables</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,103</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;padding:2px 0;text-align:right;vertical-align:middle">8,758</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Other current liabilities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,392</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">3,815</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-*

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">Accrued expenses and other current liabilities</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">25,459 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">27,778 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> The amortized cost, unrealized gains and losses, and estimated fair value of cash, cash equivalents, and marketable securities consisted of the following (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Cash and cash equivalents:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">37,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">37,299 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-

color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">160,819 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Time deposits</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total cash and cash equivalents</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">204,563 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">204,563 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,381 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">165 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3"

style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,546 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total cash, cash equivalents, and marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">356,944 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">165 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">357,109 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Gains</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Losses</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Cash and cash equivalents:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Cash</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">38,872 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">38,872 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Money market funds</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">266,692 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total cash and cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">305,564 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">305,564 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Marketable securities:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">171,296 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">76 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span

*style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">171,372 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total cash, cash equivalents, and marketable securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">476,860 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">76 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">476,936 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> *

37299000003729900016081900000160819000644500000644500020456300000204563000152381000165060

and equipment, net consisted of the following (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.384%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Leasehold improvements</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">19,064 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">19,064 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Computers and equipment</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">8,180 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,770 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Furniture and fixtures</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,720 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,705 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Purchased software</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">383 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">383 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Construction in progress </td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">160 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total property and equipment</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">32,507 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">31,922 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Less accumulated depreciation and amortization</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(29,187)</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(27,483)</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Property and equipment, net</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,320 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4,439 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr>

</table>19064000190640008180000777000047200004705000383000383000160000032507000319220002918706
software, net consisted of the following (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.384%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Capitalized software</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">101,796</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">85,160</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Less accumulated amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(68,521)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(53,772)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Capitalized software, net</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">33,275</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">31,388</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>10179600085160000685210005377200033275000313880005000000.045000001480000012700000 As of September 30, 2024, expected amortization expense for capitalized software over the remaining asset lives was as follows (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.748%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.052%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Remainder of 2024</td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">5,037</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-

*align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">16,450 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9,392 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,396 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total expected amortization</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">33,275 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div><div>The expected future amortization expense for intangible assets as of September 30, 2024 was as follows (in thousands):</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.748%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.052%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Remainder of 2024</div></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">228 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">917 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">917 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">594 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total expected amortization</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">2,656 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 503700016450000939200023960003327500 0 Intangible assets, net and goodwill— As of September 30, 2024, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td*

style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated Useful Lives</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Intangible Assets, Gross</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Intangible Assets, Net</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Customer relationships</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">6 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,500 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(2,844) </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">2,656 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vendor relationships </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,500 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(4,500)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Developed technology</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,200 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(4,200)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Tradename</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-

align:center;vertical-align:middle">2 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">900 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(900)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">15,100 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(12,444)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">2,656 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div><div>As of December 31, 2023, intangible assets, net acquired as part of the CorpU business combination were as follows (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.869%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated Useful Lives</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Intangible Assets, Gross</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Intangible Assets, Net</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Customer relationships</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">6 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,500 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid

#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(2,156) </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"> </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,344 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Vendor relationships </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,500 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(3,528)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">972 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Developed technology</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:center;vertical-align:middle">3 years</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,200 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"> </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(3,293)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"> </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">907 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Tradename</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">2 years</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">900 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(900)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Total</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">15,100 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">(9,877)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td

colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,223 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div>P6Y550000028440002656000P3Y450000045000000P3Y420000042000000P2Y900000900000015100000124 style="margin-top:10pt">Accrued expenses and other current liabilities— Accrued expenses and other current liabilities consisted of the following (in thousands):</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.384%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Accrued expenses</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">12,933 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">13,773 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Indirect tax reserves</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,031 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1,432 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Indirect tax payables</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,103 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;padding:2px 0;text-align:right;vertical-align:middle">8,758 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Other current liabilities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

height:120%">3,392 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">3,815 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Accrued expenses and other current liabilities</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">25,459 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">27,778 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 1293300013773000203100014320007103000875800033920000381500025459000027778000 6. Leases The Company applies the guidance under Topic 842 for leases of real estate facilities under non-cancelable operating leases. During the second quarter of 2024, new leasing activities resulted in additional operating lease right-of-use assets of $9.8 million. These activities primarily consisted of extensions to lease terms for real estate facilities through fiscal year 2029. The longest remaining lease term, relating to the Company’s San Francisco headquarters, also has a five-year renewal option not included in the lease term as it was not reasonably certain of being exercised at the time of renewal. As part of these activities, the Company is entitled to receive $2.1 million in tenant incentives for future leasehold improvements to be constructed by the Company, which was still outstanding as of September 30, 2024. The amount of cash restricted in connection with certain new and renewed lease agreements was also reduced by $2.5 million.</div><div style="margin-top:6pt">The components of lease costs, supplemental cash flow information, lease term, and discount rate for operating leases are as follows (in thousands, except for percentages and years):</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.963%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Operating lease costs</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-

align:middle">1,123 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,519 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,928 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4,753 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Variable lease costs</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">187 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">271 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">740 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">816 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Cash paid for amounts included in the measurement of operating lease liabilities</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">5,024 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">5,481 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.112%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.990%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.992%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Weighted average remaining term (years)</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">3.5</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">1.3</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Weighted average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle">%</td></tr></table> Future minimum lease payments (net of expected tenant incentives) under noncancellable operating leases with initial lease terms in excess of one year as of September 30, 2024, were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.748%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.052%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Remainder of 2024 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,027 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,014 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,072 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,231 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2028</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,298 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2029</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,166 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Gross lease payments</td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13,808 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Less imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,695)</td><td

*style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Present value of operating lease liabilities</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">12,113 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div>9800000P5Y21000002500000<div style="margin-top:6pt">The components of lease costs, supplemental cash flow information, lease term, and discount rate for operating leases are as follows (in thousands, except for percentages and years):</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.963%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Operating lease costs</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,123 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,519 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,928 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4,753 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Variable lease costs</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">187 *

</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">271 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">740 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">816 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Cash paid for amounts included in the measurement of operating lease liabilities</div></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">5,024 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">5,481 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:70.112%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.990%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.992%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Weighted average remaining term (years)</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">3.5</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">1.3</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Weighted average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle">%</td></tr></table> 112300015190003928000475300018700027100074000081600050240005481000P3Y6MP1Y3M18D0.0570.039 Future minimum lease payments (net of expected tenant incentives) under noncancellable operating leases with initial lease terms in excess of one year as of September 30, 2024, were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-

bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:83.748%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.052%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Remainder of 2024 </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:middle">1,027 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,014 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,072 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,231 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">2028</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,298 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">2029</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,166 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Gross lease payments</td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13,808 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Less imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,695)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Present value of operating lease liabilities</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">12,113 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
*** 10270003014000407200022310002298000116600013808000169500012113000 7. Commitments and contingencies Noncancellable purchase commitments— The Company has contractual commitments with its cloud infrastructure provider, network service providers and paid advertising and sponsorship vendors that are noncancellable. The Company had $37.7 million worth of future minimum payments under noncancellable purchase commitments with remaining terms in excess of one year as of September 30, 2024, which are expected to be paid through 2027. <span**

style="background-color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-style:italic;font-weight:700;line-height:120%">Indemnification— The Company enters into indemnification provisions under agreements with other parties in the ordinary course of business, including certain business partners, investors, contractors, and the Company's officers, directors, and certain employees. The Company has agreed to indemnify and defend the indemnified party's claims and related losses suffered or incurred by the indemnified party resulting from actual or threatened third-party claims because of the Company's activities or, in some cases, non-compliance with certain representations and warranties made by the Company. In general, the Company does not record any liability for these indemnities in the accompanying condensed consolidated balance sheets as the amounts cannot be reasonably estimated and are not considered probable. The Company does, however, accrue for losses for any known contingent liability, including those that may arise from indemnification provisions, when future payment is probable. To date, losses recorded in the Company's condensed consolidated statements of operations in connection with the indemnification provisions have not been material. Litigation— From time to time, in the ordinary course of business, the Company is subject to legal proceedings, claims, investigations, and other proceedings, including claims of alleged infringement of third-party patents and other intellectual property rights, and commercial, employment, and other matters. In accordance with generally accepted accounting principles, the Company makes a provision for a liability when it is both probable that a liability has been incurred and the amount of the loss can be reasonably estimated. These provisions are reviewed at least annually and adjusted to reflect the impacts of negotiations, settlements, rulings, advice of legal counsel, and other information and events pertaining to a particular case. The outcome of such litigation is not expected to have a material effect on the financial position, results of operation and cash flows of the Company. The Company has recorded an immaterial amount related to all outstanding litigation matters in the accrued expenses and other current liabilities caption of the accompanying condensed consolidated balance sheets as of September 30, 2024, and December 31, 2023. 37700000 8. Income taxes The provision for income taxes for interim periods is determined using an estimate of the Company's annual effective tax rate, adjusted for discrete items, if any, that are taken into consideration in the relevant period. Each quarter, the Company updates the estimate of the annual effective tax rate, and if the estimated tax rate changes, the Company records a cumulative adjustment to the provision. The Company had an effective tax rate of (3.54)% and (5.08)% for the three months ended September 30, 2024 and 2023, respectively, and (3.70)% and (3.48)% for the nine months ended September 30, 2024 and 2023, respectively. The difference between the 21% statutory federal tax rate and the effective tax rate was primarily a result of income earned in jurisdictions with higher statutory tax rates, foreign withholding taxes, and tax credits offset by change in valuation allowance. As of September 30, 2024 and December 31, 2023, the Company has provided a valuation allowance against U.S. federal and state deferred tax assets. Management continues to evaluate the realizability of deferred tax assets and the related valuation allowance. If management's assessment of the deferred tax assets or the corresponding valuation allowance were to change, the Company would record the related adjustment to income during the period in which management makes the determination. The Company recognizes interest and penalties associated with uncertain tax positions as part of the income tax provision. To date, the Company has not recognized any interest and penalties in its condensed consolidated statements of operations, nor has it accrued for or made payments for interest and penalties. The Company is subject to taxation in the U.S. and various foreign jurisdictions. Due to NOL carryforwards and tax credit carryforwards, the statutes of limitations remain open for tax years from inception of the Company through 2023. There are currently no income tax audits underway by U.S. federal or state tax authorities. In October 2023, the Company's subsidiary, Udemy India LLP received a tax assessment from the India Income Tax Department, for the fiscal year ended March 31, 2021. The assessment challenged the transfer pricing methodology used by Udemy India LLP. The Company believes the proposed adjustment is without merit and will vigorously defend its position; however, it could take a number of years to reach resolution of this matter. -0.0354-0.0508-0.0370-0.0348 9. Related party transactions Naspers Ltd. ("Naspers"), through an investment entity controlled by Prosus N.V. ("Prosus"), beneficially owns more than 5% of the Company's outstanding capital stock. A current member of the Company's Board of Directors is an executive of a Prosus operating subsidiary, OLX Global B.V. A former member of the Company's Board of Directors, who resigned in September 2022, was an executive officer of Prosus. Naspers and certain entities directly and indirectly controlled by Naspers are customers of the Company's Enterprise subscription offering. Insight Partners ("Insight"), where a member of the Company's Board of Directors

is a Managing Director, has certain affiliates who are customers of the Company's Enterprise subscription offering. Insight Partners is also affiliated with certain vendors that the Company has contracted to provide technology and software solutions. Certain members of the Company's Board of Directors also serve as executive officers for customers of the Company's Enterprise subscription offering. The following tables summarize the Company's related party transactions (in millions): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.701%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.553%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.962%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Revenue recognized from services provided to customers </td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Naspers and affiliates</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">0.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.1 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-

*align:middle">0.5 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Companies affiliated with Board members</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Expense recognized from services provided by vendors </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.2 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.3 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.6 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.6 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.990%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Amounts in accounts receivable </td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-*

color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Naspers and affiliates</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">0.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:middle">immaterial</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" 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1pt;text-align:right;vertical-align:middle">0.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Amounts in accounts payable and accrued expenses and other current liabilities </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:right;vertical-align:middle">immaterial</td></tr></table> The following tables summarize the Company’s related party transactions (in millions): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.701%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td 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1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> <span style="color:#000000;font-family:'Arial',sans-serif;font-

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0;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">0.7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">1.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.1 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.5 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Companies affiliated with Board members</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Expense recognized from services provided by vendors </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-

color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.2 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.3 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.6 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.6 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.990%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Amounts in accounts receivable </td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Naspers and affiliates</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">0.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:middle">immaterial</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dddddd;padding:2px 0;text-align:right;vertical-align:middle">0.2 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Companies affiliated with Board members</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">0.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px

1pt;text-align:left;vertical-align:middle"> Amounts in accounts payable and accrued expenses and other current liabilities </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:middle">Insight and affiliates</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:right;vertical-align:middle">immaterial</td></tr></table>
5000007000001300000140000010000050000050000050000010000010000030000030000020000030000060
style="margin-top:9pt">10. Stockholders' equity Preferred stock— In connection with the IPO, the Company's amended and restated certificate of incorporation became effective, which authorized the issuance of 50,000,000 shares of undesignated preferred stock with a par value of $0.00001 per share with rights and preferences, including voting rights, designated from time to time by the board of directors. As of September 30, 2024 and December 31, 2023, there were zero shares issued and outstanding. Common stock— Common stockholders are entitled to one vote per share. Shares of common stock reserved for future issuance consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.990%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">2010 Equity Incentive Plan:</td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Stock options outstanding</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,208,391 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,621,021 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">2021 Equity Incentive Plan:</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> RSUs outstanding and PSUs(1) </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">17,394,641 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">16,738,309 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Shares available for future issuance under:</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">2021 Equity Incentive Plan</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9,658,846 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,093,695 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">2021 Employee Stock Purchase Plan</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,374,376 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,350,803 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total shares of common stock reserved</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">32,636,254 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">27,803,828 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="12" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> (1) For those PSUs in their respective performance periods, the number of shares reserved for issuance is based on the maximum achievement of the corporate performance metrics. </td></tr></table> Share repurchase program— On February 14, 2024, the Company’s Board of Directors approved a share repurchase program (the “Repurchase Program”) with authorization to purchase up to $100 million of Udemy common stock. The Board of Directors approved a $50 million extension of the Repurchase Program on May 2, 2024, bringing the total authorized under the Repurchase Program to $150 million. The Company may repurchase shares of common stock from time to time through open market purchases, in privately negotiated transactions, or by other means, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, in accordance with applicable securities laws and other restrictions. The number of shares to be repurchased and the timing of the repurchases depend on several factors, including, without limitation, business, economic, and market conditions, corporate, legal, and regulatory requirements, prevailing stock prices, trading volume, and other considerations. The Repurchase Program may be suspended or discontinued at any time and does not obligate the Company to acquire any amount of common stock. Shares repurchased by the Company are accounted for on the settlement date. Upon settlement, repurchased shares are immediately retired and no longer considered issued or outstanding. The total cost to repurchase shares includes any direct costs incurred, including broker commissions and excise taxes, and is recorded as a reduction to additional paid in capital in the condensed consolidated balance sheets. During the three months ended September 30, 2024, the Company repurchased 6,319,939 shares for an aggregate total of $51.4 million, inclusive of direct costs incurred. During the nine months ended September 30, 2024, the Company repurchased 15,072,277 shares for an aggregate total of $142.5 million, inclusive of direct costs incurred. Equity incentive plans— In 2010, the Company adopted the 2010 Equity Incentive Plan (the “2010 Plan”). The 2010 Plan provided for incentive stock options (“ISOs”), non-statutory stock options (“NSOs”, collectively with ISOs, “stock options”), SARs, restricted stock, and restricted stock units (“RSUs”) to be granted to eligible employees, directors, and consultants. The 2010 Plan was terminated in October 2021 in connection with the IPO but continues to govern the terms and conditions of the outstanding awards granted pursuant to the 2010 Plan. No further equity awards will be granted under the 2010 Plan. The Company adopted the 2021 Equity Incentive Plan (the "2021 Plan") in September 2021, which became effective

on October 28, 2021 (collectively with the 2010 Plan, the "Equity Incentive Plans") and was approved by the Company's stockholders. The 2021 Plan provides for the granting of ISOs, NSOs, SARs, restricted stock, RSUs, and performance awards to eligible employees, directors, and consultants. The Company initially reserved 13,800,000 shares for issuance under the 2021 Plan. The amount available for issuance is subject to an annual increase on the first day of each calendar year, beginning on January 1, 2023, in an amount equal to 5% of the outstanding shares of the Company's common stock on the last day of the immediately preceding calendar year or a lesser amount determined by the Company's Board of Directors or compensation committee. The amount available for issuance shall also include Returning Shares, which are any shares subject to awards granted under the 2010 Plan that, on or after October 29, 2021, expire or otherwise terminate without having been exercised in full, are tendered to or withheld by the Company for payment of an exercise price or for tax withholding obligations, or are forfeited to or repurchased by the Company due to failure to vest. Additionally, any difference in (i) the number of PSUs reserved for future issuance based on maximum achievement of the corporate performance metric and (ii) the number of PSUs issued based on actual attainment are returned to the 2021 Plan. On January 1, 2024, the shares available for future grants under the 2021 Plan automatically increased by 7,858,318 pursuant to the above evergreen provision of the 2021 Plan. Restricted stock units and performance-based restricted stock units—   The fair value of RSUs and PSUs are determined using the fair value of the Company's common stock on the date of grant. The Company recognizes stock-based compensation expense for RSUs with service-based vesting conditions on a straight-line basis over the requisite service period for each award, which typically vest over a three or four-year period. Each PSU conveys a right to receive one share of the Company's common stock on the date it vests, provided that the number of PSUs that will ultimately vest may vary based upon achievement of the corporate performance metrics at the end of the performance period. During the performance period, Management estimates the number of PSUs that are expected to vest based on the anticipated achievement. If the performance-based vesting condition is considered probable of being achieved, the Company recognizes expense over the requisite service period based on the probable outcome of achievement. If the performance goals are not met, or are considered improbable, no compensation cost is recognized, and any previously recognized compensation cost is reversed. Total stock-based compensation expense to be recognized may fluctuate during the performance period due to changes in forecasted achievement. During the first quarter of 2024, the Company granted 553,568 PSUs at target to certain executives, with payout achievement ranging from 0% to 150% of target. One quarter of the eligible PSUs vest upon certification of the corporate performance metrics by the Board of Directors' compensation committee in the first quarter of 2025, and the remaining 75% will vest equally over the following 12 quarters, subject to continual service by the grantee. Achievement has been considered probable since the grant date, and, as of September 30, 2024, the Company estimated a payout rate of 45% of target based on forecasted achievement. During the first quarter of 2023, the Company granted 645,833 PSUs at target to certain executives, with payout achievement ranging from 0% to 150% of target. In February 2024, the Board of Directors' compensation committee certified actual achievement against target of 70%. As a result, 450,170 shares were awarded to the grantees, of which one quarter vested in the quarter of certification, while the remaining 75% will vest equally over the following 12 quarters, subject to continual service by the grantee. The difference in the number of shares granted at target and the shares certified by the Board based on actual achievement were canceled and returned to the pool of available for future issuance under the 2021 Plan. A summary of RSU and PSU activity under the 2021 Plan is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.963%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs Outstanding</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Grant Date Fair Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> PSUs Outstanding(1) </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Grant Date Fair Value</td></tr><tr><td colspan="3"

style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Unvested - December 31, 2023 </td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">15,769,577</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">14.07 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">645,833</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">8.89 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Granted </td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">7,809,727</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9.63 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">553,568</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">10.98 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Released</td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:right;vertical-align:middle">(5,118,303)</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">14.81 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:right;vertical-align:middle">(165,192)</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">8.89 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Canceled</td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">(2,141,728)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13.69 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">(235,596)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">8.89 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Unvested - September 30, 2024 </td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">16,319,273</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">11.77 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">798,613</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10.34 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle"><div>Awards vested, not yet released - September 30, 2024</div></td><td colspan="3" style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt;text-align:right;vertical-align:middle">13,832</td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">8.77 </td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="24" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> (1) Canceled PSU shares consist of awards forfeited as well as the difference in the number of shares granted at target in 2023 and the shares certified by the Board based on actual achievement. </td></tr></table> As of September 30, 2024, total unrecognized stock-based compensation expense related to unvested RSUs was $150.8 million, which will be recognized over a weighted average period of 2.7 years. As of September 30, 2024, total unrecognized stock-based compensation expense related to unvested PSUs was $2.5 million, which will be recognized over a weighted average period of 1.6 years. Stock options— The Company may grant stock options at exercise prices not less than the fair market value at the date of grant. These options generally expire 10 years from the date of grant. The Company recognizes stock-based compensation expense on a straight-line basis over the requisite service period for each award, which is generally even over four years. The following is a summary of activity for stock options having only service-based vesting conditions under the Equity Incentive Plans: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Options Outstanding</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Exercise Price</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Remaining Contractual Term</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Intrinsic Value
(In Thousands)</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance - December 31, 2023 </td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px

1pt;text-align:right;vertical-align:middle">4,571,021 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5.08 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">3.23</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">44,309 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Granted </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Exercised </td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(2,350,902)</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5.43 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Canceled </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(61,728)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7.94 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance - September 30, 2024 </td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,158,391 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4.61 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:right;vertical-align:middle">4.58</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;padding:2px 0;text-align:right;vertical-align:middle">6,961 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-

align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Vested & expected to vest as of September 30, 2024 </td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,158,391 </td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">4.61 </td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:right;vertical-align:middle">4.58</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">6,961 </td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Exercisable as of September 30, 2024 </td><td colspan="2" style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,153,129 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">4.58 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt;text-align:right;vertical-align:middle">4.57</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">6,961 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> As of September 30, 2024, total unrecognized stock-based compensation expense related to unvested stock options was immaterial. Stock appreciation rights—   There have been no other changes to the Company’s SARs compared to those described in Note 12— Stockholders’ equity, included in Part II, Item 8 of the Company’s Annual Report. During the nine months ended September 30, 2024, 1,558 SARs were exercised at an exercise price of $6.58. As of September 30, 2024, there were 3,000 outstanding SARs worth an immaterial total fair value. Performance-based stock options— There have been no other changes to the Company’s performance-based stock options compared to those described in Note 12— Stockholders’ equity, included in Part II, Item 8 of the Company’s Annual Report. As of September 30, 2024, there were 50,000 performance-based stock options outstanding, of which 35,416 were exercisable. As of September 30, 2024, total unrecognized stock-based compensation expense related to unvested Performance-Based Options was immaterial. Employee stock purchase plan— The 2021 Employee Stock Purchase Plan (the “ESPP”) became effective on October 29, 2021. The Company initially reserved 2,800,000 shares of the Company's common stock under the ESPP. Shares reserved for issuance shall increase on the first day of the fiscal year, beginning in fiscal 2023, in an amount equal to the least of 1% of the outstanding shares of common stock on the last day of the immediately preceding fiscal year, three times the

*initial number of shares reserved under the ESPP, or a lesser amount determined by the Company's Board of Directors or compensation committee. On January 1, 2024, the shares available for future grants under the ESPP automatically increased by 1,571,663 pursuant to the above evergreen provision of the 2021 ESPP. During the nine months ended September 30, 2024, 554,039 shares of common stock were issued under the ESPP. On May 20, 2024, the Company's ESPP purchase price was reset for the November 2023 offering period. Under the reset provision, if the closing stock price on the purchase date falls below the closing stock price on the offering date of an ongoing offering period, the ongoing offering period terminates immediately following the purchase of ESPP shares on the purchase date. Participants in the terminated offering period are then automatically enrolled in the new offering period. The ESPP reset resulted in an immaterial amount of incremental compensation cost for the reset participants. This amount, along with the unrecognized expense remaining from the original grant date fair value, will be recognized on a straight-line basis over the new offering period ending in May 2026. The following table summarizes the weighted-average assumptions used in the Black-Scholes option-pricing model to estimate the fair value of employee stock purchase rights granted under the new ESPP offering period: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:78.900%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.900%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Risk-free interest rate</td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.1 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Expected volatility</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51.9 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected life (in years)</td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:right;vertical-align:bottom">1.3</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Expected dividend yield</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table>
 As of September 30, 2024, total unrecognized compensation cost for the ESPP was $3.3 million, which will be recognized over a weighted average period of 1.0 year. Total stock-based compensation expense included in the condensed consolidated statements of operations was as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Three Months Ended September 30, </td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-*

family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Cost of revenue</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,807 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,788 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,277 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,130 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Sales and marketing</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,573 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,646 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">22,578 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">23,022 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Research and development</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,183 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,045 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">21,187 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">19,762 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">General and administrative</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,839 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,005 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-

*size:8pt;font-weight:400;line-height:100%">21,382 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">23,806 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Restructuring charges</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(160)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(160)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,208 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Total stock-based compensation expense</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">23,242 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">23,484 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">70,264 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">72,928 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 The Company capitalized $2.3 million and $2.1 million of stock-based compensation expense as capitalized software during three months ended September 30, 2024 and 2023, respectively, and $6.8 million and $6.8 million during the nine months ended September 30, 2024 and 2023, respectively. 5000000005000000000.000010.0000100001Shares of common stock reserved for future issuance consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.990%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-*

height:120%">2010 Equity Incentive Plan:</td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Stock options outstanding</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,208,391 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,621,021 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">2021 Equity Incentive Plan:</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> RSUs outstanding and PSUs(1) </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">17,394,641 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">16,738,309 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Shares available for future issuance under:</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">2021 Equity Incentive Plan</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9,658,846 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,093,695 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">2021 Employee Stock Purchase Plan</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,374,376 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,350,803 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total shares of common stock reserved</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">32,636,254 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">27,803,828 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="12" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> (1) For those PSUs in their respective performance periods, the number of shares reserved for issuance is based on the maximum achievement of the corporate performance metrics. </td></tr></table> 220839146210211739464116738309965884640936953374376235080332636254278038281000000005000
style="margin-top:6pt">A summary of RSU and PSU activity under the 2021 Plan is as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td

style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.963%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">RSUs Outstanding</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Grant Date Fair Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> PSUs Outstanding(1) </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Grant Date Fair Value</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Unvested - December 31, 2023 </td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">15,769,577</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">14.07 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">645,833</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">8.89 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Granted </td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">7,809,727</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9.63 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">553,568</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">10.98 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Released</td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:right;vertical-align:middle">(5,118,303)</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">14.81 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:right;vertical-align:middle">(165,192)</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">8.89 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Canceled</td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:middle">(2,141,728)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13.69 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-

align:middle">(235,596)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">8.89 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Unvested - September 30, 2024 </td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">16,319,273</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">11.77 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">798,613</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10.34 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle"> Awards vested, not yet released - September 30, 2024 </td><td colspan="3" style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt;text-align:right;vertical-align:middle">13,832</td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">8.77 </td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="24" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> (1) Canceled PSU shares consist of awards forfeited as well as the difference in the number of shares granted at target in 2023 and the shares certified by the Board based on actual achievement. </td></tr></table>
* 1576957714.076458338.8978097279.6355356810.98511830314.811651928.89214172813.692355968.8916*
style="margin-top:6pt">The following is a summary of activity for stock options having only service-based vesting conditions under the Equity Incentive Plans: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Options Outstanding</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Exercise Price</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average Remaining Contractual Term</td><td colspan="3" style="background-color:#ffffff;padding:0

1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Intrinsic Value
(In Thousands)</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance - December 31, 2023 </td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,571,021 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5.08 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:middle">3.23</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">44,309 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Granted </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Exercised </td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(2,350,902)</td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5.43 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Canceled </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(61,728)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7.94 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance - September 30, 2024 </td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,158,391 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4.61 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-

*weight:400;line-height:120%">4.58</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;padding:2px 0;text-align:right;vertical-align:middle">6,961 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Vested & expected to vest as of September 30, 2024 </div></td><td colspan="2" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,158,391 </td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">4.61 </td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt;text-align:right;vertical-align:middle">4.58</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">6,961 </td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Exercisable as of September 30, 2024 </div></td><td colspan="2" style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,153,129 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">4.58 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt;text-align:right;vertical-align:middle">4.57</td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">6,961 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
45710215.08P3Y2M23D443090000023509025.43617287.9421583914.61P4Y6M29D696100021583914.61P4
style="margin-top:6pt">The following table summarizes the weighted-average assumptions used in the Black-Scholes option-pricing model to estimate the fair value of employee stock purchase rights granted under the new ESPP offering period: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:78.900%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.900%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Risk-free interest rate</td><td colspan="2" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.1 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-*

weight:400;line-height:100%">Expected volatility</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">51.9 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Expected life (in years)</td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:right;vertical-align:bottom">1.3</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Expected dividend yield</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> 0.0510.519P1Y3M18D03300000P1Y Total stock-based compensation expense included in the condensed consolidated statements of operations was as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Three Months Ended September 30, </td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Cost of revenue</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,807 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,788 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,277 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">5,130 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Sales and marketing</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,573 </td><td style="padding:2px 1pt 2px 0;text-

align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,646 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">22,578 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">23,022 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Research and development</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,183 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,045 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">21,187 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">19,762 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">General and administrative</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6,839 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,005 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">21,382 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">23,806 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Restructuring charges</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(160)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(160)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,208 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle">Total stock-based compensation expense</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">23,242 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">23,484 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-

weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">70,264 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">72,928 </td><td style="border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
18070001788000527700051300007573000764600022578000230220007183000704500021187000197620001600000-1600001208000232420002348400070264000729280002300000210000068000006800000 11. Net loss per share The following table presents the calculation of basic and diluted net loss per share (in thousands, except share and per share amounts):
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Numerator:</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Net loss </td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">(25,271)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">(16,767)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">(75,424)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">(87,046)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Denominator:

</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Weighted-average shares used in computing net loss per share </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Basic and diluted</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">149,179,826 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">151,307,963 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,867,160 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">148,392,636 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle"> Net loss per share </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Basic and diluted</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">(0.17)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">(0.11)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">(0.49)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 0;text-align:right;vertical-align:middle">(0.59)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
 The following potentially dilutive securities were excluded from the computation of diluted net loss per sharecalculations, because the impact of including them would have been anti-dilutive:
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.930%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.900%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td

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 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Numerator:</td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Net loss </td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">(25,271)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">(16,767)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="padding:2px 0;text-align:right;vertical-align:middle">(75,424)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3"

style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">(87,046)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Denominator:</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 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colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">151,307,963</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">152,867,160</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">148,392,636</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:middle"><div>Net loss per share</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 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colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,569,747 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,208,391 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,569,747 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Contingently issuable shares under ESPP</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">387,329 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-*

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">372,763 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">387,329 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">372,763 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total potentially dilutive securities</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">19,402,607 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">25,800,545 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">19,402,607 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">25,800,545 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 16806887178580351680688717858035220839175697472208391756974738732937276338732937276319400

12. Segment and geographic information The Company’s Chief Executive Officer is its CODM. The CODM reviews separate financial information presented for the Company’s two segments, Enterprise and Consumer, in order to allocate resources and evaluate the Company’s financial performance. Financial information for each reportable segment was as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Revenue</td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3"

style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Enterprise</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">126,123 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">109,101 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">364,319 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">305,962 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">69,294 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">75,621 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">222,304 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">233,430 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total revenue</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">195,417 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">184,722 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">586,623 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">539,392 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Segment cost of revenue</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3"

style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Enterprise</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">33,330 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">34,784 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">99,644 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">101,603 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">31,684 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">35,371 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">99,981 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">107,999 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Total segment cost of revenue</td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">65,014 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">70,155 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">199,625 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">209,602 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Segment gross profit </td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Enterprise</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">92,793 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">74,317 </td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">264,675 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">204,359 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">37,610 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">40,250 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">122,323 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">125,431 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total segment gross profit</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">130,403 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">114,567 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">386,998 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">329,790 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Reconciliation of segment gross profit to gross profit</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Amortization of capitalized software</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,014 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,494 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">14,783 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">12,667 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px

1pt 2px 13pt;text-align:left;vertical-align:middle">Amortization of intangible assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">430 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">725 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,880 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,175 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Depreciation</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">97 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">102 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">323 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">329 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Stock-based compensation</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,807 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,788 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,277 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,130 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total reconciling items</td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,348 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,109 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">22,263 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">20,301 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total gross profit</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt

*solid #000;padding:2px 0;text-align:right;vertical-align:middle">123,055 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">107,458 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">364,735 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">309,489 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div><div>
</div><div>Geographic information</div><div style="margin-top:10pt">Revenue: The following table summarizes the revenue by region based on the billing address of the Company's customers (in thousands):</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30, </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">North America</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">77,732 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">73,787 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid*

#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">232,224 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">217,308 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Europe, Middle East, Africa</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">57,809 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">55,048 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">178,078 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">164,139 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Asia Pacific</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">46,214 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">42,505 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">135,426 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">120,006 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Latin America</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13,662 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13,382 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">40,895 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">37,939 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Total revenue</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">195,417 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-

size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">184,722 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">586,623 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">539,392 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table></div><div style="margin-top:10pt">During the three months ended September 30, 2024 and 2023, as well as the nine months ended September 30, 2024, revenue from the United States and Japan each exceeded 10% of the Company's total revenue. During the nine months ended September 30, 2023, the United States was the only country to exceed 10% of the Company's total revenue. </div><div style="margin-top:10pt">Long-lived assets: The following table presents the Company's long-lived assets, which consist of tangible property and equipment, net of depreciation, and operating lease ROU assets, by geographic region (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.990%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"><div>United States</div></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">9,602 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">7,007 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Rest of world</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,552 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,109 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Total long-lived assets</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-

size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">15,154 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,116 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 22 Financial information for each reportable segment was as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Revenue</td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Enterprise</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">126,123 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">109,101 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">364,319 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:middle">305,962 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">69,294 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">75,621 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">222,304 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">233,430 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total revenue</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">195,417 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">184,722 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">586,623 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">539,392 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Segment cost of revenue</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Enterprise</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">33,330 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">34,784 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">99,644 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">101,603 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">31,684 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">35,371 </td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">99,981 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">107,999 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Total segment cost of revenue</td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">65,014 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">70,155 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">199,625 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">209,602 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> Segment gross profit </td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Enterprise</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">92,793 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">74,317 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">264,675 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">204,359 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Consumer</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">37,610 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">40,250 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">122,323 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">125,431 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr>

<td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total segment gross profit</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">130,403 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">114,567 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">386,998 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">329,790 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Reconciliation of segment gross profit to gross profit</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Amortization of capitalized software</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,014 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">4,494 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">14,783 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">12,667 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Amortization of intangible assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">430 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">725 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,880 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2,175 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Depreciation</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">97 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">102 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3"

*style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">323 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">329 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Stock-based compensation</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,807 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">1,788 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,277 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,130 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:middle">Total reconciling items</td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,348 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">7,109 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">22,263 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">20,301 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Total gross profit</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">123,055 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">107,458 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">364,735 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">309,489 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
126123000109101000364319000305962000692940007562100022230400023343000019541700018472200*

following table summarizes the revenue by region based on the billing address of the Company's customers (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.475%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.054%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">North America</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">77,732 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">73,787 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">232,224 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">217,308 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Europe, Middle East, Africa</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">57,809 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">55,048 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">178,078 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">164,139 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-

color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Asia Pacific</td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">46,214 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">42,505 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">135,426 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td colspan="2" style="background-color:#dddddd;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">120,006 </td><td style="background-color:#dddddd;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Latin America</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13,662 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">13,382 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">40,895 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">37,939 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Total revenue</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">195,417 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">184,722 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">586,623 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">539,392 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 77732000737870002322240002173080005780900055048000178078000164139000462140004250500013544

following table presents the Company’s long-lived assets, which consist of tangible property and equipment, net of depreciation, and operating lease ROU assets, by geographic region (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:67.990%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.053%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-

align:center;vertical-align:bottom">September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle"> United States </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">9,602 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">7,007 </td><td style="background-color:#dddddd;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Rest of world</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">5,552 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">3,109 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dddddd;padding:2px 1pt;text-align:left;vertical-align:middle">Total long-lived assets</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">15,154 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dddddd;padding:0 1pt"></td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:120%">$</td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">10,116 </td><td style="background-color:#dddddd;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>960200070070005552000310900015154000101160000 13. Restructuring charges 2024 Restructuring— On September 11, 2024, the Company committed to a restructuring plan aimed at driving greater operational efficiencies through the reduction of organizational layers, optimization of the Company's go-to-market organization, and relocating certain roles to lower cost locations (collectively, the "2024 Restructuring"). The 2024 Restructuring impacted approximately 280 of the Company's global workforce, primarily targeting employees located in higher-cost regions, such as the United States, as well as those within the Company's sales and marketing and research and development functions. Of those impacted, approximately 57% had no future substantive service requirement as of the communication date, while the remaining population will continue to provide services as employees during a retention period to assist with transition and training through no later than March 31, 2025. As a result, the Company expects to recognize total restructuring charges of approximately $18.0 million, of which recognized $11.3 million was recognized into expense during the third quarter of 2024. The majority of the charges were made up of $9.9 million in personnel-related costs, consisting of one-time severance payments, salary and wages earned over legally required retention periods, and other benefits. For impacted employees with no future substantive service requirement, restructuring costs were recognized in-full as of the communication date. For employees rendering services through a retention period, one-time severance costs settled at the end of the retention period are recognized as restructuring costs on a straight-line basis from the communication date to the end of the

applicable retention period. Other direct and incremental costs are recognized as incurred. 2023 Restructuring— On February 13, 2023, the Company communicated to its employees that in response to current macroeconomic conditions and to further streamline its operations and cost structure, it would reduce its global workforce by approximately 10% (collectively, the "2023 Restructuring"). As a result, the Company recognized restructuring charges of $10.1 million in the first quarter of 2023, primarily consisting of $8.9 million of personnel expenses such as salaries and wages, one-time severance payments, and other benefits. The Company also recognized $1.2 million of stock-based compensation expense on the communication date, resulting from impacted employees having no future substantive service requirement but continuing to vest into their equity awards during legally required retention periods as well as certain modifications to enable additional vesting after impacted employees' termination dates. The restructuring plan was completed in the third quarter of 2023. </div><div style="margin-top:6pt">Restructuring charges are presented as separate operating expenses within the Company's condensed consolidated statements of operations. The following table summarizes the activity related to the restructuring liability recorded in accrued compensation and benefits in the accompanying condensed consolidated balance sheets (in thousands):</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.963%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Beginning balance</div></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">344 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Restructuring charges</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-

size:8pt;font-weight:400;line-height:100%">11,035 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">11,035 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9,055 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Settlements</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,607)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(344)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,607)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" 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style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">9,428 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 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style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:36.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.402%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.963%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three

Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle"> Beginning balance </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">344 </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#dbdbdb;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Restructuring charges</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">11,035 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">11,035 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">9,055 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:middle">Settlements</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,607)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(344)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1,607)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(9,055)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Ending balance </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">9,428 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">9,428 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table>
0344000001103500001103500009055000160700034400016070000905500094280000942800000 14. Subsequent events In October 2024, the Company repurchased and immediately retired 1,091,031 shares of common stock for an aggregate principal value of $8.4 million, pursuant to the Repurchase Program as discussed in Note 10 – Stockholders' equity. 10910318400000falsefalsefalsefalse