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(Exact Name of Registrant as Specified in its Charter)_____Delaware20-8149544(State or Other Jurisdiction ofIncorporation or Organization)(I.R.S. EmployerIdentification No.)699 8th Street Suite 600San Francisco,California94103(Address of Principal Executive Offices)(Zip Code)(415) 632-5700 (Registrantâ€™s Telephone Number, Including Area Code)Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading SymbolName of each exchange on which registeredCommon Stock, Par Value $0.001 Per ShareIRTCThe Nasdaq Stock Market LLC_____Indicate 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 YesÂ Â â˜Â Â Â Â NoÂ 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§ 232.405 of this chapter) during the preceding 12Â months (or for such shorter period that the registrant was required to submit and post such files).Â Â Â Â YesÂ Â â˜Â Â Â Â NoÂ Â â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in RuleÂ 12b-2 of the Exchange Act.Large accelerated filerâ˜Accelerated filerÂ Â˜Non-accelerated filerÂ Â˜Smaller reporting companyâ˜Emerging growth companyâ˜If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. Â â˜Indicate by check mark whether the registrant is a shell company (as defined in RuleÂ 12b-2 of the Exchange Act).Â Â Â Â Â YesÂ Â â˜Â Â Â Â NoÂ Â â˜As of OctoberÂ 23, 2024, the number of outstanding shares of the registrantâ€™s common stock, par value $0.001 per share, was 31,298,034.IRHYTHM TECHNOLOGIES, INC.TABLE OF CONTENTSPageÂ NoPART I. FINANCIAL INFORMATION1Â Â ItemÂ 1. Financial Statements (Unaudited):1Condensed Consolidated Balance Sheets1Condensed Consolidated Statements of Operations2Condensed Consolidated Statements of Comprehensive Loss3Condensed Consolidated Statements of Cash Flows4Condensed Consolidated Statements of Stockholdersâ€™ Equity6Notes to Condensed Consolidated Financial StatementsÂ 8ItemÂ 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations25ItemÂ 3. Quantitative and Qualitative Disclosures About Market RiskÂ 33ItemÂ 4. Controls and Procedures34Â Â PART II. OTHER INFORMATION35Â Â ItemÂ 1. Legal Proceedings35ItemÂ 1A. Risk Factors36ItemÂ 2. Unregistered Sales of Equity Securities and Use of Proceeds69ItemÂ 3. Defaults Upon Senior Securities69ItemÂ 4. Mine Safety DisclosuresÂ 69ItemÂ 5. Other Information69ItemÂ 6. Exhibits69Â Exhibit Index69Â Signatures71iSPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTSThis Quarterly Report on Form 10-Q contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the â€œSecurities Actâ€), and Section 21E of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€). All statements contained in this Quarterly Report on Form 10-Q other than statements of historical fact, including statements concerning our plans, objectives, and expectations for our business, operations, and financial performance and condition, are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as â€œanticipate,â€ â€œassume,â€ â€œbelieve,â€ â€œcontemplate,â€ â€œcontinue,â€ â€œcould,â€ â€œdue,â€ â€œestimate,â€ â€œexpect,â€ â€œgoal,â€ â€œintend,â€ â€œmay,â€ â€œobjective,â€ â€œplan,â€ â€œpredict,â€ â€œpotential,â€ â€œpositioned,â€ â€œseek,â€ â€œshould,â€ â€œtarget,â€ â€œwill,â€ â€œwouldâ€, and other similar expressions that are predictions of or indicate future events and future trends, or the negative of these terms or other comparable terminology. These forward-looking statements include, but are not limited to, statements about:â€¢the expected impact of global business, political, and macroeconomic conditions, including inflation, interest rate volatility, cybersecurity events, potential instability in the global banking system, and volatile market conditions, and global events, including public health crises, and ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East, on our business, operations, and financial results;â€¢the impact of supply chain disruptions on our operations and financial results;â€¢the impact of inflationary costs on our operations and financial results;â€¢plans to conduct further clinical studies, including any clinical trials initiated by third parties;â€¢our plans to modify our current systems and services, or identify and develop, or acquire, new products or services, to address additional indications;â€¢the expected growth of our business and our organization;â€¢our expectations regarding government and third-party payor coverage and reimbursement or other regulatory actions or decisions;â€¢our compliance with all applicable laws, rules, and regulations, including those of the U.S. Food and Drug Administration;â€¢our expectations regarding the size of our sales organization and expansion of our sales and marketing efforts, including in international geographies;â€¢our expectations regarding revenue, cost of revenue, cost of service per device, operating expenses, including research and development expense, sales and marketing expense and general and administrative expenses;â€¢our ability to retain and recruit key personnel, including the continued development of a sales and marketing infrastructure;â€¢our ability to obtain and maintain intellectual property protection for our systems and services;â€¢our estimates of our expenses, ongoing losses, future revenue, capital requirements, and our needs for, or ability to obtain, additional financing;â€¢our financial performance; andâ€¢developments and projections relating to our competitors or our industry.We believe that it is important to communicate our future expectations to our investors. However, there may be events in the future that we are not able to accurately predict or control and that may cause our actual results to differ materially from the expectations we describe in our forward-looking statements. These forward-looking statements are based on managementâ€™s current expectations, estimates, forecasts, and projections about our business and the industry in which we operate and managementâ€™s beliefs and assumptions and are not guarantees of future performance or development and involve known and unknown risks, uncertainties, and other factors that are in some cases beyond our control. As a result, any or all of our forward-looking statements in this Quarterly Report on Form 10-Q may turn out to be inaccurate. Factors that may cause actual results to differ materially from current expectations include, among other things, those listed under â€œRisk Factorsâ€ and elsewhere in this Quarterly Report on Form 10-Q. Potential investors are urged to consider these factors carefully in evaluating the forward-looking statements. These forward-looking statements speak only as of the date of this Quarterly Report on Form 10-Q. We assume no obligation to update or revise these forward-looking statements for any reason after the date of this Quarterly Report on Form 10-Q to conform these statements to actual results or to changes in our expectations, even if new information becomes available in the future.You should not rely upon forward-looking statements as predictions of future events. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee that the future results, levels of activity, performance or events and circumstances reflected in the forward-looking statements will be achieved or occur. You should read this Quarterly Report on Form 10-Q and the documents that we reference in this Quarterly Report on Form 10-Q and have filed with the Securities and Exchange Commission (the â€œSECâ€) as exhibits to the Quarterly Report on Form 10-Q with the understanding that our actual future results, levels of activity, performance, and events and circumstances may be materially different from what we expect.iiPART I. FINANCIAL INFORMATIONITEM 1. FINANCIAL STATEMENTSIRHYTHM TECHNOLOGIES, INC.Condensed Consolidated Balance Sheets(In thousands, except par value)September 30, 2024December 31, 2023(unaudited)Â AssetsCurrent assets:Cash and cash equivalents $519,535Â $36,173Â Marketable securities2,496Â 97,591Â Accounts receivable, net 77,427Â 61,484Â Inventory15,032Â 13,973Â Prepaid expenses and other current assets13,419Â 21,591Â Total current assets627,909Â 230,812Â Property and equipment, net122,390Â 104,114Â Operating lease right-of-use assets45,570Â 49,317Â Restricted cash, long-term8,358Â â€”Â Goodwill862Â 862Â Long-term strategic investments59,059Â 3,000Â Other assets45,540Â 45,039Â Total assets$909,688Â $433,144Â Liabilities and Stockholdersâ€™ EquityCurrent liabilities:Accounts payable$7,593Â $5,543Â Accrued liabilities73,958Â 83,262Â Deferred revenue3,031Â 3,306Â Operating lease liabilities, current portion15,522Â 15,159Â Total current liabilities100,104Â 107,370Â Long-term senior convertible notes645,821Â â€”Â Debt, noncurrent portionâ€”Â 34,950Â Other noncurrent liabilities17,978Â 1,012Â Operating lease liabilities, noncurrent portion74,019Â 79,715Â Total liabilities837,922Â 223,047Â Commitments and contingencies (Note 7)Stockholdersâ€™ equity:Preferred stock, $0.001 par value â€” 5,000 shares authorized; none issued and outstanding at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023â€”Â â€”Â Common stock, $0.001 par value â€” 100,000 shares authorized; 31,516 shares issued and 31,287 shares outstanding at SeptemberÂ 30, 2024, respectively; and 30,954 shares issued and outstanding at DecemberÂ 31, 202331Â 31Â Additional paid-in capital854,363Â 855,784Â Accumulated other comprehensive loss(66)(112)Accumulated deficit(757,562)(645,606)Treasury stock, at cost; 229 and 0 shares at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively(25,000)â€”Â Total stockholdersâ€™ equity71,766Â 210,097Â Total liabilities and stockholdersâ€™ equity$909,688Â $433,144Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.1 IRHYTHM TECHNOLOGIES, INC.Condensed Consolidated Statements of Operations(In thousands, except per share data)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232024(unaudited)Revenue, net$147,538Â $124,604Â $427,514Â $360,170Â Cost of revenue46,062Â 42,130Â 135,051Â 115,790Â Gross profit101,476Â 82,474Â 292,463Â 244,380Â Operating expenses:Research and development15,694Â 16,309Â 52,378Â 44,828Â Acquired in-process research and development32,069Â â€”Â 32,069Â â€”Â Selling, general and administrative103,375Â 93,768Â 318,797Â 285,531Â Impairment charges641Â â€”Â 641Â â€”Â Total operating expenses151,779Â 110,077Â 403,885Â 330,359Â Loss from operations(50,303)(27,603)(111,422)(85,979)Interest and other income (expense), net:Interest income6,456Â 1,717Â 16,198Â 4,619Â Interest expense(3,329)(927)(9,501)(2,709)Loss on extinguishment of debtâ€”Â â€”Â (7,589)â€”Â Other income (expense), net1,182Â (108)772Â (143)Total interest and other income (expense), net4,309Â 682Â (120)1,767Â Loss before income taxes(45,994)(26,921)(111,542)(84,212)Income tax provision188Â 195Â 414Â 495Â Net loss$(46,182)$(27,116)$(111,956)$(84,707)Net loss per common share, basic and diluted(1.48)(0.89)(3.59)(2.78)Weighted-average shares, basic and diluted31,262Â 30,607Â 31,147Â 30,470Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.2IRHYTHM TECHNOLOGIES, INC.Condensed Consolidated Statements of Comprehensive Loss(In thousands)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(unaudited)Net loss$(46,182)$(27,116)$(111,956)$(84,707)Other comprehensive income (loss):Net change in unrealized gain (loss) from marketable securities13Â 63Â (47)351Â Cumulative translation adjustment(261)74Â 93Â 30Â Comprehensive loss$(46,430)$(26,979)$(111,910)$(84,326)The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.3IRHYTHM TECHNOLOGIES, INC.Condensed Consolidated Statements of Cash Flows(In thousands)Nine Months Ended September 30,20242023(unaudited)Cash flows from operating activitiesNet loss$(111,956)$(84,707)Adjustments to reconcile net loss to net cash used in operating activities:Depreciation and amortization15,426Â 11,434Â Stock-based compensation59,970Â 53,358Â Amortization of premium and accretion of discounts, net (1,236)(3,627)Amortization of operating lease right-of-use assets3,747Â 4,243Â Amortization of debt discount2,173Â 12Â Change in fair value of strategic investments(1,059)â€”Â Provision for credit losses and contractual allowances52,737Â 51,655Â Acquired in-process research and development32,069Â â€”Â Loss on extinguishment of debt7,589Â â€”Â Impairment charges641Â â€”Â Other217Â (378)Changes in operating assets and liabilities:Accounts receivable(68,680)(51,804)Inventory(1,041)1,885Â Prepaid expenses and other current assets8,165Â (1,549)Other assets(614)(21,796)Accounts payable and accrued liabilities(8,379)10,605Â Deferred revenue(275)332Â Operating lease liabilities(5,336)(3,792)Net cash used in operating activities(15,842)(34,129)Cash flows from investing activitiesPurchases of property and equipment(27,098)(26,907)Purchases of marketable securities(2,426)(109,202)Maturities of marketable securities98,700Â 136,500Â Purchases of strategic investments(55,000)(3,000)Purchases of acquired in-process research and development(15,000)â€”Â Net cash used in investing activities(824)(2,609)Cash flows from financing activitiesPayment of SVB term loan and termination costs(37,751)â€”Â Proceeds from Braidwell debt75,000Â â€”Â Payments of issuance costs for Braidwell debt(2,100)â€”Â Payment of Braidwell debt and termination costs(78,660)â€”Â Proceeds from issuance of 2029 Notes661,250Â â€”Â Payments of issuance costs for 2029 Notes(17,424)â€”Â Purchases of capped call

transactions(72,407)â€”Â Purchase of treasury stock(25,000)â€”Â Proceeds from issuance of common stock in connection with employee equity incentive plans5,486Â 5,352Â Net cash provided by financing activities508,394Â 5,352Â Effect of exchange rate changes on cash(8)32Â Net increase (decrease) in cash, cash equivalents, and restricted cash491,720Â (31,354)Cash, cash equivalents, and restricted cash, beginning of period36,173Â 78,832Â Cash, cash equivalents, and restricted cash, end of period$527,893Â $47,478Â 4IRHYTHM TECHNOLOGIES, INC.Condensed Consolidated Statements of Cash Flows (Continued)(In thousands)Nine Months Ended September 30,20242023Reconciliation of cash, cash equivalents and restricted cash Cash and cash equivalents$519,535Â $47,478Â Restricted cash, long-term8,358Â â€”Â Total cash, cash equivalents and restricted cash$527,893Â $47,478Â Supplemental disclosures of cash flow information:Interest paid$6,389Â $2,186Â Cash taxes paid$602Â $794Â Cash received from tenant improvement allowances$736Â $1,603Â Non-cash investing and financing activities:Property and equipment costs included in accounts payable and accrued liabilities$173Â $89Â Right-of-use assets obtained in exchange for operating lease liabilities$â€”Â $4,520Â Capitalized stock-based compensation in property and equipment$5,530Â $5,596Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.5IRHYTHM TECHNOLOGIES, INC.Condensed Consolidated Statement of Stockholdersâ€™ Equity(In thousands)Common StockAdditional Paid-InCapitalAccumulated DeficitAccumulated Other Comprehensive Income (Loss)Treasury StockTotal Stockholders' EquitySharesAmount(unaudited)Balances at December 31, 202330,954$31Â $855,784Â $(645,606)$(112)$â€”Â $210,097Â Issuance of common stock in connection with employee equity incentive plans, net372Â â€”Â 604Â â€”Â â€”Â â€”Â 604Â Purchase of capped call transactionsâ€”Â â€”Â (72,407)â€”Â â€”Â â€”Â (72,407)Purchase of treasury stock (229)â€”Â â€”Â â€”Â â€”Â (25,000)(25,000)Stock-based compensationâ€”Â â€”Â 22,640Â â€”Â â€”Â â€”Â 22,640Â Net lossâ€”Â â€”Â â€”Â (45,667)â€”Â â€”Â (45,667)Net change in unrealized (loss) on marketable securitiesâ€”Â â€”Â â€”Â â€”Â (54)â€”Â (54)Cumulative translation adjustmentâ€”Â â€”Â â€”Â â€”Â 77Â â€”Â 77Â Balances at March 31, 202431,097Â $31Â $806,621Â $(691,273)$(89)$(25,000)$90,290Â Issuance of common stock in connection with employee equity incentive plans, net113Â â€”Â 4,734Â â€”Â â€”Â â€”Â 4,734Â Stock-based compensationâ€”Â â€”Â 24,001Â â€”Â â€”Â â€”Â 24,001Â Net lossâ€”Â â€”Â â€”Â (20,107)â€”Â â€”Â (20,107)Net change in unrealized (loss) on marketable securitiesâ€”Â â€”Â â€”Â â€”Â (6)â€”Â (6)Cumulative translation adjustmentâ€”Â â€”Â â€”Â â€”Â 277Â â€”Â 277Â Balances at June 30, 202431,210Â $31Â $835,356Â $(711,380)$182Â $(25,000)$99,189Â Issuance of common stock in connection with employee equity incentive plans, net77Â â€”Â 148Â â€”Â â€”Â â€”Â 148Â Stock-based compensationâ€”Â â€”Â 18,859Â â€”Â â€”Â â€”Â 18,859Â Net lossâ€”Â â€”Â â€”Â (46,182)â€”Â â€”Â (46,182)Net change in unrealized gain on marketable securitiesâ€”Â â€”Â â€”Â â€”Â 13Â â€”Â 13Â Cumulative translation adjustmentâ€”Â â€”Â â€”Â â€”Â (261)â€”Â (261)Balances at September 30, 202431,287Â $31Â $854,363Â $(757,562)$(66)$(25,000)$71,766Â 6Common StockAdditional Paid-inCapitalAccumulated DeficitAccumulated Other Comprehensive Income (Loss)Total Stockholders' EquitySharesAmount(unaudited)Balances at December 31, 202230,193$28Â $762,380Â $(522,200)$(396)$239,812Â Issuance of common stock in connection with employee equity incentive plans, net270Â 2Â 903Â â€”Â â€”Â 905Â Stock-based compensationâ€”Â â€”Â 19,899Â â€”Â â€”Â 19,899Â Net lossâ€”Â â€”Â â€”Â (39,109)â€”Â (39,109)Net change in unrealized gain on marketable securitiesâ€”Â â€”Â â€”Â â€”Â 327Â 327Â Balances at March 31, 202330,463Â $30Â $783,182Â $(561,309)$(69)$221,834Â Issuance of common stock in connection with employee equity incentive plans, net87Â â€”Â 4,383Â â€”Â â€”Â 4,383Â Stock-based compensationâ€”Â â€”Â 16,227Â â€”Â â€”Â 16,227Â Net lossâ€”Â â€”Â â€”Â (18,482)â€”Â (18,482)Net change in unrealized loss on marketable securitiesâ€”Â â€”Â â€”Â â€”Â (39)(39)Cumulative translation adjustmentâ€”Â â€”Â â€”Â â€”Â (44)(44)Balances at June 30, 202330,550Â $30Â $803,792Â $(579,791)$(152)$223,879Â Issuance of common stock in connection with employee equity incentive plans, net83Â 1Â 66Â â€”Â â€”Â 67Â Stock-based compensationâ€”Â â€”Â 22,828Â â€”Â â€”Â 22,828Â Net lossâ€”Â â€”Â â€”Â (27,116)â€”Â (27,116)Net change in unrealized gain on marketable securitiesâ€”Â â€”Â â€”Â â€”Â 63Â 63Â Cumulative translation adjustmentâ€”Â â€”Â â€”Â â€”Â 74Â 74Â Balances at September 30, 202330,633Â $31Â $826,686Â $(606,907)$(15)$219,795Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.7IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements1. ORGANIZATION AND DESCRIPTION OF BUSINESSiRhythm Technologies, Inc. (the â€œCompanyâ€) was incorporated in the state of Delaware in September 2006. The Company is a leading digital healthcare company that creates trusted solutions that detect, predict, and prevent disease. The Company's principal business is the design, development, and commercialization of device-based technology to provide remote cardiac monitoring services that it believes allow clinicians to diagnose certain arrhythmias quicker and with greater efficiency than other services that rely on traditional technology.Since first receiving clearance from the U.S. Food and Drug Administration (â€œFDAâ€) for the Company's technology in 2009, the Company has supported physician and patient use of its technology and provided remote cardiac monitoring services from its Medicare-enrolled independent diagnostic testing facilities (â€œIDTFsâ€) and its qualified technicians. The Company has provided the Zio remote cardiac monitoring services, including extended Holter, traditional Holter, and mobile cardiac telemetry (â€œMCTâ€) monitoring services (â€œZio Servicesâ€), using the Zio Systems.The Company is headquartered in San Francisco, California, which also serves as a clinical center. The Company has additional clinical centers in Deerfield, Illinois and Houston, Texas, a manufacturing facility in Cypress, California and administrative office space in Solana Beach, California.2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESBasis of PresentationThe accompanying financial statements include the accounts of the Company and its wholly owned subsidiaries, and have been prepared in accordance with generally accepted accounting principles in the United States of America (â€œGAAPâ€) and applicable rules and regulations of the Securities and Exchange Commission (the â€œSECâ€) regarding interim financial reporting. As permitted under those rules, the condensed consolidated financial statements and related disclosures as of December 31, 2023Â have been derived from the audited consolidated financial statements but do not include all of the information required by GAAP for complete consolidated financial statements.Â These unaudited condensed consolidated financial statements have been prepared on the same basis as the Companyâ€™s annual consolidated financial statements and, in the opinion of management, reflect all adjustments (consisting only of normal recurring adjustments) that are necessary for the fair statement of the Companyâ€™s unaudited condensed consolidated financial information. The results of operations for the three and nine months ended SeptemberÂ 30, 2024,Â are not necessarily indicative of the results to be expected for the year endingÂ DecemberÂ 31, 2024,Â or for any other interim period or for any other future year.The accompanying unaudited condensed consolidated financial statements and related financial information should be read in conjunction with the audited financial statements and the related notes thereto for the year ended DecemberÂ 31, 2023,Â included in the Companyâ€™s Annual Report on Form 10-K, filed with the SEC onÂ FebruaryÂ 22, 2024.ReclassificationCertain prior period amounts have been reclassified to conform to the current year presentation. These reclassifications have no impact on previously reported results of operations or financial position.8IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Risks and UncertaintiesMacroeconomic Factors and Supply Chain ConstraintsThe Companyâ€™s operations and performance may vary based on worldwide economic and political conditions, which have been adversely impacted by continued global economic uncertainty, political instability, and military hostilities in multiple geographies including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East, domestic and global inflationary trends, interest rate volatility, potential instability in the global banking system, global supply shortages, and a tightening labor market. A severe or prolonged economic downturn or period of global political instability could drive hospitals and other healthcare professionals to tighten budgets and curtail spending, which could in turn negatively impact rates at which physicians prescribe the Companyâ€™s Zio Services. In addition, higher unemployment rates or reductions in employer-provided benefits plans could result in fewer commercially insured patients, resulting in a reduction in the Companyâ€™s margins and impairing the ability of uninsured patients to make timely payments. A weak or declining economy could also strain the Companyâ€™s suppliers, possibly resulting in supply delays and disruptions. There is also a risk that one or more of the Companyâ€™s current service providers, suppliers, or other partners may not survive such difficult economic times, which could directly affect the Companyâ€™s ability to attain its goals on schedule and on budget. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly, and more dilutive. The Company cannot predict the timing, strength, or duration of an economic downturn, instability, or recovery, whether worldwide, in the United States, or within its industry.The Companyâ€™s hybrid work arrangements and decision to pursue a sublease for its leased San Francisco headquarters resulted in an impairment of its right-of-use ("ROU") asset and related leasehold improvements and furniture and fixtures during the years ended December 31, 2023 and 2022. As the Company continues to evaluate its global real estate footprint, the Company may incur additional impairment charges related to real property lease agreements.The Company is continuously reviewing its liquidity and anticipated capital requirements. The Company believes it has adequate liquidity over the next 12 months to operate its business and to meet its cash requirements.ReimbursementThe Company receives revenue for the Zio Services primarily from third-party payors, which include commercial payors and government agencies, such as the Centers for Medicare & Medicaid Services (â€œCMSâ€). Third-party payors require the Company to identify the service for which it is seeking reimbursement by using a Current Procedural Terminology (â€œCPTâ€) code set maintained by the American Medical Association. These CPT codes are subject to periodic change and update, which will impact the reimbursement rates for the Companyâ€™s Zio Services.Based on relative value units, CMS annually updates the reimbursement rates for diagnostic tests performed by IDTFs via the Medicare Physician Fee Schedule. CMS establishes national payment rates for the CPT codes the Company uses to report the long-term Holter monitoring services it performs with its Zio XT System: CPT codes 93247 (for wear-time of greater than 7 days and up to 15 days) and 93243 (for wear-time of greater than 48 hours and up to 7 days). Because remote cardiac monitoring technology, including the Zio System, is rapidly evolving, there is a continuing risk that relative value units assigned, and reimbursement rates set, by CMS may not adequately reflect the value and expense of this technology and associated monitoring services, and CMS may reduce these rates in the future, which would adversely affect the Companyâ€™s financial results.Use of EstimatesThe preparation of the unaudited 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 as of the date of the financial statements and the reported amounts of revenues and expenses during the periods presented. On an ongoing basis, management evaluates its estimates, including those related to revenue recognition, contractual allowances, provision for credit losses, the useful lives of property and equipment, the recoverability of long-lived assets, including the estimated usage of the printed circuit board assemblies (â€œPCBAsâ€), the incremental borrowing rate for operating leases, accounting for income taxes, impairment of ROU assets, contingent consideration liabilities, and various inputs used in estimating stock-based compensation. Actual results may differ from those estimates.Significant Accounting Policies During the nine months ended September 30, 2024, there were no changes to the Companyâ€™s significant accounting policies as described in the Company's Annual Report on Form 10-K for the fiscal year ended DecemberÂ 31, 2023, with the exception of the following:9IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Cash, Cash Equivalents and Restricted CashCash and cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less from the date of purchase.Under the terms of certain facility operating lease agreements, the Company is required to maintain a letter of credit as collateral during the term of the lease. As of SeptemberÂ 30, 2024, restricted cash of $8.4Â million was pledged as collateral under the letter of credit with Silicon Valley Bank.Fair Value OptionThe Company elected the fair value option, Accounting Standards Codification (â€œASCâ€) 825-10, Financial Instruments - Overall, to account for its strategic loan investments. The Company recorded the strategic loan investments at fair value within long-term strategic investments in the Companyâ€™s unaudited condensed consolidated balance sheets with changes in fair value recorded on the unaudited condensed consolidated statements of operations. The primary reason for electing the fair value option was for simplification and cost-benefit considerations of accounting for the strategic loan investments at fair value versus bifurcation of the embedded derivatives. Refer to Note 5, Fair Value Measurements, for further details relating to the Company's strategic investments.Acquired In-Process Research and Development ExpensesAcquired in-process research and development (â€œIPR&Dâ€) assets, as a result of an asset acquisition, for use in research and development activities with no alternative future use are expensed in the condensed consolidated statements of operations on the acquisition date. Accounting for acquisitions of IPR&D requires the Company to make certain judgements to determine if the transaction should be accounted for as an asset acquisition or a business combination, as well as assess if the IPR&D acquired has alternative future use in research and development activities.Contingent ConsiderationCertain agreements the Company entered into involve payments that are contingent upon the achievement of milestones. Contingent consideration obligations incurred in connection with acquired in-process research and development assets are recorded at fair value, with changes in fair value recorded to acquired in-process research and development expenses in the unaudited condensed consolidated statements of operations.Concentrations of RiskCredit RiskFinancial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and cash equivalents, investments and accounts receivable. Cash balances are deposited in financial institutions which, at times, may be in excess of federally insured limits. Cash equivalents are invested in highly rated money market funds. The Company invests in a variety of financial instruments, such as, but not limited to, U.S. government securities, corporate notes, commercial paper and, by policy, limits the amount of credit exposure with any one financial institution or commercial issuer. The Company has not experienced any material losses on its deposits of cash and cash equivalents or investments.Concentrations of credit risk with respect to accounts receivable are limited due to the large number of customers comprising the Companyâ€™s customer base and their dispersion across many geographies. The Company does not require collateral. During the first quarter of 2024, the Company experienced a temporary delay in the billing of the Company's contracted and non-contracted payer customers, performed by the Company's third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which the Company's third-party vendor engages for services relating to billing and collections. While the Company substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in the Company's cash collections. During the second and third quarters of 2024, the Company has received a significant portion of its cash collections from the delayed billings.The Company records a provision for credit losses based on the assessment of the collectability of customer accounts, considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customerâ€™s ability to pay. CMS accounted for 17% and 25% of accounts receivable at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. One commercial customer accounted for approximately 14% of the Company's accounts receivable as of SeptemberÂ 30, 2024. As presented in Note 3, CMS accounted for approximately 24% of the Company's revenue for each of the three and nine months ended SeptemberÂ 30, 2024, and approximately 25% of the Company's revenue for each of the three and nine months ended SeptemberÂ 30, 2023.10IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Supply RiskThe Company relies on single-source vendors to supply some of its disposable housings, instruments and other materials used to manufacture the Zio patches and the adhesive that binds the Zio patch to a patientâ€™s body. These components and materials are critical, and there could be a considerable delay in finding alternative sources of supply. Recent Accounting PronouncementsIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which updates reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and for interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures as a single operating segment.In December 2023, the FASB issued ASU No. 2023-09 (â€œASU 2023-09â€), Income Taxes (Topic 740): Improvement to Income Tax Disclosures to enhance the transparency and decision usefulness of income tax disclosures. Two primary enhancements related to this ASU include disaggregating existing income tax disclosures relating to the effective tax rate reconciliation and income taxes paid. ASU 2023-09 is effective for annual periods beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures.On March 6, 2024, the SEC adopted SEC Release Nos. 33-11275; 34-99678, The Enhancement and Standardization of Climate-Related Disclosures for Investor, to require the disclosure of certain climate-related information in registration statements and annual reports, including Scope 1 and 2 emissions and information about climate-related risks that have materially impacted, or are reasonably likely to have a material impact on, a companyâ€™s business strategy, results of operations, or financial condition. In addition, under the final rules, certain disclosures related to severe weather events and other natural conditions will be required in audited financial statements. The disclosure requirements will begin phasing in for the Company's reports and registration statements including financial information in the fiscal year ending December 31, 2025. In April 2024, the SEC issued an order

staying the final rules until the completion of judicial review. The Company is currently evaluating the impact of this final rule on the Company's consolidated financial statements and related disclosures.3. REVENUE AND ACCOUNTS RECEIVABLEDisaggregation of RevenueThe Company disaggregates revenue from contracts with customers by payor type. The Company believes these categories aggregate the payor types by nature, amount, timing and uncertainty of its revenue streams. Disaggregated revenue by payor type and major service line for the three and nine months ended SeptemberÂ 30, 2024 and 2023 were as follows (in thousands, except percentages):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Amount% of RevenueAmount% of RevenueAmount% of RevenueAmount% of RevenueContracted third-party payors
$77,257Â 53%$67,336Â 54%$228,284Â 54%$196,566Â 55%Centers for Medicare and Medicaid36,011Â 24%31,006Â 25%104,052Â 24%88,369Â 25%Healthcare institutions23,461Â 16%18,065Â 14%65,269Â 15%52,060Â 14%Non-contracted third-party payors10,809Â 7%8,197Â 7%29,909Â 7%23,175Â 6%Total$147,538Â $124,604Â $427,514Â $360,170Â Revenue generated from the United States comprised substantially all of the Company's revenue. No other commercial customer or country comprised 10% or greater of the Company's revenue during the three and nine months ended SeptemberÂ 30, 2024 and 2023.11IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Accounts Receivable, Provision for Credit Losses and Contractual AllowancesAccounts receivable includes amounts due to the Company from healthcare institutions, third-party payors, and government payors and their related patients, as a result of the Company's normal business activities. Accounts receivable is reported on the unaudited condensed consolidated balance sheets net of an estimated provision for credit losses and contractual allowances.The Company establishes a provision for credit losses for estimated uncollectible receivables based on its assessment of the collectability of customer accounts and recognizes the provision as a component of selling, general and administrative expenses. The Company records a provision for contractual allowances based on the estimated differences between contracted amounts and expected collection rates for services performed. Such provisions are based on the Company's historical experience and are reported as a reduction of revenue.The Company regularly reviews the allowances by considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customerâ€™s ability to pay.The following table presents the changes in the provision for credit losses (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Nine Months EndedSeptember 30, 2023Balance, beginning of period$20,289Â $18,475Â $18,475Â Provision for credit losses16,242Â 17,105Â 12,595Â Write-offs, net of recoveries and other adjustments(14,040)(15,291)(11,659)Balance, end of period$22,491Â $20,289Â $19,411Â The following table presents the changes in the contractual allowance (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Nine Months EndedSeptember 30, 2023Balance, beginning of period$52,689Â $41,389Â $41,389Â Add: provision for contractual adjustments36,495Â 52,523Â 39,060Â Less: contractual adjustments(31,984)(41,223)(32,072)Balance, end of period$57,200Â $52,689Â $48,377Â Contract LiabilitiesASC 606, Revenue from Contracts with Customers, requires an entity to present a revenue contract as a contract liability when the Company has an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer, or an amount of consideration from the customer is due and unconditional (whichever is earlier). Certain of the Companyâ€™s customers pay the Company directly for the Zio XT service upon shipment of devices. Such advance payments are recognized as deferred revenue and are recorded as revenue when Zio reports are delivered to the healthcare provider. During the nine months ended SeptemberÂ 30, 2024 and 2023, $3.1 million and $3.0 million relating to the contract liability balance at the beginning of 2024 and 2023 was recognized as revenue, respectively. The deferred revenue liability was $3.0 million and $3.3 million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively.Contract CostsUnder ASC 340, Other Assets and Deferred Costs ("ASC 340"), the incremental costs of obtaining a contract with a customer are recognized as an asset. Incremental costs of obtaining a contract are those costs that an entity incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained.The Companyâ€™s current commission programs are considered incremental. However, as a practical expedient, ASC 340 permits the Company to immediately expense contract acquisition costs, because the asset that would have resulted from capitalizing these costs will be amortized in one year or less.12IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)4. CASH EQUIVALENTS AND MARKETABLE SECURITIESThe fair value of cash equivalents and marketable securities as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, were as follows (in thousands):September 30, 2024AmortizedCostGrossÂ UnrealizedFair ValueGainsLossesMoney market funds$28,048Â $â€”Â $â€”Â $28,048Â U.S. government securities137,406Â 11Â (2)137,415Â Total cash equivalents and marketable securities$165,454Â $11Â (2)165,463Â Classified as:Cash equivalents$162,967Â Marketable securities2,496Â Total cash equivalents and marketable securities$165,463Â December 31, 2023AmortizedCostGrossÂ UnrealizedFair ValueGainsLossesMoney market funds$12,594Â $â€”Â $â€”Â $12,594Â U.S. government securities97,534Â 59Â (2)97,591Â Total cash equivalents and marketable securities$110,128Â $59Â (2)110,185Â Classified as:Cash equivalents$12,594Â Marketable securities97,591Â Total cash equivalents and marketable securities$110,185Â Â Â Â Â 5. FAIR VALUE MEASUREMENTSAssets and Liabilities Measured at Fair Value on a Recurring BasisThe Company discloses and recognizes the fair value of its assets and liabilities using a hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in an orderly transaction between market participants at the reporting date. The hierarchy gives the highest priority to valuations based upon unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to valuations based upon unobservable inputs that are significant to the valuation (Level 3 measurements). The guidance establishes three levels of the fair value hierarchy as follows:Level 1â€”Inputs are unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.Level 2â€”Inputs (other than quoted market prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrumentâ€™s anticipated life.Level 3â€”Inputs reflect managementâ€™s best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs to the model.13IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Assets and liabilities measured at fair value are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Companyâ€™s assessment of the significance of a particular input to the fair value measurement in its entirety requires management to make judgments and consider factors specific to the asset or liability. The U.S. government securities are classified as Level 2 as they were valued based upon quoted market prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-based valuation techniques for which all significant inputs are observable in the market or can be corroborated by observable market data for substantially the full term of the assets.The Company had no transfers between levels of the fair value hierarchy of its assets measured at fair value.The following tables present the fair value of the Companyâ€™s financial assets determined using the inputs defined above (in thousands):September 30, 2024Level 1Level 2Level 3TotalAssetsMoney market funds$28,048Â $â€”Â $â€”Â $28,048Â U.S. government securitiesâ€”Â 137,415Â â€”Â 137,415Â Strategic investmentsâ€”Â â€”Â 59,059Â 59,059Â Total$28,048Â $137,415Â $59,059Â $224,522Â LiabilitiesContingent consideration$â€”Â $â€”Â $17,069Â $17,069Â Total$â€”Â $â€”Â $17,069Â $17,069Â December 31, 2023Level 1Level 2Level 3TotalAssetsMoney market funds$12,594Â $â€”Â $â€”Â $12,594Â U.S. government securitiesâ€”Â 97,591Â â€”Â 97,591Â Strategic investmentsâ€”Â â€”Â 3,000Â 3,000Â Total$12,594Â $97,591Â $3,000Â $113,185Â The Company's debt obligation as of December 31, 2023 is classified as Level 2 input. The fair value of the Companyâ€™s outstanding interest-bearing obligation as of December 31, 2023 approximated the carrying value of $35.0 million.Fair Value of Strategic InvestmentsThe Company holds strategic investments upon which it measures the fair value on a recurring basis. The carrying value of these investments are $59.1 million and $3.0 million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. The Company's strategic investments are with privately held companies, and as such, limited information is available. On a quarterly basis, the Company monitors information that becomes available and adjusts the carrying values of these investments if there are identified events or changes in circumstances that have a significant effect on their fair values. The strategic investments are categorized as Level 3 investments within the fair value hierarchy due to the uncertainty of the fair value measurement with respect to the use of significant unobservable inputs and included within long-term strategic investments in the Companyâ€™s unaudited condensed consolidated balance sheets. 14IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)During the nine months ended SeptemberÂ 30, 2024, the Company made an aggregate of $55.0Â million in strategic loan investments in BioIntelliSense, Inc. (â€œBioISâ€), a privately-held company. The loan investments have maturity dates ranging from April 2029 through August 2029. The loan investments can convert into preferred shares of BioIS based upon certain qualifying financing events. The aggregate fair value of the strategic loan investments is $55.6Â million as of September 30, 2024. In accordance with ASC 820, Fair Value Measurement, the Company elected to apply the fair value option to these strategic loan investments, with changes in fair value reported within other income (expense), net in the Company's unaudited condensed consolidated statements of operations at each reporting period. During the three and nine months ended September 30, 2024, the Company increased the fair value of the strategic loan investments by $0.6Â million. The fair value of the loan investments in BioIS is determined by using a probability-weighted expected return model (â€œPWERMâ€) and a discounted cash flow valuation model with scenarios that correspond to the contractual settlement events. The determination of fair value involves significant assumptions such as discount rates, volatilities, and expected years. These unobservable inputs represent a Level 3 measurement, as they are supported by little or no market activity and reflect the Company's own assumptions in measuring fair value.The recurring Level 3 fair value measurements of the loan investment include the following significant unobservable inputs as of September 30, 2024:September 30, 2024Discount rate12.0Â %Equity volatility67.0Â %Expected years (range)2025 - 2029During the year ended December 31, 2023, the Company made a $3.0Â million strategic equity investment in a separate privately-held company. During the three months ended September 30, 2024, the Company increased the fair value of the strategic equity investment by $0.5Â million. The carrying value of the strategic equity investment is $3.5Â million as of September 30, 2024. The change in fair value is recorded within other income (expense), net in the Companyâ€™s unaudited condensed consolidated statements of operations. The following table sets forth the changes in the estimated fair value of the Company's strategic investments measured on a recurring basis (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Balance, beginning of period$3,000Â $â€”Â Additions during the period55,000Â 3,000Â Changes in estimated fair value1,059Â â€”Â Balance, end of period$59,059Â $3,000Â Contingent Consideration LiabilitiesThe Company established contingent consideration liabilities in conjunction with the development milestones associated with the acquisition of certain technology from BioIS. The fair value of contingent consideration liabilities is determined using PWERM, with scenarios that correspond to the contractual settlement events. There are significant inputs of such model that are not observable in the market, such as probability of achievement of stated milestones and expected term. The unobservable inputs represent a Level 3 measurement. Fair value adjustments to contingent consideration liabilities are assessed quarterly and recorded through operating expenses within acquired in-process research and development in the unaudited condensed consolidated statements of operations. Refer to Note 7, Commitments and Contingencies, for further details relating to the BioIS contingent consideration liabilities.The recurring Level 3 fair value measurements of contingent consideration liabilities associated with the development agreement milestones include the following significant unobservable inputs as of September 30, 2024:September 30, 2024Probability of achievement (range)75.0%- 90.0%Expected years2025 - 202615IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Contingent consideration liabilities for BioIS at the inception of acquisition of the licensed technology were $17.0Â million. Contingent consideration liabilities were $17.1 million as of September 30, 2024, and were included in other noncurrent liabilities in the Companyâ€™s unaudited condensed consolidated balance sheet.The following table sets forth the changes in the estimated fair value of the Companyâ€™s contingent consideration liabilities measured on a recurring basis (Level 3) (in thousands):Nine Months EndedSeptember 30, 2024Balance, beginning of period$â€”Â Additions during the period16,970Â Changes in estimated fair value99Â Balance at end of period$17,069Â Fair Value of Senior Convertible NotesThe fair value, based on a quoted market price (Level 1), of the Companyâ€™s senior convertible notes due 2029 (the "2029 Notes") is as follows (in thousands):September 30, 2024December 31, 2023Senior Convertible Notes due 2029$601,804Â $â€”Â 6. BALANCE SHEET COMPONENTSInventoryInventory consisted of the following (in thousands):September 30, 2024December 31, 2023Raw materials and work-in-progress$6,769Â $6,299Â Finished goods8,263Â 7,674Â Total$15,032Â $13,973Â Long-term Strategic InvestmentsLong-term strategic investments consisted of the following (in thousands):September 30, 2024December 31, 2023Strategic loan investments$55,563Â $â€”Â Strategic equity investment3,496Â 3,000Â Total$59,059Â $3,000Â Other AssetsOther assets consisted of the following (in thousands):September 30, 2024December 31, 2023PCBAs$38,608Â $38,987Â Cloud computing arrangements5,612Â 4,959Â Other1,320Â 1,093Â Total$45,540Â $45,039Â The Company reuses PCBAs in each wearable Zio Monitor patch, Zio XT patch, and Zio AT patch, as well as the wireless gateway used in conjunction with the Zio AT patch. As PCBAs are used in a wearable Zio Monitor patch, Zio XT patch, or Zio AT patch, a portion of the cost of the PCBA is recorded as a cost of revenue. The PCBAs are charged over a period beyond one year. Charges to cost of revenue were $4.2 million and $9.9 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $2.4 million and $5.4 million for the three and nine months ended SeptemberÂ 30, 2023, respectively.16IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Property and Equipment, NetProperty and equipment, net consisted of the following (in thousands):September 30, 2024December 31, 2023Laboratory and manufacturing equipment$9,588Â $6,007Â Computer equipment and software4,219Â 3,905Â Furniture and fixtures4,182Â 4,020Â Leasehold improvements27,121Â 24,885Â Internal-use software in service77,101Â 61,980Â Internal-use software in development56,123Â 43,701Â Construction in progress9,986Â 10,119Â Total property and equipment, gross188,320Â 154,617Â Less: accumulated depreciation and amortization(65,930)(50,503)Total property and equipment, net$122,390Â $104,114Â Depreciation and amortization expense for the three and nine months ended SeptemberÂ 30, 2024 was $5.1 million and $15.4 million, respectively, and $4.1 million and $11.4 million for three and nine months ended SeptemberÂ 30, 2023, respectively, of which amortization related to internal-use software, was $3.6 million and $11.0 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $3.1 million and $8.6 million, for the three and nine months ended SeptemberÂ 30, 2023, respectively.During the three and nine months ended SeptemberÂ 30, 2024, internal-use software, both in service and in development, increased by $8.6 million and $27.5 million, respectively. This increase is related to enhancements in the Companyâ€™s core technology, products and services and artificial intelligence, as well as investment in future technology supporting the Zio Monitor System, the Company's next generation biosensor technology platform.During the three and nine months ended SeptemberÂ 30, 2024, the Company recorded an impairment charge of $0.6 million within impairment charges in the Companyâ€™s unaudited condensed consolidated statements of operations related to internal-use software in development not expected to be completed. No impairment charge related to internal-use software has been recognized for the three and nine months ended September 30, 2023.Accrued LiabilitiesAccrued liabilities consisted of the following (in thousands):September 30, 2024December 31, 2023Accrued payroll and related expenses$39,524Â $47,656Â Accrued vacation7,110Â 8,608Â Accrued expenses12,845Â 14,891Â Claims payable2,125Â 4,578Â Accrued employee share purchase plan contributions1,963Â 1,037Â Accrued state and foreign income and sales taxes3,662Â 2,877Â Accrued professional services fees6,729Â 3,715Â Total accrued liabilities$73,958Â $83,362Â 17IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)7. COMMITMENTS AND CONTINGENCIESLeasesThe Company leases office, manufacturing, and clinical centers under non-cancelable operating leases which expire on various dates through 2033. These leases generally contain scheduled rent increases or escalation clauses and renewal options. Operating lease ROU assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. The operating lease ROU assets also include any lease payments made to the lessor at or before the commencement date as well as variable lease payments which are based on a consumer price index. The Company is also subject to variable lease payments related to janitorial services and electricity which are not included in the operating lease ROU asset as they are based on actual usage. The Company recognizes operating lease expenses, generally on a straight-line basis over the lease period.During the nine months ended SeptemberÂ 30, 2024, there were no material changes to the leases from those described in Note 8, Commitments and Contingencies, included in the Company's Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Contractual obligations under operating lease liabilities were as follows (in thousands):Year Ended December 31:2024 (remainder of the year)$3,867Â 202515,633Â 202616,096Â 202716,492Â 202816,385Â Thereafter47,101Â Total lease payments115,574Â Less: imputed interest(26,033)Total lease liabilities$89,541Â Legal ProceedingsFrom time to time, the Company is involved in claims and legal proceedings or investigations, that arise in the ordinary course of business. Such matters could have an adverse impact on the Company's reputation, business, and financial condition and divert the attention of its

management from the operation of the Company's business. These matters are subject to many uncertainties and outcomes that are not predictable. On February 1, 2021, a putative class action lawsuit was filed in the United States District Court for the Northern District of California (the "Court") alleging that the Company and its former Chief Executive Officer, Kevin M. King, violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder. On August 2, 2021, the lead plaintiff filed an amended complaint, and filed a further amended complaint on September 24, 2021. The amended complaint names as defendants, in addition to the Company and Mr. King, its former Chief Executive Officer, Michael J. Coyle, and former Chief Financial Officer and former Chief Operating Officer, Douglas J. Devine. The purported class in the amended complaint includes all persons who purchased or acquired the Company's common stock between August 4, 2020 and July 13, 2021, and seeks unspecified damages purportedly sustained by the class. On October 27, 2021, the Company filed a motion to dismiss, which the Court granted on March 31, 2022, entering judgment in favor of the Company and the other defendants. On April 29, 2022, the original named plaintiff appealed to the Ninth Circuit Court of Appeals. On October 11, 2023, after briefing by the parties and oral argument, the Ninth Circuit dismissed the appeal for lack of jurisdiction. The appellant filed a petition for rehearing en banc, which was denied on December 6, 2023. On April 16, 2024, the original named plaintiff appealed the Ninth Circuitâ€™s decision regarding jurisdiction to the United States Supreme Court (the â€œSupreme Courtâ€) and, on May 20, 2024, the Company waived its right to provide a statement of opposition with respect to the issue of jurisdiction. On June 4, 2024, the Supreme Court requested the Company provide a statement of opposition, which was due August 2, 2024. On October 7, 2024, the Supreme Court denied the plaintiffâ€™s petition for appeal, thereby ending the matter.18IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)On February 6, 2024, a second putative class action lawsuit was filed in the Court alleging that the Company's current Chief Executive Officer, Quentin Blackford, the Company's former Chief Financial Officer, Brice Bobzien, and our former Chief Financial Officer and former Chief Operating Officer, Mr. Devine violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder, and seeks unspecified damages purportedly sustained by the class. On July 19, 2024, an amended complaint was filed, naming the Company, Mr. Blackford, Mr. Bobzien, Mr. Devine, our Chief Commercial Officer Chad Patterson, our former Chief Technology Officer Mark Day, and our Chief Medical Officer, Chief Scientific Officer, and Executive Vice President of Product Innovation, Mintu Turakhia, as defendants. On October 7, 2024, a second amended complaint was also filed to include events from the recent FDA inspections.The Company believes the above securities class action lawsuits to be without merit and plans to continue to defend itself vigorously.On March 26, 2021, the Company received a grand jury subpoena from the U.S. Attorneyâ€™s Office for the Northern District of California requesting information related to communications with FDA and the Company's products and services. On September 13, 2021, the Company received a second subpoena requesting additional information. On April 4, 2023, the Company received a Subpoena Duces Tecum from the Consumer Protection Branch, Civil Division of the U.S. Department of Justice (the "DOJ"), requesting production of various documents regarding the Companyâ€™s products and services. The Company has been cooperating fully on these matters. On July 1, 2024, the DOJ filed with the United States District Court for the Northern District of California a Petition for Order to Show Cause and Application for Enforcement with respect to the production of certain documentary materials which the Company asserts are protected by legal privileges. The Company intends to defend its privilege assertions over such materials in its response to the DOJ's petition.On February 20, 2024, Welch Allyn, a subsidiary of Hill-Rom Holdings, Inc. which was acquired by Baxter International, Inc., filed a lawsuit against the Company in the United States District Court for the District of Delaware, alleging that the Company's Zio devices infringe certain of its patents and that the Companyâ€™s infringement was willful. The Company filed a motion to dismiss Welch Allynâ€™s willful infringement claims on April 11, 2024. Welch Allyn filed an amended complaint on April 24, 2024 that continued to allege that the Company's devices infringe certain of its patents and that the Companyâ€™s infringement was willful. The Company filed a motion to dismiss Welch Allynâ€™s willful infringement allegations found in the amended complaint on June 12, 2024. Welch Allyn seeks money damages and attorneysâ€™ fees. The Company believes this lawsuit is without merit and plans to defend itself vigorously.Technology License AgreementOn August 30, 2024, the Company entered into a Technology License Agreement (the â€œLicense Agreementâ€) with BioIS, pursuant to which (i) the Company will receive a perpetual fully paid up license to certain of BioISâ€™ intellectual property, technology and products for research, development and commercialization of potential next generation products and services in certain fields of use, including an exclusive license to develop and commercialize pulse oximetry, accelerometry, and trending non-invasive blood pressure technologies for use within the Companyâ€™s ambulatory cardiac monitoring products and services, and (ii) the Company and BioIS agreed to negotiate in good faith a supply agreement for pulse oximetry hardware.Under the terms of the License Agreement, during the third quarter of 2024 the Company paid BioIS an upfront fee of $15.0Â million in cash consideration. In connection with the License Agreement, the Company also purchased an aggregate of $40.0Â million of convertible promissory notes from BioIS (the "Convertible Notes"), of which $20.0Â million of the convertible promissory notes ("Milestone Notes") were designated for satisfaction of the Company's regulatory milestone payment obligations. The Milestone Notes, plus accrued and unpaid interest, if any, shall be cancelled, if outstanding, upon the achievement of the regulatory milestones up through December 31, 2026. The Company has recorded a charge for $32.1Â million for acquired IPR&D in the Company's unaudited condensed consolidated statements of operations for the three and nine months ended SeptemberÂ 30, 2024, which includes the upfront fee of $15.0Â million as well as contingent consideration of $17.1Â million related to the regulatory milestones. Additionally, BioIS is eligible to receive low single digit royalty payments on annual net sales of certain products in the home sleep testing field, subject to certain adjustments specified in the License Agreement.19IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Development AgreementOn September 3, 2019, the Company entered into a Development Collaboration Agreement with Verily Life Sciences LLC, an Alphabet company (â€œVLSâ€) and Verily Ireland Limited (â€œVILâ€ and together with VLS, â€œVerilyâ€) (such Development Collaboration Agreement, as amended by Amendment No. 1 dated April 26, 2021 and Amendment No.2 dated January 24, 2022, the â€œDevelopment Agreementâ€). The Development Agreement involves joint development and production of intellectual property between the Company and Verily. Each participant has primary responsibility for certain aspects of development and approval, with all processes to be performed at each respective partyâ€™s own cost. Costs incurred by the Company in connection with the Development Agreement will be expensed as research and development expense in accordance with ASC 730, Research and Development.The Company and Verily will develop certain next-generation atrial fibrillation (â€œAfibâ€) screening, detection, or monitoring products pursuant to the Development Agreement, which products will involve combining Verily's and the Companyâ€™s technology platforms and capabilities. Under the terms of the Development Agreement, the Company paid Verily an upfront fee of $5.0Â million in 2019. In addition, the Company agreed to make additional milestone payments to Verily up to an aggregate of $12.75Â million upon achievement of various development and regulatory milestones over the term of the Development Agreement. The Company has achieved milestones tied to payments totaling $11.0Â million to date and may make additional payments over the term of the Development Agreement of $1.75Â million, subject to the achievement of specified milestones. No payments were made during the three and nine months ended SeptemberÂ 30, 2024 and 2023.The Development Agreement provides each party with licenses to use certain intellectual property of the other party for development activities in the field of Afib screening, detection, or monitoring. Ownership of developed intellectual property will be allocated to the Company or Verily depending on the subject matter of the underlying developed intellectual property, and, for certain subject matter, shall be jointly owned.IndemnificationsIn the ordinary course of business, the Company enters into agreements pursuant to which it agrees to indemnify customers, vendors, lessors, business partners, and other parties with respect to certain matters, including losses arising out of the breach of such agreements, services to be provided by the Company, or from intellectual property infringement claims made by third parties. Pursuant to such agreements, the Company may indemnify, hold harmless and defend an indemnified party for losses suffered or incurred by the indemnified party. Some of the provisions will limit losses to those arising from third party actions. In some cases, the indemnification will continue after the termination of the agreement. The maximum potential amount of future payments the Company could be required to make under these provisions is not determinable. The Company has also entered into indemnification agreements with its directors and officers that may require the Company to indemnify its directors and officers against liabilities that may arise by reason of their status or service as directors or officers to the fullest extent permitted by applicable law. The Company currently has directorsâ€™ and officersâ€™ insurance.8. DEBT1.50% Senior Convertible Notes due 2029The carrying amounts of the Companyâ€™s 2029 Notes were as follows (in thousands):September 30, 2024December 31, 2023Principal amount$661,250Â $â€”Â Unamortized debt issuance costs(15,429)â€”Â Carrying amount of senior convertible notes due 2029$645,821Â $â€”Â 20IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)The following table summarizes the components of interest expense and the effective interest rate for the 2029 Notes for the periods shown (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Contractual coupon interest$2,535Â $â€”Â $5,731Â $â€”Â Amortized debt issuance costs738Â â€”Â 1,890Â â€”Â Total interest expense recognized on senior convertible notes due 2029$3,273Â $â€”Â $7,621Â $â€”Â Effective interest rate2.0Â %â€”Â %2.0Â %â€”Â %On March 7, 2024, the Company completed an offering of $661.3Â million aggregate principal amount of unsecured senior convertible notes with a stated interest rate of 1.50% and a maturity date of September 1, 2029. The proceeds include the full exercise of the option granted by the Company to the initial purchasers of the 2029 Notes to purchase up to an additional $86.3Â million aggregate principal amount of notes. Interest on the 2029 Notes is payable semi-annually in arrears on March 1 and September 1 of each year, beginning on September 1, 2024. The net proceeds from the offering, after deducting initial purchasersâ€™ discounts and costs directly related to the offering, were approximately $643.8Â million. The initial conversion rate of the 2029 Notes is 6.7927 shares per $1,000 principal amount of notes, which is equivalent to a conversion price of approximately $147.22 per share, subject to adjustments. The 2029 Notes may be settled in cash, stock, or a combination thereof, solely at the Company's discretion.The Company used net proceeds from the offering to purchase capped calls, as well as repayment of the Company's outstanding debt which is described below. In addition, the Company also used net proceeds from the offering to repurchase shares of the Company's common stock. Refer to Note 10, Stockholders' Equity for further details relating to the Company's shares repurchase.No principal payments are due on the 2029 Notes prior to maturity. Other than restrictions relating to certain fundamental changes and consolidations, mergers or asset sales and customary anti-dilution adjustments, the indenture relating to the 2029 Notes (the â€œIndentureâ€) includes customary terms and covenants, including certain events of default after which the 2029 Notes may be due and payable immediately. The Company uses the if-converted method for assumed conversion of the 2029 Notes to compute the weighted-average shares of common stock outstanding for diluted earnings per share, when applicable.Conversion Rights at the Option of the HoldersHolders of the 2029 Notes who convert their notes in connection with a make-whole fundamental change (as defined in the Indenture) or convert their 2029 Notes called (or deemed called) for redemption in connection with any optional redemption are, under certain circumstances, entitled to an increase in the conversion rate. Additionally, in the event of a fundamental change (as defined in the Indenture), holders of the 2029 Notes may require the Company to repurchase for cash all or a portion of their notes at a price equal to 100% of the principal amount of notes, plus any accrued and unpaid interest to, but excluding, the repurchase date.Holders of the 2029 Notes may convert all or a portion of their notes prior to the close of business on the business day immediately preceding June 1, 2029, in multiples of $1,000 principal amount, only under the following circumstances: (1) during any calendar quarter commencing after the calendar quarter ending on June 30, 2024 (and only during such calendar quarter), if the last reported sale price of the Company's common stock for at least 20 trading days (whether or not consecutive) during a period of 30 consecutive trading days ending on the last trading day of the immediately preceding calendar quarter is greater than or equal to 130% of the conversion price of the 2029 Notes on each applicable trading day;(2) during the five business day period after any five consecutive trading day period (the â€œmeasurement periodâ€) in which the trading price (as defined in the Indenture) per $1,000 principal amount of the 2029 Notes for each trading day of that measurement period was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate of the 2029 Notes on such trading day;(3) if the Company calls any or all 2029 Notes for redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the redemption date, but only with respect to the 2029 Notes called (or deemed called) for redemption; or(4) upon the occurrence of specified corporate events as specified in the Indenture.21IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)On or after June 1, 2029, until 5:00 p.m., New York City time, on the second scheduled trading day immediately preceding September 1, 2029, holders of the notes may convert the 2029 Notes, in multiples of $1,000 principal amount, at their option regardless of the foregoing circumstances.Conversion Rights at Our OptionThe Company may not redeem the 2029 Notes prior to September 5, 2027. On or after September 5, 2027 and prior to June 1, 2029, the Company may redeem at its option for cash all or any portion of the 2029 Notes, at the redemption price, if the last reported sale price of the Company's common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during any 30 consecutive trading day period ending on, and including, the trading day immediately preceding the date on which the Company provides the redemption notice. The redemption price will be equal to 100% of the principal amount of the 2029 Notes, plus accrued and unpaid interest, if any, to, but excluding, the redemption date.2029 Capped Call TransactionsOn March 4, 2024, in connection with the offering of the 2029 Notes, the Company entered into privately negotiated capped call transactions (the â€œ2029 Capped Callsâ€) with certain financial institutions. The 2029 Capped Calls will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2029 Notes, the number of shares of the Company's common stock that will initially underlie the 2029 Notes. The 2029 Capped Calls are expected generally to reduce potential dilution to the Company's common stock upon conversion of the 2029 Notes and/or offset any cash payments that the Company could be required to make in excess of the principal amount of converted 2029 Notes, as the case may be, with such reduction and/or offset subject to a cap. The 2029 Capped Calls have an initial cap price of $218.10 per share, subject to adjustments, which represents a premium of 100% over the closing price of the Company's common stock of $109.05 per share on the Nasdaq Global Select Market on March 4, 2024. The Company completed the purchase of the 2029 Capped Calls on March 7, 2024, for the amount of $72.4Â million. The cost to purchase the 2029 Capped Calls was recorded as a reduction to additional paid-in capital in the Company's consolidated balance sheets, as the 2029 Capped Calls met the criteria for classification within stockholdersâ€™ equity.Braidwell DebtOn January 3, 2024 (the â€œClosing Dateâ€), the Company entered into the Credit, Security and Guaranty Agreement (the â€œBraidwell Credit Agreementâ€) with Braidwell Transactions Holdings LLC â€“ Series 5 (â€œBraidwellâ€), which provided for a senior secured term loan in an aggregate principal amount of up to $150.0Â million (the â€œBraidwell Term Loan Facilityâ€). An initial tranche of $75.0Â million (â€œInitial Loanâ€) was funded on the Closing Date. In addition to the Initial Loan, the Braidwell Term Loan Facility included an additional tranche of $75.0Â million, which was accessible by the Company through the one year anniversary of the Closing Date, so long as the Company satisfied certain customary conditions. The Braidwell Term Loan Facility had a maturity date of January 3, 2029 (the â€œMaturity Dateâ€) and provided, at the Companyâ€™s election, for the option to have a portion of interest added to principal rather than paid in cash during the term of the loan, with principal and accrued interest due at the Maturity Date.On March 7, 2024, in connection with the offering of the 2029 Notes, the Company used approximately $80.2Â million of the net proceeds for the repayment in full of the $75.0Â million outstanding Initial Loan, as well as interest, fees and expenses associated with terminating the agreement. Interest expense for the three and nine months ended SeptemberÂ 30, 2024 was nil and $1.8Â million, respectively. Interest expense for the nine months ended SeptemberÂ 30, 2024 consisted of contractual coupon interest and amortized debt issuance costs of $1.6Â million and $0.2Â million, respectively. The Company incurred $5.6Â million of fees and expenses relating to the repayment of the Initial Loan and the termination of the Braidwell Credit Agreement, inclusive of unamortized debt origination costs, which has been recorded within loss on extinguishment of debt in the Companyâ€™s unaudited condensed consolidated statements of operations for the nine months ended September 30, 2024.SVB Term LoanIn October 2018, the Company entered into the Third Amended and Restated Loan and Security Agreement (â€œSVB Loan Agreementâ€) with Silicon Valley Bank (â€œSVBâ€). Under the SVB Loan Agreement, the Company had borrowed $35.0Â million and had made repayments through March 2022, at which time the outstanding balance was $18.5Â million.On March 28, 2022, the Company entered into a Second Amendment (â€œ2022 Amendmentâ€) to its SVB Loan Agreement which provided for a term loans facility in the aggregate principal amount of up to $75.0Â million (the â€œ2022 Term Loansâ€), of which $35.0Â million was borrowed at closing and a portion of the proceeds was used to pay in full the outstanding balance of $18.5Â million under the SVB Loan Agreement. None of the remaining $40.0Â million of the 2022 Term Loans was borrowed up through December 31, 2023.22IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)The 2022 Amendment also amended the terms of the revolving credit line under the SVB Loan Agreement, which provided for an aggregate principal amount of $25.0Â million.On January 3, 2024, in connection with the entry into the Braidwell Credit Agreement, the Company used approximately $37.8Â million of the net proceeds for the repayment in full of the $35.0Â million outstanding principal balance as well as interest, fees and expenses associated with terminating the agreement. Upon termination of the SVB Loan Agreement, SVBâ€™s security interest in the Companyâ€™s assets and property was released. Interest expense for three and nine months ended SeptemberÂ 30, 2023 was $0.8Â million and $2.5Â million, respectively.

Contractual coupon interest for the three and nine months ended SeptemberÂ 30, 2023 was $0.8Â million and $2.2Â million, respectively. Amortized debt issuance costs for the three and nine months ended SeptemberÂ 30, 2023 were $0.1Â million and $0.3Â million, respectively. Interest expense, contractual coupon interest, and amortized debt issuance costs for the three and nine months ended September 30, 2024 was nil. The Company incurred $2.0Â million of fees and expenses relating to the termination of the SVB Loan Agreement, which has been recorded within loss on extinguishment of debt in the Company's unaudited condensed consolidated statements of operations during the nine months ended September 30, 2024.9. INCOME TAXESThe Company recorded a tax provision related to its U.S. state taxes and its foreign subsidiaries during the three and nine months ended SeptemberÂ 30, 2024 and 2023.Â Due to the uncertainties surrounding the realization of the U.S. deferred tax assets through future taxable income, the Company has provided a full valuation allowance and, therefore, no benefit has been recognized for the net operating loss carryforwards and other deferred tax assets.10. STOCKHOLDERS' EQUITYTreasury SharesOn March 7, 2024, the Company used approximately $25.0Â million of the net proceeds from the 2029 Notes offering to repurchase 229,252 shares of the Company's common stock at a purchase price of $109.05 per share via privately negotiated transactions effected through one of the initial purchasers or its affiliate. Repurchased shares of the Company's common stock are held as treasury shares until they are reissued or retired.11. STOCK-BASED COMPENSATIONThe following table summarizes the total stock-based compensation expense included in the unaudited condensed consolidated statements of operations for the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Cost of revenue$709Â $1,236Â $2,421Â $2,584Â Research and development3,163Â 3,370Â 10,551Â 7,912Â Selling, general and administrative13,286Â 16,402Â 46,998Â 42,862Â Total stock-based compensation expense$17,158Â $21,008Â $59,970Â $53,358Â Restricted Stock Units and Performance-Based Restricted Stock UnitsAs of SeptemberÂ 30, 2024, there was a total of 1.5Â million awards outstanding and total unamortized compensation cost of $121.9 million, net of estimated forfeitures, related to restricted stock units ("RSUs"), which the Company expects to recognize over a weighted average period of 1.7 years.As of SeptemberÂ 30, 2024, there was a total of 0.9Â million awards outstanding and total unamortized compensation cost of $36.0 million, net of estimated forfeitures, related to performance based RSUs ("PRSUs"), which the Company expects to recognize over a weighted average remaining period of 1.4 years. PRSUs are based on the maximum number of PRSUs issuable in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria.23IRHYTHM TECHNOLOGIES, INC.Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)Market-based PRSUsThe Company grants PRSUs to its key executives. PRSUs can be earned in accordance with the performance equity program for each respective grant.In February 2024, the Company granted market-based PRSUs to senior executive officers. These PRSUs to be earned will be based on the cumulative annual growth rate ("CAGR") of annual unit volume calculated between fiscal year 2026 and fiscal year 2023 and measured against performance thresholds, as well as a relative comparison of the S&P Healthcare Equipment Select Industry Index to the Company's Total Shareholder Return (â€œTSRâ€). The grant date fair value of the TSR was based on the expected term of 2.8 years, interest risk free rate of 4.4%, implied volatility of 67.95% and no dividend yield. These February 2024 awards are subject to the recipient senior executive officer's continued employment through the vesting date of March 16, 2027.OptionsAs of SeptemberÂ 30, 2024, the Company had a total of 0.3Â million options outstanding. As of SeptemberÂ 30, 2024, the options were fully vested.Employee Stock Purchase PlanAs of SeptemberÂ 30, 2024, the Company had $2.6 million of unrecognized compensation expense that will be recognized over a weighted average period of 0.6 years.12. NET LOSS PER SHAREAs the Company had net losses for the three and nine months ended SeptemberÂ 30, 2024 and 2023, all potential common shares were determined to be anti-dilutive. The following table sets forth the computation of the basic and diluted net loss per share during the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands, except per share data):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Numerator:Net loss$(46,182)$(27,116)$(111,956)$(84,707)Denominator:Weighted-average shares used to compute net loss per common share, basic and diluted31,262Â 30,607Â 31,147Â 30,470Â Net loss per common share, basic and diluted(1.48)(0.89)(3.59)(2.78)The Company applies the if-converted method in computing the effect of the Company's senior convertible notes on diluted net income per share. For periods in which the Company reports net income, the numerator of the diluted per share computation is adjusted for interest expense and amortization of debt issuance costs, net of tax, and the denominator is adjusted for the weighted average number of shares into which each of the Companyâ€™s senior convertible notes could be converted. The effect is only included in the calculation of diluted net income per share for those senior convertible notes which reduce net income per share.The following outstanding shares of potentially dilutive securities have been excluded from diluted net loss per common share for the three and nine months ended SeptemberÂ 30, 2024 and 2023 because their inclusion would be anti-dilutive (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Options to purchase common stock290Â 307Â 290Â 307Â RSUs and PRSUs12,378Â 2,747Â 2,378Â 2,747Â Senior convertible notes4,492Â â€”Â 4,492Â â€”Â Total7,160Â 3,054Â 7,160Â 3,054Â 1PRSUs are based on the maximum number of PRSUs in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria and relative TSR, as discussed in Note 11, Stock-Based Compensation.24ITEM 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 the unaudited condensed consolidated financial statements and related notes included elsewhere in Item 1 of Part I of this Quarterly Report on Form 10-Q. This discussion and other parts of this Quarterly Report on Form 10-Q contain forward-looking statements that involve risks and uncertainties, such as statements of our plans, objectives, expectations and intentions. Our actual results could differ materially from those discussed in these forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to, those discussed in the section of this Quarterly Report on Form 10-Q entitled â€œRisk Factors."OverviewWe are a leading digital healthcare company that creates trusted solutions that detect, predict, and prevent disease. Our principal business is the design, development, and commercialization of device-based technology to provide remote cardiac monitoring services that we believe allow clinicians to diagnose certain arrhythmias quicker and with greater efficiency than other services that rely on traditional technology. Each Zio System combines an FDA-cleared and CE-marked, wire-free, patch-based, 14-day wearable biosensor that continuously records ECG data with a proprietary, FDA-cleared, CE-marked cloud-based data analytic software to help physicians monitor patients and diagnose arrhythmias. Since receiving FDA clearance, we have provided the Zio Services to over six million patients and have collected over 1.8 billion hours of curated heartbeat data.Since first receiving clearance from FDA for our technology in 2009, we have supported physician and patient use of our technology and provided ambulatory cardiac monitoring services from our Medicare-enrolled IDTFs and with our qualified technicians. We have provided our Zio Services using our Zio Systems.We receive revenue for the Zio Services primarily from third-party payors, which include contracted third-party payors and CMS. The remainder of our revenue comes from healthcare institutions, which are typically hospitals or private physician practices, who purchase the Zio Services from us directly. We rely on third-party billing partners to submit patient claims and collect from commercial payors, certain government agencies, and patients. The following are Zio Services shown as a percentage of revenue:Three Months EndedSeptember 30,Nine Months EndedSeptember 30,Â 20242023202420232023Contracted third-party payors53%54%54%55%Centers for Medicare and Medicaid24%25%24%25%Healthcare institutions16%14%15%14%Non-contracted third-party payors 7%7%7%6%Key Business MetricNon-GAAP Financial MeasureAdjusted EBITDA is a key measure we use to assess our financial performance and it is also used for internal planning and forecasting purposes. We believe Adjusted EBITDA is helpful to investors, analysts, and other interested parties because it can assist in providing a more consistent and comparable overview of our operational performance across our historical financial periods. In addition, this measure is frequently used by analysts, investors, and other interested parties to evaluate and assess performance.We define Adjusted EBITDA for a particular period as net loss before income tax provision, depreciation and amortization, interest expense, interest income and as further adjusted for stock-based compensation expense, changes in fair value of strategic investments, impairment and restructuring charges, business transformation costs, and loss on extinguishment of debt. Business transformation costs include costs associated with professional services, employee termination and relocation, third-party merger and acquisition, integration, and other costs to augment and restructure the organization, inclusive of both outsourced and offshore resources.25Adjusted EBITDA is a non-GAAP financial measure and is presented for supplemental informational purposes only and should not be considered as an alternative or substitute to financial information presented in accordance with GAAP. This measure has certain limitations in that it does not include the impact of certain expenses that are reflected in our unaudited condensed consolidated statements of operations that are necessary to run our business. We may identify additional charges and gains to exclude from Adjusted EBITDA that are significant in nature which may impact period to period comparability and do not represent the ongoing results of the business. Other companies, including other companies in our industry, may not use this measure or may calculate this measure differently than as presented in this Quarterly Report on Form 10-Q, limiting its usefulness as a comparative measure.The following table presents a reconciliation of Net loss, the most directly comparable financial measure calculated in accordance with GAAP, to Adjusted EBITDA (in thousands):Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Net loss1$(46,182)$(27,116)$(111,956)$(84,707)Interest expense3,329Â 927Â 9,501Â 2,709Â Interest income(6,456)(1,717)(16,198)(4,619)Changes in fair value of strategic investments(1,059)â€”Â (1,059)â€”Â Income tax provision188Â 195Â 414Â 495Â Depreciation and amortization5,135Â 4,067Â 15,426Â 11,434Â Stock-based compensation17,158Â 21,008Â 59,970Â 53,358Â Impairment charges641Â â€”Â 641Â â€”Â Business transformation costs7,360Â 2,999Â 8,656Â 14,094Â Loss on extinguishment of debtâ€”Â â€”Â 7,589Â â€”Â Adjusted EBITDA$(19,886)$363Â $(27,016)$(7,236)1 Net loss for the three and nine months ended September 30, 2024 includes $32.1 million of acquired in-process research and development expense.Macroeconomic FactorsOur future results of operations and liquidity could be materially adversely affected by macroeconomic factors contributing to delays in payments of outstanding receivables, supply chain disruptions, including shortages and inflationary pressure, uncertain or reduced demand, and the impact of any initiatives or programs that we may undertake to address financial and operational challenges faced by our customers.The current macroeconomic environment is impacting our customers, both financially and operationally. Hospitals are experiencing staffing shortages and supply chain issues that could affect their ability to provide patient care. Additionally, hospitals are facing significant financial pressure as supply chain constraints and inflation drive up operating costs, rising interest rates make access to credit more expensive, unrealized losses decrease available cash reserves, and fiscal stimulus programs enacted during the COVID-19 pandemic continue to wind down. As a consequence of the financial pressures and decreased profitability, some hospitals have indicated that they are lowering their capital investment plans and tightening their operational budgets. Climate-related events, including the increasing frequency of extreme weather events, natural disasters, or other catastrophic events may cause damage or disruption to our domestic or global customers or our operations, which could have an adverse effect on our business, operating results, and financial condition.We have adapted our Zio Services to meet the immediate needs of physicians, customers, and patients and significantly increased the utilization of our home enrollment service, which allows patients to receive and wear the single-use Zio patch without going to a healthcare facility.Our hybrid work arrangements and decision to pursue a sublease for our leased San Francisco headquarters resulted in an impairment of its ROU asset and related leasehold improvements and furniture and fixtures during the years ended December 31, 2023 and 2022. As we continue to evaluate our global real estate footprint, we may incur additional impairment charges related to real property lease agreements.RevenueThe majority of our revenue is derived from provision of our Zio Services to customers in the United States. We earn revenue from the provision of our Zio Services primarily from contracted third-party payors, CMS, and healthcare institutions. A small percentage of our revenue is from non-contracted third-party payors.26We recognize revenue on an accrual basis based on estimates of the amount that will ultimately be realized, which considers the amount submitted for payment and the amount received. These estimates require significant judgment by management. In determining the amount to accrue for the Zio Services (including a delivered report), we consider factors such as claim payment history from both payors and patient, available reimbursement, including whether there is a contract between us and the payor or healthcare institution and historical amount received for the service, and any current developments or changes that could impact reimbursement and healthcare institution payments.We typically experience reduced revenue during the third quarter, as well as during the year-end holiday season. We believe this is the result of physicians and patients taking vacations and patients electing to delay our monitoring services during the summer months or holidays. Revenue may be impacted by the outcome of adjudications with contracted and non-contracted payors, as well as changes in CMS reimbursement rates like we experienced with final, lower rates being established for our Zio Services as of January 1, 2024. Clinical capacity limitations may also restrict our ability to complete the performance obligations to achieve revenue recognition.Cost of Revenue Cost of revenue includes direct labor, material costs, equipment and infrastructure expenses, amortization of internal-use software, allocated overhead, royalties, and shipping and handling. Direct labor includes payroll-related costs including stock-based compensation involved in manufacturing, clinical data curation, and customer service. Material costs include both the disposable materials costs of the Zio patches and amortization of the re-usable printed circuit board assemblies ("PCBAs"). Each Zio XT patch and Zio Monitor patch includes a PCBA, and each Zio AT patch includes a PCBA and gateway board, the cost of which is amortized over the expected useful life of the board. We expect cost of revenue to increase in absolute dollars as our revenue increases due to increased direct labor, direct materials, and variable spending, as well as amortization of internal-use software, partially offset by economies of scale in relation to fixed costs such as overhead and facilities costs. Our gross margin has been and will continue to be affected by a variety of factors, including increased contracting with third-party payors and institutional providers. We have in the past been able to increase our pricing as third-party payors become more familiar with the benefits of the Zio Services and move to contracted pricing arrangements. We expect increases to the cost of revenues due to increases to materials and electronics components pricing, labor rates, shipping rates, amortization of capitalized internal-use software, and increases in the general level of inflation, partially offset by reduced costs from obtaining volume purchase discounts for our material costs, implementing scan-time algorithms and process improvements, automating manufacturing assembly and packaging, and through software-driven and other workflow enhancements to reduce labor costs. Research and Development ExpensesWe expense research and development costs as they are incurred. Research and development expenses include payroll-related costs, including stock-based compensation, consulting services, clinical studies, laboratory supplies and allocated facility overhead costs. In addition, we expense milestone payments, when probable, for the Development Agreement with Verily. We expect our research and development costs to increase in absolute dollars as we hire additional personnel to develop new product and service offerings, product enhancements, and clinical evidence.Acquired In-Process Research and Development ExpensesOur in-process research and development acquired in an asset acquisition for use in research and development activities with no alternative future use is expensed in the condensed consolidated statements of operations on the acquisition date.Selling, General and Administrative ExpensesOur sales and marketing expenses consist of payroll-related costs, including stock-based compensation, sales commissions, travel expenses, consulting, public relations costs, direct marketing, tradeshow and promotional expenses, and allocated facility overhead costs. Our general and administrative expenses consist primarily of payroll-related costs for executive, finance, legal and administrative personnel, including stock-based compensation. Other significant expenses include professional fees for legal and accounting services, consulting fees, recruiting fees, bad debt expense, third-party patient claims processing fees, business transformation, and travel expenses.Interest IncomeInterest income consists of interest income received on our cash and cash equivalents, marketable securities, and other investments.27Interest ExpenseInterest expense is attributable to borrowings under our loan agreements and 2029 Notes. See Note 8, Debt, in the notes to our unaudited condensed consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for further information on our debt. Other Income (Expense), NetOther income (expense), net consists primarily of changes in fair value of our strategic loan and equity investments, as well as realized and unrealized foreign currency exchange gains or losses.Loss on Extinguishment of DebtLoss on extinguishment of debt reflects the losses incurred in the early repayment of debt. See Note 8, Debt, in the notes to our unaudited condensed consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for further information on our loss on extinguishment of debt.Results of OperationsComparison of the Three and Nine Months Ended SeptemberÂ 30, 2024 and 2023 Â Three Months Ended September 30,Nine Months Ended September 30,Â 20242023$ Change% Change20242023$ Change% Change(in thousands, except percentages) *Revenue, net$147,538Â $124,604Â $22,934Â 18Â %$427,514Â $360,170Â $67,344Â 19Â %Cost of revenue46,062Â 42,130Â 3,932Â 9Â %135,051Â 115,790Â 19,261Â 17Â %Gross profit101,476Â 82,474Â 19,002Â 23Â %292,463Â 244,380Â 48,083Â 20Â %Operating expenses:Â Â Â Â Research and development15,694Â 16,309Â (615)(4)%52,378Â 44,828Â 7,550Â 17Â %Acquired in-process research and development32,069Â â€”Â 32,069Â N/M32,069Â â€”Â 32,069Â N/MSelling, general and administrative103,375Â 93,768Â 9,607Â 10Â %318,797Â 285,531Â 33,266Â 12Â %Impairment charges641Â â€”Â 641Â N/M641Â â€”Â 641Â N/MTotal operating expenses151,779Â 110,077Â 41,702Â 38Â %403,885Â 330,359Â 73,526Â 22Â %Loss from operations(50,303)(27,603)(22,700)82Â %(111,422)(85,979)(25,443)30Â %Interest and other income (expense), net:Interest income6,456Â 1,717Â 4,739Â 276Â %16,198Â 4,619Â 11,579Â 251Â %Interest expense(3,329)

(927)(2,402)259Â %(9,501)(2,709)(6,792)251Â %Loss on extinguishment of debtâ€”Â â€”Â â€”Â N/M(7,589)â€”Â (7,589)N/MOther income (expense), net1,182Â (108)1,290Â (1,194)%772Â (143)915Â (640)%Total interest and other income (expense), net4,309Â 682Â 3,627Â 532Â %(120)1,767Â (1,887)(107)%Loss before income taxes(45,994)(26,921)(19,073)71Â %(111,542)(84,212)(27,330)32Â %Income tax provision188Â 195Â (7)(4)%414Â 495Â (81)(16)%Net loss$(46,182)$(27,116)$(19,066)70Â %$(111,956)$(84,707)$(27,249)32Â % N/M - Not meaningful* Certain numbers expressed may not sum due to rounding.RevenueRevenue increased by $22.9 million, or 18%, to $147.5 million during the three months ended SeptemberÂ 30, 2024, as compared to $124.6 million during the three months ended SeptemberÂ 30, 2023. Revenue increased by $67.3 million, or 19%, to $427.5 million during the nine months ended September 30, 2024, as compared to $360.2 million during the nine months ended September 30, 2023. For the three and nine months ended SeptemberÂ 30, 2024, the increases in revenue were primarily attributable to increases in the volume of Zio Services resulting from increased demand. Average selling price remained relatively stable period over period.28Cost of RevenueCost of revenue increased by $3.9 million, or 9%, to $46.1 million during the three months ended SeptemberÂ 30, 2024, as compared to $42.1 million during the three months ended SeptemberÂ 30, 2023. Cost of revenue increased by $19.3 million, or 17%, to $135.1 million during the nine months ended September 30, 2024, as compared to $115.8 million during the nine months ended September 30, 2023. The increase in cost of revenue was due primarily to increases in headcount-related costs associated with the increase in volume of Zio Services. For the three and nine months ended SeptemberÂ 30, 2024, additional impacts to cost of revenue include an increase of approximately $1.3 million and $3.9 million, respectively, in amortization charges for Zio XT and Zio Monitor PCBAs in conjunction with the ongoing commercial launch of Zio Monitor, as well as an increase of approximately $0.5 million and $2.4 million, respectively, in amortization charges for internal-use software which support delivery of our services.Research and Development ExpensesResearch and development expenses decreased by $0.6 million, or 4%, to $15.7 million during three months ended SeptemberÂ 30, 2024, as compared to $16.3 million during the three months ended SeptemberÂ 30, 2023. Research and development expenses increased by $7.6 million, or 17%, to $52.4 million during the nine months ended September 30, 2024, as compared to $44.8 million during the nine months ended September 30, 2023. The decrease in research and development expenses during the three months ended SeptemberÂ 30, 2024 was primarily related to lower headcount-related costs (including stock-based compensation). The increase in research and development expenses during the nine months ended September 30, 2024 was primarily due to higher headcount-related costs (including stock-based compensation), consulting costs to support regulatory and legal matters, and further development, enhancement and functionality of our current and future product offerings.Selling, General and Administrative ExpensesSelling, general and administrative expenses increased by $9.6 million, or 10%, to $103.4 million during the three months ended SeptemberÂ 30, 2024, as compared to $93.8 million during the three months ended SeptemberÂ 30, 2023. Selling, general, and administrative expenses increased by $33.3 million, or 12%, to $318.8 million during the nine months ended September 30, 2024, as compared to $285.5 million during the nine months ended September 30, 2023. For the three months ended SeptemberÂ 30, 2024, the increase was primarily attributable to third-party patient claims processing fees, legal and professional fees, and patient credit loss provisions, offset by a reduction of stock-based compensation expense. For the nine months ended September 30, 2024, the increase was primarily attributable to third-party patient claims processing fees, stock-based compensation expense, and legal fees, offset by reductions in professional fees to support scaling the organization. During the three and nine months ended September 30, 2024, we incurred $7.4 million and $8.7 million of business transformation costs, respectively, primarily related to severance, professional fees, and third-party merger and acquisition fees. During the three and nine months ended September 30, 2023, we incurred $3.0 million and $14.1 million of business transformation costs, respectively, primarily related to severance and professional fees, to support growth in our operations. Impairment ChargesDuring the three and nine months ended September 30, 2024, the Company recorded an impairment charge of $0.6 million related to internal-use software in development not expected to be completed.Acquired In-Process Research and DevelopmentAcquired IPR&D expense was $32.1 million during the three and nine months ended SeptemberÂ 30, 2024. The expense was related to the Technology License Agreement (the â€œLicense Agreementâ€) we entered into with BioIntelliSense, Inc. (â€œBioISâ€) during the third quarter of 2024. See Note 7, Commitments and Contingencies, in the notes to our unaudited condensed consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for further details.Interest IncomeInterest income increased by $4.7 million to $6.5 million during the three months ended SeptemberÂ 30, 2024, as compared to $1.7 million during the three months ended SeptemberÂ 30, 2023. Interest income increased by $11.6 million to $16.2 million during the nine months ended September 30, 2024, as compared to $4.6 million during the nine months ended September 30, 2023. The increase was attributable to higher market interest rates earned from our cash and cash equivalents and marketable securities, an increase in the average invested balances during the three and nine months ended SeptemberÂ 30, 2024, as compared to the same periods in 2023, primarily as a result of the borrowing under the 2029 Notes in March 2024.29Interest ExpenseInterest expense increased by $2.4 million to $3.3 million during the three months ended SeptemberÂ 30, 2024, as compared to $0.9 million during the three months ended SeptemberÂ 30, 2023. Interest expense increased by $6.8 million to $9.5 million during the nine months ended September 30, 2024, as compared to $2.7 million during the nine months ended September 30, 2023. The increase in interest expense was primarily attributable to the $75.0 million Braidwell Term Loan Facility borrowed and repaid during the first quarter of 2024, as well as the $661.3 million 2029 Notes borrowed in March 2024.Other Income (Expense), NetOther income (expense), net increased by $1.3 million to $1.2 million during the three months ended SeptemberÂ 30, 2024, as compared to other income (expense), net of ($0.1 million) during the three months ended SeptemberÂ 30, 2023. Other income (expense), net increased by $0.9 million to $0.8 million during the nine months ended September 30, 2024, as compared to other income (expense), net of ($0.1 million) during the nine months ended September 30, 2023. The increases were primarily attributable to the changes in the fair value of our strategic debt and equity investments recognized during the three months ended September 30, 2024.Loss on Extinguishment of DebtLoss on extinguishment of debt was nil and $7.6 million for the three and nine months ended SeptemberÂ 30, 2024, respectively. The loss was related to the early extinguishment of both the SVB Loan Agreement and the Braidwell Term Loan Facility during the first quarter of 2024. See Note 8, Debt, in the notes to our unaudited condensed consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for details of our financing activities.Liquidity and Capital ResourcesOverviewAs of SeptemberÂ 30, 2024, we had cash and cash equivalents of $519.5 million, marketable securities of $2.5 million, and accounts receivable of $77.4 million, with a significant portion of our cash and cash equivalents balance deposited within our interest-bearing bank concentration accounts. We continuously review our liquidity and anticipated capital requirements in light of the significant uncertainty created by the current macroeconomic environment, including inflation, interest rate volatility, and potential instability in the global banking system. We intend to continue to make investments to support our business, which may require us to engage in equity or debt financings to secure additional funds. During the first quarter of 2024, we experienced a temporary delay in the billing of our contracted and non-contracted payer customers, performed by our third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which our third-party vendor engages for services relating to billing and collections. While we substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in our cash collections. During the second and third quarters of 2024, we received a significant portion of our cash collections from the delayed billings. We believe that our current cash, cash equivalents, and marketable securities balances, together with income to be derived from the sales of our Zio Services, will be sufficient to meet our liquidity requirements for at least the next 12 months.Under the terms of the Development Agreement with Verily, we agreed to make milestone payments to Verily up to an aggregate of $12.75Â million upon achievement of various development and regulatory milestones. We have achieved milestones tied to payments totaling $11.0Â million through SeptemberÂ 30, 2024, and may make additional milestone payments of $1.75Â million, subject to the achievement of specified milestones.On August 30, 2024, we entered into a Technology License Agreement (the â€œLicense Agreementâ€) with BioIS, pursuant to which (i) we will receive a perpetual fully paid up license to certain of BioISâ€™ intellectual property, technology and products for research, development and commercialization of potential next generation products and services in certain fields of use, including an exclusive license to develop and commercialize pulse oximetry, accelerometry, and trending non-invasive blood pressure technologies for use within our ambulatory cardiac monitoring products and services, and (ii) iRhythm and BioIS agreed to negotiate in good faith a supply agreement for pulse oximetry hardware.Under the terms of the License Agreement, during the third quarter of 2024 we paid BioIS an upfront fee of $15.0Â million in cash consideration. In connection with the License Agreement, we also purchased an aggregate of $40.0Â million of convertible promissory notes from BioIS of which $20.0Â million of the convertible promissory notes ("Milestone Notes") were designated for satisfaction of the Company's regulatory milestone payment obligations. The Milestone Notes, plus accrued and unpaid interest, if any, shall be cancelled, if outstanding, upon the achievement of the regulatory milestones up through December 31, 2026.30 The following table summarizes our cash flows for the periods indicated (in thousands):Â Nine Months Ended September 30,Â 20242023Net cash used in operating activities$(15,842)$(34,129)Net cash used in investing activities(824)(2,609)Net cash provided by financing activities508,394Â 5,352Â Operating ActivitiesDuring the nine months ended SeptemberÂ 30, 2024, cash used in operating activities was $15.8 million, a decrease of $18.3 million, as compared to cash used in operating activities of $34.1 million during the nine months ended SeptemberÂ 30, 2023. The reduction in cash used in operating activities was primarily attributable to favorable impacts from decreases in prepaid and other current assets, and a reduction in other long-term assets primarily from lower levels of purchases of PCBAs. Additionally, timing of collections associated with our accounts receivable, offset with the timing of payments associated with our accounts payable and accrued liabilities, is further contributing to our net usage levels of cash in operations.Investing ActivitiesDuring the nine months ended SeptemberÂ 30, 2024, cash used in investing activities was $0.8 million, an decrease of $1.8Â million, as compared to cash used by investing activities of $2.6 million during the nine months ended SeptemberÂ 30, 2023. The decrease was primarily attributable to a net increase in the change in marketable securities of $69.0Â million. This was offset by an increase of $52.0Â million in cash used for the purchases of strategic investments, as well as $15.0Â million of acquired in-process research and development from BioIS, during the nine months ended SeptemberÂ 30, 2024.Financing ActivitiesDuring the nine months ended SeptemberÂ 30, 2024, cash provided by financing activities was $508.4 million, an increase of $503.0Â million as compared to $5.4 million during the nine months ended SeptemberÂ 30, 2023. The increase was primarily attributed to $661.3Â million in proceeds from the issuance of our 2029 Notes. The increase was offset by $37.8Â million associated with the payment of the SVB Loan Agreement and related termination costs, payment of $5.6 million associated with the Braidwell Term Loan Facility debt issuance and termination costs, payment of $17.4Â million associated with debt issuance costs for our 2029 Notes, payment of $72.4Â million for the purchase of the 2029 Capped Calls, and payment of $25.0Â million for the repurchase of shares of our common stock.1.50% Senior Convertible Notes due 2029On March 7, 2024, we completed an offering of $661.3Â million aggregate principal amount of unsecured senior convertible notes with a stated interest rate of 1.50% and a maturity date of September 1, 2029 (the â€œ2029 Notesâ€). The proceeds include the full exercise of the option granted by us to the initial purchasers of the 2029 Notes to purchase up to an additional $86.3Â million aggregate principal amount of notes. Interest on the 2029 Notes is payable semi-annually in arrears on March 1 and September 1 of each year, beginning on September 1, 2024. The net proceeds from the offering, after deducting initial purchasersâ€™ discounts and estimated costs directly related to the offering, were $643.8Â million. The initial conversion rate of the 2029 Notes is 6.7927 shares per $1,000 principal amount of notes, which is equivalent to a conversion price of approximately $147.22 per share, subject to adjustments. The 2029 Notes may be settled in cash, stock, or a combination thereof, solely at our discretion.We used approximately $72.4Â million of the net proceeds from the offering to pay the cost of the 2029 Capped Calls, as described below. In addition, we used approximately $80.2 million of the net proceeds from the offering for the repayment in full of the indebtedness outstanding from the Initial Tranche of the Braidwell Term Loan Facility (as each such term is defined below). We also used approximately $25.0 million of the net proceeds from the offering to repurchase 229,252 shares of our common stock at a purchase price of $109.05 per share in privately negotiated transactions effected through one of the initial purchasers or its affiliate. These repurchases could increase (or reduce the size of any decrease in) the market price of our common stock, and could result in a higher effective conversion price for the 2029 Notes. We intend to use the remainder of the net proceeds from the offering for general corporate purposes.No principal payments are due on the 2029 Notes prior to maturity. Other than restrictions relating to certain fundamental changes and consolidations, mergers or asset sales and customary anti-dilution adjustments, the indenture relating to the 2029 Notes includes customary terms and covenants, including certain events of default after which the 2029 Notes may be due and payable immediately.31In connection with the offering of the 2029 Notes, we entered into the privately negotiated capped call transactions (the â€œ2029 Capped Callsâ€) with certain financial institutions. The 2029 Capped Calls will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2029 Notes, the number of shares of our common stock that will initially underlie the 2029 Notes. The 2029 Capped Calls are expected generally to reduce potential dilution to our common stock upon conversion of the 2029 Notes and/or offset any cash payments that we could be required to make in excess of the principal amount of converted 2029 Notes, as the case may be, with such reduction and/or offset subject to a cap. The 2029 Capped Calls have an initial cap price of $218.10 per share, subject to adjustments, which represents a premium of 100% over the closing price of our common stock of $109.05 per share on the Nasdaq Global Select Market on March 4, 2024.Braidwell DebtOn January 3, 2024 (the â€œClosing Dateâ€), we entered into the Credit, Security and Guaranty Agreement (the â€œBraidwell Credit Agreementâ€) with Braidwell Transactions Holdings LLC â€“ Series 5 (â€œBraidwellâ€), which provided for a senior secured term loan in an aggregate principal amount of up to $150.0Â million (the â€œBraidwell Term Loan Facilityâ€). An initial tranche of $75.0Â million (â€œInitial Loanâ€) was funded on the Closing Date. An additional tranche of $75.0Â million was accessible through the one year anniversary of the Closing Date, so long as we satisfied certain customary conditions.Our net proceeds from the Initial Loan were approximately $35Â million, after deducting costs, fees and expenses, and repayment of our existing term loan from Silicon Valley Bank, as discussed below.On March 7, 2024, in conjunction with the issuance of the 2029 Notes, we used approximately $80.2Â million of the net proceeds for the repayment in full of the $75.0Â million outstanding Initial Loan and $5.2Â million for interest, fees and expenses associated with terminating the Braidwell Credit Agreement.SVB Term LoanIn October 2018, we entered into the Third Amended and Restated Loan and Security Agreement ("SVB Loan Agreement") with Silicon Valley Bank ("SVB"). Under the SVB Loan Agreement, we had borrowed $35.0Â million and had made repayments through March 2022, at which time the outstanding balance was $18.5Â million.On March 28, 2022, we entered into a Second Amendment (the â€œ2022 Amendmentâ€) to our SVB Loan Agreement which provided for a term loans facility in the aggregate principal amount of up to $75.0Â million (the â€œ2022 Term Loansâ€), of which $35.0Â million was borrowed at closing and a portion of the proceeds was used to pay in full the outstanding balance of $18.5Â million under the SVB Loan Agreement. None of the remaining $40.0Â million of the 2022 Term Loans was borrowed up through December 31, 2023.The 2022 Amendment also amended the terms of the revolving credit line under the SVB Loan Agreement, which provided for an aggregate principal amount of $25.0Â million.On January 3, 2024, in connection with the entry into the Braidwell Credit Agreement, we used approximately $37.8Â million of the net proceeds for the repayment in full of the $35.0Â million outstanding principal balance as well as interest, fees and expenses associated with terminating the agreement. Upon termination of the SVB Loan Agreement, SVBâ€™s security interest in our assets and property was released. We continue to hold $8.4Â million in letters of credit with SVB, securing them with cash on deposit.Contractual ObligationsOur contractual obligations as of DecemberÂ 31, 2023, are presented in our Annual Report on Form 10-K filed with the SEC on FebruaryÂ 22, 2024. There were no significant changes to our lease obligations during the nine months ended September 30, 2024. As of SeptemberÂ 30, 2024, we had approximately $43.4Â million of open purchase orders and contractual obligations in the ordinary course of business, the majority of which are due within one year. See Note 8, Debt, in the notes to our unaudited condensed consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for changes in our debt obligations during the nine months ended September 30, 2024.32Critical Accounting Policies and EstimatesThe discussion and analysis of our financial condition and results of operations are based on our unaudited condensed consolidated financial statements, which we have prepared in accordance with GAAP. The preparation of these unaudited condensed consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements as well as the reported revenue and expenses during the reporting periods. On an ongoing basis, we evaluate our estimates and judgments. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.Our significant accounting policies are described in Note 2, Summary of Significant Accounting Policies, to the consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended DecemberÂ 31, 2023. Updates to our significant accounting policies are described in Note 2, Summary of Significant Accounting Policies, in the notes to our unaudited condensed consolidated financial statements in Part 1, Item 1 of this Quarterly Report on Form 10-Q. The critical accounting estimates that are most critical to a full understanding and

evaluation of our reported financial results are described in Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations in Part II, Item 7 of our Annual Report on Form 10-K for the fiscal year ended DecemberÂ 31, 2023. There were no material changes to our critical accounting estimates during the nine months ended SeptemberÂ 30, 2024.ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKWe are exposed to market risks in the ordinary course of our business. These risks primarily include risk related to interest rate sensitivities and foreign currency exchange rate sensitivity.Interest Rate SensitivityWe had cash, cash equivalents and marketable securities of $522.0 million and $133.8 million as of SeptemberÂ 30, 2024, and DecemberÂ 31, 2023, respectively, which consisted of bank deposits, money market funds and U.S. government securities. Such interest-earning instruments carry a degree of interest rate risk.We do not enter into investments for trading or speculative purposes and have not used any derivative financial instruments to manage our interest rate risk exposure. We have not been exposed nor do we anticipate being exposed to material risks due to changes in interest rates. A hypothetical 10% change in interest rates would have had a $0.6 million and $1.6 million impact to interest income for the three and nine months ended SeptemberÂ 30, 2024, respectively. For the three and nine months ended SeptemberÂ 30, 2023, a hypothetical 10% change in interest rates would have had an immaterial and $0.5 million impact to interest income, respectively.As of SeptemberÂ 30, 2024, we had $661.3Â million in outstanding aggregate principal amount of fixed rate debt relating to our 2029 Notes. Accordingly, we do not have economic interest rate exposure on the 2029 Notes. However, changes in interest rates could impact the fair market value of the 2029 Notes. Generally, the fair market value of the fixed interest rate of the 2029 Notes will increase as interest rates fall and decrease as interest rates rise. The estimated fair value of our 2029 Notes as of SeptemberÂ 30, 2024 was $601.8 million.Market Price Sensitive InstrumentsThe 2029 Capped Calls are expected generally to reduce potential dilution to our common stock upon conversion of the 2029 Notes and/or offset any cash payments that we could be required to make in excess of the principal amount of converted 2029 Notes, with such reduction and/or offset subject to a cap. See Note 8, Debt, in the notes to our unaudited condensed consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for further information on our debt.Foreign Currency Exchange Rate SensitivityAs of SeptemberÂ 30, 2024, there had not been a material change in any of the foreign currency risk information disclosed in Item 7A, â€œQuantitative and Qualitative Disclosures About Market Risk,â€ of our Annual Report on Form 10-K for the fiscal year ended December 31, 2023.33ITEM 4. CONTROLS AND PROCEDURESEvaluation of Disclosure Controls and Procedures We maintain disclosure controls and procedures that are designed to provide reasonable assurance that information required to be disclosed by us in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SECâ€™s rules and forms, and that such information is accumulated and communicated to our management, including our Chief Executive Officer (â€œCEOâ€) (principal executive officer) and Chief Financial Officer (â€œCFOâ€) (principal financial officer), as appropriate to allow for timely decisions regarding required disclosure. In designing and evaluating the disclosure controls and procedures, management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives, and management is required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.As required by Rule 13a under the Exchange Act, our management, including our CEO and CFO, has evaluated the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) under the Exchange Act) as of the end of the period covered by this Quarterly Report on Form 10-Q. Based on that evaluation, our CEO and our CFO have concluded that our disclosure controls and procedures are effective at the reasonable assurance level as of SeptemberÂ 30, 2024.Changes in Internal Control Over Financial ReportingThere have been no changes in internal control over financial reporting during the three months ended SeptemberÂ 30, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.Inherent Limitations on Effectiveness of ControlsInternal control over financial reporting has inherent limitations. Internal control over financial reporting is a process that involves human diligence and compliance and is subject to lapses in judgment and breakdowns resulting from human failures. Internal control over financial reporting can also be circumvented by collusion or improper management override of the controls. Projections of any evaluation of controls effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or deterioration in the degree of compliance with policies or procedures.34PART II. OTHER INFORMATIONITEM 1. LEGAL PROCEEDINGSFrom time to time, we are involved in claims and legal proceedings or investigations, that arise in the ordinary course of business. Such matters could have an adverse impact on our reputation, business, and financial condition and divert the attention of our management from the operation of our business. These matters are subject to many uncertainties and outcomes that are not predictable.On February 1, 2021, a putative class action lawsuit was filed in the United States District Court for the Northern District of California (the "Court") alleging that we and our former Chief Executive Officer, Kevin M. King, violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder. On August 2, 2021, the lead plaintiff filed an amended complaint, and filed a further amended complaint on September 24, 2021. The amended complaint names as defendants, in addition to us and Mr. King, our former Chief Executive Officer, Michael J. Coyle, and former Chief Financial Officer and former Chief Operating Officer, Douglas J. Devine. The purported class in the amended complaint includes all persons who purchased or acquired our common stock between August 4, 2020 and July 13, 2021, and seeks unspecified damages purportedly sustained by the class. On October 27, 2021, we filed a motion to dismiss, which the Court granted on March 31, 2022, entering judgment in favor of us and the other defendants. On April 29, 2022, the original named plaintiff appealed to the Ninth Circuit Court of Appeals. On October 11, 2023, after briefing by the parties and oral argument, the Ninth Circuit dismissed the appeal for lack of jurisdiction. The appellant filed a petition for rehearing en banc, which was denied on December 6, 2023. On April 16, 2024, the original named plaintiff appealed the Ninth Circuitâ€™s decision regarding jurisdiction to the United States Supreme Court (the â€œSupreme Courtâ€) and, on May 20, 2024, we waived our right to provide a statement of opposition with respect to the issue of jurisdiction. On June 4, 2024, the Supreme Court requested we provide a statement of opposition, which was due August 2, 2024. On October 7, 2024, the Supreme Court denied the plaintiffâ€™s petition for appeal, thereby ending the matter.On February 6, 2024, a second putative class action lawsuit was filed in the Court alleging that we and our current Chief Executive Officer, Quentin Blackford, our former Chief Financial Officer, Brice Bobzien, and our former Chief Financial Officer and former Chief Operating Officer, Mr. Devine violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder, and seeks unspecified damages purportedly sustained by the class. On July 19, 2024, an amended complaint was filed, naming us, Mr. Blackford, Mr. Bobzien, Mr. Devine, our Chief Commercial Officer Chad Patterson, our former Chief Technology Officer Mark Day, and our Chief Medical Officer, Chief Scientific Officer, and Executive Vice President of Product Innovation Mintu Turakhia as defendants. On October 7, 2024, a second amended complaint was also filed to include events from the recent FDA inspections.We believe the above securities class action lawsuits to be without merit and plan to continue to defend ourselves vigorously.On March 26, 2021, we received a grand jury subpoena from the U.S. Attorneyâ€™s Office for the Northern District of California requesting information related to communications with the Food and Drug Administration and our products and services. On September 13, 2021, we received a second subpoena requesting additional information. On April 4, 2023, we received a Subpoena Duces Tecum from the Consumer Protection Branch, Civil Division of the U.S. Department of Justice (the "DOJ", requesting production of various documents regarding our products and services. We are cooperating fully on these matters. On July 1, 2024, the DOJ filed with the United States District Court for the Northern District of California a Petition for Order to Show Cause and Application for Enforcement with respect to the production of certain documentary materials which we assert are protected by legal privileges. We intend to defend our privilege assertions over such materials in our response to the DOJ's petition.On February 20, 2024, Welch Allyn, Inc. (â€œWelch Allynâ€), a subsidiary of Hill-Rom Holdings, Inc. which was acquired by Baxter International, Inc., filed a lawsuit against us in the United States District Court for the District of Delaware, alleging that our Zio devices infringe certain of its patents and that the Companyâ€™s infringement was willful. We filed a motion to dismiss Welch Allynâ€™s willful infringement claims on April 11, 2024. Welch Allyn filed an amended complaint on April 24, 2024 that continued to allege that our Zio devices infringe certain of its patents and that our infringement was willful. We filed a motion to dismiss Welch Allynâ€™s willful infringement allegations found in the amended complaint on June 12, 2024. Welch Allyn seeks money damages and attorneysâ€™ fees. We believe this lawsuit is without merit and plan to defend ourselves vigorously.At this time, we are unable to predict the eventual scope, duration or outcome of the aforementioned proceedings. See also Part II, Item 1A â€œRisk Factors â€” Risks Related to Other Legal and Regulatory Mattersâ€ for more information on these matters.35ITEM 1A. RISK FACTORSOur short and long-term success is subject to numerous risks and uncertainties, many of which involve factors that are difficult to predict or beyond our control. Before making a decision to invest in, hold or sell our common stock, stockholders and potential stockholders should carefully consider the risks and uncertainties described below, in addition to the other information contained in or incorporated by reference into this Quarterly Report on Form 10-Q, as well as the other information we file with the SEC. If any of the following risks are realized, our business, financial condition, results of operations and prospects could be materially and adversely affected. In that case, the value of our common stock could decline and stockholders may lose all or part of their investment. Furthermore, additional risks and uncertainties of which we are currently unaware, or which we currently consider to be immaterial, could have a material adverse effect on our business, financial condition and results of operations. Refer to our disclaimer regarding forward-looking statements at the beginning of "Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations" in Part I, Item 2 of this Quarterly Report.Summary of Risk Factorsâ€¢Reimbursement by Medicare is highly regulated and subject to change, and our failure to comply with applicable regulations, including regulations not designed for remote diagnostic tests like our Zio Services, could prevent us from receiving reimbursement under the Medicare program and some commercial payors, subject us to penalties, and adversely affect our reputation, business, and results of operations.â€¢If reimbursement or other payment for our Zio Services is reduced or modified in the United States, including through cost containment measures or changes to policies with respect to coding, coverage, and pricing, our business could suffer.â€¢If we are unable to expand the number of third-party commercial payors with which we contract or expand coverage for existing third-party commercial payors, our commercial success could be impacted.â€¢Our revenue relies on our Zio Services, which are currently our only offerings. If our Zio Services or future service offerings fail to gain, or lose, market acceptance, our business will suffer.â€¢The market for remote cardiac monitoring solutions is highly competitive. If our competitors are able to develop or market monitoring devices and services that are more effective, or gain greater acceptance in the marketplace, than any services and related devices we develop, our commercial opportunities will be reduced or eliminated.â€¢Billing for our Zio Services is complex and highly regulated, and we must dedicate substantial time and resources to the billing process. Failure to comply with legal, regulatory, or contractual requirements applicable to our billing and collection activities could subject us to penalties, and adversely affect our reputation, business and results of operations.â€¢Audits or denials of our claims by government agencies or payors could expose us to recoupment, regulatory scrutiny, and penalties.â€¢Although our current Zio Systems are comprised of medical devices that have received FDA marketing authorization (510(k) clearance) as well as regulatory certifications in the European Union, the United Kingdom, and Japan, we may regularly engage in product enhancements and in iterative changes to existing products, as well as seek to develop new technology or use of technology for new indications for use. These medical device developments may trigger further regulatory reviews and the results of those reviews are unpredictable.â€¢We are subject to extensive compliance requirements for the quality, design, safety, performance, and post-market surveillance of the medical devices we manufacture for use in our Zio Services, and for vigilance on complaint-handling, escalation, assessment, and reporting of adverse events and malfunctions. A wide range of quality, risk, regulatory, or safety matters could trigger the need for a recall, a hold on the distribution of the marketed product, or other corrective actions to marketed products.â€¢Because of the patient populations for which our services are provided and the complexity of the healthcare environment in which we operate, a high degree of medical and clinical input may be necessary to evaluate complaints and adverse events, and in some cases, there may be disagreement over whether our services or the medical devices used in our services may have caused or contributed to an adverse event.â€¢International expansion of our business exposes us to market, regulatory, political, operational, financial, and economic risks associated with doing business outside of the United States.â€¢We may face risks associated with acquisitions of companies, products, and technologies and our business could be harmed if we are unable to address these risks.36â€¢Our use of third-party service providers or company resources located outside the United States to support certain customer care, clinical, and other operations of our independent diagnostic testing facilities ("IDTFs") may present challenges, and if we are ineffective in limiting work performed by these service providers or company resources consistent with applicable regulations or our contractual agreements with commercial payors, we may be subject to penalties or experience loss of revenue.â€¢If we fail to comply with medical device, healthcare, and other governmental regulations, we could face substantial penalties and our business, results of operations, and financial condition could be adversely affected.â€¢Changes in applicable laws or regulations or the interpretation or enforcement policies of regulators governing our IDTFs and Zio Services may constrain or require us to restructure our operations or adapt certain business strategies, which may harm our revenue and operating results.â€¢Our business relies on orders from licensed healthcare providers, and the continuing clinical acceptance and adoption of our Zio Services depends upon strong working relationships with healthcare providers, including physicians. These relationships, interactions, and arrangements are subject to a high degree of scrutiny by government regulators and enforcement bodies.â€¢Our communications with healthcare stakeholders â€” physicians and other healthcare professionals, payors and similar entities, as well as patients and lay caregivers â€” are subject to a high degree of scrutiny for compliance with a wide range of laws and regulations. Continuing or increasing our sales and marketing and other external communication efforts may expose us to additional risk of being alleged or deemed to be non-compliant by regulators, enforcement authorities, or competitors.â€¢In the future we may identify additional material weaknesses or otherwise fail to maintain an effective system of internal controls, which may result in material misstatements of our consolidated financial statements or cause us to fail to meet our periodic reporting obligations.â€¢Our financial results may fluctuate significantly from quarter-to-quarter and may not fully reflect the underlying performance of our business.â€¢We are subject to legal proceedings and government investigations that could adversely affect our business, financial condition, and results of operations.â€¢We are subject to complex and evolving U.S. and foreign laws and regulations and other requirements regarding privacy, data protection, security, and other matters. Many of these laws and regulations are subject to change and uncertain interpretation, and could result in claims, changes to our business practices, monetary penalties, increased cost of operations, or declines in customer growth or engagement, or otherwise harm our business.â€¢If securities or industry analysts do not publish research or reports about our business, or if they issue an adverse or misleading opinion regarding our stock, our stock price and trading volume could decline.â€¢Our stock price is highly volatile and investing in our stock involves a high degree of risk, which could result in substantial losses for investors.â€¢Increasing our financial leverage could affect our operations and profitability.Risks Related to Our Industry, Business and OperationsReimbursement by Medicare is highly regulated and subject to change, and our failure to comply with applicable regulations, including regulations not designed for remote diagnostic tests like our Zio Services, could prevent us from receiving reimbursement under the Medicare program and some commercial payors, subject us to penalties, and adversely affect our reputation, business, and results of operations.During the three and nine months ended SeptemberÂ 30, 2024, we received approximately 24% of our total revenue from the Medicare program (inclusive of Medicare Advantage). The Medicare program is administered by CMS, which imposes extensive and detailed requirements on diagnostic services providers, including IDTFs. These requirements include, but are not limited to, rules that govern how we structure our relationships with physicians, how we operate our IDTFs and market our Zio Services, when we may perform diagnostic tests, and how and when we submit reimbursement claims. Our failure to comply with the applicable Medicare rules and requirements could result in discontinuation of our reimbursement under the Medicare program, a requirement to return funds already paid to us, civil monetary penalties, criminal penalties, and/or exclusion from the Medicare program, which would have a material adverse impact on our reputation, business, and results of operations.37CMS has acknowledged that the IDTF regulations were designed for â€œtraditionalâ€ IDTFs that administer tests to patients in-person, at a single point in time, and from a single location, and only recently has CMS initiated changes to the regulations to address IDTFs like ours that furnish â€œindirect testsâ€ that do not require in-person interaction and involve technicians performing computer analyses offsite or at another location. The changes, however, do not address all gaps identified by CMS relating to IDTF operations and the Medicare billing requirements. For example, CMS has not addressed billing for remote diagnostic tests that are performed from one or more IDTF or other remote locations. Our failure to comply with the applicable Medicare regulations, or regulatorsâ€™ disagreement with our interpretation of the regulations as applied to indirect tests, such as the Zio Services, could result in the discontinuation of our reimbursement under the Medicare program, a requirement to return funds already paid to us, civil monetary penalties, criminal penalties, and/or exclusion from the Medicare program. In addition, many commercial payors require our IDTFs to maintain enrollment with the Medicare program as well as accreditation and certification with the Joint Commission. If we fail to obtain and maintain IDTF enrollment or accreditation and certification, our Zio Services may no longer be reimbursed by those commercial payors, which could have a material adverse impact on our reputation, business, and results of operations.If reimbursement or other payment for our Zio Services is reduced or modified in the United States, including through cost containment measures or changes to policies with respect to coding, coverage, and pricing, our business

could suffer.We receive a substantial portion of our revenue from Medicare and third-party commercial payors with which we contract, and we cannot predict whether and to what extent existing reimbursement rates will continue to be available. If CMS or any of our key commercial payors reduce reimbursement rates for our Zio Services, our business, operating results, and prospects would be adversely affected.CMS updates the reimbursement rates for diagnostic tests performed by IDTFs annually via the Medicare Physician Fee Schedule. Effective January 1, 2024, CMS updated the national payment rates for the CPT codes we use to report the long-term continuous monitoring services we perform with our Zio XT System and our Zio Monitor System: CPT codes 93247 (for wear-time of greater than 7 days and up to 15 days) and 93243 (for wear-time of greater than 48 hours and up to 7 days). On March 9, 2024, the Further Consolidated Appropriations Act, 2024, Pub. L. 118-47, was signed into law, which included an adjustment to the Medicare Physician Fee Schedule conversion factor for claims with dates of service after March 9, 2024. Based on the relative value units CMS assigned to CPT codes 93247 and 93243, from January 1, 2024 to March 8, 2024, the national reimbursement rates for our services were $230.52 and $219.71, respectively, and ranged from $231.34 to $326.79 and $220.51 to $311.46 for our Medicare-enrolled IDTF locations in Deerfield, Illinois, Houston, Texas, and San Francisco, California, when considering the geographic practice cost index for these locations. Currently, the national reimbursement rates for CPT codes 93247 and 93243 are $234.34 and $223.36, respectively, and range from $235.18 to $332.21 and from $224.16 to $316.62, respectively, for our IDTF locations. On July 10, 2024, CMS released its CY 2025 Medicare Physician Fee Schedule proposed rule, which includes proposed updates to the pricing for the extended external ECG patch, medical magnetic tape recorder (SD339) supply item used to perform our services. Specifically, based on the public submission of invoices following publication of the CY 2024 Medicare Physician Fee Schedule final rule, CMS proposes to increase the price for the SD339 supply item from $260.35 to $292.50 (i.e., a 12% increase) and to increase the relative value units for CPT codes 93247 and 93243 by 3.4% and 4.5%, respectively. There is no guarantee, however, that this proposed increase will become final, or that other changes ultimately will not be adopted that negatively impact the overall reimbursement available for our services. For example, CMS also proposes to decrease the relative value units for CPT code 93229 by 5.6%. Because remote cardiac monitoring technology, including the Zio System, is rapidly evolving, there is a continuing risk that relative value units assigned, and reimbursement rates set, by CMS may not adequately reflect the value and expense of this technology and associated monitoring services, and CMS may reduce these rates in the future, which would adversely affect our financial results.Additionally, commercial payors with which we contract may seek to reduce our reimbursement rate through further contract negotiations. For example, the actions taken by CMS in 2022 to establish national reimbursement rates for CPT Codes 93247 and 93243 effective January 1, 2023 reduced the Medicare reimbursement rates for these services performed at our Deerfield, Illinois location. Accordingly, we may observe certain commercial payors in this region seeking to adjust their reimbursement rates for these services as well. In addition, our agreements with commercial payors typically allow either party to terminate the contract at any time by providing prior written notice, in accordance with the agreement, to the other party, which means our commercial payors may elect to terminate their contracts with us for any reason. A commercial payor who terminates or does not renew their contract with us may, or may not, alter their coverage for the type of services we provide. In the event any of our key commercial payors terminate their agreements with us, elect not to renew or enter into new agreements with us upon expiration of their current agreements, or do not renew or establish new agreements on terms as favorable as are currently contracted, our business, operating results, and prospects would be adversely affected.38Finally, government and commercial payors have and may, in the future, consider healthcare policies and proposals intended to limit or reduce perceived increases in healthcare costs, including those that could significantly affect reimbursement for healthcare products such as our systems and services. These policies have included, and may in the future include: basing reimbursement policies and rates on clinical outcomes, the comparative effectiveness, and costs, of different treatment technologies and services, as well as other measures. Future significant changes in the healthcare systems in the United States or elsewhere could also have a negative impact on the demand for our current and future products and services. These include changes that may reduce reimbursement rates for our products and changes that may be proposed or implemented by the current or future laws or regulations.If we are unable to expand the number of third-party commercial payors with which we contract or expand coverage for existing third-party commercial payors, our commercial success could be impacted.There is significant uncertainty concerning third-party reimbursement of any new service until a contracted rate is established for that service with the commercial payor. Reimbursement by a commercial payor may depend on several factors, including, but not limited to, a payorâ€™s determination that the ordered service is not experimental or investigational, medically necessary and appropriate for the specific patient, cost effective, supported by peer-reviewed publications, and accepted and used by physicians and other clinicians within their provider network.Since each payor decides whether to establish a policy concerning reimbursement or to contract with us to set the price of reimbursement, seeking reimbursement on a payor-by-payor basis is a time-consuming and costly process to which we dedicate substantial resources. If we do not dedicate sufficient resources to establishing contracts with commercial payors and supporting payorsâ€™ reimbursement determinations by demonstrating the clinical value of our Zio Services through studies and physician adoption, we may encounter several adverse consequences that could compromise the commercial success of our business. Such adverse consequences may include an inability to secure additional contracts with commercial payors, reluctance by physicians to order our Zio Services due to concerns that patients may face significant out-of-pocket expenses associated with an out-of-network IDTF, a decline in the amount that we are reimbursed for our services, less predictable revenue, and an increase in the efforts and resources necessary to obtain reimbursement for our services on a claim-by-claim basis. Additionally, for our out-of-network or cash pay patients, we may be subject to state and federal surprise billing laws that impose limits on amounts that can be charged to such patients and/or the amount we can receive for out-of-network services from commercial payors as well as penalties for noncompliance. One such law, the federal No Surprises Act, requires covered providers to provide â€œgood faith estimatesâ€ to uninsured and self-pay patients of their out-of-pocket responsibility and establishes a detailed and potentially costly independent dispute resolution process governing fee disputes between our IDTFs and payors. These laws and regulations may change and we anticipate these evolving, highly technical requirements may apply to our business in the future and could necessitate the dedication of additional resources to ensure compliance.We report to third party payors the technical components of the remote cardiac monitoring services that are performed with our Zio Monitor, Zio XT, and Zio AT Systems using CPT codes established by the American Medical Association. These CPT codes are manufacturer- and technology-agnostic but describe general technical features required to support the diagnostic medical procedures represented by these billing codes. Given the nature of CPT codes, there is always some degree of risk for an entity that bills for its services that regulators or other third parties could assert that the CPT codes utilized were not appropriate, and recent events have the potential to increase the risk of questions or inquiry regarding our use of a specific CPT code.The CPT codes used to report remote cardiac monitoring services, including those used to report our Zio Services, were drafted by the American Medical Association (â€œAMAâ€) in a manufacturer- and specific technology-agnostic manner. Regulators or other third parties could assert that our technology does not support certain diagnostic procedures described by the CPT codes that we currently use to report our Zio Services. For example, a regulator or other third party could assert that the Zio AT System cannot support MCT services, which could jeopardize our ability to submit claims for reimbursement for services utilizing our Zio AT System and may require us to evaluate whether we have received any overpayments that must be reported and returned to third-party payors. Certain language in a warning letter we received from FDA on May 25, 2023 could increase the risk of inquiries regarding our historical or current use of CPT code 93229. Consistent with the AMAâ€™s definition of MCT and the technology categorization in FDAâ€™s outpatient cardiac telemetry product code, the Zio AT Systemâ€™s indications for use under our 510(k) clearance include uninterrupted ECG recording during normal day-to-day activities to capture, analyze, and report diagnostic information regarding asymptomatic arrhythmias, as well as other transient, non-critical symptoms (e.g., palpitations, pre-syncope, syncope, shortness of breath, or dizziness) for review by our IDTFs and escalation to the patientâ€™s treating healthcare professional, consistent with the healthcare professionalâ€™s prescribed notification criteria, during the monitoring period.39Our revenue relies on our Zio Services, which are currently our only offerings. If our Zio Services or future service offerings fail to gain, or lose, market acceptance, our business will suffer.Our current revenue is dependent on orders for our Zio Services, and we expect that reimbursement for our Zio Services will account for substantially all our revenue for the foreseeable future. We are in various stages of research and development for other diagnostic screening solutions and new indications for our technology and our Zio Services; however, there can be no assurance that we will be able to successfully develop and commercialize any new services and related devices. Any new services may not be accepted by physicians or may merely replace revenue generated by our Zio Services and not generate additional revenue. If we have difficulty launching new services, our reputation may be harmed and our financial results adversely affected. In order to substantially increase our revenue, we will need to target physicians other than cardiologists, such as emergency room doctors, primary care physicians, and other physicians with whom we have had little contact and who may require a different type of marketing effort. If we are unable to increase orders for our Zio Services, expand reimbursement for our Zio Services, or successfully develop and commercialize new services and related devices, our revenue and our ability to achieve and sustain profitability would be impaired.The market for remote cardiac monitoring solutions is highly competitive. If our competitors are able to develop or market monitoring devices and services that are more effective, or gain greater acceptance in the marketplace, than any services and related devices we develop, our commercial opportunities will be reduced or eliminated.The market for remote cardiac monitoring products and services is competitive, characterized by rapid change resulting from technological advances, scientific discoveries, and other market activities of industry participants. Our Zio Services compete with a variety of products and services that provide alternatives for remote cardiac monitoring, including traditional, short-term Holter monitors and event monitors. Our industry is highly fragmented and characterized by a small number of large manufacturers and a large number of smaller regional service providers. These third parties compete with us in marketing to payors and ordering physicians, recruiting and retaining qualified personnel, acquiring technology, and developing products and services that compete with our Zio Services and related devices. Our ability to compete effectively depends on our ability to distinguish our company and our Zio Services from our competitors and their products and services, and includes such factors as safety and effectiveness; acute and long-term outcomes; ease of use; price; physician, hospital, and clinic acceptance; and third-party reimbursement.Our industry is subject to rapid change and is significantly affected by new product introductions, results of clinical research, corporate combinations, and other factors. Large competitors in the remote cardiac market include companies that sell standard Holter monitors including GE Healthcare, Philips Healthcare, Mortara Instrument, Inc., Spacelabs Healthcare Inc. and Welch Allyn Holdings, Inc. (acquired by Hill-Rom Holdings, Inc. which was acquired by Baxter International, Inc.). Additional competitors, such as BioTelemetry, Inc. (acquired by Royal Philips), Preventice Solutions, Inc. (acquired by Boston Scientific, Inc.), and Bardy Diagnostics, Inc. (acquired by Hill-Rom Holdings, Inc. which was acquired by Baxter International, Inc.) manufacture remote cardiac monitoring devices and also offer monitoring services. These companies have also developed other patch-based cardiac monitors that have received FDA and foreign regulatory clearances. There are also several small start-up companies trying to compete in the patch-based cardiac monitoring space, as well as several entering the patch-based cardiac monitoring market. We have also seen a trend in the market for large medical device companies to acquire, invest in, or form alliances with these smaller companies in order to diversify their product offerings and participate in the digital health space. Future competition could come from makers of wearable fitness products or large information technology companies focused on improving healthcare. For example, Apple Inc., Fitbit and Samsung, among others, have added capabilities on their platforms to measure non-continuous ECG and to alert customers to the potential presence of irregular heartbeats suggestive of asymptomatic Afib. These competitors and potential competitors may introduce new products and services that more directly compete with our Zio Services and related devices.Billing for our Zio Services is complex and highly regulated, and we must dedicate substantial time and resources to the billing process. Failure to comply with legal, regulatory, or contractual requirements applicable to our billing and collection activities could subject us to penalties, and adversely affect our reputation, business and results of operations.Billing for diagnostic services is complex, highly regulated, time-consuming, and expensive, and failure to comply with legal or contractual requirements applicable to our billing and collection activities could subject us to penalties, and adversely affect our reputation, business and results of operations. Depending on the billing arrangement and applicable law, we bill several types of entities and payors, including federal healthcare programs, third-party commercial payors, healthcare providers, and healthcare institutions, which may have different billing requirements, coverage criteria, procedures, or expectations. We also bill insured patients for co-payments, co-insurance, and deductible amounts, as well as bill self-pay patients directly.40Several factors make the billing and collection process uncertain, including differences between the submitted claim price for our Zio Services and the reimbursement rates of payors; compliance with complex federal and state regulations related to billing the Medicare and Medicaid programs and collecting co-payments, co-insurance, and deductible amounts from patients and other guarantors; the effect of patient co-payments, co-insurance, and deductible amounts, which may vary depending on the timing of the claim relative to the insuredâ€™s annual policy year; differences in coverage policies, criteria, and billing requirements among payors; and incorrect or missing patient history, indications, or billing information and delays in verifying and resolving the same. We also face risk in our collection efforts, including potential write-offs of doubtful accounts and long collection cycles, which could adversely affect our business, financial condition, and results of operations. We may also be adversely affected by the growth in patient responsibility accounts, as a result of increases in the adoption of plan structures, due to evolving health care policy and insurance landscapes, that shift greater responsibility for care to individuals through greater exclusions, prior authorizations, and co-payment and deductible amounts.Additionally, our billing activities require us to implement compliance procedures and oversight, train and monitor our employees, subcontractors, and agents, and undertake internal review procedures to evaluate compliance with applicable laws, regulations, and internal policies. These activities require a tremendous dedication of resources and, as a result, we have engaged third-party vendors, such as XIFIN, Inc. (â€œXIFINâ€) and OMH HealthEdge Holdings, Inc. (â€œOmegaâ€), to undertake certain components of our billing and collections operations. We have substantially transitioned the overall processing of claims to Omega from XIFIN. The transition of this engagement is a time-consuming and costly process to which we are dedicating substantial resources. If our transition plans are ineffective or we are ineffective in executing the transition, we may experience delays or errors in our claims submission process, increased denials, and lost revenue, which would materially impact our operating results. While common in the healthcare industry, the outsourcing of billing and collections activities to third-party vendors requires diligent monitoring and oversight to ensure the completeness, accuracy, and propriety of the claims submitted to federal healthcare programs and other third-party commercial payors for our Zio Services. We may be held responsible by our regulators or payors for any acts, errors, or omissions by the third-party vendors engaged to perform billing and collections activities on our behalf.The complexities we face related to billing for our Zio Services, and the related uncertainty in obtaining payment for our Zio Services, could negatively affect our revenue and cash flow, our ability to achieve profitability, and the consistency and comparability of our results of operations.Audits or denials of our claims by government agencies or payors could expose us to recoupment, regulatory scrutiny, and penalties.As an IDTF, we submit claims directly to, and receive reimbursement from, federal healthcare programs, including Medicare, as well as other third-party commercial payors for tests ordered by unaffiliated healthcare providers. These programs and payors, including contractors on their behalf, may conduct pre- and post-payment audits and reviews of claims submitted for reimbursement, including audits and reviews focused on the appropriateness of unaffiliated healthcare providersâ€™ decisions to order a particular test furnished by our IDTF, which impact our claims. Further, the federal healthcare programs may impose suspensions on both payment and participation in response to allegations of fraud or other noncompliance. Other controls imposed by CMS and commercial payors designed to reduce costs, commonly referred to as â€œutilization review,â€ may also affect our operations. Federal law contains numerous provisions designed to ensure that services rendered to CMS patients meet professionally recognized standards and are medically necessary, appropriate for the specific patient, and cost-effective. These provisions include a requirement that a quality improvement organization review a sampling of claims for Medicare beneficiaries to assess the quality of care and appropriateness of the services provided. These quality improvement organizations may deny payment for services or assess fines and have the authority to recommend to CMS that a provider in substantial noncompliance with applicable Medicare requirements and quality standards be excluded from participation in the Medicare program. The Affordable Care Act also expands the use of prepayment review by Medicare Administrative Contractors by eliminating statutory restrictions on their use and, as a result, we except efforts to impose more stringent cost controls to continue. As a provider enrolled in federal healthcare programs, we expect to be subject to such audits and claims reviews in the future, which may result in suspensions or other restrictions on our ability to submit claims for our services, payment delays, overpayment recoupments, and claims denials, which would negatively impact our business, financial condition, and results of operations, and may jeopardize our participation in these federal healthcare programs.41We are currently undertaking a transformation of our revenue cycle management function and we may fail to realize the anticipated benefits of these efforts. These activities involve significant time and resources, and our failure to execute these activities efficiently and effectively may cause our revenue and accounts receivable to be delayed or reduced and could have an adverse effect on our business and cause reputational harm.We are undertaking a transformation of our revenue cycle management function, which transformation includes

the engagement of service providers to support certain activities. The success of this plan depends on our ability to integrate these service providers in a timely manner to scale our operations to facilitate growth opportunities, without adversely affecting current revenues and accounts receivable. If we are not able to successfully achieve these objectives, the anticipated benefits of this transformation may not be realized fully or at all or may take longer to realize than expected. In addition, there is a significant degree of difficulty and management distraction inherent in the process of integrating with service providers. These difficulties include challenges supporting certain operations and activities with more than one service provider, integrating technologies (including IT systems and processes, procedures, policies and operations, and retaining key personnel). These activities may be complex and time-consuming and involve delays or additional and unforeseen expenses. The process of transitioning to these service providers, the integration process, and other disruptions may also disrupt our ongoing businesses or cause inconsistencies in standards, controls, procedures, and policies that could adversely affect our relationships with payors, patients, employees, and others. Any failure to execute these activities effectively and efficiently may cause our revenue and accounts receivable to be delayed or reduced and could have an adverse effect on our business and cause reputational harm.Although our current Zio Systems are comprised of medical devices that have received FDA marketing authorization (510(k) clearance) as well as regulatory certifications in the EU and the UK, we may regularly engage in product enhancements and in iterative changes to existing products, as well as seek to develop new technology or use of technology for new indications for use. These medical device developments may trigger further regulatory reviews and the results of those reviews are unpredictable.Before a new medical device or a new intended use for a medical device can be marketed in the United States, a company must first submit an application and receive either 510(k) clearance, De Novo marketing rights, or premarket approval from FDA, unless an exemption applies. All of these processes can be expensive, lengthy, and unpredictable. We may not be able to obtain the clearances or approvals we seek or may be unduly delayed in doing so, which could harm our business. Even if we are granted regulatory clearances or approvals, they may include significant limitations on the indicated uses for the product, which may limit the market for the product. Although we have obtained 510(k) clearances to market our Zio Systems, our clearances can be revoked if safety, efficacy, or significant regulatory compliance problems develop. Even planned changes and improvements to devices and their uses can trigger the need for a new submission. FDA requirements dictate that we must evaluate potential changes and document our decision-making regarding the need for additional submissions and clearances or approvals. Unless effectively planned for in advance, our desired commercial timeline may be impacted. Significant changes or modifications in design, components, method of manufacture, or the intended use or technological characteristics of our Zio Systems may require new or modified FDA marketing authorization, CE Mark certification (EU), or UKCA Mark certification (UK). In some instances, we have identified a need for, and sought and obtained new, 510(k) clearances from FDA for these changes or modifications.As permitted by applicable law, FDA allows device manufacturers to internally analyze and document a decision that a new clearance or approval is viewed by the manufacturer as unnecessary. Accordingly, we have made certain changes and modifications to our Zio Systems in the past that we believe did not require additional clearances or approvals by FDA. Such internal decisions are, however, subject to review by FDA, and may require additional action in the event FDA questions earlier internal decision-making. For example, FDA raised questions in the warning letter issued on May 25, 2023 regarding certain changes and modifications to the Zio AT System for which we did not make 510(k) submissions, and rather documented our analysis in letters to file. We have recently (following, and in alignment with, discussion with FDA) submitted an updated 510(k) to address Zio AT Device modifications that were, prior to our receipt of the warning letter, previously documented in letters to file.In instances where FDA or an EU/UK Notified/Approved Body disagrees with our internal analysis and decision that a new or additional approval or marketing authorization or certification is not needed for any such modifications, we may be required to recall and/or stop the distribution of the impacted Zio System and/or correct the labeling for such Zio System. We may be required to submit a new marketing application or certification, which could require additional testing or other supporting data, a redesign of a product, or otherwise impact the provision of services. In these circumstances, the process may require engagement with regulators to resolve concerns and reach a resolution for a product, and we may be subject to significant enforcement actions. We may not be able to obtain additional marketing authorizations in a timely fashion, or at all, which could harm our ability to introduce new or enhanced products in a timely manner and to meet market expectations for the provision of the services, which in turn could harm our future growth. 42We are subject to extensive compliance requirements for the quality, design, safety, performance, and post-market surveillance of the medical devices we manufacture for use in our Zio Services, and for vigilance on complaint-handling, escalation, assessment, and reporting of adverse events and malfunctions. A wide range of quality, risk, regulatory, or safety matters could trigger the need for a recall, a hold on the distribution of the marketed product, or other corrective actions to marketed products.Our design and manufacturing facilities and processes and those of certain third-party suppliers are subject to FDA, state, and Notified/Approved Body regulatory inspections for compliance with various medical device regulations and standards, including the Quality System Regulation (â€œQSRâ€), also known as 21 CFR Part 820, European Union Medical Device Directive (â€œEU MDDâ€), New European Union's Medical Device Regulations (â€œEU MDRâ€), and UK Medical Device Regulations (â€œUK MDRâ€) requirements. Developing and maintaining a compliant quality system is time consuming and investment intensive. Requirements and standards may change and evolve over time, and we will need to adapt. Failure to maintain compliance with, or not fully complying with, the requirements of FDA and state regulators could result in enforcement actions, which could include the issuance of warning letters, adverse publicity, seizures, prohibitions on product sales, recalls, and civil and criminal penalties, any one of which could significantly impact our manufacturing supply and provision of services and impair our financial results. Failure to maintain full compliance with the requirements of EU MDD, EU MDR, and UK MDR could result in similar disruptions in these markets.We are required to file various reports with FDA, and EU or UK regulators, including reports required by each jurisdictionâ€™s adverse event, certain malfunctions, and field action reporting regulations. These reports are often required if our Zio System may have caused or contributed to a death or serious injury or malfunctioned in a way that would likely cause or contribute to a death or serious injury if the malfunction were to recur. They may also be reasonable, necessary, or prudent for a range of other reasons relating to the importance of gathering information in the post marketing setting and managing risk throughout the product lifecycle, or to address requests from regulators to increase or expand the scope of reporting. For example, in the fourth quarter of 2023, as part of our commitments following the FDA Form 483 observations and FDA warning letter issued on May 25, 2023, we retrospectively submitted certain Medical Device Reports (â€œMDRsâ€) to FDA. An increase in the reporting of events associated with the use of our products and services from us or others and any delays to the filing of reports may increase regulator and public scrutiny. Regulators may impose sanctions and we may be subject to product liability or regulatory enforcement actions, all of which could harm our business. These reports are typically publicly available information in most jurisdictions, including the United States. If we initiate a field action (whether a â€œcorrectionâ€ made relative to a device that remains in the field, which could be through a labeling or software update, or â€œremovalâ€ or â€œrecallâ€ and return of that device to us, or field advisory notices) to reduce a risk to health posed by our Zio System, we would be required to report the Correction or Removal to FDA and, in many cases, similar reports to other regulatory agencies.For example, on September 28, 2022, we initiated a Customer Advisory Notice to Zio AT customers regarding a Zio AT labeling correction; the labeling changes involve additions and modifications to the Zio AT labeling precautions relating to the deviceâ€™s maximum transmission limits during wear, and also to the need for healthcare providers to complete registration to initiate monitoring services. We reported this Customer Advisory Notice and related information to FDA under 21 C.F.R., Part 806 and FDA classified this field action as a Class II Recall following our initial 806 report. We have completed the distribution of the Advisory Notice to our identified impacted customers; and although the status remains open in FDA recall database, we requested the closure of this field action on March 31, 2023. This labeling correction followed our assessment of topics raised in the August 2022 FDA inspection focused on Zio AT. We were in dialogue with FDA in relation to the inspection process, and in connection with our Customer Advisory Notice and 806 report. FDA observation responses, field action or corrections and the 806 process can be unpredictable and can present regulatory and commercial risks and uncertainties relating to matters including product labeling, the scope and approach of the correction, and/or customer and patient perception of our technologies and services.Depending on the reason for the correction or removal and the potential severity of the impact to patient safety or the effectiveness of the device, FDA may require differing degrees of communication to alert those who may be in possession of an impacted device. We would generally be subject to similar requirements in jurisdictions outside the United States where the Zio products are used. Furthermore, even if we adhere to regulatory standards and expectations in our corrective actions, the public nature of such actions can result in broader negative publicity and perceptions, which could harm our reputation.If we assess a potential quality issue or complaint or product enhancement as not requiring either field action or notification, respectively, regulators may review documentation of that decision during a subsequent audit. If regulators disagree with our decision, or take issue with either our investigation process or the resulting documentation or course of action, we may be subject to a range of potential regulatory enforcement actions or required to take corrective actions, which depending on their nature and scope could harm our business.43Additionally, on May 25, 2023, we received a warning letter from FDA, which alleged non-conformities to regulations for medical devices, including medical device reporting requirements, relating to our Zio AT System and medical device quality system requirements. We submitted a timely response to FDA on June 16, 2023 and are continuing to work with the agency to address the issues outlined in the warning letter. Although our belief based on the dialogue with FDA to date following our warning letter response is that we will be able to work through FDAâ€™s matters of concern relating to our Zio AT System, we cannot give any assurances that FDA will be satisfied with our response, the actions taken to resolve the concerns raised in the warning letter, or the expected date for the resolution of such matters. Until the issues identified in the warning letter are resolved to FDAâ€™s satisfaction, additional legal or regulatory action may be taken with or without further notice. The warning letter is publicly available on FDAâ€™s website and has been the subject of a high degree of media and industry attention, which subjects us to additional scrutiny. We have been providing FDA with updates on our progress on commitments made in the warning letter, and we are in continued dialogue with FDA on key topics and our planned path forward. On October 21, 2024, we were granted FDA clearance for one 510(k) encompassing design updates that had previously been documented through letters to file and on October 30, 2024 we were granted FDA clearance on a second 510(k) submission related to design modifications and labeling updates for the Zio AT device.On July 15, 2024, FDA initiated inspections of our Cypress and San Francisco FDA-registered facilities. We received Form 483 observations at the close of the inspections of our Cypress and San Francisco facilities. These inspections broadly evaluated medical device quality system requirements and other medical device regulatory topics, and the observations generally centered on complaint handling and medical device reporting, risk analysis regarding the involvement of the technicians to prepare the Zio ECG reports, the corrective and preventive action process, process controls and statistical techniques. We timely submitted our initial responses regarding the July 2024 483 Observations to FDA on August 21, 2024, and provided supplemental information on September 6, 2024. In these responses we committed to a number of follow-up actions, and intend to work with FDA to resolve the issues identified. Executing on our follow-up actions, commitments to FDA, and remediation activities will require significant time, attention, and resources that might otherwise be applied to future product development activities and initiatives, and could result in delays or changes to these plans. Our commitments will also require a high degree of attention to design strategy and compliance going forward.As we are already subject to an FDA warning letter associated with our Cypress facility, and in light of the 2024 inspection results, if we are unable to successfully execute follow-up actions consistent with our commitments to FDA, or if FDA determines that our follow-up commitments are insufficient or are not completed with sufficient promptness, we may face a greater risk of potential escalation, which could involve issuance of additional warning letters, or there is a possibility that FDA could initiate consent decree discussions. Because of the patient populations for which our services are provided and the complexity of the healthcare environment in which we operate, a high degree of medical and clinical input may be necessary to evaluate complaints and adverse events, and in some cases, there may be disagreement over whether our services or the medical devices used in our services may have caused or contributed to an adverse event.Our Zio Systems and Zio Services are not intended to be prescribed or ordered for use as an emergency system. They are not intended for critical care patients or patients suspected of life-threatening arrhythmias who require inpatient or emergency ECG monitoring. Given the nature of arrhythmias and the patient population for which our Zio Services are ordered by physicians, in which there may be several health conditions present, there are instances in which a patient may experience a medical event during the wear period of a Zio System. In some cases, it may be medically and logistically challenging to obtain information sufficient to definitively determine all contributing factors to an event. In some instances, we may receive initial reports of complaints from the certified cardiographic technicians (â€œCCTsâ€) or through our customer service representatives. The initial reports of these non-physicians are likely to contain information that requires verification and further investigation.In addition, even though our services and their associated devices are not intended to recognize, detect, or initiate response to terminal end-of-life events (for example, cardiac arrest), a patient may nevertheless be wearing a Zio device when they experience such an event (for example, as was the case with the patients involved in COMP-2021-6388 and COMP-2021-6385 which were referenced by FDA in the May 25, 2023 warning letter). Given the functionality of our technology and our services, we may become aware of data reflecting a non-survivable, end-of-life cardiac event. We (going forward and in light of recent feedback from FDA regarding its reporting expectations) or others (such as healthcare professionals, patients, or family members) may report such events even where it does not appear to us that our device caused or could have prevented an end-of-life event. Given the structure of such reporting to FDA the full medical context is not generally available to the public, which may cause additional scrutiny, questions, or concerns regarding our products and services. For example, in the fourth quarter of 2023, as part of our commitments following the FDA Form 483 observations and warning letter issued on May 25, 2023, we retrospectively submitted certain MDRs to FDA, and the publicly available information in these reports may receive additional scrutiny.44We are subject to FDA requirements to investigate complaints about our Zio Systems. If we do not effectively manage and monitor our complaint-handling procedures, we may be subject to regulatory enforcement action, litigation risks, and risk of negative publicity.If we are unable to keep up with demand for our Zio Services, our revenue could be impaired, market acceptance for our Zio Services could be harmed, and physicians may instead order our competitorsâ€™ services. As demand for our Zio Services increases, we may encounter production or service delays or shortfalls. Such production or service delays or shortfalls may be caused by many factors, including the following:â€¢while we intend to continue to expand our manufacturing capacity, our production processes may have to change to accommodate this growth, potentially involving significant capital expenditures;â€¢we may experience technical challenges to increasing manufacturing capacity, including in connection with equipment design, automation, validation and installation, contractor issues and delays, licensing and permitting delays or rejections, materials procurement, manufacturing site expansion, problems with production yields, and quality control and assurance;â€¢key components of our Zio Systems are provided by a sole or single supplier or limited number of suppliers, and we do not maintain large inventory levels of these components; if we experience a shortage or quality issues in any of these components, we would need to identify and qualify new supply sources, which could increase our expenses and result in manufacturing delays;â€¢global demand and supply factors concerning commodity components common to all electronic circuits, including Zio Systems, could result in shortages that manifest as extended lead times for circuit boards, which could limit our ability to sustain and/or grow our business;â€¢we may experience a delay in completing validation and verification testing for new production processes and/or equipment at our manufacturing facilities;â€¢to increase our manufacturing output significantly and scale our services, we will have to attract and retain qualified employees for our operations; andâ€¢in response to unexpectedly rapid growth of our business, clinical operations capacity may not meet demand while new resources are being recruited and trained, which could negatively impact our volume capacity for our Zio Services.If we were unable to successfully manufacture our Zio Systems in sufficient quantities, or to maintain sufficient capacity to provide our Zio Services, it would materially harm our business.We depend on third-party vendors for the supply and manufacture of certain components of our Zio Systems, as well as for other aspects of our operations.We rely on third-party vendors for components and sub-assemblies used in our Zio Systems and in connection with certain logistical aspects of our Zio Services. Our reliance on third-party vendors subjects us to a number of risks, including:â€¢inability to obtain adequate supply in a timely manner or on commercially reasonable terms, including due to our reliance on a single supplier for certain critical components and materials for which, in some cases, there are relatively few alternative sources of supply;â€¢modifications to, or discontinuation of, a vendorâ€™s operations due to natural disasters, labor disruptions, human error, infrastructure failure, pandemics, military conflicts, or political or economic disruption, which may adversely impact our operations or otherwise lead to interruption of or shortage or delays in supply, including shortages impacting our printed circuit board assembly;â€¢production delays related to the evaluation and testing of products from alternative suppliers and corresponding regulatory qualifications;â€¢inability of the manufacturer or supplier to comply with our quality criteria and specifications and, where applicable, the QSR, state regulatory authorities, and, in some cases, the Notified Body audits;â€¢miscommunication of design specifications due to errors/omissions by either the vendor or our company, resulting in delayed delivery of acceptable materials or components for incorporation into our devices or recall of finished products;â€¢delays in device shipments resulting from quality issues or defects, reliability issues, or a supplierâ€™s failure to consistently produce quality components;â€¢price fluctuations due to a lack of

long-term supply arrangements with our suppliers for key components;â€¢inability to control the quality of products manufactured by third parties;â€¢delays in delivery by our suppliers due to changes in demand from us or their other customers; and45â€¢delays in obtaining required materials and components that are in short supply within the time frames we require, at an affordable cost, or at all.Further, we rely on single suppliers for the supply of components related to our adhesive sub-assembly, disposable plastic housings, instruments, and other materials that we use to manufacture and label our Zio patches. We have not qualified additional suppliers for some of these components and materials and we do not carry a significant inventory of these items. While we believe that alternative sources of supply may be available, we cannot be certain whether they will be available if and when we need them and that any alternative suppliers would be able to provide the quantity and quality of components and materials that we would need to manufacture our Zio patches if our existing suppliers were unable to satisfy our supply requirements.Any significant delay or interruption in the supply of components or sub-assemblies, such as those that we experienced during the COVID-19 pandemic, or our inability to obtain substitute components, sub-assemblies, or materials from alternate sources at acceptable prices and in a timely manner, could impair our ability to meet the demand for our Zio Services, significantly affect our future revenue, and harm our relations and reputation with physicians, hospitals, clinics, and patients.We also rely on certain third-party vendors in connection with the analysis we perform to create diagnostic reports for our Zio Services, which is dependent upon a recording made by each Zio System. For long-term continuous monitoring utilizing our Zio XT System, for example, requires the physical return of the Zio XT patch to one of our clinical centers and we predominantly rely on the U.S. Postal Service (â€œUSPSâ€) to perform this delivery service. Delivery of the Zio XT patch to one of our clinical centers may be subject to disruption to the USPS delivery infrastructure. Further, for the MCT monitoring services utilizing our Zio AT System, we rely on the provision of cellular communication services for the timely transmission of patient information and reportable events. The reliability of the electronic communication and cloud services required for these operations are subject to natural disasters, labor disruptions, human error, and infrastructure failure. Any of these disruptions may render it difficult or temporarily impossible for us to provide some or all our Zio Services and bill for those services, adversely affecting our operating results, causing significant distraction for management, and negatively impacting our business reputation. We also expect that our reliance on third-party vendors will increase as our business grows, exposing us to increased harm if such disruptions occur.We have incorporated and continue to work to further incorporate AI into our products, services, and internal operations. Implementation of artificial intelligence and machine learning technologies may result in legal and regulatory risks, reputational harm, or other adverse consequences to our business.We have and are continuing to incorporate AI, including machine learning and independent algorithms, in certain of our products, services and internal operations, including in our MCT services with our Zio AT System, which is intended to enhance their operation and effectiveness internally and for physicians and patients. Our research and development of such technology remains ongoing. AI innovation presents risks and challenges that could impact our business. AI algorithms may be flawed or datasets may be insufficient or contain biased information resulting in perceived or actual negative outcomes. Additionally, many countries and regions, including the EU, have proposed or passed new and evolving regulations related to the use of AI and machine learning technologies. The regulations may impose onerous obligations and may require us to unexpectedly rework or reevaluate improvements to be compliant. In particular, the EU Artificial Intelligence Act will have a material impact on the way AI is regulated in the EU, may affect our use of AI technologies, and may require additional compliance measures and changes to our operations and processes. Use of AI technologies may expose us to an increased risk of regulatory enforcement and litigation. Moreover, some of the AI features involve the processing of personal data and may be subject to laws, policies, legal obligations, and codes of conduct related to privacy and data protection. AI development and deployment practices could subject us to competitive harm, regulatory enforcement, increased cyber risks, reputational harm, and legal liability.Our ability to compete depends on our ability to innovate successfully.The market for medical devices, including the remote cardiac monitoring segment, is competitive, dynamic, and marked by rapid and substantial technological development and product innovation. While there are barriers that would challenge new entrants or existing competitors from developing products that compete directly with the devices used in our Zio Services, these barriers can be overcome. Demand for our Zio Services and future related devices or services could be diminished by equivalent or superior products and technologies offered by competitors. If we are unable to innovate successfully, our services and related devices could become obsolete and our revenue would decline as our customers prescribe or purchase our competitorsâ€™ services.46In order to remain competitive, we must continue to develop new product offerings and enhancements to our Zio Services. We can provide no assurance that we will be successful in fully recognizing the strategic value of our ECG database, expanding the indications for our Zio Services, developing new services and related devices, or commercializing them in ways that achieve market acceptance. In addition, if we develop new services, sales of those services may reduce revenue generated from our existing services. Maintaining adequate research and development personnel and resources to meet the demands of the market is essential. If we are unable to develop new services and related devices, applications, or features, or improve our algorithms due to constraints, such as insufficient cash resources, high employee turnover, inability to hire personnel with sufficient technical skills, inability or delay to obtain FDA marketing authorization or regulatory clearances in the EU and the UK, or a lack of other research and development resources, we may not be able to maintain our competitive position compared to other companies. Furthermore, many of our competitors devote a considerably greater amount of funds to their research and development programs than we do, and those that do not may be acquired by larger companies that would allocate greater resources to research and development programs. Our failure or inability to devote adequate research and development resources or compete effectively with the research and development programs of our competitors could harm our business.We have entered into a development agreement with a third party, and we may explore or enter into other development or collaboration agreements with other third parties in the future. These development and collaboration agreements may not result in the development of commercially viable devices or the generation of significant future revenues. We have entered into the Development Agreement with Verily to develop certain next-generation Afib screening, detection, or monitoring devices to enhance our Zio Services, which involves combining our technology platforms and capabilities with those of Verily. As part of the Development Agreement, we paid Verily an up-front fee of $5.0Â million in cash, and through SeptemberÂ 30, 2024, we have achieved milestones and additional related payment obligations totaling $11.0Â million. We have agreed to make additional payments over the term of the Development Agreement up to an aggregate of $1.75Â million, subject to achievement of certain specified milestones. The success of our collaboration with Verily is highly dependent on the efforts provided to the collaboration by Verily and us and the skill sets of our respective employees. Support of these efforts requires significant resources, including research and development, manufacturing, quality assurance, and clinical and regulatory personnel. Even with FDAâ€™s clearance of our clinically-integrated ZEUS System for the Zio Watch, continued product testing, market research, and related activities may result in a delay to device launch and additional expense associated with any commercialization efforts. Even if and when launched, the developed devices may also not be accepted in the marketplace, and there is no assurance that adequate coverage or reimbursement would be available, or that an alternative payment model can be developed.After the initial term and scope of the Development Agreement, and in order to commercialize any services in connection with the developed devices with Verily, we will need to enter into a commercialization agreement. There is no guarantee that we will be able to enter into such an agreement on commercially reasonable terms or at all. If we are unable to reach agreement with Verily on terms, the up-front fee and regulatory and development milestone payments and our internal development costs would not be recovered and the licenses to use Verilyâ€™s technology will expire.This collaboration may not result in the development of devices, and ultimately services, that achieve commercial success and could be terminated prior to developing any devices. In the event of any termination or expiration of the Development Agreement, we may be required to devote additional resources to device development and we may face increased competition, including from Verily. Verily may use the experience and insights it develops in the course of the collaboration with us to initiate or accelerate their development of products that compete with our devices and services, which may create competitive disadvantages for us. Accordingly, we cannot provide assurance that our collaboration with Verily or any other third party will result in the successful development of commercially viable devices and services or result in significant additional future revenues for our company.We generally intend to continue assessing the potential pathways for expanding indications and use cases for our Zio Services, and developing potential new products and services, for patient populations with unmet needs in the remote cardiac monitoring market and adjacent markets. We intend to continue to invest in research and development efforts to further differentiate our biosensor, data analytics and reporting, information system, and digital platform and we may explore or enter into development or collaboration agreements with third parties to further these efforts. We cannot predict whether such efforts will be viable from a regulatory and commercial standpoint, and development or collaboration agreements may not result in the development of commercially viable products or services or the generation of significant future revenues. For example, enforcement action such as that conveyed through the May 25, 2023 warning letter we received, as well as other digital health industry regulatory developments, may also impact the availability or viability of potential opportunities.47International expansion of our business exposes us to market, regulatory, political, operational, financial, and economic risks associated with doing business outside of the United States.While we currently derive substantially all of our revenue and maintain substantially all of our assets in the United States, we intend to continue to pursue growth opportunities outside of the United States, especially in the Philippines, the EU, the UK and Japan, and we may increase our use of administrative and support functions from locations outside the United States, which could expose us to risks associated with international sales and operations. Additionally, our international expansion efforts may not be successful, we may experience difficulties in scaling these functions from locations outside the United States, and we may not experience the expected cost efficiencies.Our international operations are, and will continue to be, subject to a number of risks, including:â€¢multiple, conflicting, and changing laws and regulations such as tax laws, privacy laws, export and import restrictions, employment laws, regulatory requirements, and other governmental approvals, permits, and licenses;â€¢obtaining and sustaining regulatory approvals, certifications, and regulatory compliance where required for the sale of our Zio Services in various countries or regions;â€¢requirements to maintain data and the processing of that data on servers located within such countries or regions, which requirements may be subject to change;â€¢complexities associated with managing multiple payor reimbursement regimes, government payors, or patient self-pay systems, as well as with participating in public tenders or procurement processes run by national healthcare systems;â€¢logistics and regulations associated with shipping and returning our Zio patches following patient use;â€¢limits on our ability to penetrate international markets if we are required to process our Zio Services locally;â€¢financial risks, such as longer payment cycles, difficulty collecting accounts receivable, the effect of local and regional financial pressures on demand and payment for our services, fluctuations in trade policy and tariff regulations, changes in international tax regulations applicable to our business, and exposure to foreign currency exchange rate fluctuations, which may reduce the reported value of our foreign currency denominated revenues, expenses, and cash flows;â€¢decreased emphasis or enforcement of intellectual property protections in some countries outside the United States in comparison to that in the United States;â€¢increased risk of litigation or administrative proceedings in connection with our relationships with international business partners, including litigation against persons whom we believe have infringed on our intellectual property, infringement litigation filed against us, litigation against a competitor, or litigation filed against us by distributors or service providers resulting from a breach of contract or other claim, as well as disputes regarding government and public tenders, any of which may result in substantial costs to us, adverse judgments, settlements, and diversion of our managementâ€™s attention;â€¢natural disasters, political and economic instability, including wars and other geopolitical conflicts, terrorism, political unrest, outbreak of disease, boycotts, curtailment of trade, and other market restrictions;â€¢regulatory and compliance risks that relate to maintaining accurate information and control over activities subject to regulation under the Foreign Corrupt Practices Act of 1977, as amended (the â€œFCPAâ€), UK Bribery Act of 2010, and comparable laws and regulations in other countries; â€¢compliance risks associated with the General Data Protection Regulation (the â€œGDPRâ€) (including as it applies in the UK by virtue of the Data Protection Act 2018), enacted to protect the privacy of all individuals in the EU and the UK, and which places certain restrictions on the export of personally identifiable data outside of the EU or the UK, as applicable;â€¢compliance risks associated with the revised regulations in the EU MDR that outline the requirements for medical device CE marking; â€¢compliance risks associated with the UK MDR, which replaces the CE marking requirements for medical devices marketed and sold in the UK with a UKCA mark following the UKâ€™s withdrawal from the EU, and the UK governmentâ€™s announcement to amend the UK MDR, in particular to create a new access pathway to support innovation and create an innovative framework for regulating software and AI as medical devices;â€¢compliance risks associated with the Japan Pharmaceutical and Medical Device Act (PMD Act);â€¢compliance risks associated with new or upcoming regulations associated with AI applicable to Software as a Medical Device; andâ€¢compliance risks associated with new or upcoming requirements and expectations associated with medical device cybersecurity.Any of these factors may require significant resources to address and could significantly harm our future international expansion and operations and, consequently, our revenue and results of operations.48Exposure to UK political developments, including the outcome of its withdrawal from membership in the EU, could be costly and difficult to comply with and could seriously harm our business.Our operations in the UK account for approximately 1% of our revenue for the three and nine months ended SeptemberÂ 30, 2024, and we intend to continue to pursue growth opportunities in the UK. There are still a number of areas of uncertainty in connection with the future of the UK and its relationship with the EU following the UKâ€™s exit from the EU in 2020 (commonly referred to as â€œBrexitâ€), including the application and interpretation of the UK-EU trade agreement (the â€œTrade and Cooperation Agreementâ€), which went into force in May 2021. For example, because a significant proportion of the regulatory framework in the UK is currently derived from EU directives and regulations, Brexit could result in material changes to the regulatory regime applicable to many of our current operations. The UK government and the MHRA began undertaking public consultations on the future regulation of medical devices in 2022 and plan to introduce the new regulatory system from July 2025 onwards, subject to appropriate transitional arrangements. The consultation indicated that the MHRA will publish guidance in relation to the changes to the regulatory framework and may rely more heavily on guidance to add flexibility to the regime. Although the Trade and Cooperation Agreement offers UK and EU companies preferential access to each otherâ€™s markets, ensuring imported goods will be free of tariffs and quotas, economic relations between the UK and the EU are on more restricted terms than existed previously. Therefore, at this time, we cannot predict the impact that the Trade and Cooperation Agreement and any future agreements contemplated under the terms of the Trade and Cooperation Agreement will have on our future business efforts to commercialize our Zio Services in the UK and the EU. Accordingly, it is possible that the Trade and Cooperation Agreement may adversely affect our operations and financial results.Our success depends on our ability to attract and retain senior management and key personnel. Our success depends on our ability to retain our senior management and to attract and retain qualified personnel in the future. Competition for senior management personnel, as well as salespersons, scientists, clinicians, and engineers, is intense and we may not be able to retain our personnel. The loss of key personnel, including key members of our senior management team or members of our board of directors, as well as certain of our key finance, legal, regulatory, research and development, quality, and clinical personnel, could disrupt our operations and have a material and adverse effect on our ability to grow our business. Each of our officers may terminate their employment at any time without notice and without cause or good reason. The loss of a member of our senior management team or our professional staff would require the remaining executive officers to divert immediate and substantial attention to seeking a replacement.We have recently experienced significant changes in our executive leadership, including the appointment of Quentin S. Blackford as our President and Chief Executive Officer in October 2021 following the resignation of our prior President and Chief Executive Officer, Kevin King, in January 2021. Douglas Devine, our former Chief Operating Officer, and Michael Coyle served as Chief Executive Officer from June 2021 to October 2021 and January 2021 to June 2021, respectively, before Mr. Blackfordâ€™s appointment. We have had additional executive officer positions changes recently (including the March 2023 resignation of Douglas Devine as Chief Operating Officer and the August 2024 resignation of Brice Bobzien as Chief Financial Officer) and may experience further changes in executive leadership in the future.Changes to strategic or operating goals, which can often times occur with the appointment of new executives, can create uncertainty, may negatively impact our ability to execute quickly and effectively, and may ultimately be unsuccessful. If we do not integrate new executives successfully, we may be unable to manage and grow our business, and our financial condition and profitability may suffer as a result. In addition, to the extent we experience additional management turnover, competition for top management is high and it may take months to find a candidate that meets our requirements. If we are unable to attract and retain qualified management personnel, our business could suffer.Further, we may undertake reorganizations of our workforce from time to time, which may result in a temporary reduction in the number of employees in certain locations. We would undertake a reorganization to reduce operating expenses or achieve other business objectives, though we cannot guarantee any specific amount of long-term cost savings. Further, the turnover in our employee base could result in operational and administrative inefficiencies, which could adversely impact the results of our operations, stock price, and customer relationships, could complicate our efforts to retain other valuable employees, and could make recruiting for future management and other positions more difficult.49Our continued rapid growth could strain our personnel resources and infrastructure, and if we are unable to manage the anticipated

growth of our business, our future revenue and operating results may be harmed.We have experienced rapid growth in our headcount and in our operations. Any growth that we experience in the future will provide challenges to our organization, requiring us to expand our sales personnel, manufacturing, clinical, customer care, and billing operations and general and administrative infrastructure. In addition to the need to scale our operational and service capacity, future growth will impose significant added responsibilities on management, including the need to identify, recruit, train, and integrate additional employees. Rapid expansion in personnel could impact our capacity to manufacture our Zio patches, market, sell, and support our Zio Services, and analyze the data to produce Zio reports, which could result in inefficiencies and unanticipated costs, impacts to our Zio Services, including our Zio patches, and disruptions to our service operations. Additionally, rapid expansion could require us to rely on overtime to increase capacity that could, in turn, result in greater employee attrition and/or a loss in productivity during the process of recruiting and training additional resources and add to our operating expenses. Further, a move toward automation to address, for example, staffing or scalability needs, could result in unintended consequences, such as increased scrap rate negatively impacting profitability.As we seek to gain greater efficiency, we may look for ways to expand the automated portion of our Zio Services and require productivity improvements from our CCTs, within the framework of our wide-ranging regulatory obligations. Such improvements could impact the content of our Zio reports. In addition, rapid and significant growth may strain our administrative and operational infrastructure. Our ability to manage our business and growth will require us to continue to improve our operational, financial, and management controls, reporting systems, and procedures. If we are unable to manage our growth effectively, it may be difficult for us to execute our business strategy and our business could be harmed.Failure to receive the Zio System patches used for the provision of the Zio Services we provide may result in a loss of capital as well as revenue where the receipt of returned devices and processing of data retrieved from returned devices is required to provide our Zio Services.Our Zio System patches and gateways are provided to patients either (1) during in-office visits with a healthcare provider or (2) remotely via at-home hookup. We have also seen hybrid situations where accounts, in response to staffing shortages, provide in-clinic Zio device packages to patients for application at home. Although in all three scenarios there is the potential that a patient will not return the device(s) at the conclusion of the wear period, home hookups historically result in a higher likelihood that the patient will fail to return his or her device, which negatively impacts our financial condition when we are unable to provide the Zio Services. For example, when the patient returns the Zio Monitor patch to us at the end of the patient wear period, we provide the Zio Monitor Services, which include the end of service report based on the data stored on the Zio Monitor patch, after which we submit a claim to the relevant payor or to the patient for the services rendered. If a patient fails to return a device, we experience financial losses, which include the cost of the device as well as the loss of potential revenue for the service that is contingent on the returned device for the submission of the associated claim.Our strategic plans include a high degree of focus on the mSToPs criteria for Afib screening. There are risks that the clinical or payor community will not fully accept these criteria as a basis for selection of patients suitable for screening. In January 2022, the U.S. Preventive Services Task Force (â€œUSPSTFâ€) published a recommendation statement on the screening criteria for Afib screening, stating that the current evidence (including the mSToPs study) is insufficient to assess the balance of benefits and harm of Afib screening, and thus found that it could neither recommend for or against screening of adults 50 years or older without a diagnosis or symptoms of Afib and without a history of transient ischemic attack or stroke. In its recommendation, the USPSTF also identified research needs and gaps, including for example assurance that future research involves randomized trials of diverse patient populations and conducting research to optimize the accuracy of screening for Afib. This USPSTF recommendation statement may deter some clinicians or payors from accepting the mSToPs study inclusion and exclusion criteria as a standard for selecting patients for screening for Afib. We cannot predict whether or when the USPSTFâ€™s recommendation on Afib screening will change or be modified based on findings from additional randomized trials, other research, or through the continued use of our products and services or other similarly situated products and services designed for remote cardiac monitoring.50We may face risks associated with acquisitions of companies, products, and technologies and our business could be harmed if we are unable to address these risks.If we are presented with appropriate opportunities, we could acquire or make other investments in complementary companies, products, or technologies. We may not realize the anticipated benefit of our acquisitions, or the realization of the anticipated benefits may require greater expenditures than anticipated by us. For example, the License Agreement that we entered into with BioIS may not result in the development of commercially viable products or services or the generation of significant future revenues. The success of our efforts is highly dependent on the efforts and skill sets of our employees, and support of these efforts requires significant resources, including research and development, manufacturing, quality assurance, and clinical and regulatory personnel. Even if and when launched, the developed devices may also not be accepted in the marketplace, and there is no assurance that adequate coverage or reimbursement would be available, or that an alternative payment model can be developed.In addition, we will likely face risks, uncertainties, and disruptions associated with the integration process, including difficulties in the integration of the operations and services of any acquired company, integration of acquired technology with our Zio Services, including our Zio Systems, diversion of our managementâ€™s attention from other business concerns, the potential loss of key employees or suppliers of the acquired businesses, and impairment charges if future acquisitions are not as successful as we originally anticipated. If we fail to successfully integrate other companies, products, or technologies that we acquire, our business could be harmed. Furthermore, we may have to incur debt or issue equity or equity-linked securities to pay for any future acquisitions or investments, the issuance of which could be dilutive to our existing stockholders. In addition, our operating results may suffer because of acquisition-related costs, amortization expenses, investment required to address risks associated with the acquisition, or charges relating to acquired intangible assets.Risks Related to Healthcare Regulatory Matters Our use of third-party service providers or company resources located outside the United States to support certain customer care, clinical, and other operations of our IDTFs may present challenges, and if we are ineffective in limiting work performed by these service providers or company resources consistent with applicable regulations or our contractual agreements with commercial payors, we may be subject to penalties or experience loss of revenue.Beginning in the third quarter of 2022, we engaged Sutherland Healthcare Solutions, Inc. and Techindia Infoway Private Limited to support certain customer care and clinical operations of our IDTFs. We have developed operational and technical controls to limit the work performed by these vendors consistent with our interpretation of the Medicare coverage exclusion of services furnished outside the United States, other applicable laws and regulations, and any requirements imposed pursuant to our contracts with commercial payors. If these controls do not work as intended, or if regulators or commercial payors disagree with our interpretation of these requirements and their application to our operations, we may be subject to a requirement to return funds already paid to us, civil monetary penalties, other government enforcement, as highlighted by a recent enforcement action against our competitor, BioTelemetry, Inc., with respect to the support of certain clinical operations by vendors performing work outside the United States, and termination of contracts with commercial payors, as well as the loss of revenue associated with those contracts.In addition, we are currently engaging with other third-party service providers that have resources located outside the United States, and we have established company resources in the Philippines to provide services in support of our IDTFs. These services include benefits verification, billing, collections, and customer service, which require complex oversight and monitoring for appropriate capture and escalation of complaint information that may be relevant to the quality, performance, and safety of our medical devices or the quality of our clinical services. If we are unable to effectively manage this oversight and monitoring, we may be subject to regulatory enforcement action or inquiries which may be expensive and time consuming to resolve. In addition, certain contracts with commercial payors include restrictions related to accessing patient data outside the United States and we have implemented reasonable controls intended to prohibit unauthorized use of patient data by service providers and company resources located outside the United States for these commercial payors, as appropriate. If these controls do not work as intended, or if the payor information we receive from ordering healthcare providers is delayed or inaccurate, we may encounter the suspension or termination of contracts with commercial payors, as well as any contractual remedies such payors might pursue. The suspension or loss of any of our key commercial payor agreements would have an adverse impact on our revenue and our results of operations.51If we fail to comply with medical device, healthcare, and other governmental regulations, we could face substantial penalties and our business, results of operations, and financial condition could be adversely affected.The services and related devices we offer are highly regulated, and the regulatory environment in which we operate may change significantly and adversely in the future. Our arrangements with physicians, hospitals, clinics, and other stakeholders in the healthcare industry may expose us to broadly applicable medical device laws and healthcare fraud and abuse and other laws and regulations that may restrict the financial arrangements and relationships through which we market, sell, distribute, and provide our services and related devices. Our employees, consultants, and commercial partners and collaborators may engage in misconduct or other improper activities, including non-compliance with regulatory standards and requirements. Federal and state healthcare laws and regulations that may affect our ability to conduct business, include, without limitation:â€¢state licensure laws applicable to the manufacture, marketing, distribution, and sale of medical devices;â€¢federal and state laws and regulations regarding billing, claims payment, and enrollment for participation in government healthcare programs;â€¢the federal Anti-Kickback Statute, which prohibits, among other things, any person from knowingly and willfully offering, soliciting, receiving, or providing remuneration, directly or indirectly, in exchange for or to induce either the referral of an individual for, or the purchase, order or recommendation of, any good or service for which payment may be made under federal healthcare programs, such as the Medicare and Medicaid programs;â€¢the federal FCA, which prohibits, among other things, individuals or entities from knowingly presenting, or causing to be presented, false claims, or knowingly using false statements, to obtain payment from the federal government;â€¢federal criminal laws that prohibit executing a scheme to defraud any healthcare benefit program or making false statements relating to healthcare matters;â€¢the FCPA, the UK Bribery Act of 2010, and other local anti-corruption, anti-kickback, and transparency laws that apply to our international activities;â€¢the federal Physician Payment Sunshine Act, or Open Payments, and its implementing regulations, which requires us to report payments or other transfers of value made to licensed physicians and certain mid-level health practitioners and teaching hospitals, as well as ownership and investment interests held by physicians and their immediate family members;â€¢Health Insurance Portability and Accountability Act (â€œHIPAAâ€œ), as amended by the Health Information Technology for Economic and Clinical Health Act, and its implementing regulations, which impose certain requirements relating to the privacy, security, and transmission of individually identifiable health information; HIPAA also created criminal liability for knowingly and willfully falsifying or concealing a material fact or making a materially false statement in connection with the delivery of or payment for healthcare benefits, items, or services;â€¢the GDPR and the UK Data Protection Act 2018, which each provide legal requirements for the handling and disclosure (including across borders) of personal data collected in the EU and the UK, respectively;â€¢the FDAâ€™s Code of Federal Regulations, including but not limited to, 21 CFR Parts 820, 803, 806, and 801, that outlines requirements for medical device design, testing, marketing authorization, manufacturing, labeling, distribution, and post-market surveillance requirements; â€¢the EU MDD and EU MDR that outline requirements for medical device CE marking;â€¢the UK MDR, which, post the UKâ€™s withdrawal from the EU, replaces the CE marking requirement for medical devices sold in the UK with a UKCA mark; and â€¢state law equivalents of each of the above U.S. federal laws, such as anti-kickback and false claims laws which may apply to items or services reimbursed by any third-party payor, including commercial insurers, and state and foreign laws governing the privacy and security of individually identifiable information in certain circumstances (e.g., the Telephone Consumer Protection Act, the CAN-SPAM Act, and state privacy, consumer protection, and breach notification laws), many of which differ from each other in significant ways and often are not preempted by HIPAA, thus complicating compliance efforts.52These laws are broad in scope and available exceptions and exemptions are narrow; it is possible that some of our activities could be subject to challenge under one or more of such laws. Any action brought against us for violations of these laws or regulations, even if successfully defended, could cause us to incur significant legal expenses and divert our managementâ€™s attention from the operation of our business. We may be subject to private â€œqui tamâ€ actions brought by individual whistleblowers on behalf of the federal or state governments, with potential liability under the federal FCA including mandatory treble damages and significant per-claim penalties, which were increased from $13,946 to $27,894 per false claim for violations assessed after February 12, 2024. For example, our industry has experienced recent FCA enforcement, including a December 2023 settlement by BioTelemetry, Inc. and its subsidiary LifeWatch Services Inc. involving allegations that these companies submitted claims to federal programs for a higher level of remote cardiac monitoring than physicians had intended to order or that was medically necessary, thus inflating the level of reimbursement paid, which highlights the importance of compliance with the rules and regulations governing claims submitted to federal healthcare programs.Although we have adopted policies and procedures designed to comply with these laws and regulations and conduct internal reviews of our compliance with these laws, our compliance is also subject to governmental review. The growth of our business and sales organization and our expansion outside of the United States may increase the potential of violating these laws or our internal policies and procedures. The risk of our being found in violation of these or other laws and regulations is further increased by the fact that many have not been fully interpreted by the regulatory authorities or the courts, and their provisions are open to a variety of interpretations. Any action brought against us for violation of these or other laws or regulations, even if we successfully defend against it, could cause us to incur significant legal expenses and divert our managementâ€™s attention from the operation of our business. If our operations are found to be in violation of any of the federal, state, or foreign laws described above or any other current or future fraud and abuse or other healthcare laws and regulations that apply to us, we may be subject to penalties, including significant criminal, civil, and administrative penalties, damages, fines, imprisonment for individuals, exclusion from participation in government programs, such as Medicare, and we could be required to curtail or cease our operations. Any of the foregoing consequences could seriously harm our business and our financial results.Further, in June 2024, the U.S. Supreme Court reversed its longstanding approach under the Chevron doctrine, which provided for judicial deference to regulatory agencies, including the FDA. As a result of this decision, we cannot be sure whether there will be increased challenges to existing agency regulations or how lower courts will apply the decision in the context of other regulatory schemes without more specific guidance from the U.S. Supreme Court. For example, this decision may result in more companies bringing lawsuits against the FDA to challenge longstanding decisions and policies of the FDA, which could undermine the FDAâ€™s authority, lead to uncertainties in the industry, and disrupt the FDAâ€™s normal operations, which could impact the timely review of any regulatory filings or applications we submit to the FDA.Changes in applicable laws or regulations or the interpretation or enforcement policies of regulators governing our IDTFs and Zio Services may constrain or require us to restructure our operations or adapt certain business strategies which may harm our revenue and operating results.Healthcare laws and regulations, and interpretations of the same, change frequently and may change significantly in the future. We may not be able to adapt our operations to address every new regulation or interpretation, and new regulations or interpretations may adversely affect our business. We also cannot assure that a review of our business by courts or regulatory authorities would not result in a determination that adversely affects our revenue and operating results.Our business relies on orders from licensed healthcare providers, and the continuing clinical acceptance and adoption of our Zio Services depends upon strong working relationships with healthcare providers, including physicians. These relationships, interactions, and arrangements are subject to a high degree of scrutiny by government regulators and enforcement bodies.As a CMS-enrolled IDTF, we may only provide our Zio Services upon receipt of a valid order from a licensed healthcare provider for use in the diagnosis and treatment of a patientâ€™s medical condition. Accordingly, our revenue and the success of our business rely on the continued clinical acceptance and adoption of our Zio Services by healthcare providers whose patients require remote cardiac monitoring services. In addition to continuing to demonstrate the clinical value of our Zio Services, we also must support widespread clinical acceptance and adoption of our Zio Services by maintaining strong working relationships with these healthcare providers, including physicians. However, as we work to establish and maintain these relationships, we face significant scrutiny of these relationships, interactions, and arrangements by government regulators and enforcement agencies. Failure to structure and maintain these relationships, interactions, and arrangements in compliance with applicable laws and regulations, including those targeted at fraud and abuse like the federal Anti-Kickback Statute and the FCA, could expose us to significant legal and financial repercussions, including government civil and criminal investigations, civil monetary penalties, criminal penalties, and/or exclusion from federal healthcare programs.53Our communications with healthcare stakeholders â€“ physicians and other healthcare professionals, payors, and similar entities, as well as patients and lay caregivers â€“ are subject to a high degree of scrutiny for compliance with a wide range of laws and regulations. Continuing or increasing our sales and marketing and other external communication efforts may expose us to additional risk of being alleged or deemed to be non-compliant by regulators, enforcement authorities, or competitors.Our sales and marketing efforts and initiatives, as well as other communications with healthcare professionals ("HCPs"), may subject us to a high degree of scrutiny for compliance with applicable laws and regulations and our practices of effective communication of risk information, benefits, or claims will be subject to oversight by FDA, the Federal Trade Commission (â€œFTCâ€) and others.In addition, FDA applies a heightened level of scrutiny to comparative claims when applying its statutory standards for advertising and promotion, including with regard to its requirement that promotional labeling be truthful and not misleading. There is potential for differing interpretations of whether certain communications are consistent with a productâ€™s FDA-required labeling, including with respect to

communications that may reference or contemplate the use of the Zio devices with specified patient populations. FDA will evaluate communications, in context, on a fact-specific basis. This is a continued area of focus for regulators. In the fourth quarter of 2023, FDA issued final guidance focused on the presentation of quantitative risk and efficacy information to the consumer audience, with heightened focus on presenting such information in a manner that is accurate, understandable, and consumer-friendly. The FTC has also released updated guidance on health claims, with a high expectation for clinical data to support these claims.In addition, making comparative claims may draw scrutiny from our competitors. Where a company makes a claim in advertising or promotion that its product is superior to the product of a competitor (or that the competitorâ€™s product is inferior), this creates a risk of a lawsuit by the competitor under federal and state false advertising or unfair and deceptive trade practices law, and possibly also state libel law. Such a suit may seek injunctive relief against further advertising, a court order directing corrective advertising, and compensatory and punitive damages where permitted by law. If our compliance program and training and monitoring do not effectively keep pace with our sales and marketing growth, we may encounter increased risk in execution of activities by our personnel, potential enforcement and other exposure.We may also seek to communicate certain information with physicians and scientists and their practices and health systems or with payors and similar entities, and may rely on a range of laws, regulations, regulatory guidance governing topics, including scientific exchange, and communication of healthcare economic information and product information under the Preapproval Information Exchange Act. Recent FDA draft guidance on communication of scientific information on unapproved uses of cleared/approved medical products with HCPs further illustrates the agencyâ€™s focus on ensuring that such communications to those in a position to order or prescribe products are consistent with available scientific data and subject to organizational controls maintaining separation and distinction from promotional marketing.For example, certain of our physicians may order the Zio Services for patients who are under 18, which is outside the cleared indications for use. While we do not intend for any personnel to promote our devices for pediatric use and we have policies addressing appropriate responses to unsolicited requests for information about pediatric use, our approach may be subject to ongoing scrutiny from FDA. If FDA or other federal, state, or foreign enforcement authorities determine that our labeling, advertising, promotional materials, or user training materials, or representations made by our personnel include the promotion of an off-label use for the device, or that we have made false or misleading or inadequately substantiated promotional claims, or claims that could potentially change the regulatory status of the product, FDA or other authorities could take the position that these materials have misbranded our devices and request that we modify our labeling, advertising, or user training or promotional materials and/or subject us to regulatory or legal enforcement actions, including the issuance of an Untitled Letter or a Warning Letter, injunction, seizure, recall, adverse publicity, civil penalties, criminal penalties, including substantial fines, or other adverse actions. In that event, we would be subject to extensive fines and penalties and our reputation could be damaged and adoption of the products would be impaired. Although we intend to refrain from statements that could be considered off-label promotion of our products, FDA or another regulatory agency could disagree and conclude that we have engaged in off-label promotion.Changes in laws and regulations governing our communications with patients or the interpretation or enforcement policies of regulators could subject us to regulatory scrutiny, damage awards, or fines.As a Medicare-enrolled IDTF, we are prohibited from directly soliciting patients for diagnostic medical procedures. While we can engage in general marketing initiatives, consistent with applicable law, we cannot make telephone, computer, and in-person contacts for the purpose of soliciting business for our IDTF.54Regarding patients for whom we have received a valid order for our Zio Services, we may send or make text messages, emails, phone calls, and other communications for various informational, business purposes, including to confirm accurate demographic and payor information or to assist a patient via a home hookup. Communication-related laws require consent prior to certain communications and provide a specified monetary damage award or fine for each violation which could result in particularly significant damage awards or fines. For example, under the Telephone Consumer Protection Act (â€œTCPAâ€), plaintiffs may seek actual monetary loss or statutory damages of $500 per violation, whichever is greater, and courts may treble the damage award for willful or knowing violations. In the wake of a 2021 decision by the U.S. Supreme Court that limited the applicability of the TCPA, several states have enacted or introduced legislation that would regulate text messages and certain telephone calls to individuals. We may be subject to lawsuits (including class-action lawsuits) containing allegations that our business violated the TCPA or other communications laws. These lawsuits may seek damages (including statutory damages) and injunctive relief, among other remedies. A determination that there have been violations of the TCPA or other statutes regulating communications with patients could expose us to significant damage awards that could, individually or in the aggregate, materially harm our business.While most of our revenue results from claims submitted to payors for diagnostic medical procedures, we offer, and are looking to expand, alternative payment and service delivery models. Piloting, evaluating, and implementing these alternative payment and service delivery models requires interactions with commercial payors, physicians, and patients; these interactions are subject to laws and regulations aimed at preventing healthcare fraud and abuse. If these models are unsuccessful, or if we are unable to fully comply with such laws as we pursue these strategies, our commercial success could be compromised and we could face substantial penalties.Our operations may be directly or indirectly affected by various broad state and federal healthcare fraud and abuse laws, including the federal Anti-Kickback Statute, the FCA, the Anti-Mark Up Rule, and the Medicare Beneficiary Inducement Statute. For some of our services, we directly bill physicians or other healthcare entities, that, in turn, bill payors, and the amounts we bill may include a risk-based pricing component. We are also developing alternative service delivery models that include using our Zio Monitoring System or Zio XT System to screen at-risk patient populations as part of a value-added service offered by managed care organizations, including Medicare Advantage Organizations, to qualifying participants. Although we have endeavored to properly design these billing and service models and structure our program development efforts, including related affiliations and relationships with physicians or other healthcare entities, to comply with applicable laws and regulations, these types of initiatives may draw a high degree of scrutiny and may subject us to assertions of non-compliance. If our past, present, or future operations are found to be in violation of fraud and abuse laws, we or our officers may be subject to civil or criminal penalties, including large monetary penalties, damages, fines, imprisonment, and exclusion from Medicare program participation. Furthermore, if we knowingly file, or â€œcauseâ€ the filing of, false claims for reimbursement with government programs such as Medicare, we may be subject to substantial civil penalties, including treble damages.Risks Related to Financial and Accounting MattersIn the future we may identify additional material weaknesses or otherwise fail to maintain an effective system of internal controls, which may result in material misstatements of our consolidated financial statements or cause us to fail to meet our periodic reporting obligations.We previously identified material weaknesses in our internal control over financial reporting. A material weakness is a deficiency, or a combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of our annual or interim consolidated financial statements will not be prevented or detected on a timely basis. As previously disclosed, in preparing our consolidated financial statements as of and for the years ended December 31, 2021 and 2020, our management concluded that our disclosure controls and procedures and our internal control over financial reporting were not effective at the reasonable assurance level due to a failure to maintain a sufficient number of professionals with an appropriate level of accounting and internal control knowledge, training, and experience to timely and accurately analyze, record, and disclose accounting matters. This material weakness contributed to additional material weaknesses, which have been previously disclosed and remediated. In aggregate, these material weaknesses (including the previously remediated material weaknesses) contributed to the misstatement of our revenues, revenue reserves, bad debt expense, property and equipment, research and development expense, and related financial disclosures, and in the revision of our consolidated financial statements for the years ended December 31, 2017, December 31, 2018, and each interim period therein as well as the quarters ended March 31, 2019, June 30, 2019, and September 30, 2019. Additionally, this material weakness could result in a misstatement of account balances or disclosures that would result in a material misstatement to the annual or interim consolidated financial statements that would not be prevented or detected.55To address this material weakness, we took actions designed to improve our internal control over financial reporting and remediate the control deficiencies that led to the material weakness, including hiring additional accounting and finance personnel with an appropriate level of expertise, providing for additional management oversight over financial reporting including through the establishment of a SOX Steering Committee within our internal audit function, and implementing new controls and processes. As of the year ended December 31, 2022, we concluded that our remediation efforts had been successful and that the previously identified material weakness in internal control over financial reporting had been remediated. However, while the material weakness has been remediated, we continue to seek improvements to enhance our control environment and to strengthen our internal controls to provide reasonable assurance that our financial statements continue to be fairly stated in all material respects.If we discover additional weaknesses in our system of internal financial and accounting controls and procedures, our consolidated financial statements may contain material misstatements, and we could be required to restate our financial results. Our internal control over financial reporting will not prevent or detect all errors and all fraud. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the control systemâ€™s objectives will be met. Because of the inherent limitations in all control systems, 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 will be detected.Any failure to implement and maintain effective internal control over financial reporting could cause investors to lose confidence in our reported financial and other information, adversely impact our stock price, cause us to incur increased costs to remediate any deficiencies, and attract regulatory scrutiny or lawsuits that could be costly to resolve and distract managementâ€™s attention, limit our ability to access the capital markets, or cause our stock to be delisted from The Nasdaq Global Select Market or any other securities exchange on which it is then listed. Failure to remedy any material weakness in our internal control over financial reporting, or to implement or maintain other effective control systems required of public companies, could also restrict our future access to the capital markets.Our financial results may fluctuate significantly from quarter-to-quarter and may not fully reflect the underlying performance of our business.Our revenue and operating results may fluctuate significantly from quarter to quarter as a result of a variety of factors, a number of which are outside our control, and may therefore not fully reflect the underlying performance of our business. Such factors may include, for example, seasonal variations in prescription rates. We typically experience reduced revenue during the third quarter, as well as during the year-end holiday season. We believe this is the result of physicians and patients taking vacations, and patients electing to delay our monitoring services during the summer months and holidays. We believe that period-to-period comparisons of our operating results may not be meaningful and should not be relied on as an indication of our future performance. If quarterly revenues or operating results fall below the expectations of investors or public market analysts, the trading price of our common stock could decline substantially. Factors that might cause quarterly fluctuations in our operating results include:â€¢our inability to manufacture an adequate supply of our Zio Systems to support demand for our Zio Services at appropriate quality levels and acceptable costs;â€¢possible delays in our research and development programs or in the completion of any third-party clinical trials relating to our Zio Services;â€¢a lack of acceptance of our Zio Services, including our Zio Systems, by physicians and potential patients;â€¢the inability of patients to receive reimbursements from third-party payors;â€¢the purchasing patterns of physicians and patients, including as a result of seasonality;â€¢failures to comply with regulatory requirements, which could lead to withdrawal of our Zio Services, including our Zio Systems, from the market;â€¢our failure to continue the commercialization of our Zio Services;â€¢competition;â€¢inadequate financial and other resources; andâ€¢global business, political, and economic conditions, including inflation, increasing interest rates, cybersecurity events, uncertainty with respect to the federal debt ceiling and budget and potential government shutdowns related thereto, potential instability in the global banking system, political instability, and military hostilities, including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East.56Further, we recognize a portion of our revenue from non-contracted third-party commercial payors. For example, during the three and nine months ended SeptemberÂ 30, 2024, revenue from non-contracted third-party commercial payors accounted for approximately 7% of our total revenue. We have limited visibility as to when we will receive payment for our Zio Services with non-contracted payors and we, XIFIN, or Omega must appeal any negative payment decisions, which often delays collections further. Additionally, a portion of the revenue from non-contracted payors is received from patient co-pays, which we may not receive for several months following delivery of service or may not receive at all. For revenue related to non-contracted payors, we estimate an average collection rate based on factors including historical cash collections. Subsequent adjustments, if applicable, are recorded as an adjustment to revenue. Fluctuations in revenue may make it difficult for us, research analysts, and investors to accurately forecast our revenue and operating results or to assess our actual performance. If our revenue or operating results fall below expectations, the price of our common stock would likely decline.We have a history of operating losses and may not achieve or sustain profitability in the future.We have incurred net losses since our inception in September 2006. We generated net losses of $46.2 million and $27.1 million during the three months ended SeptemberÂ 30, 2024 and 2023, respectively, and $112.0 million and $84.7 million during the nine months ended SeptemberÂ 30, 2024 and 2023, respectively. As of SeptemberÂ 30, 2024, we had an accumulated deficit of $757.6 million. We have financed our operations to date primarily through private and public offerings of equity securities and revenue generated by prescriptions of our Zio Services. We have and expect to continue to incur significant research and development, sales and marketing, regulatory, and other expenses as we expand our marketing efforts to increase the prescription of our Zio Services, expand existing relationships with physicians, obtain regulatory clearances or approvals for our current or future services and related devices, conduct clinical trials on our existing and future services, and develop new services or add new features to our existing Zio Services. We also expect that our general and administrative expenses will continue to increase due to, among other things, the operational and regulatory burdens applicable to medical service providers that are public companies. As a result, we expect to continue to incur operating losses in the future. These losses, among other things, may have an adverse effect on our stockholdersâ€™ equity and the value of our common stock.We may require additional capital to support the growth of our business, and this capital might not be available on acceptable terms, if at all.Our operations have consumed substantial amounts of cash since inception. We intend to continue to make investments to support our business, which may require us to engage in equity or debt financings to secure additional funds. Additional financing may not be available on a timely basis on terms acceptable to us, or at all. Any additional financing may be dilutive to stockholders or may require us to grant a lender a security interest in our assets. The amount of funding we may need will depend on many factors, including:â€¢the revenue generated by our Zio Services;â€¢the costs, timing, and risks of delay of additional regulatory approvals;â€¢the expenses we incur in manufacturing, developing, selling, and marketing our Zio Services;â€¢our ability to scale our manufacturing operations to meet demand for the Zio Systems used in our current and any future Zio Services or other offerings;â€¢the costs of filing, prosecuting, defending, and enforcing any patent claims and other intellectual property rights;â€¢the rate of progress and cost of our clinical trials and other development activities;â€¢the success of our research and development efforts;â€¢the emergence of competing or complementary technologies;â€¢the terms and timing of any collaborative, licensing, and other arrangements that we may establish;â€¢the cost of ongoing compliance with legal and regulatory requirements, and third-party payorsâ€™ policies;â€¢the cost of obtaining and maintaining regulatory or payor clearance or approval for our current or future offerings including those integrated with other companiesâ€™ products; andâ€¢the acquisition of business, products, and technologies.If adequate funds are not available, we may not be able to commercialize our Zio Services at the rate we desire and/or we may have to delay the development or commercialization of our Zio Services or license to third parties the rights to commercialize services or technologies that we would otherwise seek to commercialize. We also may have to reduce sales, marketing, customer support, or other resources devoted to our Zio Services. Any of these factors could harm our business and financial condition.57Our ability to use our net operating losses to offset future taxable income may be subject to certain limitations which could subject our business to higher tax liability.Our ability to use our net operating losses (â€œNOLsâ€) to offset future taxable income may be subject to certain limitations which could subject our business to higher tax liability. We may be limited in the portion of NOL carryforwards that we can use in the future to offset taxable income for U.S. federal and state income tax purposes, and federal tax credits to offset federal tax liabilities. Sections 382 and 383 of the Internal Revenue Code of 1986, as amended, and similar state law provisions, limit the use of NOLs and tax credits after a cumulative change in corporate ownership of more than 50% occurs within a three-year period. The statutes place a formula limit on how much NOLs and tax credits a corporation can use in a tax year after a change in ownership. Avoiding an ownership change is generally beyond our control. We could experience an ownership change that might limit our use of NOLs and tax credits in the future. In addition, realization of deferred tax assets, including NOL carryforwards, depends upon our future earnings in applicable tax jurisdictions. If we have insufficient future taxable income in the applicable tax jurisdiction for any reason, including any future corporate reorganization or restructuring activities, we may be limited in our ability to utilize some or all of our net operating losses to offset such income and reduce our tax liability in that jurisdiction. See Note 9, Income Taxes to the consolidated financial statements included herein for additional information.There is also a risk that due to regulatory changes or changes to federal or state law, such as suspensions on the use of NOLs, or other unforeseen reasons, our existing NOLs could expire or otherwise be unavailable either in whole or in part to offset future income tax liabilities. For example, under the Coronavirus Aid, Relief, and Economic Security Act of 2020, which amended certain provisions of the Tax Cuts and Jobs Act (â€œTCJAâ€), NOLs arising in taxable years beginning after December 31, 2017 may offset no

more than 80% of current taxable income annually for taxable years beginning after December 31, 2020. Therefore, we may be required to pay U.S. federal income taxes in future years despite the NOL carryforwards we have accumulated.Risks Related to Other Legal and Regulatory MattersWe are subject to legal proceedings and government investigations that could adversely affect our business, financial condition, and results of operations.We are involved in legal proceedings related to securities litigation and other matters and may become involved in other legal proceedings that arise from time to time in the future. For example, as discussed further in Note 7, Commitments and Contingencies, to the consolidated financial statements included herein, a putative securities class action lawsuit has been filed against us and certain current officers or former officers of the company alleging violations of Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder.Any claims against us, whether meritorious or not, can be time-consuming, result in costly litigation, be harmful to our reputation, require significant management attention, and divert significant resources. In addition, the expense of litigation and the timing of this expense from period to period are difficult to estimate and subject to change. Litigation and other claims are subject to inherent uncertainties and managementâ€™s view of these matters may change in the future. Given the uncertain nature of legal proceedings generally, we are not able in all cases to estimate the amount or range of loss that could result from an unfavorable outcome. We could incur judgments or enter into settlements of claims that could have a material adverse effect on our results of operations in any particular period.In addition, healthcare companies are subject to numerous investigations and inquiries by various governmental agencies. For example, as discussed further in Note 7, Commitments and Contingencies, to the consolidated financial statements included herein, in March 2021, we received a grand jury subpoena from the U.S. Attorneyâ€™s Office for the Northern District of California requesting information related to communications with FDA and our Zio Systems, and, in September 2021, received a subpoena requesting additional information. More recently, on April 4, 2023, we received a Subpoena Duces Tecum from the Consumer Protection Branch, Civil Division of the U.S. Department of Justice, requesting production of various documents regarding our products and services. In addition, on May 25, 2023, we received a warning letter from FDA, which resulted from the inspection of our facility located in Cypress, California that concluded in August 2022. The warning letter alleges non-conformities to regulations for medical devices, including medical device reporting requirements, relating to our Zio AT System and medical device quality system requirements. On July 15, 2024, FDA initiated inspections of our Cypress and San Francisco facilities. We received 483 observations at the close of the inspection. We are cooperating fully in connection with these matters. Any future investigations of our executives, our managers, or our company could result in significant liabilities or penalties to us, as well as adverse publicity. Even if we are found to have complied with applicable law, the investigation or litigation may pose a considerable expense and would divert managementâ€™s attention, and have a potentially negative impact on the publicâ€™s perception of us, all of which could negatively impact our financial position and results of operations. Further, should we be found out of compliance with any of these laws, regulations, or programs, depending on the nature of the findings, our business, our financial position, and our results of operations could be negatively impacted.58Further, three decisions from the U.S. Supreme Court in July 2024 may lead to an increase in litigation against regulatory agencies that could create uncertainty and thus negatively impact our business. The first decision overturned established precedent that required courts to defer to regulatory agenciesâ€™ interpretations of ambiguous statutory language. The second decision overturned regulatory agenciesâ€™ ability to impose civil penalties in administrative proceedings. The third decision extended the statute of limitations within which entities may challenge agency actions. These cases may result in increased litigation by industry against regulatory agencies and impact how such agencies choose to pursue enforcement and compliance actions. However, the specific, lasting effects of these decisions, which may vary within different judicial districts and circuits, is unknown. We also cannot predict the extent to which FDA and SEC regulations, policies, and decisions may become subject to increasing legal challenges, delays, and changes.Compliance with requirements of being a public company may strain our resources and divert managementâ€™s attention.As a public company, we are subject to laws and regulations relating to corporate governance and public disclosure, including the Sarbanes-Oxley Act of 2002, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the rules and regulations implemented by the SEC, and The Nasdaq Stock Market listing rules. Compliance with these laws and regulations, including new laws and regulations or revisions to existing laws and regulations, has required and will continue to require, substantial management time and oversight and the incurrence of significant accounting and legal costs. These laws, regulations, and standards are subject to varying interpretations, in many cases due to their lack of specificity, and, as a result, their application in practice may evolve over time as new guidance is provided by regulatory and governing bodies. This could result in continuing uncertainty regarding compliance matters and higher costs necessitated by ongoing revisions to disclosure and governance practices. We intend to continue to invest resources to comply with evolving laws, regulations, and standards, and this investment may result in increased general and administrative expenses and a diversion of managementâ€™s time and attention from revenue-generating activities to compliance activities. If our efforts to comply with new laws, regulations, and standards differ from the activities intended by regulatory or governing bodies due to ambiguities related to their application and practice, regulatory authorities may initiate legal proceedings against us and our business may be adversely affected.We could be subject to changes in our tax rates, new U.S. or international tax legislation, or additional tax liabilities.We are subject to taxes in the United States and numerous foreign jurisdictions, where certain of our subsidiaries are organized. The tax laws in the United States and in other countries in which we and our subsidiaries do business could change on a prospective or retroactive basis, and any such changes could adversely affect our business and financial condition. Our effective tax rates could be affected by numerous factors, including changes in the mix of earnings in countries with differing statutory tax rates, changes in the valuation of deferred tax assets and liabilities, and changes in tax laws or their interpretation, both in and outside the United States. For example, in 2017, the U.S. government enacted the TCJA, which made significant changes to the taxation of business entities, including the requirement to capitalize research and development expenditures and amortize such expenditures over five years for domestic expenditures and fifteen years for foreign expenditures. While it is possible that Congress may modify or repeal this provision, we have no assurance that this provision will be modified or repealed and even if Congress makes any such decision, it may not be retroactive, and could still therefore result in an impact on cash from operating activities and on the balance of our deferred taxes. In addition, we have a presence in the UK, as well as sales in the UK, such that any changes in tax laws in the UK will impact our business. The overall impact of these changes is uncertain, and our business and financial condition could be adversely affected.In addition, our tax obligations and effective tax rates could be adversely affected by changes in the relevant tax, accounting and other laws, regulations, principles and interpretations, including those relating to income tax nexus, by recognizing tax losses or lower than anticipated earnings in jurisdictions where we have lower statutory rates and higher than anticipated earnings in jurisdictions where we have higher statutory rates, by changes in foreign currency exchange rates, or by changes in the valuation of our deferred tax assets and liabilities. The TCJA of 2017 introduced a Base Erosion and Anti-Abuse Tax ("BEAT") which imposes a minimum tax on adjusted income of corporations with average applicable gross receipt of at least $500 million for the prior three tax years and that make certain payments to related foreign persons. In addition, the Organization for Economic Cooperation and Development has proposed a global minimum tax of 15% of reported profits ("Pillar 2") that has been agreed upon in principle by over 140 countries. During 2023, many countries took steps to incorporate Pillar 2 into their domestic tax laws. While neither BEAT nor Pillar 2 impact our results of operations currently, if applicable in the future, they could have an impact on our financial results, the extent of which is uncertain. Our tax returns and other tax matters also are subject to examination by the U.S. Internal Revenue Service and other tax authorities and governmental bodies. We regularly assess the likelihood of an adverse outcome resulting from these examinations to determine the adequacy of our provision for taxes. We cannot guarantee the outcome of these examinations. If our effective tax rates were to increase, particularly in the United States, or in other jurisdictions implementing legislation to reform existing tax legislation, including the UK, or if the ultimate determination of our taxes owed is for an amount in excess of amounts previously accrued, our financial condition, operating results, and cash flows could be adversely affected.59We may be liable for contamination or other harm caused by materials that we handle, and changes in environmental regulations could cause us to incur additional expense.Our research and development and manufacturing operations may involve the use or handling of hazardous materials. We are subject to a variety of federal, state, local, and international laws, rules, and regulations governing the use, handling, storage, disposal and remediation of hazardous and biological materials, as well as the sale, labeling, collection, recycling, treatment, and disposal, of products containing such hazardous substances, and we incur expenses relating to compliance with these laws and regulations. If we violate environmental, health, and safety laws, including as a result of human error, equipment failure, or other cases, we could face substantial liabilities, fines, and penalties, personal injury and third-party property damage claims, and substantial investigation and remediation costs. These expenses or this liability could have a significant negative impact on our financial condition. Environmental laws could become more stringent over time, imposing greater compliance costs and increasing risks and penalties associated with violations. We are subject to potentially conflicting and changing regulatory agendas of political, business, and environmental groups. Changes to or restrictions on the procedures for hazardous or biological material storage or handling might require unplanned capital investment or relocation of our facilities. Failure to comply, or the cost of complying, with new or existing laws or regulations could harm our business, financial condition, and results of operations.Risks Related to Intellectual PropertyWe are subject to claims of infringement or misappropriation of the intellectual property rights of others, which could prohibit us from shipping affected devices, require us to obtain licenses from third parties or to develop non-infringing alternatives, and subject us to substantial monetary damages and injunctive relief.We rely on a combination of patents, copyrights, trademarks, trade secret laws, and confidentiality and invention assignment agreements with employees and third parties to protect our intellectual property rights. Our patents and patent applications are directed to covering key aspects of the design, manufacture, and use of our Zio Services, including our Zio Systems.Third parties may assert infringement or misappropriation claims against us with respect to our current or future Zio Services, including our Zio Systems. We are aware of numerous patents issued to third parties that may relate to aspects of our business, including the design and manufacture of the Zio Systems used in connection with our Zio Services. Whether a product infringes a patent involves complex legal and factual issues, the determination of which is often uncertain. Therefore, we cannot be certain that we have not infringed the intellectual property rights of such third parties or others. Our competitors may assert that our Zio Systems or the methods we employ to deliver our Zio Services are covered by U.S. or foreign patents held by them and we may be required to settle such allegations in the future. This risk is exacerbated by the fact that there are numerous issued patents and pending patent applications relating to remote cardiac monitoring services and the associated devices. There may be existing patents or patent applications now pending of which we are unaware that may later result in issued patents that our Zio Services, including our Zio Systems, inadvertently infringe. As the number of competitors in the remote cardiac monitoring market grows, the possibility of patent infringement by us or a patent infringement claim against us increases. If we are unable to successfully defend any such claims as they may arise or enter into or extend settlement and license agreements on acceptable terms or at all, our business operations may be harmed. Any infringement or misappropriation claim could cause us to incur significant costs, place significant strain on our financial resources, divert managementâ€™s attention from our business, and harm our reputation. In addition, if the relevant patents are upheld as valid and enforceable and we are found to infringe such patents, we could be prohibited from using any portion of our Zio Services, including our Zio Systems, that is found to infringe such patent unless we could obtain licenses to use the technology covered by the patent or are able to design around the patent. We may be unable to obtain a license on terms acceptable to us, if at all, and we may not be able to redesign our Zio Services, including our Zio Systems, to avoid infringement. We may be unable to maintain or renew licenses on terms acceptable to us, if at all, and we may be prohibited from selling any portion of our Zio Services, including our Zio Systems, that required the technology covered by the relevant licensed patents. Although patent and intellectual property disputes in the healthcare and medical devices area have often been settled through licensing or similar arrangements, costs associated with such arrangements may be substantial and would likely include ongoing royalties. Even if we are able to redesign our Zio Services, including our Zio Systems, to avoid an infringement claim, we may not receive FDA approval for such changes in a timely manner or at all.60Further, if we are found to infringe third-party patents, a court could order us to pay damages to compensate the patent owner for the infringement, such as a reasonable royalty amount and/or profits lost by the patent owners, along with prejudgment and/or post-judgment interest. Furthermore, if we are found to willfully infringe third-party patents, we could, in addition to other penalties, be required to pay treble damages; and if the court finds the case to be exceptional, we may be required to pay attorneysâ€™ fees for the prevailing party. If we are found to infringe third-party copyrights or trademarks or misappropriate third-party trade secrets, based on the intellectual property at issue, a court could order us to pay statutory damages, actual damages, or profits, such as reasonable royalty or lost profits of the owners, unjust enrichment, disgorgement of profits, and/or a reasonable royalty, and the court could potentially award attorneysâ€™ fees or exemplary or enhanced damages. If litigation were to be initiated by intellectual property owners, there could significant legal fees and costs incurred in defending litigation (which may include filing administrative actions to attack the intellectual property) as well as a potential monetary settlement payment to the owners, even if the matter is resolved before going to trial. Moreover, the owners may take an overly aggressive approach and/or include multiple allegations in a single litigation. Our inability to adequately protect our intellectual property could allow our competitors and others to produce devices and offer services based on our technology, which could substantially impair our ability to compete.Our success and our ability to compete depend, in part, upon our ability to maintain the proprietary nature of our technologies. We rely on a combination of patent, copyright, and trademark law, and trade secrets and nondisclosure agreements to protect our intellectual property. However, such methods may not be adequate to protect us or permit us to gain or maintain a competitive advantage.For example, our patent applications may not issue as patents in a form that will be advantageous to us, or at all. Our issued patents, and those that may issue in the future, may be challenged, invalidated, or circumvented, which could limit our ability to stop competitors from marketing related devices and services. In addition, there are numerous recent changes to the patent laws and proposed changes to the rules of the U.S. Patent and Trademark Office (â€œUSPTOâ€œ), which may have a significant impact on our ability to protect our technology and enforce our intellectual property rights. We also may not be able to prevent the unauthorized disclosure or use of our technical knowledge or other trade secrets by consultants, vendors, or former or current employees, despite the existence generally of invention assignment and confidentiality agreements and other contractual restrictions we include in contracts with such parties. These agreements may not provide meaningful protection for our trade secrets, know-how, or other proprietary information in the event of any unauthorized use, misappropriation, or disclosure of such trade secrets, know-how, or other proprietary information. There can be no assurance that employees, consultants, vendors, and clients have executed such agreements or have not breached or will not breach their agreements with us, that we will have adequate remedies for any breach, or that our trade secrets will not otherwise become known or independently developed by competitors. In addition, we rely on trademarks, service marks, trade names, and brand names, such as our registered trademark â€œZIO,â€ to distinguish our products from the products of our competitors, and have registered or applied to register these trademarks. We cannot assure you that our trademark applications will be approved. Further, during trademark registration proceedings, we may receive rejections. Although we are given an opportunity to respond to those rejections, we may be unable to overcome such rejections. In addition, in proceedings before the USPTO and in proceedings before comparable agencies in many foreign jurisdictions, third parties are given an opportunity to oppose pending trademark applications and to seek to cancel registered trademarks. Opposition or cancellation proceedings may be filed against our trademarks, and our trademarks may not survive such proceedings. Additionally, we are aware of at least one third party that has registered the â€œIRHYTHMâ€ mark in the EU in connection with computer software for controlling and managing patient medical information, heart rate monitors, and heart rate monitors to be worn during moderate exercise, among other uses. However, despite that registration, we have successfully obtained a registration for the IRHYTHM mark in the EU in Classes 9 and 10 and we also own many national registrations for IRHYTHM in Europe.To protect our proprietary rights, we may in the future need to assert claims of infringement against third parties. The outcome of litigation to enforce our intellectual property rights in patents, copyrights, trade secrets, or trademarks is highly unpredictable, could result in substantial costs and diversion of resources, and could have a material adverse effect on our business, financial condition, and results of operations regardless of the final outcome of such litigation. In the event of an adverse judgment, a court could hold that some or all of our asserted intellectual property rights are not infringed, or are invalid or unenforceable, and could award attorneysâ€™ fees.Despite our efforts to safeguard our unpatented and unregistered intellectual property rights, we may not succeed in doing so or the steps taken by us in this regard may not be adequate to detect or deter misappropriation of our technology or to prevent an unauthorized third party from copying or otherwise obtaining and using our devices, technology, or other information that we regard as proprietary. In addition, third parties may be able to design around our patents. Furthermore, the laws of foreign countries may not protect our proprietary rights to the same extent as the laws of the United States.61Risks Related to Privacy and Security Cybersecurity risks, including those involving network security breaches, services interruptions and other incidents affecting the confidentiality, integrity or availability of our data and systems, could result in the compromise of confidential data or critical data systems and give rise to potential harm to our patients, remediation and other expenses, expose us to liability under HIPAA, breach notification laws, consumer protection laws, or other common law theories, subject us to litigation and federal and state governmental inquiries, damage our

reputation, and otherwise be disruptive to our business and operations.Cybersecurity threats can come from a variety of sources, ranging in sophistication from an individual hacker to malfeasance by employees, consultants or other service providers to criminal or other unauthorized threat actors, including state-sponsored attacks. Unauthorized parties may also attempt to gain access to our systems or facilities through fraud, trickery or other forms of deceiving our employees, contractors and temporary staff. Cyber threats may be generic, or they may be custom-crafted against our information systems. Cyber incidents can result from deliberate attacks or unintentional events. Over the past several years, cyber-attacks and other cyber incidents have become more prevalent and much harder to detect and defend against. These cyber attacks and other incidents include unauthorized access to our network, information technology and data, and that our of contractors; compromise of employee credentials and accounts; transmission of computer viruses and other malware; phishing and spamming attacks; ransomware attacks and other acts of cyber extortion; and malicious actions by persons inside our organization and other insider threats. For example, during the first quarter of 2024, we experienced a temporary delay in the billing of our contracted and non-contracted payer customers, performed by our third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which our third-party vendor engages for services relating to billing and collections. While we substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in our cash collections. The increasing use of mobile devices for remote access to our systems and data also increases these vulnerabilities and risks. Our internal technology systems and infrastructure, and those of our contractors, are also vulnerable to damage from natural disasters, acts of terrorism, war and other acts of foreign governments and failures of telecommunication, electrical and other critical systems. In addition, hardware, software or applications we develop or procure from third parties may contain defects in design or manufacture or other problems that could unexpectedly compromise information security or other problems that unexpectedly could interfere with our business operations. Because the techniques used to obtain unauthorized access, disable or degrade service, or sabotage systems change frequently and may not immediately produce signs of intrusion, we may be unable to anticipate these incidents or techniques, timely discover them, or implement adequate preventative measures.We have in the past been subject to cyber-attacks and data breaches and expect that we will be subject to additional cyber-attacks in the future and may experience future data breaches. Such incidents may impact the integrity, availability or confidentiality of the sensitive data we maintain or disrupt our information systems, devices or business, including our ability to deliver our services. As a result, cybersecurity, physical security and the continued development and enhancement of our controls, processes and practices designed to protect our enterprise, information systems and data from attack, damage or unauthorized access remain a priority for us. As cyber threats continue to evolve, we may be required to expend significant additional resources to continue to modify or enhance our protective measures or to investigate and remediate any cybersecurity vulnerabilities.62We are subject to complex and evolving U.S. and foreign laws and regulations and other requirements regarding privacy, data protection, security, and other matters. Many of these laws and regulations are subject to change and uncertain interpretation, and could result in claims, changes to our business practices, monetary penalties, increased cost of operations, or declines in customer growth or engagement, or otherwise harm our business.In the ordinary course of our business, we collect, use and store, and transmit sensitive data, such as our proprietary business information and that of our suppliers, contractors, customers, vendors and others, as well as personal information, including health information, of these parties and of our patients. As a result, we are subject to several foreign, federal and state laws and regulations protecting the use, disclosure and confidentiality of certain personal information, namely individually identifiable information (e.g., names, social security numbers, addresses, birth dates), and restricting the use and disclosure of that information. These laws include foreign, federal and state healthcare privacy laws, telehealth laws, breach notification laws and consumer protection laws. These frameworks impose stringent privacy and security standards and potentially significant non-compliance penalties and liability. In addition, a comprehensive federal privacy bill, which includes a private right of action for violations, has been proposed and is under review by the House of Representatives. Foreign data protection, privacy, and related laws and regulations can be more restrictive than those in the United States. For example, data localization laws in some countries generally mandate that certain types of data collected in a particular country be stored and/or processed solely within that country. In addition, both foreign and U.S. legislators and regulators may make legal and regulatory changes, or interpret and apply existing laws, in ways that require us to incur substantial costs, expose us to unanticipated civil or criminal liability, or cause us to change our business practices. Further, the SEC recently adopted new cybersecurity disclosure rules for public companies that require disclosure regarding cybersecurity risk management (including the boardâ€™s role in overseeing cybersecurity risks, managementâ€™s role and expertise in assessing and managing cybersecurity risks, and processes for assessing, identifying, and managing cybersecurity risks) in annual reports on Form 10-K. These new cybersecurity disclosure rules also require the disclosure of material cybersecurity incidents by Form 8-K, within four business days of determining an incident is material. These changes or increased costs could negatively impact our business and results of operations in material ways. Refer to â€œCybersecurityâ€ in Part I, Item 1C of our Annual Report on Form 10-K for the year ended December 31, 2023 for further details.The secure maintenance, processing, and transmission of this sensitive information is critical to our business operations and we are dependent on sophisticated information technology systems to operate our business. System failures or outages, including any potential disruptions due to significantly increased global demand on certain cloud-based systems, or failures to adequately scale our data platforms and architectures to support patient care could compromise our ability to perform these functions in a timely manner, which could harm our ability to conduct business or delay our financial reporting. We have implemented multiple layers of security measures and monitoring to protect the confidentiality, integrity, and availability of this data and the systems and devices that store and transmit such data. Despite our security measures and business controls, which undergo routine testing internally and by external parties, our information technology and infrastructure may be vulnerable to attacks by criminals and criminal enterprises, foreign governments and other state-sponsored actors, and terrorists and lone wolves; breaches due to employee, contractor, or vendor error; or malfeasance or other disruptions or subject to the inadvertent or intentional unauthorized release of information. Any such occurrence could compromise our data centers and networks and the information stored thereon could be inappropriately accessed, publicly disclosed, lost, or stolen. Further, any such access, disclosure, or other loss of information could result in legal claims or proceedings, and liability under laws that protect the privacy of personal information and regulatory penalties, increase in operating expenses, incurrence of expenses, including notification, mitigation, and remediation costs, disrupt our operations and the services we provide to our clients, or damage our reputation, any of which could adversely affect our profitability, revenue, and competitive position.Cyber-attacks aimed at accessing our devices and services, or related devices and services, and modifying or using them in a way inconsistent with our FDA marketing authorizations and regulatory certifications in the EU and the UK, could create risks to patients.Medical devices are increasingly connected to the Internet, hospital networks, and other medical devices to provide features that improve healthcare and increase the ability of healthcare providers to treat patients and of patients to manage their conditions and are subject to extensive oversight from FDA and foreign regulatory authorities with requirements designed to manage the risks of cyber-attacks with the potential to impact patient safety. As such, cyber-attacks aimed at accessing our devices and services, or related devices and services, and modifying or using them in a way inconsistent with our FDA marketing authorizations and regulatory certifications in the EU and the UK, may create risks to patients and potential exposure to our company.63We are required to comply with various laws and regulations with respect to implementing appropriate cybersecurity measures to ensure our devices and services are not compromised or disrupted, which could lead to potential risk of harm or injury to patients. FDA has issued guidance on cybersecurity management of medical devices during post market, and more recently finalized guidance on cybersecurity considerations for quality systems in device premarket submissions. These guidance documents serve as an indicator of agency expectations. If we do not implement the necessary quality measures to manage cybersecurity and minimize or avoid risks of a potential cyber-attack that impacts our devices and services, we could be subject to a range of FDA enforcement action, and such a situation could trigger the need for a recall, a hold on the distribution of our products, or require other corrective actions to our products. In the EU, a number of interlocking rules regulate cybersecurity for medical devices. For example, the new Cybersecurity Directive (EU) 2022/2555 (also known as the NIS 2 Directive (Network and Information Security)) entered into force in January 2023 and EU Member States have until October 17, 2024 to transpose the measures into national law. The EU NIS 2 Directive affects Critical National Infrastructure (CNI) providers, which includes the health sector and the manufacturers of medical devices considered to be critical during a public health emergency, as well as other covered entities. The requirements in the NIS 2 Directive will sit alongside the cybersecurity requirements addressed in the EU MDR, which are supplemented by specific guidance issued by the EUâ€™s Medical Device Coordination Group. In addition, at this time, we cannot predict the impact on cybersecurity compliance that forthcoming EU legislation such as the Artificial Intelligence Act and the European Health Data Space Regulation, may have. In the UK, the government announced as part of its consultations on the future regulation of medical devices, that it intends to develop legislation to impose cybersecurity requirements for software as a medical device, including for AI. Risks Related to Our Common StockIf securities or industry analysts do not publish research or reports about our business, or if they issue an adverse or misleading opinion regarding our stock, our stock price and trading volume could decline.The trading market for our common stock will be influenced by the research and reports that industry or securities analysts publish about us or our business. We do not have any control over the analysts, or the content and opinions included in their reports. If any of the analysts who cover us issues an adverse or misleading opinion regarding us, our business model, our intellectual property, or our stock performance, or if any third-party preclinical studies and clinical trials involving our Zio Services or our results of operations fail to meet the expectations of analysts, our stock price would likely decline. If one or more of such analysts cease coverage of us or fail to publish reports on us regularly, we could lose visibility in the financial markets, which in turn could cause a decline in our stock price or trading volume.Our stock price is highly volatile and investing in our stock involves a high degree of risk, which could result in substantial losses for investors.Historically, the market price of our common stock, like the securities of many other medical service providers that are public companies, has fluctuated. It is likely that our stock price will continue to be volatile in the future. In addition, the trading prices for our common stock and the common stocks of other medical service providers been highly volatile as a result of macroeconomic conditions, including inflation, rising interest rates and ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East. The market price of our common stock is influenced by many factors that are beyond our control, including the following:â€¢securities analyst coverage or lack of coverage of our common stock or changes in their estimates of our financial performance;â€¢variations in quarterly operating results;â€¢future sales of our common stock by our stockholders;â€¢investor perception of us and our industry;â€¢announcements by us or our competitors of significant agreements, acquisitions, or capital commitments or service or product launches or discontinuations;â€¢changes in market valuation or earnings of our competitors;â€¢negative business or financial announcements regarding our partners;â€¢regulatory actions;â€¢legislation and political conditions;â€¢cybersecurity events;â€¢global health pandemics, such as the COVID-19 pandemic; 64â€¢terrorist acts, acts of war, or periods of widespread civil unrest, including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East; andâ€¢general economic, industry, and market conditions, including inflation, interest rate volatility, uncertainty with respect to the federal debt ceiling and budget and potential government shutdowns related thereto, potential instability in the global banking system, and fluctuating foreign currency exchange rates.Please also refer to the factors described elsewhere in this â€œRisk Factorsâ€ section. In addition, the stock market in general has experienced extreme price and volume fluctuations that have often been unrelated and disproportionate to the operating performance of companies in our industry. These broad market and industry factors may materially reduce the market price of our common stock, regardless of our operating performance.Securities class action litigation has often been brought against public companies that experience periods of volatility in the market prices of their securities. Securities class action litigation could result in substantial costs and a diversion of our managementâ€™s attention and resources.Anti-takeover effects of our charter documents and Delaware law could make a merger, tender offer, or proxy contest difficult, thereby depressing the trading price of our common stock.There are provisions in our amended and restated certificate of incorporation and amended and restated bylaws, as well as provisions in the Delaware General Corporation Law (â€œDGCLâ€), that may discourage, delay, or prevent a change of control of our company that might otherwise be beneficial to stockholders. These provisions could also make it difficult for stockholders to elect directors who are not nominated by current members of our board of directors or take other corporate actions, including effecting changes in our management. For example:â€¢our board of directors may, without stockholder approval, issue shares of preferred stock with special voting or economic rights;â€¢our stockholders do not have cumulative voting rights and, therefore, each of our directors can only be elected by holders of a majority of our outstanding common stock;â€¢a special meeting of stockholders may only be called by a majority of our board of directors, the chairman of our board of directors, our chief executive officer, or our president (in the absence of a chief executive officer);â€¢our stockholders may not take action by written consent; andâ€¢we require advance notice for nominations for election to the board of directors or for proposing matters that can be acted upon by stockholders at stockholder meetings.Moreover, Section 203 of the DGCL may discourage, delay, or prevent a change of control of our company. Section 203 imposes certain restrictions on mergers, business combinations, and other transactions between us and holders of 15% or more of our common stock.The exclusive forum provision in our organizational documents may limit a stockholderâ€™s ability to bring a claim in a judicial forum that it finds favorable for disputes with us or any of our directors, officers, or other employees, or the underwriters of any offering giving rise to such claim, which may discourage lawsuits with respect to such claims.Our amended and restated certificate of incorporation provides that, to the fullest extent permitted by law, the Court of Chancery of the State of Delaware is the exclusive forum for: any derivative action or proceeding brought on our behalf; any action asserting a claim of breach of fiduciary duty owed by any director, officer, or other employee or agent of the company to us or our stockholders; any action asserting a claim against us arising pursuant to any provision of the DGCL, our amended and restated certificate of incorporation, or our amended and restated bylaws; any action to interpret, apply, enforce, or determine the validity of our amended and restated certificate of incorporation, or our amended and restated bylaws; or any action asserting a claim against us that is governed by the internal affairs doctrine. This exclusive forum provision does not apply to suits brought to enforce a duty or liability created by the Exchange Act.Notwithstanding the foregoing, our stockholders will not be deemed to have waived our compliance with the federal securities laws and the regulations promulgated thereunder. Any person or entity purchasing or otherwise acquiring or holding any interest in any of our securities shall be deemed to have notice of and consented to our exclusive forum provisions. The exclusive forum provisions may limit a stockholderâ€™s ability to bring a claim in a judicial forum that it finds favorable for disputes with us or any of our directors, officers, or other employees, which may discourage lawsuits with respect to such claims. Alternatively, if a court were to find the choice of forum provisions contained in our amended and restated certificate of incorporation or amended and restated bylaws to be inapplicable or unenforceable in an action, we may incur additional costs associated with resolving such action in other jurisdictions, which could harm our business, operating results, and financial condition.65We do not intend to pay dividends for the foreseeable future.We have never declared or paid cash dividends on our capital stock. We currently intend to retain all available funds and any future earnings to support operations and to finance the operation and expansion of our business, and we do not expect to declare or pay any dividends on our capital stock in the foreseeable future. As a result, stockholders must rely on sales of their common stock after price appreciation, which may never occur, as the only way to realize any future gains on their investments.Risks Related to Our DebtOur indebtedness could adversely affect our financial health and our ability to respond to changes in our business.As a result of our level of increased debt following the completion of the offering of our 2029 Notes:â€¢our vulnerability to adverse general economic conditions and competitive pressures will be heightened;â€¢we will be required to dedicate a larger portion of our cash flow from operations to interest payments, limiting the availability of cash for other purposes;â€¢our flexibility in planning for, or reacting to, changes in our business and industry may be more limited; andâ€¢our ability to obtain additional financing in the future for working capital, capital expenditures, acquisitions, general corporate purposes or other purposes may be impaired.We cannot be sure that our leverage resulting from the level of increased debt will not materially and adversely affect our ability to finance our operations or capital needs or to engage in other business activities. In addition, we cannot be sure that additional financing will be available when required or, if available, will be on terms satisfactory to us. Further, even if we are able to obtain additional financing, we may be required to use such proceeds to repay a portion of our debt.Furthermore, we will not be restricted under the terms of the indenture governing the 2029 Notes from incurring additional debt, securing future debt, recapitalizing our debt, repurchasing our stock, pledging our assets, making investments, paying dividends, guaranteeing debt or taking a number of other actions that could have the effect of diminishing our ability to make payments on the 2029 Notes when due.Servicing our debt requires a significant amount of cash, and we may not have sufficient cash flow from our business to pay our indebtedness.Our ability to repay the principal of, to pay interest on or to refinance our indebtedness, including the 2029 Notes, or to make cash payments in connection with any conversions of 2029 Notes, depends on our future performance, which is subject to economic, financial, competitive and other factors beyond our control. Our business may not generate cash flow from operations in the future sufficient to service our existing indebtedness and any future indebtedness we may incur and make necessary capital expenditures. If we are unable to generate such cash flow, we may be required to adopt

one or more alternatives, such as reducing or delaying investments or capital expenditures, selling assets, restructuring debt or obtaining additional debt financing or equity capital on terms that may be onerous or highly dilutive. Our ability to refinance any current or future indebtedness will depend on the capital markets and our financial condition at such time. We may not be able to engage in any of these activities or engage in these activities on desirable terms or at all, which could result in a default on our debt obligations. In addition, any of our future current or future debt agreements may contain restrictive covenants that may prohibit us from adopting any of these alternatives. Our failure to comply with these covenants could result in an event of default which, if not cured or waived, could result in the acceleration of our debt.In addition, we may be unable to repurchase the 2029 Notes upon a fundamental change when required by the holders or repay prior to maturity any accelerated amounts due under the 2029 Notes upon an event of default or redeem the 2029 Notes or pay cash upon conversion of the 2029 Notes, and our future debt may contain limitations on our ability to pay cash upon conversion, repurchase or repayment of the 2029 Notes.The capped call transactions may affect the value of our common stock.In connection with the pricing of the 2029 Notes, we entered into capped call transactions with the option counterparties. The capped call transactions are expected generally to reduce the potential dilution to our common stock upon conversion of the 2029 Notes and/or offset any cash payments we are required to make in excess of the principal amount of converted 2029 Notes, as the case may be, with such reduction and/or offset subject to a cap. 66The option counterparties or their respective affiliates may modify their hedge positions by entering into or unwinding various derivatives with respect to our common stock and/or purchasing or selling our common stock or other securities of ours in secondary market transactions prior to the maturity of the 2029 Notes (and are likely to do so during any observation period related to a conversion of 2029 Notes or following any redemption or repurchase of 2029 Notes by us, in each case, if we elect to unwind a corresponding portion of the capped call transactions in connection with such conversion or such redemption or repurchase). This activity could also cause or avoid an increase or a decrease in the market price of our common stock.We are subject to counterparty risk with respect to the capped call transactions. The option counterparties are financial institutions or affiliates of financial institutions, and we are subject to the risk that one or more of such option counterparties may default under the capped call transactions. Our exposure to the credit risk of the option counterparties is not secured by any collateral. Past and current global economic conditions, including recent increases in prevailing interest rates, have resulted in the actual or perceived failure or financial difficulties of many financial institutions. If any option counterparty becomes subject to bankruptcy or other insolvency proceedings, we will become an unsecured creditor in those proceedings with a claim equal to our exposure at that time under the capped call transaction with such option counterparty. Our exposure will depend on many factors but, generally, an increase in our exposure will be positively correlated to an increase in our common stock market price and in the volatility of the market price of our common stock. In addition, upon a default by an option counterparty, we may suffer adverse tax consequences and dilution with respect to our common stock. We can provide no assurance as to the financial stability or viability of any option counterparty.Conversion of the 2029 Notes will, to the extent we deliver shares upon conversion of such 2029 Notes, dilute the ownership interest of existing stockholders, including holders who had previously converted their 2029 Notes, or may otherwise depress our stock price.The conversion of some or all of the 2029 Notes will dilute the ownership interests of existing stockholders to the extent we deliver shares upon conversion of any of such 2029 Notes. Any sales in the public market of the common stock issuable upon such conversion could adversely affect prevailing market prices of our common stock. In addition, the existence of the 2029 Notes may encourage short selling by market participants because the conversion of the 2029 Notes could be used to satisfy short positions, or anticipated conversion of the 2029 Notes into shares of our common stock could depress our stock price. The conditional conversion feature of the 2029 Notes, if triggered, may adversely affect our financial condition and operating results.In the event the conditional conversion feature of the 2029 Notes is triggered, holders of the 2029 Notes will be entitled to convert the 2029 Notes at any time during specified periods at their option. If one or more holders elect to convert their 2029 Notes, unless we elect to satisfy our conversion obligation by delivering solely shares of our common stock (other than cash in lieu of any fractional share), we would be required to settle a portion or all of our conversion obligation through the payment of cash, which could adversely affect our liquidity. In addition, even if holders of the 2029 Notes do not elect to convert their 2029 Notes, we could be required under applicable accounting rules to reclassify all or a portion of the outstanding principal of the 2029 Notes as a current rather than long-term liability, which would result in a material reduction of our net working capital.The accounting method for convertible debt securities that may be settled in cash, such as the 2029 Notes, could have a material effect on our reported financial results.Under current accounting principles, we do not expect to separately account for the liability and equity components of the 2029 Notes and will instead present the entire amount of the 2029 Notes as debt on the balance sheet. Additionally, under the â€œif-convertedâ€ method, diluted earnings per share is generally calculated assuming that all the debt securities were converted solely into shares of common stock at the beginning of the reporting period, unless the result would be anti-dilutive, which could adversely affect our diluted earnings per share. However, if we were to make an irrevocable election to settle the principal amount of the 2029 Notes in cash, the if-converted method for calculating diluted earnings per share will only take into consideration the number of shares that would be issuable based on the extent to which the conversion value of such 2029 Notes exceeds their principal amount, provided the effect were dilutive. Furthermore, if any of the conditions to the convertibility of the 2029 Notes is satisfied, then we may be required under applicable accounting standards to reclassify the liability carrying value of the 2029 Notes as a current, rather than a long-term, liability. This reclassification could be required even if no holders convert their 2029 Notes and could materially reduce our reported working capital.67General Risk FactorsWe may be impacted by domestic and global economic and political conditions, as well as natural disasters, pandemics, and other catastrophic events, which could adversely affect our business, financial condition, or results of operations.Our operations and performance may vary based on worldwide economic and political conditions, which have been adversely impacted by continued global economic uncertainty, political instability, and military hostilities in multiple geographies, including ongoing geopolitical conflicts such as the war in Ukraine and conflict in the Middle East, domestic and global inflationary trends, interest rate volatility, uncertainty with respect to the federal debt ceiling and budget and potential government shutdowns related thereto, potential instability in the global banking system, global supply shortages, and a tightening labor market. A severe or prolonged economic downturn or period of global political instability could drive hospitals and other healthcare professionals to tighten budgets and curtail spending, which could in turn negatively impact rates at which physicians prescribe our Zio Services. In addition, higher unemployment rates or reductions in employer-provided benefits plans could result in fewer commercially insured patients, resulting in a reduction in our margins and impairing the ability of uninsured patients to make timely payments. A weak or declining economy could also strain our suppliers, possibly resulting in supply delays and disruptions. There is also a risk that one or more of our current service providers, suppliers, or other partners may not survive such difficult economic times, which could directly affect our ability to attain our goals on schedule and on budget. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly, and more dilutive. We cannot predict the timing, strength, or duration of an economic downturn, instability, or recovery, whether worldwide, in the United States, or within our industry.In addition, legislation has been introduced in Congress to limit certain U.S. biotechnology companies from using equipment or services produced or provided by select Chinese biotechnology companies, including those affiliated with the manufacture of certain components of our Zio Monitor system, and others in Congress have advocated for the use of existing executive branch authorities to limit those Chinese service providersâ€™ ability to engage in business in the U.S. We cannot predict what actions may ultimately be taken with respect to trade relations between the United States and China or other countries, what products and services may be subject to such actions or what actions may be taken by the other countries in retaliation.Further, climate-related events, including the increasing frequency of extreme weather events, natural disasters, or other catastrophic events may cause damage or disruption to our operations, international commerce, and the global economy, and could have an adverse effect on our business, operating results, and financial condition. In the event of a natural disaster, including a major earthquake, blizzard, or hurricane, or a catastrophic event such as a fire, power loss, cyberattack, or telecommunications failure, we may be unable to continue our operations and may endure system and service interruptions, reputational harm, delays in development of our Zio Systems and Zio Services, breaches of data security, and loss of critical data, all of which could cause us to experience higher attrition, losses, and additional costs to maintain or resume operations, or otherwise have an adverse effect on our business and operating results. Further, we do not maintain insurance sufficient to compensate us for the potentially significant losses that could result from disruptions to our services. Additionally, all the aforementioned risks may be further increased if our or our partnersâ€™ disaster recovery plans are inadequate.Environmental, social, and corporate governance (â€œESGâ€) regulations, policies, and provisions may make our supply chain more complex and may adversely affect our relationships with customers.There is an increasing focus from certain investors, physicians, patients, employees, and other stakeholders concerning corporate citizenship and sustainability matters and the governance of environmental and social risks. An increasing number of participants in the medical services industry are joining voluntary ESG groups or organizations, such as the Responsible Business Alliance. These ESG provisions and initiatives are subject to change, can be unpredictable, and may be difficult and expensive for us to comply with, given our reliance on our supply chain and the outsourced manufacturing of certain components and sub-assemblies of the Zio Systems used with our Zio Services. Further, we have in the past and may continue to communicate certain initiatives, including goals, regarding environmental matters, responsible sourcing, and social investments. We could fail, or be perceived to fail, in our achievement of such initiatives or goals, or we could fail in fully and accurately reporting our progress on such initiatives and goals. In addition, we could be criticized for the scope of such initiatives or goals or perceived as not acting responsibly in connection with these matters. If we are not effective in addressing ESG matters affecting our business, or setting and meeting relevant ESG goals, our reputation and financial results may suffer.68ITEM 2.Â Â Â Â UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDSSales of Unregistered Securities None.Use of Proceeds Â Â Â Â None.Issuer Purchases of Equity Securities None.ITEMÂ 3.Â Â Â Â DEFAULTS UPON SENIOR SECURITIESNot applicable.ITEMÂ 4.Â Â Â Â MINE SAFETY DISCLOSURESNot applicable.ITEMÂ 5.Â Â Â Â OTHER INFORMATIONTrading PlansDuring the three months ended SeptemberÂ 30, 2024, no Section 16 officers or directors adopted, modified, or terminated a â€œRule 10b5-1 trading arrangementâ€ or â€œnon-Rule 10b5-1 trading arrangementâ€ (each as defined in Item 408 of Regulation S-K of the Exchange Act).ITEMÂ 6.Â Â Â Â EXHIBITSThe exhibits listed in the accompanying exhibit index are filed as part of, and incorporated by reference into, this Quarterly Report on Form 10-Q.69EXHIBIT INDEXIncorporated by ReferenceExhibitNumberDescriptionFormFile No.Exhibit No.Filing DateProvidedHerewith10.1**Technology License Agreement dated August 30, 2024 between Registrant and BioIntellisense, Inc.X31.1Certification of Chief Executive Officer required by Securities Exchange Act Rules 13a-14(a) and 15d-14(a).X31.2Certification of Chief Financial Officer pursuant to Securities Exchange Act Rules 13a-14(a) and 15d-14(a)X32.1*Certification of Chief Executive Officer and Chief Financial Officer required by Rule 13a-14(b) or Rule 15d-14(b) and 18 U.S.C. Section 1350.X101.INSInline XBRL Instance Document- the instance document does not appear in the Interactive Data File because its Inline XBRL tags are embedded within the Inline XBRL documentX101.SCHInline XBRL Taxonomy Extension Schema DocumentX101.CALInline XBRL Taxonomy Extension Calculation Linkbase DocumentX101.DEFInline XBRL Taxonomy Extension Definition Linkbase DocumentX101.LABInline XBRL Taxonomy Extension Label Linkbase DocumentX101.PREInline XBRL Taxonomy Extension Presentation Linkbase DocumentX104Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)X* The certifications filed as Exhibits 32.1 are not deemed â€œfiledâ€ for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), or otherwise subject to the liability of that section, nor shall they be deemed and are not to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended or the Exchange Act, whether made before or after the date hereof irrespective of any general incorporation by reference language contained in any such filing, except to the extent that the registrant specifically incorporates it by reference.** Portions of this exhibit have been omitted pursuant to Item 601(b)(10)(iv) of Regulation S-K.70SIGNATURESPursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.iRhythm Technologies, Inc.Date: October 30, 2024By:/s/ Quentin S. BlackfordQuentin S. BlackfordPresident and Chief Executive OfficerÂ (Principal Executive Officer)Date: October 30, 2024By:/s/ Daniel WilsonDaniel WilsonChief Financial OfficerÂ (Principal Financial Officer)71 EX-10.1 2 irtc-projectvoyagertechnol.htm EX-10.1 Document***CERTAIN IDENTIFIED INFORMATION HAS BEEN EXCLUDED FROM THIS EXHIBIT BECAUSE IT IS BOTH NOT MATERIAL AND IS THE TYPE THAT THE REGISTRANT TREATS AS PRIVATE AND CONFIDENTIAL***TECHNOLOGY LICENSE AGREEMENTThis Technology License Agreement (this â€œAgreementâ€) is entered into as of August 30, 2024 (the â€œEffective Dateâ€) by and between iRhythm Technologies, Inc., a Delaware corporation with a principal place of business at 699 8th Street, Suite 600, San Francisco, CA 94103 (â€œiRTCâ€) and BioIntelliSense, Inc., a Delaware corporation, with a principal place of business at 17301 W. Colfax Avenue, Golden, CO 80401 (â€œBioISâ€). iRTC and BioIS may each be referred to herein as a â€œPartyâ€ and collectively as the â€œPartiesâ€.WHEREAS, iRTC is in the business of developing and commercializing wearable biosensor products, cloud-based data analytics, and ambulatory cardiac monitoring services redefining the way cardiac arrhythmias are detected;WHEREAS, BioIS is in the business of developing and commercializing a portfolio of wearable biosensor, clinical and patient interfaces, and data analytics technology;WHEREAS, in addition to two prior investments and concurrent with the execution of this Agreement, iRTC will invest an additional Forty Million US Dollars (US $40,000,000) via multiple convertible notes (such notes, the â€œAdditional Notesâ€ and the collective investment amount, the â€œAdditional Note Investmentâ€), one of the Additional Notes with an original principal amount of Ten Million US Dollars (US $10,000,000) may be used to satisfy the [***] Fee (the â€œ[***] Noteâ€) and one of the Additional Notes with an original principal amount of Ten Million US Dollars (US $10,000,000) may be used to satisfy the [***] Fee (the â€œ[***] Noteâ€) under this Agreement;WHEREAS, concurrently with the execution of this Agreement and issuance of the Additional Notes for the Additional Note Investment, the Parties are entering into [***];WHEREAS, iRTC desires to obtain, and BioIS wishes to grant to iRTC, license rights in certain BioISâ€™s intellectual property, technology, and products for research, development and commercialization of potential next-generation products and services in certain fields of use, on the terms and conditions of this Agreement; andWHEREAS, the Parties wish to, in accordance with the terms and conditions of this Agreement, negotiate in good faith (i) [***]; and (ii) [***].NOW THEREFORE, in consideration of the mutual covenants and promises herein contained, iRTC and BioIS agree as follows:1.DEFINITIONS.1.1â€œAccounting Standardâ€ means, with respect to a Party or its Affiliate or Sublicensee, as applicable, either Generally Accepted Accounting Principles or International Financial Reporting Standards that such Party or its Affiliate or Sublicensee follows for its financial reporting from time to time, in each case, consistently applied.1.2â€œACMâ€ means ambulatory cardiac monitoring.1.3â€œACM Billing Codeâ€ means any of the following: an Existing ACM Billing Code, a Future ACM Billing Code or a Foreign Equivalent ACM Billing Code.1.4â€œACM Clinical Trials Field of Useâ€ means the conduct of clinical trials involving the use of ACM devices as the primary indication to evaluate the effects other devices or drugs on health-related biomedical or behavioral outcomes.1.5â€œACM Competitive Infringementâ€ has the meaning set forth in Section 8.5(c) (Prosecution and Maintenance of Licensed Patents).1.6[***].1.7â€œACM Field of Useâ€ means the provision of services eligible for billing or reimbursement under any ACM Billing Code, or bundled payment codes that but for the bundle would be eligible for reimbursement under any ACM Billing Code. For clarity, unless any of the following is otherwise eligible for any ACM Billing Code, the ACM Field of Use excludes: [***].1.8â€œACM-Specific Patent Rightâ€ has the meaning set forth in Section 8.5(d) (Prosecution and Maintenance of Licensed Patents).1.9â€œAcquiring Entityâ€ has the meaning set forth in Section 1.20 (Control).1.10â€œAffiliateâ€ means, with respect to a Party, a corporation or other entity that directly or indirectly controls or is controlled by or is under common control with such Party; where â€œcontrolâ€ means: (a) the direct or indirect ownership of more than fifty percent (50%) of the capital stock of the subject entity; (b) control of more than fifty percent (50%) of the voting rights of the subject entity; or (c) possession, directly or indirectly, of the power to direct or cause direction of the management or policies of the subject entity (whether through ownership of securities or other ownership interests, by contract or otherwise). Notwithstanding the foregoing, with respect to BioIS, any portfolio companies of venture capital or investment funds that are, or otherwise affiliated with, any equity holder of BioIS, which portfolio companies may otherwise be deemed to be under control, controlled by or under common control with BioIS shall be excluded as Affiliates hereunder.1.11â€œAnti-Corruption Lawsâ€ means the United States Foreign Corrupt Practices Act, the United States Anti-Kickback Statute and any other Applicable Laws of a similar nature for the prevention of inter alia, fraud, corruption, racketeering, money laundering and terrorism.1.12â€œApplicable Lawâ€ means, with respect to a Party, any and all federal, state, local, national and supra-national laws, statutes, rules and regulations, including any rules, regulations, guidelines, or other requirements of the Regulatory Authorities, major national securities exchanges or major securities listing organizations, that may be in effect from time to time during the Term and applicable to both the business of the applicable Party and its performance under this Agreement, including Anti-Corruption Laws.1.13â€œBioIS Indemniteeâ€ has the meaning set forth in Section 9.2 (Indemnification by iRTC).1.14â€œ[***]â€ has the meaning set forth in Section 4.1 ([***] Procurement).1.15â€œCalendar Quarterâ€ means each of the three-month periods ending March 31, June 30, September 30 and December 31; provided that the first Calendar Quarter of the Term will extend from the Effective Date to the end of the then-current Calendar Quarter, and the last Calendar Quarter of the

Term will extend from the first calendar day of such Calendar Quarter until the effective date of the termination or expiration of this Agreement.1.16â€œChange of Controlâ€ means, with respect to a Party, a change in the corporation or other entity that directly or indirectly controls such Party; where â€œcontrolâ€ means: (a) the direct or indirect ownership of more than fifty percent (50%) of the capital stock of the subject entity; (b) control of more than fifty percent (50%) of the voting rights of the subject entity; or (c) possession, directly or indirectly, of the power to direct or cause direction of the management or policies of the subject entity (whether through ownership of securities or other ownership interests, by contract or otherwise).1.17â€œClaimsâ€ has the meaning set forth in Section 9.1 (Indemnification by BioIS).1.18â€œCoC IPâ€ has the meaning set forth in Section 1.20 (Control).1.19â€œConfidential Informationâ€ has the meaning set forth in Section 6.1 (Confidential Information).1.20â€œControlâ€, â€œControlsâ€, or â€œControlled byâ€ means, with respect to BioIS and the applicable Intellectual Property Right or Regulatory Approval, that BioIS has the ability to grant to IRTC any right (including access or reference), license, or sublicense (as applicable) to such Intellectual Property Right or Regulatory Approval as provided for herein without violating the terms of any agreement with any Third Party existing at the time BioIS would be first required hereunder to grant IRTC such right, license or sublicense, provided that, to the extent any payment is due to the applicable Third Party as a result of IRTCâ€™s or any of its Affiliatesâ€™ or sublicenseesâ€™ use or practice of such Intellectual Property Right or Regulatory Approval under this Agreement, IRTC agrees in writing to be responsible for such payment. Notwithstanding the foregoing, in the event BioIS undergoes a Change of Control (such Third Party acquiror and its Affiliates immediately prior to such Change of Control, collectively the â€œAcquiring Entitiesâ€ and individually an â€œAcquiring Entityâ€), then BioIS will not be deemed to â€œControlâ€ any material, know-how, Regulatory Approval, Patents or Intellectual Property Right that, (i) prior to the effective date of such Change of Control, is owned or in-licensed by any Acquiring Entity that becomes an Affiliate of such acquired Party after the Effective Date as a result of such Change of Control or (ii) developed or acquired by any Acquiring Entity after the effective date of such Change of Control without accessing or practicing the Licensed Technology or any Confidential Information exchanged hereunder (such material, know-how, Regulatory Approval, Patent rights and other Intellectual Property Right, collectively, the â€œCoC IPâ€) unless (a) prior to the effective date of such Change of Control, such acquired Party or any of its Affiliates also Controlled such CoC IP, or (b) such CoC IP is incorporated in any Licensed Technologies, whether prior to or after the effective date of such Change of Control. 1.21â€œCover,â€ â€œCoveringâ€ or â€œCoversâ€ means with respect to a product or other subject matter at issue, (a) an issued Patent, that, in the absence of a license granted under, or ownership of, such Patent, the making, using, selling, offering for sale or importation of such product or other subject matter would infringe such Patent or, (b) claims within a pending Patent application, the making, using, selling, offering for sale or importation of such product or other subject matter would infringe such claims if the Patent were to be issued without modification of such claims.1.22â€œCurrent Procedural Terminologyâ€ or â€œCPTâ€ means the medical code set developed by the American Medical Association that enables physicians and other healthcare providers to describe and report the medical, surgical, and diagnostic procedures and services they perform to government and private payers, researchers and other interested parties.1.23â€œDisclosing Partyâ€ has the meaning set forth in Section 6.1 (Confidential Information).1.24â€œDisputeâ€ has the meaning set forth in Section 12.2 (Dispute Resolution).1.25â€œDistributorâ€ means any Third Party that is appointed by a Selling Entity to distribute, market and resell a Licensed Product in a country, regardless of whether such Third Party is granted ancillary rights to further package or obtain Regulatory Approvals of such Licensed Product, provided that such Third Party is not obligated to pay to the applicable Selling Entity any royalty other payment calculated based on amounts invoiced or received by such entity for the sale, disposition or other transfer of such Licensed Products. 1.26â€œECGâ€ means electrocardiogram.1.27[***].1.28 â€œExisting ACM Billing Code(s)â€ means CPT [***]; or any existing bundled payment codes that, but for the bundle, would be eligible for reimbursement under CPT [***]. 1.29â€œExisting Licensed Patentsâ€ means any and all Licensed Patents included in the Licensed IP Rights existing as of the Effective Date. Existing Licensed Patents include the Patents set forth in Exhibit A.1.30â€œExisting Licensed Technologiesâ€ means any and all Technologies generated, created, developed, made, or otherwise acquired or possessed by BioIS or its Affiliates as of the Effective Date, which Technologies embody, or are otherwise necessary to enable the Licensed Applications. Existing Licensed Technologies include the Technologies set forth in the Tech Transfer Plan in Exhibit B. 1.31â€œFirst Commercial Saleâ€ means the [***].1.32â€œFDAâ€ means the United States Food and Drug Administration, or any successor agency thereto.1.33â€œ[***] Feeâ€ has the meaning set forth in Section 5.2 ([***] Fee).1.34â€œ[***] Feeâ€ has the meaning set forth in Section 5.3 ([***] Fee).1.35â€œFFDCAâ€ means the United States Federal Food, Drug, and Cosmetic Act, 21 U.S.C. 301, et. seq., and the rules, regulations, guidance, guidelines and requirements promulgated or issued thereunder.1.36â€œForeign Equivalent ACM Billing Codeâ€ means a coding or classification for services, in any jurisdiction outside the United States, that requires utilization of a Valid ACM Device in the provision of that service, and that substantially corresponds to the services described under an Existing ACM Billing Code or a Future ACM Billing Code in the United States.1.37â€œFunding Dateâ€ has the meaning set forth in Section 1.27 ([***]).1.38â€œFuture ACM Billing Codeâ€ means any future and/or revised CPT code for services that utilize a Valid ACM Device to provide services described under Existing ACM Billing Codes. For clarification purposes, in the event a new billing code is established:(a)for the provision of products or services using a Valid ACM Device that includes [***], such services and any devices utilized to provide or facilitate the delivery of such services will be deemed within the ACM Field of Use;(b)for the provision of services using a Valid ACM Device that includes [***], such services and any devices utilized to provide or facilitate the delivery of such services will be deemed within the ACM Field of Use; (c)for the provision of services using a Valid ACM Device [***], such services and any devices utilized to provide or facilitate the delivery of such service, will be deemed within the ACM Field of Use; and(d)that alters or expands [***] associated with any Existing ACM Billing Code, but otherwise generally comports with any Existing ACM Billing Code, such services and any devices utilized to provide or facilitate the delivery of such services will be deemed within the ACM Field of Use.1.39â€œGovernmental Authorityâ€ means any: (a) federal, state, provincial, local, municipal, or other government; (b) governmental or quasi-governmental authority of any nature (including any agency, board, body, branch, bureau, commission, council, department, entity, governmental division, instrumentality, office, officer, official, organization, representative, subdivision, unit and any court or other tribunal); (c) multinational governmental organization or body; or (d) entity or body exercising, or entitled to exercise, any executive, legislative, judicial, administrative, regulatory, police, military or taxing authority or power of any nature (including any arbiter). Governmental Authorities include all Regulatory Authorities.1.40â€œHSTâ€ means home sleep testing.1.41â€œHST Billing Codeâ€ means any HST billing or reimbursement code including CPT codes [***], Healthcare Common Procedural Coding System codes [***], any future and/or revised billing or reimbursement code or any other corresponding or equivalent code or other system for billing or reimbursement of HST products or services in the Territory.1.42â€œHST Field of Useâ€ means [***].1.43â€œIndemnified Partyâ€ has the meaning set forth in Section 9.3 (Indemnification Procedure).1.44â€œIndemnifying Partyâ€ has the meaning set forth in Section 9.3 (Indemnification Procedure).1.45â€œIn-Facility Patient Monitoringâ€ means in-facility (hospital, nursing home, long term care, assisted living, etc.) patient monitoring services provided that such services are not eligible for any ACM Billing Code.1.46â€œIntellectual Property Rightsâ€ means any and all intellectual property and proprietary rights recognized in any country or jurisdiction in the world, including (i) rights associated with works of authorship, including copyrights, rights associated with computer programs, mask works and moral rights; (ii) rights in know-how, trade secrets, hardware, schematics, design documentation, design history files or proprietary information; (iii) Patents, utility models, design rights and other rights in industrial designs; and (iv) rights in or relating to registrations, renewals, extensions, combinations, divisions and reissues of and applications for and rights to claim priority from any of the rights referred to in clauses (i) through (iii). Notwithstanding the foregoing, for purposes of this Agreement, Intellectual Property Rights will not include trademarks, trade names, logos and service marks.1.47â€œInventionâ€ means any invention, process, method, article of manufacture, discovery, or finding, whether or not patentable, that is conceived or reduced to practice in connection with activities performed under this Agreement.1.48â€œiRTC Indemniteeâ€ has the meaning set forth in Section 9.1 (Indemnification by BioIS).1.49â€œLicensed Applicationsâ€ means: (a) pulse oximetry measurement and/or monitoring, accelerometry-based heart rate and respiratory rate measurement and/or monitoring, and non-invasive trending blood pressure measurement (for clarity, excluding measurement of absolute numerical values) and/or monitoring (the â€œRestricted Applicationsâ€); and (b) accelerometry-based activity (including steps, gait, cadence, symmetry, body position) measurement and/or monitoring, Bluetooth (device-side) wireless streaming tools, skin temperature measurement and/or monitoring, biophone, and iOS and Android mobile applications (the â€œUnrestricted Applicationsâ€).1.50â€œLicensed Dataâ€ means any current or future data generated from or about BioIS products and services incorporating or containing Licensed Technologies (including [***]) that is relied upon for purposes of validation, development and regulatory clearance of any BioIS products and services, in each case, only as such data relates to the Licensed Technologies.1.51â€œLicensed Improvementsâ€ means any Technologies which (a) consist of improvements, modifications, enhancements, derivatives, or revisions to the Existing Licensed Technologies, (b) are otherwise necessary to implement, or otherwise enable the Licensed Applications, which Technologies under (a) and (b) are generated, created, developed or otherwise made by or on behalf of BioIS or its Affiliates during the [***]. For clarity, any [***] Technologies developed by or on behalf of BioIS or its Affiliates during the [***] shall constitute Licensed Improvements. For clarity, BioIS is under no obligation to iRTC to make future improvements, modifications, enhancements, derivates or revisions to the Existing Licensed Technologies.1.52â€œLicensed IP Rightsâ€ means any Intellectual Property Rights Controlled by BioIS or its Affiliates as of the Effective Date or at any time thereafter during the Term which (a) Cover the Licensed Technologies, or implementations thereof made by iRTC, its Affiliates and/or Sublicensees, or (b) are embodied in or are otherwise necessary to implement, or otherwise enable the Licensed Technologies, or such implementations. Licensed IP Rights include the Licensed Patents.1.53â€œLicensed Patentsâ€ means any Patents included in the Licensed IP Rights. Licensed Patents include the Existing Licensed Patents and any and all Patents Controlled by BioIS and its Affiliates that Cover Licensed Improvements.1.54â€œLicensed Productâ€ means any product or service developed, manufactured or commercialized by or on behalf of iRTC, its Affiliates or Sublicensees, which is Covered by, incorporates or embodies any Licensed IP Rights.1.55â€œLicensed Technologiesâ€ means the Existing Licensed Technologies and the Licensed Improvements.1.56â€œLossesâ€ has the meaning set forth in Section 9 (Indemnification; Insurance).1.57â€œNet Salesâ€ means, with respect to a Royalty-Bearing HST Product, for any period, [***]:(a)[***]; (b)[***];(c)[***];(d)[***];(e)[***];(f)[***];(g)[***]; and(h)any other similar and customary deductions that are consistent with the Selling Entityâ€™s normal practices and the applicable Accounting Standard.Any of the deductions listed above that involves a payment by the Selling Entity will be [***].1.58â€œOpen-Source Componentsâ€ has the meaning set forth in Section 3.3(a) (Dependencies).1.59â€œOpen-Source Licenseâ€ has the meaning set forth in Section 3.3 (Dependencies).1.60â€œPatentâ€ means: (a) any patent or patent application in any country or supranational jurisdiction worldwide, including any provisional patent application; (b) any application claiming priority to any such patent or patent application or any substitution, divisional, continuation, continuation-in-part, reissue, renewal, registration, confirmation or the like of any such patent or patent application; or (c) any extension or restoration by any existing or future extension or restoration mechanism, including revalidation, reissue, re-examination or extension, including any supplementary protection certificate of any of the foregoing.1.61â€œPatent Authorityâ€ means the Governmental Authority responsible for the granting of Patents in any national, regional, supranational, or international jurisdiction.1.62â€œPersonâ€ means any individual, partnership, joint venture, limited liability company, corporation, firm, trust, association, unincorporated organization, Governmental Authority or any other entity not specifically listed herein.1.63â€œPost-Acute Discharge Settingâ€ means the [***] following a patientâ€™s discharge from an acute care facility. 1.64 â€œPrescriptionâ€ means a valid order from a licensed physician or other licensed healthcare practitioner having a valid NPI (National Provider Identifier) or international equivalent. â€œPrescribeâ€ or â€œPrescribedâ€ have a correlative meaning. 1.65â€œProsecution and Maintenanceâ€, â€œProsecution, Maintenanceâ€, â€œProsecute and Maintainâ€ or â€œProsecute, Maintainâ€ means, with regard to a Patent, the preparation, filing, prosecution and maintenance of such Patent, as well as re-examinations, reissues and appeals with respect to such Patent, together with the initiation or defense of interferences, oppositions, inter partes review, derivations, re-examinations, post-grant proceedings and other similar proceedings (or other defense proceedings with respect to such Patent, but excluding the defense of challenges to such Patent as a counterclaim in an infringement proceeding) with respect to the particular Patent, and any appeals therefrom, and actions to obtain patent term extensions and supplementary protection certificates with respect to such Patent and the like. For clarification, â€œProsecution and Maintenanceâ€ or â€œProsecute and Maintainâ€ will not include any other enforcement actions taken with respect to a Patent.1.66â€œ[***]â€ has the meaning set forth in Section 4.1 ([***]).1.67â€œReceiving Partyâ€ has the meaning set forth in Section 6.1 (Confidential Information).1.68â€œRegulatory Approvalâ€ means the authorization from a Regulatory Authority that is necessary prior to commercial sale and distribution of a medical device or other regulated product with respect to specific indications for use (e.g., 510(k) clearance, de novo authorization, or Premarket Approval (PMA)).1.69â€œRegulatory Authorityâ€ means, with respect to any jurisdiction, (a) any supranational, national, state, or local regulatory agency, administration, department, bureau, commission, council or other governmental entity involved in the granting of a Regulatory Approval and (b) any court, agency, department, bureau, commission, counsel, authority, or other instrumentality of any national, state, province, county, city or other political subdivision. For clarity, the FDA is a Regulatory Authority.1.70â€œRegulatory Documentationâ€ means all (a) applications, registrations, licenses, authorizations and approvals (including Regulatory Approvals); and (b) correspondence, reports and other submissions submitted to or received from any Regulatory Authority and all supporting documents with respect thereto, including all adverse event files and complaint files.1.71â€œRemote Physiologic Monitoringâ€ or â€œRPMâ€ means remote physiologic monitoring services eligible for billing or reimbursement under CPT codes [***] in effect as of the Effective Date (or replacement codes therefor). 1.72â€œRemote Therapeutic Monitoringâ€ or â€œRTMâ€ means remote physiologic monitoring services eligible for billing or reimbursement under CPT codes [***] in effect as of the Effective Date (or replacement codes therefor). 1.73â€œRepresentativesâ€ means, with respect to a Party, such Partyâ€™s Affiliates and such Partyâ€™s and its Affiliatesâ€™ respective directors, officers, employees, contractors and agents.1.74â€œRestricted Applicationsâ€ has the meaning set forth in Section 1.49 (Licensed Applications).1.75â€œRoyalty-Bearing HST Productâ€ means any product or service that (a)Â [***] and (b)Â [***]. 1.76â€œRoyalty Reportâ€ has the meaning set forth in Section 5.4(b) (Royalty Reporting).1.77â€œRoyalty Termâ€ has the meaning set forth in Section 5.4(a) (Royalty Payments).1.78[***].1.79â€œRulesâ€ has the meaning set forth in Section 12.2(b) (Arbitration).1.80â€œSecurities Regulatorâ€ has the meaning set forth in Section 6.5 (Securities Filings; Disclosure under Applicable Law).1.81â€œSelling Entityâ€ has the meaning set forth in Section 1.57 (Net Sales).1.82â€œSenior Officerâ€ means, with respect to BioIS, Chief Executive Officer or his/her designee, and with respect to iRTC, Chief Executive Officer or his/her designee.1.83â€œSoliciting Partyâ€ has the meaning set forth in Section 7.4 (Non-Solicitation).1.84â€œSource Codeâ€ means the human readable source code of the software to which it relates, in the programming language in which such software was written, together with all related flow charts and technical documentation, including a description of the procedure for generating object code, all of a level sufficient to enable a programmer reasonably fluent in such programming language to understand, operate, support, maintain, and develop modifications, upgrades, updates, enhancements, improvements, and new versions of, and to develop computer programs compatible with, such software.1.85â€œSublicenseeâ€ means, with respect to iRTC, a Third Party to whom iRTC has granted a sublicense in accordance with Section 2.2 (Sublicensing) under the licenses in Section 2.1 (Licenses to iRTC) to develop, manufacture and/or commercialize Licensed Products, but not, for the avoidance of doubt, any Third Party who acts as a service provider (e.g., contract research organizations, contract manufacturers, academic institutions, clinical trial service providers which perform directly or through multiple tiers services for iRTC), or any Distributor of iRTC or its Affiliate or such Sublicensee.1.86[***].1.87â€œTechnologyâ€ or â€œTechnologiesâ€ means all tangible materials, software (including Source Code), firmware, hardware, know-how, trade secrets, Confidential Information, processes, methods, techniques, specifications, design and manufacturing documentation and any invention, process, method, article of manufacture, discovery, or finding, whether or not patentable.1.88â€œTermâ€ has the meaning set forth in Section 11.1 (Term).1.89â€œTerritoryâ€ means worldwide, subject to Section 2.5 (BioIS Products in ACM Field of Use).1.90â€œThird Partyâ€ means any Person other than the Parties and their respective Affiliates.1.91â€œThird Party Materialsâ€ has the meaning set forth in Section 3.3(b) (Dependencies).1.92â€œUnrestricted Applicationsâ€ has the meaning set forth in Section 1.49 (Licensed Applications).1.93â€œUpfront Feeâ€ has the meaning set forth in Section 5.1 (Upfront Fee).1.94â€œValid ACM Deviceâ€ means a medical device subject to (a) FDA clearance (or approval by an equivalent regulatory body in a jurisdiction outside the United States) and (b) Prescription, which device (i) is wearable by the patient (as differentiated from implantable or handheld); (ii) has ECG capabilities, and (iii) is used for the primary purpose of screening for, diagnosing, or monitoring of any International Statistical Classification of Diseases and Related Health Problems (ICD) condition that is eligible for billing or reimbursement under any ACM Billing Code.1.95â€œValid Claimâ€ means a claim contained in (a) an issued and unexpired patent, which claim has not been revoked or held unenforceable or invalid by a decision of a court or governmental agency of competent jurisdiction, which decision is not appealable or has not been appealed within the time allowed for appeal, and has not been abandoned, disclaimed, denied or admitted to be invalid or unenforceable through reissue, re-examination, disclaimer or otherwise, or (b) a patent application that has not been irretrievably cancelled, withdrawn or

abandoned and that has been pending for less than seven (7) years from the filing date from which such claim takes priority. If a claim of a patent application that ceased to be a Valid Claim under clause (b) of the preceding sentence because of the passage of time later issues as a part of a patent within clause (a) of the preceding sentence, then it shall again be considered a Valid Claim effective as of the issuance of such patent. 2.LICENSES.2.1Licenses to iRTC.(a)Exclusive ACM Field of Use License. Upon payment of the Upfront Fee, BioIS, on its own behalf and on behalf of its Affiliates, hereby grants to iRTC a limited, perpetual, non-terminable, irrevocable, fully paid-up, royalty-free, transferrable (to the extent permitted under Section 12.3 (Assignment)) and sublicensable (through multiple tiers in accordance with Section 2.2 (Sublicensing)) license under all of the Licensed IP Rights to research, develop, make, have made, use, import, distribute, publicly display, copy, make derivative works of, offer for sale, sell, commercialize and otherwise exploit Valid ACM Devices in the ACM Field of Use in the Territory. The foregoing license grant will be exclusive (even with respect to BioIS and its Affiliates) for twenty (20) years after the Effective Date, and thereafter the foregoing license grant will become non-exclusive. For clarity, BioIS retains the right under the Licensed IP Rights to research, develop, make, have made, use, import, distribute, publicly display, copy, make derivative works of, offer for sale, sell, commercialize and otherwise exploit Valid ACM Devices which have application outside of the ACM Field of Use, provided that such Valid ACM Devices are in no event exploited in the ACM Field of Use.(b)Non-Exclusive HST Field of Use License. Upon payment of the Upfront Fee, BioIS, on its own behalf and on behalf of its Affiliates, hereby grants to iRTC a limited, perpetual, non-terminable, irrevocable, non-exclusive, royalty-bearing, transferrable (to the extent permitted under Section 12.3 (Assignment)) and sublicensable (through multiple tiers in accordance with Section 2.2 (Sublicensing)) license under all of the Licensed IP Rights to research, develop, make, have made, use, import, distribute, copy, publicly display, make derivative works of, offer for sale, sell, commercialize and otherwise exploit products and services in the HST Field of Use in the Territory. Following the expiration of the Royalty Term for a Royalty-Bearing HST Product in a country, the foregoing license grant to iRTC under Section 2.1(b) shall become fully paid-up and royalty free, for such Royalty-Bearing HST Product in such country.(c)Non-Exclusive ACM Clinical Trials Field of Use License. Upon payment of the Upfront Fee, BioIS, on its own behalf and on behalf of its Affiliates, hereby grants to iRTC a limited, perpetual, non-terminable, irrevocable, fully paid-up, non-exclusive, royalty-free, transferrable (to the extent permitted under Section 12.3 (Assignment)) and sublicensable (through multiple tiers in accordance with Section 2.2 (Sublicensing)) license under all of the Licensed IP Rights to research, develop, make, have made, use, import, distribute, copy, publicly display, make derivative works of, offer for sale, sell, commercialize and otherwise exploit products and services in the ACM Clinical Trials Field of Use in the Territory.(d)Non-Exclusive Unrestricted Applications License. Upon payment of the Upfront Fee, BioIS, on its own behalf and on behalf of its Affiliates, hereby grants to iRTC a limited, perpetual, non-terminable, irrevocable, fully paid-up, non-exclusive, royalty-free, transferrable (to the extent permitted under Section 12.3 (Assignment)) and sublicensable (through multiple tiers in accordance with Section 2.2 (Sublicensing)) license under all of the Licensed IP Rights to research, develop, make, have made, use, import, distribute, copy, publicly display, make derivative works of, offer for sale, sell, commercialize and otherwise exploit products and services related to the Unrestricted Applications in any field of use in the Territory.2.2Sublicensing.(a)Right to Sublicense. iRTC will have the right, without BioISâ€™s consent, to grant a sublicense under the licenses in Section 2.1 (Licenses to iRTC) to (a) any of its Affiliates, (b) any patients, prescribers, and other end-users as necessary to use iRTCâ€™s current or future products and/or services, and (c) any Third Party (including but not limited to manufacturers, subcontractors, service providers, development partners, or commercial partners) in connection with the development, manufacturing or commercialization of any current or future iRTC product or service, whether directly or through multiple tiers. (b)Sublicensing Requirement. The following terms will apply to each sublicense granted by iRTC to any Affiliate or Third Party (other than patients, prescribers and end users): (a) any such permitted sublicense will be consistent with and subject to the terms and conditions of this Agreement and (b) iRTC will continue to be responsible for the performance of its obligations under this Agreement.2.3BioIS Retained Rights. (a)[***]. For clarity, BioIS shall not grant to any Third Party any rights to research, develop, make, have made, use, import, distribute, copy, publicly display, make derivative works of, offer for sale, sell, commercialize and otherwise exploit Valid ACM Devices and services in the ACM Field of Use with respect to any Licensed Technologies (including any BioIS products and services that exist as of the Effective Date).(b)[***].(i)[***], and BioIS shall (1) contractually require such recipients to comply with this sub-clause 2.3(b)(i), and (2) use diligent efforts to enforce such contractual requirements;(ii)[***]; (iii)[***], and BioIS shall (1) contractually require such recipients to comply with this sub-clause 2.3(b)(iii)(x) and (2) use diligent efforts to enforce such contractual requirements; or(iv)[***], and BioIS shall (1) contractually require such recipients to comply with this sub-clause 2.3(b)(iv) and (2) use diligent efforts to enforce such contractual requirements.Notwithstanding anything to the contrary in this Agreement, neither BioIS and its Affiliates [***], and BioIS shall (1) contractually require such recipients to comply with the foregoing covenant and (2) use diligent efforts to enforce such contractual requirements. [***].2.4Embedded Licensed Technologies. The Parties acknowledge that to the extent any Licensed Technology related to the Restricted Applications, whether software or hardware, is embedded in a Licensed Product, if such embedded Technology is deactivated, disabled or removed during the patient wear period, then none of the field of use restrictions set forth in Sections 2.1(a) (Exclusive ACM Field of Use License), 2.1(b) (Non-Exclusive HST Field of Use License), and 2.1(c) (Non-Exclusive ACM Clinical Trials Field of Use License) will apply to the exercise of the rights granted hereunder.2.5BioIS Products in ACM Field of Use. iRTC may, in its sole discretion, by notice in writing to BioIS in response to BioISâ€™s reasonable written request, permit BioIS to directly commercialize BioIS products (as identified in iRTCâ€™s notice) in one or more specific country(ies) in the Territory in the ACM Field of Use, on a case-by-case basis. For purposes of the foregoing, iRTC may consider any or none of the following factors:(a)whether iRTC is not commercializing and does not intend to commercialize a product or service in the country in the ACM Field of Use;(b)whether iRTC is not distributing and does not intend to distribute BioISâ€™s products or services in the country in the ACM Field of Use;(c)whether BioIS has contracted with iRTC to be its exclusive provider of ECG analysis and/or IDTF equivalent services in said country; and(d)whether iRTC retains all other rights in the country pursuant to the licenses granted herein.2.6No Implied Licenses. Except as expressly set forth in this Agreement, neither Party shall be deemed by estoppel, implication or otherwise to have granted the other Party any license or other right to any Intellectual Property Rights of such Party. For clarity, none of the licenses granted to iRTC in Section 2.1 shall be construed to restrict BioIS in any respect as to research, development, marketing, sales or other activities outside the ACM Field of Use.3.TECHNOLOGY TRANSFER; REGULATORY MATTERS.3.1Alliance Managers. Promptly following the Effective Date, each Party shall appoint a representative of such Party as the primary contact for all technical, business and day-to-day matters related to this Agreement (the â€œAlliance Managersâ€). The Alliance Managers shall facilitate open and transparent communication and collaboration between the Parties and shall seek to facilitate resolution of potential and pending issues and potential disputes. Either Party may replace its Alliance Manager at any time upon prior written notification (including by email) to the other Party.3.2Technology Transfer.(a)Subject to Sections 3.2(b), 3.2(d), and 3.3, promptly (but in no event later than thirty (30) days) after the Effective Date, BioIS shall make available and securely transfer to iRTC all the Existing Licensed Technologies and all Licensed Data except those related to the Restricted Applications. Such transfer will be in the form and format, and by such means, as may be reasonably requested by iRTC and in accordance with the plan set forth in Exhibit B (Technology Transfer Plan) (â€œTech Transfer Planâ€).(i)[***].(b)[***].(c)[***].(d)[***].(e)All Source Code transferred from BioIS to iRTC will be [***].3.3Dependencies. Prior to or concurrently with BioISâ€™s transfer to iRTC of any Licensed Technologies, (i) [***]; and (ii) [***]. Any use of such Open-Source Components by iRTC will be governed by, and subject to, the terms and conditions of the applicable Open-Source Licenses. In this Section 3.3:(a)â€œOpen-Source Componentsâ€ means [***]; and(b)â€œThird Party Materialsâ€ means [***].3.4Regulatory. (a)Regulatory Matters - General. Each Party will be responsible for obtaining and maintaining all Regulatory Approvals for its products, including (i) overseeing, monitoring, and coordinating all interactions with Regulatory Authorities; (ii) preparing, filing and maintaining all Regulatory Documentation; and (iii) maintaining all regulatory records as required by Applicable Law; in each case, with respect to such products. BioIS will provide to iRTC such cooperation as may be reasonably requested by iRTC to obtain and maintain Regulatory Approvals for the Licensed Products in the Territory.(b)[***].4.[***]; [***]; ADDITIONAL SERVICES.4.1[***].(a)Commencing on the Effective Date and for [***] days thereafter, the Parties shall [***] in accordance with the terms and conditions attached as Exhibit C ([***] Agreement Terms and Conditions). Notwithstanding the foregoing, iRTC may elect, in its sole discretion, to [***]. BioIS will reasonably cooperate with iRTC to [***]. (b)With respect to the [***], in the event iRTC implements the [***] on an iRTC product, such iRTC product will only be subject to the field of use and other restrictions contained herein in the event the [***] is operational, meaning that such [***] is collecting and/or transmitting [***] data.4.2[***].4.3[***].4.4[***].5.FEES & PAYMENT TERMS.5.1Upfront Fee. In consideration of the licenses granted by BioIS to iRTC under Section 2.1 (Licenses to iRTC) and subject to the terms and conditions of this Agreement, upon iRTCâ€™s Acceptance of the initial transfer of the Existing Licensed Technologies and Licensed Data pursuant to Section 3.2(a) (Technology Transfer), iRTC will pay to BioIS a one-time payment of Fifteen Million US Dollars (US $15,000,000) (the â€œUpfront Feeâ€) in immediately available funds, in accordance with the instructions to be provided by BioIS to iRTC. Upon payment of such Upfront Fee and execution of the Additional Notes for the Additional Note Investment, the licenses granted to iRTC herein shall become irrevocable and the licenses granted in Sections 2.1(a) (Exclusive ACM Field of Use License), 2.1(c) (Non-Exclusive ACM Clinical Trials Field of Use License) and 2.1(d) (Non-Exclusive Unrestricted Applications License) shall be fully paid-up. [***].5.2[***] Fee. If BioIS has [***], then, and conditioned on the execution of the [***] Agreement, iRTC shall also pay to BioIS a fee of Ten Million US Dollars (US $10,000,000) plus any unpaid accrued interest under the [***] Note upon written notice from BioIS (which includes the [***]) of such [***] (the â€œ[***] Feeâ€); provided, however, the [***] Fee shall be offset by the outstanding principal amount plus any unpaid accrued interest of the [***] Note and the cancellation of the [***] Note. In the event BioIS has not yet completed [***] by December 31, 2025, Five Million US Dollars (US $5,000,000) plus any unpaid accrued interest on such principal amount due the [***] Note will be forgiven in full satisfaction of the [***] Fee, and no [***] Fee shall be due. For purposes of this Section 5.2, [***]; provided that, prior to [***], (a) BioIS shall provide iRTC (including its Chief Executive Officer, Alliance Manager and legal department) with a copy [***] as reasonably sufficient to confirm compliance with [***], (b) iRTC will have ten (10) days to review and verify such compliance, and (c) during such ten (10) day review period, iRTC may initiate the dispute resolution process in Section 12.2 (Dispute Resolution) if iRTC determines that [***] does not comply with such specifications.5.3[***] Fee. If BioIS [***] prior to December 31, 2026, then, conditioned on (a) [***] having been completed by December 31, 2025 as set forth in Section 5.2 and (b) the execution of the [***] Agreement, iRTC shall also pay to BioIS a fee of Ten Million US Dollars (US $10,000,000) plus any unpaid accrued interest under the [***] Note upon iRTCâ€™s receipt of written notice from BioIS (which includes a copy of [***]) of such [***] (the â€œ[***] Feeâ€); provided, however, the [***] Fee shall be offset by the outstanding principal amount plus any unpaid accrued interest of the [***] Note and the cancellation of the [***] Note. For clarity, in the event BioIS has [***] before December 31, 2025, but has not [***] by December 31, 2026, iRTC shall not be required to pay the [***] Fee. For purposes of this Section 5.3, [***] means BioISâ€™s [***].5.4Royalties for Royalty-Bearing HST Products.(a)Royalty Payments. Subject to the terms and conditions of this Agreement, on a Royalty-Bearing HST Product-by-Royalty-Bearing HST Product and country-by-country basis, commencing upon the First Commercial Sale of a Royalty-Bearing HST Product in the applicable country in the Territory and ending upon the later of ten (10) years after such First Commercial Sale and expiration of the last Valid Claim of a Licensed Patent Right that Covers such Royalty-Bearing HST Product in such country (the â€œRoyalty Termâ€), iRTC shall pay to BioIS a royalty of [***] on Net Sales of such Royalty-Bearing HST Product in such country. [***]. (b)Royalty Reporting. [***].5.5Exchange Rate; Manner and Place of Payment. All references to dollars and â€œ$â€ herein shall refer to U.S. dollars. All payments hereunder shall be payable in U.S. dollars. Currencies other than the U.S. Dollars shall be converted into U.S. Dollars at the average of the daily foreign exchange rates published in the Wall Street Journal (New York Edition), or any other qualified source that is mutually acceptable, for the calendar quarter in which such payments accrue, or, for periods less than a calendar quarter, the average of the daily rates published in the Wall Street Journal (New York Edition) for such period. All payments owed to BioIS under this Agreement shall be made by wire transfer in immediately available funds to a bank and account designated in writing by BioIS, unless otherwise specified in writing by BioIS. If the conversion of a local currency in the Territory into dollars or transfer of funds out of a country or jurisdiction in the Territory becomes materially restricted, forbidden, or substantially delayed due to Applicable Law, then iRTC shall promptly notify BioIS and amounts accrued in such country or jurisdiction may be paid by iRTC in local currency into an account in a local bank designated by BioIS, unless the Parties otherwise agree. 5.6Late Payments. [***].5.7Taxes. [***].5.8Exclusions. The fees set forth herein do not include charges for the following, which will all generate additional fees:(a)[***];(b)[***]; and(c)[***] and other BioIS products.5.9Records; Audit. [***].6.CONFIDENTIALITY.6.1Confidential Information. â€œConfidential Informationâ€ of a Party means any non-public or other proprietary information disclosed or otherwise made available by or on behalf of that Party (the â€œDisclosing Partyâ€) to the other Party (the â€œReceiving Partyâ€), whether made available orally, in writing, or in electronic form, before or during the Term (including with respect to information disclosed or made available by or on behalf of BioIS to iRTC or its Representatives in connection with any due diligence conducted by iRTC prior to the Effective Date) that: (a) if disclosed in writing or in the form of tangible materials, is marked â€œconfidentialâ€ or â€œproprietaryâ€ or with a similar designation at the time of such disclosure; (b) if disclosed orally or presented visually, is identified as â€œconfidentialâ€ or â€œproprietaryâ€ at the time of such disclosure, and is summarized in a writing sent by the disclosing party to the receiving party within thirty (30) days after any such disclosure; or (c) due to its nature or the circumstances of its disclosure, a person exercising reasonable business judgment would understand to be confidential or proprietary. The terms and conditions of this Agreement (including the Additional Notes, [***], [***], the [***] agreement, the distribution agreements in SectionÂ 4.2, the services agreements in SectionsÂ 4.3 and 4.4, and any other ancillary documents to this Agreement) will be the Confidential Information of each Party. Notwithstanding anything to the contrary in this Section 6, any proprietary information, data or know-how disclosed by BioIS to iRTC under this Agreement that are solely applicable to the ACM Field of Use shall constitute the Confidential Information of iRTC. 6.2Exceptions. Notwithstanding Section 6.1, in no event is information Confidential Information if it (i) was, at the date of disclosure, or have subsequently become, generally known or available to the public through no act or failure to act by Receiving Party; (ii) was in Receiving Partyâ€™s possession before receipt from Disclosing Party, as documented by contemporaneous written records provided that the foregoing exception shall not apply to iRTC-made Improvements; (iii)Â is received by Receiving Party from a Third Party who has the right to disclose such information or materials without breach of any obligation of confidentiality; or (iv) is independently developed by Receiving Party without use of or reference to the Confidential Information of Disclosing Party.6.3Confidentiality Obligations. Each Receiving Party will: (a) maintain the Disclosing Partyâ€™s Confidential Information in strict confidence; (b) protect and safeguard it using at least the same degree of care as it uses to protect the confidentiality of its own confidential information of similar importance, but no less than a commercially reasonable degree of care; and (c) not use the Confidential Information of the Disclosing Party except as necessary to perform its obligations or the exercise of its rights under this Agreement (for clarity, the foregoing clause (c) is not a license of Intellectual Property Rights does not modify or expand the Intellectual Property Rights that are licensed pursuant to SectionÂ 2 (Licenses) or SectionÂ 3.2(c)Â (if any)). The Receiving Party will not disclose or cause to be disclosed any Confidential Information of the Disclosing Party without first obtaining the prior written consent of the Disclosing Party, except for disclosures expressly permitted pursuant to this Section 6 (Confidentiality). Receiving Party shall immediately, upon discovery of any disclosure or use of Confidential Information not authorized hereunder, notify Disclosing Party and take reasonable steps to prevent any further unauthorized disclosure or unauthorized use of Confidential Information. Receiving Partyâ€™s obligations under this Section 6.3 (Confidentiality Obligations) with respect to Confidential Information of the Disclosing Party shall survive for a period of five (5) years following the termination or expiration of this Agreement except with respect to trade secrets, which shall survive as long as such information constitutes a trade secret. To the extent of any conflict between this Section 6 (Confidentiality) and any of Sections 2.1 (Licenses to iRTC) and 3.2 (Technology Transfer), Sections 2.1 (Licenses to iRTC) and 3.2 (Technology Transfer), as applicable, shall govern and control.6.4Authorized Disclosures. Notwithstanding Section 6.3 (Confidentiality Obligations), the Receiving Party may disclose Confidential Information belonging to the Disclosing Party in the following instances:(a)to those Representatives of the Receiving Party (including Receiving Partyâ€™s confidential advisors such as insurance brokers, lenders, auditors, attorneys and accountants) who have a bona fide need to know such Confidential Information to perform under this Agreement and who are bound by written agreements with non-use and confidentiality obligations at least as protective as those set forth in this Agreement;(b)in the case of iRTC, to any actual or potential collaborators, partners, sublicensees or subcontractors who have a bona fide need to know such Confidential Information for iRTC or its Affiliates to exercise its rights or licenses hereunder (provided that, for clarity, the foregoing is not a license of Intellectual Property Rights does not modify or expand the Intellectual Property Rights that are licensed pursuant to SectionÂ 2 (Licenses) or SectionÂ 3.2(c) (if any)) and who are bound by written agreements with non-use and confidentiality obligations at least as protective as those set forth in this Agreement; (c)disclosure to potential Third Party investors or acquirers in connection with due diligence activities, provided, in each case, that any such Third Party agrees to be bound by reasonable obligations of confidentiality and non-use; and(d)pursuant to an order of a court or other Governmental Authority of competent jurisdiction, subject to the Receiving Party providing to the Disclosing Party reasonable advance notice to allow the Disclosing Party to seek a

protective order or otherwise contest the disclosure. The Receiving Party shall disclose no more than that portion of the Confidential Information which, on the advice of legal counsel, such order or law specifically requires the Receiving Party to disclose.6.5Securities Filings; Disclosure under Applicable Law. Each Party acknowledges and agrees that the other Party may submit this Agreement to, or file this Agreement with, the U.S. Securities and Exchange Commission or any other securities exchange that may be applicable to a Party in the Territory (each, a â€œSecurities Regulatorâ€) or other Persons as may be required by Applicable Law, and if a Party submits this Agreement to, or files this Agreement with, any Securities Regulator or other Person as may be required by Applicable Law, such Party agrees to consult with the other Party with respect to the preparation and submission of a confidential treatment request for this Agreement. Notwithstanding the foregoing, if a Party is required by any Securities Regulator or other Person as may be required by Applicable Law to make a disclosure of the terms of this Agreement in a filing or other submission as required by such Securities Regulator or such other Person, and such Party has: (a) provided copies of the disclosure to the other Party reasonably in advance under the circumstances of such filing or other disclosure; (b) promptly notified the other Party in writing of such requirement and any respective timing constraints; and (c) given the other Party reasonable time under the circumstances from the date of provision of copies of such disclosure to comment upon and request confidential treatment for such disclosure, then such Party will have the right to make such disclosure at the time and in the manner reasonably determined by its counsel to be required by the Securities Regulator or the other Person. Notwithstanding the foregoing, if a Party seeks to make a disclosure as required by a Securities Regulator or other Person as may be required by Applicable Law as set forth in this Section 6.5 (Securities Filings; Disclosure under Applicable Law) and the other Party provides comments in accordance with Section 6.5 (Securities Filings; Disclosure under Applicable Law), then the Party seeking to make such disclosure or its counsel, as the case may be, will incorporate such comments to the extent legally permissible.6.6No Publicity. Unless expressly permitted herein, a Party will not issue any press release or other public communication, whether written or oral, relating to this Agreement or the transactions contemplated hereby without the prior written approval of the other Party, not to be unreasonably withheld, conditioned, or delayed. Notwithstanding anything to the contrary in the foregoing, either Party may issue such press releases as it determines reasonably necessary to comply with Applicable Law. Each Party shall provide the other Party with advance notice of any such legally required press release to the extent practicable and consider its comments in good faith. In addition, after the existence of this Agreement, the identity of the other Party, or any terms of this Agreement are publicly disclosed in accordance with this Agreement, either Party shall be free to disclose, without the other Partyâ€™s prior written consent, such information as has already been publicly disclosed in accordance with this Agreement.6.7Return of Confidential Information. Upon termination or expiration of this Agreement, upon the request of Disclosing Party, Receiving Party shall promptly return to Disclosing Party or destroy Disclosing Partyâ€™s Confidential Information in its possession (other than Confidential Information that is treated as Confidential Information of both Parties), except to the extent that retention of such Confidential Information is reasonably necessary for the Receiving Party to exploit any continuing rights it has pursuant to this Agreement and/or to fulfill its obligations contemplated herein, including one copy of the Confidential Information stored in a secure place for the sole purposes of monitoring its compliance under this Agreement or evidence. The return and/or destruction of such Confidential Information as provided above shall not relieve the Receiving Party of its obligations under this Agreement. The obligation to return or destroy shall not apply to copies of electronically exchanged Confidential Information made as a matter of routine information technology backup and to Confidential Information or copies thereof which must be stored by the Receiving Party according to provisions of Applicable Law or the Receiving Partyâ€™s generally applicable written internal policies and procedures.7.REPRESENTATIONS, WARRANTIES AND COVENANTS.7.1Mutual Representations, Warranties and Covenants. (a)Authority. BioIS and iRTC each represents and warrants to the other Party that, as of the Effective Date, (i) it is duly organized and validly existing under the laws of its jurisdiction of incorporation or formation, and it has full power and authority to enter into this Agreement and carry out the transactions contemplated hereby, (ii) it is duly authorized to execute and deliver this Agreement and to perform its obligations hereunder, and the person or persons executing this Agreement on its behalf has been duly authorized to do so by all requisite corporate or partnership action, and (iii) this Agreement is legally binding upon it, enforceable in accordance with its terms, and does not conflict with any agreement, instrument, or understanding, oral or written, to which it is a party or by which it may be bound, nor violate any material law or regulation of any court, governmental body, or administrative or other agency having jurisdiction over it.(b)Compliance. BioIS and iRTC each represents, warrants and covenants to the other Party that it: (i) will perform its obligations under this Agreement in accordance with Applicable Law; and (ii) will obtain and maintain on an active and current basis, all licenses, permits, registrations, approvals and other authority from all applicable federal, state, and local governments and agencies having jurisdiction over the subject matter of this Agreement as necessary to perform its obligations under this Agreement.7.2BioIS Representations, Warranties, and Covenants. BioIS represents, warrants and covenants (as applicable) to iRTC that:(a)BioIS and its Affiliates, as of the Effective Date, are the sole and exclusive owners of the entire right, title, and interest in and to each of the Licensed IP Rights and Intellectual Property Rights in and to the Licensed Technologies (excluding any non-exclusive rights or licenses of Non-Material IP), free and clear of all liens, encumbrances and security interests, other than (i) any lien or encumbrance that arises out of taxes either not delinquent or the validity of which is being contested in good faith by appropriate proceedings, (ii)Â any lien or encumbrance representing the rights of customers, suppliers and subcontractors in the ordinary course of business under the terms of any contracts to which the relevant party is a party or under general principles of commercial or government contract law (including mechanicsâ€™, materialmenâ€™s, carriersâ€™, workmenâ€™s, warehousemanâ€™s, repairmenâ€™s, landlordsâ€™ and similar liens granted or which arise in the ordinary course of business), (iii)Â any license of Intellectual Property Rights outside of the exploitation of Valid ACM Devices in the ACM Field of Use that does not otherwise conflict with the licenses granted by BioIS under this Agreement and (iv) the [***] Exception (collectively, (i)-(iv), â€œPermitted Encumbrancesâ€). Exhibit A (Existing Licensed Patents) sets forth a complete and accurate list of all Licensed Patents Controlled by BioIS or any of its Affiliates existing as of the Effective Date. Exhibit B (Technology Transfer Plan) sets forth a complete and accurate list of all Licensed Technologies existing as of the Effective Date. For purposes of this Agreement, â€œNon-Material IPâ€ means (i) Intellectual Property Rights other than patent rights that (a) are granted to the Company or its Affiliates by providers of research, development, manufacturing or other related services to BioIS or any of its Affiliates in order to enable BioIS or any of its Affiliates to use such services under the relevant agreements and (b) are not material to the exploitation of Licensed Products and (ii) software licenses for commercially available, off-the-shelf software;(b)[***]; (c)[***];(d)[***]: (i)[***]:(ii)[***].(iii)[***].(iv)[***].(v)[***].(e)as of the Effective Date, (i) BioIS has complied in all material respects with all Applicable Laws in connection with the Prosecution and Maintenance of the Existing Licensed Patents, including any disclosure requirements of the United States Patent and Trademark Office and any foreign patent office, and has timely paid all filing and renewal fees payable with respect thereto, (ii).neither BioIS nor its Affiliates have received any notice, written or otherwise, of any claim or threat of any claim made by any Person against BioIS or its Affiliates that alleges that any Existing Licensed Patent is invalid or unenforceable and there is no pending adverse action, suit or proceeding against BioIS in relation to any Existing Licensed Patent. BioIS will promptly notify iRTC if BioIS or any of its Affiliates receives any notice, written or otherwise, of any claim or threat of any claim by any Person against BioIS or its Affiliates alleging that any Licensed Patent is invalid or unenforceable;(f)as of the Effective Date, there are no claims, judgments, settlements, litigations, suits, actions, disputes, arbitration, judicial or legal, administrative or other proceedings, or governmental investigations (each, an â€œActionâ€) pending, threatened or, to BioISâ€™ knowledge, anticipated in writing against BioIS or its Affiliates which could reasonably be expected to adversely affect or restrict the ability of BioIS to consummate or perform the transactions and obligations contemplated under this Agreement, or which would reasonably be expected to adversely affect the Licensed IP Rights, BioISâ€™s Control thereof or the Licensed Technologies. BioIS will promptly notify iRTC if BioIS or any of its Affiliates receives any notice, written or otherwise, of any such Action or threat of any such Action by any Person against BioIS or any of its Affiliates;(g)as of the Effective Date, to its knowledge, BioIS has not misappropriated, infringed or otherwise violated, and will not misappropriate, infringe or otherwise violate, any property (whether Patent, Technologies, or otherwise) of a Third Party in connection with developing the Licensed Technologies. Neither BioIS nor its Affiliates have received any written notice of any claim that any property (whether Patent, Technologies, or otherwise) controlled by a Third Party would be infringed, misappropriated or otherwise violated by the performance of the activities hereunder in accordance with this Agreement, and BioIS will promptly notify iRTC if BioIS or any of its Affiliates receives any notice, written or otherwise, of any such claim or threat of any such claim. To BioISâ€™s knowledge, no Third Party is infringing, misappropriating or otherwise violating, or threatening to infringe, misappropriate or otherwise violate the Licensed Technologies;(h)BioIS or its Affiliate have obtained from all individuals who participated, and will obtain from all individuals who participate during the Term, in any respect in the invention, authorship or other creation of any Licensed Technology owned or purported to be owned by BioIS or such Affiliate valid and enforceable written assignments of all rights of such individuals in such Licensed Technology. To BioISâ€™s knowledge, as the Effective Date, no Person who claims to be an inventor of an Invention claimed in a Licensed Patent owned by or exclusively licensed to BioIS or any of its Affiliates is not identified as an inventor of such Invention in the filed patent documents for such Licensed Patent. As of the Effective Date, no dispute regarding inventorship or ownership has been alleged or threatened with respect to any Licensed Technology owned by or exclusively licensed to BioIS or any of its Affiliates. BioIS will promptly notify iRTC if BioIS or any of its Affiliates receives any notice, written or otherwise, of any such dispute;(i)as of the Effective Date, neither BioIS nor its Affiliates is a party to any agreement with any Governmental Authority that refers or relates to the Licensed IP Rights, Licensed Patents or Licensed Technologies, or any activity contemplated hereunder; (j)(a) as of the Effective Date, neither BioIS nor any of its Affiliates has been debarred or is subject to debarment pursuant to the FFDCA or subject to any similar sanction pursuant to any Applicable Law (including outside the United States) or is listed on any excluded list maintained by any Governmental Authority; and (b) neither it nor any of its Affiliates has, to its knowledge, used in any capacity, and will not use in any capacity, in connection with the activities to be performed under this Agreement, any individual or entity that has been debarred pursuant to the FFDCA or subject to any similar sanction pursuant to any Applicable Law (including outside the United States), or that is the subject of a conviction described in the FFDCA or subject to any similar sanction pursuant to any Applicable Law (including outside the United States), or listed on any excluded list maintained by any Governmental Authority; and (k)BioIS and its Affiliates have taken commercially reasonable measures consistent with industry practices to protect the secrecy, confidentiality and value of all trade secrets and confidential information in the Licensed Technologies, including by requiring all employees, consultants and subcontractors to execute binding and enforceable agreements requiring all such employees, consultants and subcontractors to maintain the confidentiality of all such Licensed Technologies. To BioISâ€™s knowledge: (i) the trade secrets and confidential information of BioIS or its Affiliates in the Licensed Technology has not been disclosed to, or used or discovered by, any Third Party except pursuant to such confidentiality agreements or as disclosed in any published patent application filed by or on behalf of BioIS or its Affiliates; and (ii) there has not been a breach by any party of such confidentiality agreements.7.3[***].7.4Non-Solicitation. During the period commencing on the Effective Date and ending on the five (5) year anniversary of the Effective Date, each Party (a â€œSoliciting Partyâ€) shall not, and shall cause its Affiliates (and any other Person engaged by such Soliciting Party or its Affiliate to act on its behalf for such purpose) not to, directly or indirectly, solicit for employment current employees of the other Party without the other Partyâ€™s prior written consent (which will not be unreasonably withheld); provided, however, the Soliciting Party and its Affiliates shall not be restricted from (a) hiring or soliciting any employee of the other Party (or its Affiliates) through a general solicitation of employees (including through the use of general advertisement in the mass media, participation in job fairs or website postings) not specifically directed or targeted at any such persons or (b) hiring any employee of the other Party (or its Affiliates) who contacts the Soliciting Party on his or her own initiative without any direct or indirect solicitation from Soliciting Party (or any of its Affiliates).8.INTELLECTUAL PROPERTY.8.1Ownership. Inventorship of any Invention and all Intellectual Property Rights therein shall be determined in accordance with principles of inventorship for patent rights under US law. Except as expressly set forth in Section 8.2(b) with respect to iRTC-made Improvements, ownership shall follow inventorship.8.2Improvements.(a)BioIS Ownership of Licensed Improvements. BioIS will own all Licensed Improvements, and Intellectual Property Rights in and to the Licensed Improvements Controlled by BioIS shall be automatically included in the Licensed IP Rights. [***]. (b)Assignment of iRTC-made Improvements.(i)iRTC agrees to assign and hereby assigns to BioIS all of its right, title and interests in and to any iRTC-made Improvements. [***].(ii)[***].(iii)[***].8.3Intentionally Left Blank. 8.4Joint Development. The Parties acknowledge and agree that no joint development work is contemplated hereunder, and any such work by the Parties, if mutually agreed upon by the Parties, will be addressed in a separate joint development agreement.8.5Prosecution and Maintenance of Licensed Patents.(a)Except as set forth in Section 8.5(d), BioIS will have sole control, in its sole discretion over the Prosecution and Maintenance of the Licensed Patents and will pay all fees and costs related thereto. BioIS will provide, during the initial twenty-four (24) months quarterly and then annually thereafter, updates to iRTC with respect to the status and scope of the Licensed Patents. iRTC will promptly notify BioIS if iRTC becomes aware of any known or suspected infringement of the Licensed Patents in the Territory. (b)Except as set forth in Sections 8.5(c) and 8.5(d), BioIS will have sole control, in its sole discretion over enforcement and defense of the Licensed Patents against third-party infringers. If BioIS initiates any enforcement action against any Third Party infringer, iRTC will reasonably cooperate with BioIS with respect to such action. BioIS will be responsible for all reasonable out-of-pocket costs, expenses, and legal fees incurred by iRTC in connection with such cooperation provided by iRTC, and will be entitled to all damages awarded as a result of or agreed to in a monetary settlement of any such action.(c)Notwithstanding the foregoing, if BioIS does not initiate an enforcement action to abate an ACM Competitive Infringement within one hundred twenty (120) days following delivery of notice thereof by iRTC to BioIS, then iRTC may upon written notice to BioIS initiate and maintain an enforcement action of the applicable Licensed Patents against the applicable Third Party infringer, at iRTCâ€™s cost and expense, provided that before initiating such action iRTC shall consult in good faith with BioIS, including, to the extent reasonably feasible, providing to BioIS reasonable documentation showing the basis for such action. If iRTC does initiate such action, BioIS will reasonably cooperate with iRTC with respect to such action, and iRTC shall keep BioIS reasonably informed as to the status of any such action and shall consider in good faith the comments of BioIS with respect thereto. iRTC will be responsible for all reasonable out-of-pocket costs, expenses, and legal fees incurred by the BioIS in connection with such cooperation provided by BioIS, and will be entitled to all damages awarded as a result of or agreed to in a monetary settlement of any such action. For purposes of this Section 8.5(c), â€œACM Competitive Infringementâ€ shall mean an infringement of the Licensed Patents which adversely affects or could reasonably be expected to adversely affect the development, manufacture or commercialization of Valid ACM Device in the ACM Field of Use by iRTC, its Affiliates and Sublicensees in the ACM Field of Use in the Territory, or any related declaratory judgment or equivalent action. (d)To the extent any Licensed Technology has any sole application with respect to a Valid ACM Device in the ACM Field of Use, BioIS shall file, in each case as requested by iRTC and at iRTCâ€™s reasonable costs and expense, one or more Patent application(s) (including, if applicable, divisional(s) or continuation(s) based on Existing Licensed Patents) directed to such application(s) (each an â€œACM-Specific Patent Rightâ€) and will transfer to iRTC promptly following such filing any related materials, including the prosecution files. iRTC will have sole control over the Prosecution and Maintenance of any and all ACM-Specific Patent Rights and will pay all fees and costs related thereto. iRTC shall provide to BioIS (a) any material documentation received by iRTC from any patent authority in the Territory regarding the prosecution of any ACM-Specific Patent Right, and (b) drafts of all material filings or correspondence planned by iRTC to be submitted to any patent authority in the Territory regarding the prosecution of any ACM-Specific Patent Right sufficiently in advance of submitting so as to allow for a reasonable opportunity for BioIS to review and comment thereon, it being understood that iRTC shall consider in good faith any such comment. In the event that iRTC intends to abandon or cease the Prosecution or Maintenance any ACM-Specific Patent Right, iRTC shall provide reasonable prior written notice to BioIS of such intention to abandon or cease the Prosecution or Maintenance of such abandoned ACM-Specific Patent Right (â€œAbandoned ACM Specific Patent Rightâ€). Following delivery of such notice (which shall be given no later than thirty (30) days prior to the next deadline for any action that must be taken with respect to any such Abandoned ACM-Specific Patent Right in the relevant patent office), iRTC shall have no responsibility for such Abandoned ACM-Specific Patent Right. In such case, at BioISâ€™s sole discretion, and upon written notice to iRTC, iRTC will transfer to BioIS sole control of the prosecution and maintenance of such Abandoned ACM-Specific Patent Right and any related materials, including the prosecution files. Thereafter, BioIS will have sole control over the Prosecution and Maintenance of such Abandoned ACM-Specific Patent Right, and will pay all fees and costs related thereto. Any and all such Abandoned ACM-Specific Patent Rights shall no longer be part of the ACM-Specific Patent Rights, but shall remain Licensed Patents under this Agreement.(e) iRTC will have sole control over enforcement and defense of any ACM-Specific Patent Right against Third Party infringers, at iRTCâ€™s cost and expense, provided that before initiating such action iRTC shall consult in good faith with BioIS, including, to the extent reasonably feasible, by providing to BioIS reasonable documentation showing the basis for such action. If iRTC does initiate such action, BioIS will reasonably cooperate with iRTC with respect to such action, and iRTC shall keep BioIS reasonably informed as to the status of any such action and shall consider in good faith the comments of BioIS with respect thereto. iRTC will be responsible for all reasonable out-of-pocket costs, expenses, and legal fees incurred by the BioIS in connection with such

cooperation provided by BioIS, and will be entitled to all damages awarded as a result of or agreed to in a monetary settlement of any such claim. 9.INDEMNIFICATION; INSURANCE.9.1Indemnification by BioIS. BioIS shall defend, indemnify and hold iRTC and its Affiliates and their respective directors, officers, employees, and agents (each, a â€œiRTC Indemniteeâ€) harmless from and against any and all actions, suits, claims, demands and proceedings (â€œClaimsâ€) brought by any Third Party, and any liability, damages, loss, cost and expense (including reasonable attorneysâ€™ fees) (â€œLossesâ€) resulting therefrom, arising out of or in connection with: (a) BioISâ€™s breach of this Agreement; (b) the gross negligence or willful misconduct of BioIS or any of its Representatives in connection with its performance under this Agreement or (c)[***]; except, in each case (a)-(c), to the extent such Losses arise out of any activities set forth in Section 9.2 (Indemnification by iRTC) for which iRTC is obligated to indemnify any BioIS Indemnitee under Section 9.2.9.2Indemnification by iRTC. iRTC shall defend, indemnify and hold BioIS and its Affiliates and their respective directors, officers, employees, and agents (each, a â€œBioIS Indemniteeâ€) harmless from and against any and all Claims brought by any Third Party, and any Losses resulting therefrom, arising out of or in connection with: (a) iRTCâ€™s breach of this Agreement; (b) the gross negligence or willful misconduct of iRTC or any of its Representatives in connection with its performance under this Agreement; or (c) the development, manufacture, use, commercialization or other exploitation of any Licensed Product by or on behalf of iRTC, its Affiliates or Sublicensees; except, in each case (a)-(c), to the extent such Losses arise out of any activities set forth in Section 9.1 (Indemnification by BioIS) for which BioIS is obligated to indemnify any iRTC Indemnitee under Section 9.1.9.3Indemnification Procedure. The Partiesâ€™ indemnification obligations set forth in this Section 9 (Indemnification; Insurance) are conditioned upon the Party claiming indemnification hereunder (the â€œIndemnified Partyâ€) (a) promptly notifying the other Party (the â€œIndemnifying Partyâ€) of a Claim (provided, however, that failure to provide such notice shall relieve the Indemnifying Party from its liability or obligation hereunder only to the extent of any material prejudice as a direct result of such failure); (b)Â promptly giving the Indemnifying Party the right to control and direct the investigation, preparation, defense and settlement of such Claim with counsel of the Indemnifying Partyâ€™s own choosing; and (c)Â giving assistance and full cooperation for the defense of same. Without limiting the foregoing, the Indemnified Party shall have the right to reasonably participate, at its own expense, in the defense or settlement of any Claim. The Indemnifying Party shall not settle any Claim without the prior written consent of the Indemnified Party, not to be unreasonably withheld, conditioned, or delayed, unless the settlement involves only the payment of money, no admission of wrong-doing or fault by the Indemnified Party, and no restriction on the future actions or activities of the Indemnified Party. So long as the Indemnifying Party is actively defending the Claim in good faith, the Indemnified Party shall not settle such Claim without the prior written consent of the Indemnifying Party. If the Indemnifying Party does not assume and conduct the defense of the Claim as provided above, (i) the Indemnified Party may defend against and consent to the entry of any judgment, or enter into any settlement with respect to, the Claim in any manner the Indemnified Party may deem reasonably appropriate (and, provided that the Indemnified Party consults with and obtains any consent from the Indemnifying Party in connection with such settlement, not to be unreasonably withheld, conditioned, or delayed), and (ii) the Indemnifying Party will remain responsible to indemnify the Indemnified Party as provided in this Section 9 (Indemnification; Insurance).9.4Insurance. During the Term and for [***] thereafter, each Party, at its own expense, shall maintain commercial general liability insurance and other appropriate insurance in an amount consistent with sound business practice and reasonable in light of its obligations under this Agreement. Each Party shall provide a certificate of insurance (or evidence of self-insurance) evidencing such coverage to the other Party upon the other Partyâ€™s request.10.DISCLAIMER; LIMITATION OF LIABILITY.10.1Disclaimer. EXCEPT AS EXPRESSLY PROVIDED IN THIS AGREEMENT, NEITHER PARTY MAKES ANY OTHER REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, EITHER IN FACT OR BY OPERATION OF LAW, STATUTE, OR OTHERWISE, AND EACH PARTY SPECIFICALLY DISCLAIMS ANY AND ALL IMPLIED OR STATUTORY WARRANTIES INCLUDING WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE. IRTC MAKES NO REPRESENTATION OR WARRANTY, EITHER EXPRESS OR IMPLIED, THAT IT WILL BE ABLE TO SUCCESSFULLY ADVANCE ANY LICENSED PRODUCT OR DEVELOP, ACHIEVE MARKETING APPROVAL FOR, MANUFACTURE, COMMERCIALIZE OR OTHERWISE EXPLOIT ANY LICENSED PRODUCT OR, IF COMMERCIALIZED, THAT ANY PARTICULAR SALES LEVEL OR PROFIT OF SUCH LICENSED PRODUCT WILL BE ACHIEVED, AND BIOIS ACKNOWLEDGES THAT ALL BUSINESS DECISIONS HEREUNDER, WITH RESPECT TO THE DESIGN, MANUFACTURE, SALE, PRICE, AND PROMOTION OF LICENSED PRODUCTS, AS WELL AS THE DECISION WHETHER OR NOT TO DEVELOP OR COMMERCIALIZE LICENSED PRODUCTS, WILL BE WITHIN THE SOLE DISCRETION OF IRTC.10.2Limitation of Liability. EXCEPT FOR (A) A PARTYâ€™S GROSS NEGLIGENCE, WILLFUL MISCONDUCT OR FRAUD, (B) A PARTYâ€™S INDEMNIFICATION OBLIGATIONS UNDER SECTION 8, (C) A PARTYâ€™S BREACH OF SECTION 6 (CONFIDENTIALITY), AND (D) A PARTYâ€™S BREACH OF ITS REPRESENTATIONS, WARRANTIES AND COVENANTS UNDER SECTION 7: (1) IN NO EVENT SHALL EITHER PARTY BE LIABLE FOR INCIDENTAL, PUNITIVE, SPECIAL, EXEMPLARY OR CONSEQUENTIAL DAMAGES OF ANY KIND (INCLUDING LOST PROFITS OR LOST REVENUES), REGARDLESS OF WHETHER THE PARTY WAS ADVISED, HAD OTHER REASON TO KNOW OR IN FACT KNEW OF THE POSSIBILITY OF THE FOREGOING; AND (2)Â EACH PARTYâ€™S TOTAL CUMULATIVE LIABILITY ARISING FROM OR RELATING TO THE AGREEMENT WILL NOT EXCEED THE AGGREGATE OF THE UPFRONT FEE, ANY FEES THAT ARE DUE AND PAYABLE UNDER SECTION 5.2 OR SECTION 5.2, ANY ROYALTIES THAT ARE DUE AND PAYABLE UNDER SECTION 5.4 AND ALL COSTS AND EXPENSES (INCLUDING REASONABLE ATTORNEYSâ€™ FEES) TO TAKE ACTION IN RESPECT THEREOF.11.TERM; TERMINATION.11.1Term. The term of this Agreement shall commence on the Effective Date and continue in full force and effect, unless and until terminated in accordance with this Section 11 (â€œTermâ€).11.2Termination for Convenience. iRTC may terminate this Agreement, as a whole or on a country-by-country or field-by-field basis, at any time by giving BioIS [***] prior notice in writing.11.3Termination for Breach. Either Party shall be entitled to terminate this Agreement for cause, by written notice to the other Party and with immediate effect, if the other Party breaches any of its material obligations under this Agreement and, if such breach is curable, fails to cure such breach within [***] following its receipt of written notice thereof from the terminating Party. Notwithstanding the foregoing, in the event of a curable non-monetary default, if the default is not cured and not reasonably capable of being cured within the [***] cure period by the defaulting Party and such defaulting Party is making a good faith effort to cure such default, this Agreement will not terminate upon the expiration of such [***] cure period, provided however, that the notifying Party may terminate this Agreement with immediate effect by notice in writing to the breaching Party if such default is not cured within [***] of such original notice of default. Notwithstanding the foregoing, if either Party is alleged to be in material breach as provided herein and disputes such allegation, and the terminating Partyâ€™s right to terminate this Agreement based thereon, in good faith and on the basis of detailed reasons through the dispute resolution procedures set forth in Section 12.2 (Dispute Resolution), then upon referral of such Dispute pursuant to Section 12.2(a) (Referral to Senior Officers) provided that such Dispute is referred pursuant to Section 12.2 (Dispute Resolution) on or before the end of such initial ninety (90) day cure period by the Party alleged to be in breach, the beginning of the cure period shall be tolled for so long as the matter is in the dispute resolution process offset forth in Section 12.2 (Dispute Resolution) and the Party alleged to be in breach is diligently pursuing such procedure. Such dispute resolution proceedings referred to in this Section 11.3 do not suspend any obligations of either Party hereunder, and each Party shall use reasonable efforts to mitigate any damage.11.4Insolvency.(a)Termination for Insolvency. iRTC may terminate this Agreement by notice in writing to BioIS if BioIS (i) becomes insolvent or admits inability to pay its debts generally as they become due; (ii) becomes subject, voluntarily or involuntarily, to any proceeding under any domestic or foreign bankruptcy or insolvency law, which is not fully stayed within [***] or is not dismissed or vacated within [***]; (iii) is dissolved or liquidated or takes any corporate action for such purpose; (iv) makes a general assignment for the benefit of creditors; or (v) has a receiver, trustee, custodian, or similar agent appointed by order of any court of competent jurisdiction to take charge of or sell any material portion of its property or business.(b)Rights Upon Insolvency. All rights and licenses granted by BioIS under this Agreement, including all rights and licenses that extend beyond the term hereof, are and shall be deemed to be rights and licenses to â€œintellectual propertyâ€, for purposes of, and as such terms are used in and interpreted under, Section 365(n) of the United States Bankruptcy Code (the â€œCodeâ€). If BioIS or its estate shall become subject to any bankruptcy or similar proceeding, iRTC shall retain and have the right to fully exercise all rights, licenses, elections, and protections under this Agreement, the Code and all other applicable bankruptcy, insolvency and similar Laws with respect to any licenses and rights that extend beyond the term hereof. Without limiting the generality of the foregoing, BioIS acknowledges and agrees that, if BioIS or its estate shall become subject to any bankruptcy or similar proceeding: (i)all rights and licenses granted to iRTC hereunder shall continue and shall not be affected, even by BioISâ€™s rejection of this Agreement; and(ii)iRTC shall be entitled to a complete duplicate of (or complete access to, as appropriate) all such intellectual property and embodiments of intellectual property comprising or relating to any Licensed Technologies, and the same, if not already in iRTCâ€™s possession, shall be promptly delivered to iRTC, unless BioIS elects to and does in fact continue to perform all of its obligations under this Agreement.11.5[***].11.6Effect of Termination. On any expiration or termination of the entirety of this Agreement, except to the extent that retention of any Confidential Information is reasonably necessary for the Receiving Party to exploit any continuing rights it has pursuant to this Agreement, the Receiving Party shall (a) return to the Disclosing Party all documents and tangible materials (and any copies) containing, reflecting, incorporating, or based on the Disclosing Partyâ€™s Confidential Information; (b) permanently erase the Disclosing Partyâ€™s Confidential Information from its computer systems; and (c) certify in writing to the Disclosing Party that it has complied with the requirements of this Section 11.6 (Effects of Termination). 11.7Survival. Expiration or termination of this Agreement shall not relieve each Party of any obligation or right accruing prior to such expiration or termination, including for breach of Section 7.1 (Mutual Representations, Warranties and Covenants) or 7.2 (BioIS Representations, Warranties, and Covenants). Except as set forth below or elsewhere in this Agreement, the obligations and rights of the Parties under the following provisions of this Agreement shall survive expiration or termination of this Agreement: Section 1 (Definitions) (to the extent such definitions are used in surviving provisions), Section 2 (Licenses), Section 5 (Fees & Payment Terms), Section 6 (Confidentiality), Sections 7.3 (iRTC Additional Covenant) and 7.4 (Non-solicitation), Section 8.1 (Ownership), Section 8.2 (Improvements), Section 8.5 (Prosecution and Maintenance of Licensed Patents), Section 9 (Indemnification; Insurance), Section 10 (Disclaimer; Limitation of Liability), Section 11.6 (Effect of Termination), Section 11.7 (Survival) and Section 12 (General).12.GENERAL.12.1Governing Law. This Agreement will be governed by and construed in accordance with the laws of the State of Delaware, without giving effect to any principles of conflict of laws that would lead to the application of the laws of another jurisdiction.12.2Dispute Resolution. Any dispute or claim (including non-contractual disputes or claims) arising out of or relating to this Agreement (a â€œDisputeâ€), shall be resolved pursuant to this Section 12.2.(a)[***].(b)Arbitration. Subject to Sections 12.2(c) (Disputes Related to Patent Rights) and 12.2(d) (Interim Relief) below, any Dispute, which is not resolved pursuant to Section 12.2(a), shall be referred to and finally resolved by arbitration pursuant to JAMSâ€™ Comprehensive Arbitration Rules and Procedures (the â€œRulesâ€) by a panel of three arbitrators appointed in accordance with the Rules, if, however, the aggregate award sought by the Parties is less than [***] and equitable relief is not sought, a single arbitrator shall be chosen in accordance with the Rules. Each arbitrator shall be a lawyer with at least fifteen (15)Â years of experience with a law firm or corporate law department of over 25Â lawyers and at least ten (10)Â years representing (either as outside counsel or in-house counsel) companies in the same industry as the Parties in connection with licensing transactions, provided that no such individual shall be a current or former employee or director, or a current stockholder, of either Party or any of their respective Affiliates. The place of arbitration shall be Wilmington, Delaware and the language to be used in any such proceeding (and for all testimony, evidence and written documentation) shall be English. The decision rendered by the arbitrators shall be final, binding and non-appealable, and judgment may be entered upon it in any court of competent jurisdiction. Except to the extent necessary to confirm, enforce, or challenge an award of the arbitration, to protect or pursue a legal right, or as otherwise required by Applicable Law or regulation or securities exchange, the existence, content, or results of any Dispute or arbitration hereunder (including any submissions (including exhibits, testimony, proposed rulings, briefs and transcripts) and the arbitratorsâ€™ rulings and award) shall be Confidential Information of both Parties.(c)Disputes Related to Patent Rights. Without prejudice to the generality of SectionÂ 12.2(b) (Arbitration), if a Dispute arises in respect to the inventorship, validity, construction, scope, enforceability or infringement, of any Patents, and such Dispute cannot be resolved in accordance with Section 12.2(a) (Referral to Senior Officers) then, unless otherwise agreed by the Parties in writing, such Dispute shall not be subject to an arbitration proceeding pursuant to Section 12.2(b) (Arbitration) and instead either Party may bring an action in any court or administrative agency of competent jurisdiction in which such rights apply, to resolve such Dispute.(d)Interim Relief. Notwithstanding anything herein to the contrary in this SectionÂ 12.2, in the event that a Party reasonably requires relief on a more expedited basis than would be possible pursuant to the procedure set forth in this Agreement, such Party may seek interim or provisional relief, including a temporary restraining order, preliminary injunction or other interim equitable relief concerning a Dispute, if necessary to protect the interests of such Party. This Section 12.2(d) (Interim Relief) shall be specifically enforceable.12.3Assignment. Neither Party may assign or transfer this Agreement, by operation of law or otherwise without the other Partyâ€™s prior written consent, which will not be unreasonably withheld, conditioned, or delayed. Any attempt to assign or transfer this Agreement without such consent will be void. Notwithstanding the foregoing, each Party (and, in the case of BioIS, subject to its compliance with the terms of the [***]) may assign or transfer this Agreement to (i) an Affiliate (in the case of BioIS, provided that such Affiliate also acquires in connection with such assignment or transfer all of the Licensed IP Rights and Licensed Technologies) or (ii) any Third Party that succeeds to all or substantially all of the assigning Partyâ€™s business and assets relating to the subject matter of this Agreement, whether by sale, merger, operation of law or otherwise. Subject to the foregoing, this Agreement is binding upon and will inure to the benefit of each of the Parties and their respective successors and permitted assigns. Any purported assignment in violation of this Section 12.3 (Assignment) shall be null and void.12.4Severability. If, for any reason, any part of this Agreement is adjudicated invalid, unenforceable, or illegal by a court of competent jurisdiction, such adjudication shall not affect or impair, in whole or in part, the validity, enforceability, or legality of any remaining portions of this Agreement. The Parties will in such an instance use their best efforts to replace the invalid, unenforceable, or illegal provision(s) with valid, enforceable, and legal provision(s) that best implement the original intent of the Parties and purposes of this Agreement.12.5Notices. All notices required or permitted under this Agreement will be in writing, will reference this Agreement, and will be deemed given: (i) when delivered personally; (ii) one (1) business day after deposit with a nationally-recognized express courier, with written confirmation of receipt; (iii)Â when sent by email, on the date the email was sent without a bounce back message if sent during normal business hours of the receiving Party, and on the next business day if sent after normal business hours of the receiving Party; or (iv) three (3) business days after having been sent by registered or certified mail, return receipt requested, postage prepaid. All such notices will be sent to the addresses set forth below or to such other address as may be specified by either Party to the other Party in accordance with this Section.In the case of BioIS, to:BioIntelliSense, Inc.17301 W. Colfax AvenueGolden, CO 80401Attn:Â Â Â Â Legal Departmentwith a copy (which shall not constitute notice) to: [***]In the case of iRTC, to:iRhythm Technologies, Inc.699 8th Street, Suite 600San Francisco, CA 94103Attn: Legal Departmentwith a copy (which shall not constitute notice) to: [***]12.6Waiver. Either Partyâ€™s failure to enforce any provision of this Agreement will not constitute a waiver of future enforcement of that or any other provision. No waiver of any provision of this Agreement will be effective unless it is in writing and signed by the Party granting the waiver.12.7Entire Agreement; Amendment. This Agreement, including each exhibit attached hereto (each, an â€œExhibitâ€), is the complete and exclusive agreement between the Parties with respect to its subject matter and supersedes all prior or contemporaneous agreements, communications and understandings, both written and oral, with respect to its subject matter. This Agreement may be amended or modified only by a written document executed by duly authorized representatives of the Parties.12.8Relationship of the Parties. Nothing in this Agreement shall be construed to place the Parties in an agency, employment, franchise, joint venture, or partnership relationship. Neither Party shall have the authority to obligate or bind the other in any manner. Neither Party shall represent to the contrary, either expressly, implicitly or otherwise.12.9No Third-Party Beneficiaries. Unless otherwise expressly provided, no provisions of this Agreement are intended or will be construed to confer upon or give to any Third Party any rights, remedies or other benefits under or by reason of this Agreement.12.10Non-Exclusive Remedies. Except as expressly set forth in this Agreement, the exercise by either Party of any remedy under this Agreement will be without prejudice to its other remedies under this Agreement or otherwise.12.11Non-Use of Names. BioIS shall not use the name, trademark, logo, or physical likeness of iRTC or its respective officers, directors or employees, or any adaptation of any of them, in any advertising, promotional or sales literature, without iRTCâ€™s prior written consent. BioIS shall require its Affiliates to comply with the foregoing. iRTC shall not use the name, trademark, logo, or physical likeness of BioIS or its officers, directors or employees, or any adaptation of any of them, in any advertising, promotional or sales literature, without BioISâ€™s prior written consent. iRTC shall require its Affiliates and Sublicensees to comply with the foregoing.12.12Construction. This Agreement has been negotiated by each of the Parties and each of their respective counsel. This Agreement shall be fairly interpreted in accordance with its terms and without any strict construction in favor of or against either Party.12.13Headings; Interpretation. The headings and captions used in this Agreement are used for convenience only and are not to be considered in construing or interpreting this Agreement. This Agreement shall be deemed to comprise the language mutually chosen by the Parties and no rule of strict construction shall be applied against

any Party. Unless otherwise expressly provided herein or the context of this Agreement otherwise requires, (a) words such as â€œhereinâ€, â€œhereofâ€, â€œherebyâ€ and â€œhereunderâ€ refer to this Agreement as a whole; (b) the words â€œinclude(s)â€, â€œincludingâ€, â€œsuch asâ€, â€œin particularâ€ and â€œfor exampleâ€ shall be deemed to be followed by the phrase â€œbut not limited toâ€, â€œwithout limitationâ€ or words of similar import unless otherwise specified; (c) the word â€œorâ€ shall be deemed to mean â€œand/orâ€ unless the context dictates otherwise because the subjects of the conjunction are, or are intended to be, mutually exclusive; (d) the terms â€œwillâ€ and â€œshallâ€ shall be deemed to have the same meaning; (e) unless otherwise provided herein, any reference to â€œdaysâ€ means calendar days; and (f) references to Applicable Law includes any amendment or modification to such Applicable Law.12.14Counterparts. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument. This Agreement may be executed by electronic signatures and such signatures shall be deemed to bind each Party hereto as if they were the original signatures, and facsimile, .pdf or electronic copies hereof shall be deemed to constitute duplicate originals.[Remainder of Page Intentionally Left Blank]IN WITNESS WHEREOF, the Parties have caused this Technology License Agreement to be executed by their respective duly authorized representatives as of the Effective Date.IRHYTHM TECHNOLOGIES, INC.By:Â Â Â Â /s/ Quentin BlackfordÂ Â Â Â Name:Â Â Â Â Quentin BlackfordÂ Â Â Â Title:Â Â Â Â Chief Executive OfficerÂ Â Â Â BIOINTELLISENSE, INC.By:Â Â Â Â /s/ James R. MaultÂ Â Â Â Name:Â Â Â Â James R. MaultÂ Â Â Â Title:Â Â Â Â Chief Executive OfficerÂ Â Â Â EXHIBIT AExisting Licensed Intellectual Property[***]EXHIBIT BTechnology Transfer Plan[***]EXHIBIT C[***]Agreement Terms and Conditions[***]EXHIBIT D[***]ANNEX 1[***] EX-31.1 3 irtc-20240930xex311.htm EX-31.1 DocumentExhibit 31.1CERTIFICATION OF CHIEF EXECUTIVE OFFICERPursuant toSecurities Exchange Act Rules 13a-14(a) and 15d-14(a),As Adopted Pursuant toSection 302 of the Sarbanes-Oxley Act of 2002I, Quentin S. Blackford, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of iRhythm Technologies, 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(s) 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 13aâ€“15(f) and 15dâ€“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; andd.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(s) 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; andb.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/Â Quentin S. BlackfordQuentin S. Blackford,President and Chief Executive Officer(Principal Executive Officer) EX-31.2 4 irtc-20240930xex312.htm EX-31.2 DocumentExhibit 31.2CERTIFICATION OF CHIEF FINANCIAL OFFICERPursuant toSecurities Exchange Act Rules 13a-14(a) and 15d-14(a),As Adopted Pursuant toSection 302 of the Sarbanes-Oxley Act of 2002I, Daniel Wilson, certify that:1.I have reviewed this Quarterly Report on Form 10-Q of iRhythm Technologies, 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(s) 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 13aâ€“15(f) and 15dâ€“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; andd.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(s) 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; andb.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/Â Daniel WilsonDaniel WilsonChief Financial Officer(Principal Financial Officer) EX-32.1 5 irtc-20240930xex321.htm EX-32.1 DocumentExhibit 32.1CERTIFICATIONS OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICERPURSUANT TO18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of iRhythm Technologies, Inc. (the â€œCompanyâ€) on Form 10-Q for the period ended SeptemberÂ 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; and2.The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: OctoberÂ 30, 2024By:/s/Â Quentin S. BlackfordQuentin S. BlackfordPresident and Chief Executive Officer(Principal Executive Officer)By:/s/ Daniel WilsonDaniel WilsonChief Financial Officer(Principal Financial Officer)This certification accompanies the Form 10-Q 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 iRhythm Technologies, 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 Form 10-Q), irrespective of any general incorporation language contained in such filing. EX-101.SCH 6 irtc-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page 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 Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Condensed Consolidated Statement of Stockholders' Equity 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 AND ACCOUNTS RECEIVABLE link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - CASH EQUIVALENTS AND MARKETABLE SECURITIES link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - FAIR VALUE MEASUREMENTS link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - BALANCE SHEET COMPONENTS link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - COMMITMENTS AND CONTINGENCIES link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - DEBT link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - INCOME TAXES link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - STOCKHOLDERS' EQUITY link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - STOCK-BASED COMPENSATION link:presentationLink link:calculationLink link:definitionLink 9952168 - Disclosure - NET LOSS PER SHARE link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - CASH EQUIVALENTS AND MARKETABLE SECURITIES (Tables) link:presentationLink link:calculationLink link:definitionLink 9954474 - Disclosure - FAIR VALUE MEASUREMENTS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954475 - Disclosure - BALANCE SHEET DETAILS (Tables) link:presentationLink link:calculationLink link:definitionLink 9954476 - Disclosure - COMMITMENTS AND CONTINGENCIES (Tables) link:presentationLink link:calculationLink link:definitionLink 9954477 - Disclosure - DEBT (Tables) link:presentationLink link:calculationLink link:definitionLink 9954478 - Disclosure - STOCK-BASED COMPENSATION (Tables) link:presentationLink link:calculationLink link:definitionLink 9954479 - Disclosure - NET LOSS PER SHARE (Tables) link:presentationLink link:calculationLink link:definitionLink 9954480 - Disclosure - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details) link:presentationLink link:calculationLink link:definitionLink 9954481 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Disaggregated Revenue by Payor Type and Major Service (Details) link:presentationLink link:calculationLink link:definitionLink 9954482 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Provision for Credit Losses (Details) link:presentationLink link:calculationLink link:definitionLink 9954483 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Contractual Allowance (Details) link:presentationLink link:calculationLink link:definitionLink 9954484 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954485 - Disclosure - CASH EQUIVALENTS AND MARKETABLE SECURITIES (Details) link:presentationLink link:calculationLink link:definitionLink 9954486 - Disclosure - FAIR VALUE MEASUREMENTS - Schedule of Fair Value of Company's Financial Assets and Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954487 - Disclosure - FAIR VALUE MEASUREMENTS - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954488 - Disclosure - FAIR VALUE MEASUREMENTS - Schedule of The Recurring Level 3 Fair Value Measurements of The Loan Investment (Details) link:presentationLink link:calculationLink link:definitionLink 9954489 - Disclosure - FAIR VALUE MEASUREMENTS - Schedule of Changes in Estimated Fair Value of Strategic Investments Measured on Recurring Basis (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - FAIR VALUE MEASUREMENTS - Schedule of The Recurring Level 3 Fair Value Measurements of Contingent Consideration Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - FAIR VALUE MEASUREMENTS - Schedule of Changes in Estimated Fair Value of Contingent Consideration Liabilities Measured on a Recurring Basis (Level 3) (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - FAIR VALUE MEASUREMENTS - Schedule of Fair Value of Senior Convertible Notes (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - BALANCE SHEET COMPONENTS - Schedule of Inventory Components (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - BALANCE SHEET DETAILS - Schedule of Long - term Strategic Investment (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - BALANCE SHEET COMPONENTS - Schedule of Other Assets (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - BALANCE SHEET COMPONENTS - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - BALANCE SHEET COMPONENTS - Schedule of Property and Equipment, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - BALANCE SHEET COMPONENTS - Schedule of Accrued Liabilities Components (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - COMMITMENTS AND CONTINGENCIES - Schedule of Maturities of Operating Lease Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954499 - Disclosure - COMMITMENTS AND CONTINGENCIES - Schedule of Maturities of Operating Lease Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 9954500 - Disclosure - COMMITMENTS AND CONTINGENCIES - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954501 - Disclosure - DEBT - Schedule of Convertible Debt (Details) link:presentationLink link:calculationLink link:definitionLink 9954502 - Disclosure - DEBT - Schedule of Components of Interest Expense and the Effective Interest Rates (Details) link:presentationLink link:calculationLink link:definitionLink 9954503 - Disclosure - DEBT - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954504 - Disclosure - INCOME TAXES (Details) link:presentationLink link:calculationLink link:definitionLink 9954505 - Disclosure - STOCKHOLDERS' EQUITY (Details) link:presentationLink link:calculationLink link:definitionLink 9954506 - Disclosure - STOCK-BASED COMPENSATION - Schedule of Stock-Based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954507 - Disclosure - STOCK-BASED COMPENSATION - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954508 - Disclosure - NET LOSS PER SHARE - Schedule of Computation of Basic and Diluted Net Loss per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - NET LOSS PER SHARE - Schedule of Anti-dilutive Securities Excluded from Diluted Net Loss per Common Share (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 irtc-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 8 irtc-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 9 irtc-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT U.S. government securities US Government Corporations and Agencies Securities [Member] Proceeds from line of credit Proceeds from Long-Term Lines of Credit Additions during the period Strategic Investment Additions Strategic Investment Additions 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 Statistical Measurement [Domain] Repayments of debt Repayment of debt Repayments of Long-Term Debt Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Schedule of 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 Measurement Input, Discount Rate Measurement Input, Discount Rate [Member] Schedule of Maturities of Operating Lease Liabilities Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Schedule of Computation of Basic and Diluted Net Loss per Share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Additional aggregate milestone payments related to development agreement Collaboration Agreement, Additional Milestone Payments, Due In Next 24 Months Collaboration Agreement, Additional Milestone Payments, Due In Next 24 Months 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] Cash taxes paid Income Taxes Paid, Net One Customer One Customer [Member] One Customer Debt instrument, convertible, conversion ratio Debt Instrument, Convertible, Conversion Ratio Strategic equity investment Equity Method Investments Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Accounts receivable Increase (Decrease) in Accounts Receivable Change in fair value of strategic investments Equity Securities, FV-NI, Gain (Loss) Non-Rule 10b5-1 Arrangement Adopted Non-Rule

10b5-1 Arrangement Adopted [Flag] Third Amended and Restated SVB Loan Agreement Third Amended And Restated Silicon Valley Bank Loan Agreement [Member] Third amended and restated silicon valley bank loan agreement. FAIR VALUE MEASUREMENTS Fair Value Disclosures [Text Block] Net change in unrealized gain (loss) from marketable securities Net change in unrealized (loss) gain on marketable securities OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, after Tax Award Timing Disclosures [Line Items] Schedule of Changes in Allowance for Doubtful Accounts Financing Receivable, Allowance for Credit Loss [Table Text Block] Other Performance Measure, Amount Other Performance Measure, Amount Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] SVB Term Loan Silicon Valley Bank Term Loan [Member] Silicon valley bank term loan. Common stock, shares outstanding (in shares) Beginning balance (in shares) Ending balance (in shares) Common Stock, Shares, Outstanding Cash Equivalents And Investments [Abstract] Cash Equivalents and Investments. Operating lease liabilities, noncurrent portion Operating Lease, Liability, Noncurrent Revenue from Contract with Customer [Abstract] Deferred revenue Contract with Customer, Liability, Current Plan Name Plan Name [Domain] Milestone Notes Milestone Notes [Member] Milestone Notes Debt Instrument Conversion Term Two Debt Instrument Conversion Term Two [Member] Debt Instrument Conversion Term Two Other assets Total Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Purchase of treasury stock (in shares) Treasury Stock, Shares, Acquired Antidilutive Securities, Name Antidilutive Securities, Name [Domain] Money market funds Money Market Funds [Member] Selling, general and administrative Selling, General and Administrative Expenses [Member] Proceeds from issuance of 2029 Notes Proceeds from Convertible Debt Net cash used in operating activities Net Cash Provided by (Used in) Operating Activities Treasury Stock Treasury Stock, Common [Member] Cash flows from operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] Debt instrument, covenant repurchase price, percentage Debt Instrument, Covenant Repurchase Price, Percentage Debt Instrument, Covenant Repurchase Price, Percentage Secured Debt Secured Debt [Member] Plan Name Plan Name [Axis] Loan investment, expected term Loan Investment, Term Loan Investment, Term Equity Components 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] Fair Value Debt Securities, Available-for-Sale Accounts Receivable, Provision for Credit Losses and Contractual Allowances Accounts Receivable [Policy Text Block] Measurement Frequency [Axis] Measurement Frequency [Axis] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Collaboration agreement, additional milestone payments Collaboration Agreement, Additional Milestone Payments Collaboration Agreement, Additional Milestone Payments Use of Estimates Use of Estimates, Policy [Policy Text Block] Capitalized stock-based compensation in property and equipment Share-Based Payment Arrangement, Amount Capitalized Debt, noncurrent portion Other Long-Term Debt, Noncurrent Change in Fair Value of Strategic Investments [Roll Forward] Change in Fair Value of Strategic Investments [Roll Forward] Change in Fair Value of Strategic Investments Adjustment to Compensation, Amount Adjustment to Compensation Amount Additional paid-in capital Additional Paid in Capital, Common Stock Compensation Amount Outstanding Recovery Compensation Amount Non-cash investing and financing activities: Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract] 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] Entity Small Business Entity Small Business Contingent consideration, expected term Contingent Consideration, Term Contingent Consideration, Term Company Selected Measure Amount Company Selected Measure Amount Tabular List, Table Tabular List [Table Text Block] 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] Payments for repurchase of convertible notes 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] Lessee, Lease, Description [Line Items] Lessee, Lease, Description [Line Items] Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Accrued liabilities Total accrued liabilities Accrued Liabilities, Current Anti-dilutive securities excluded from diluted net loss (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Credit Facility Credit Facility [Domain] Cash, cash equivalents, and restricted cash, beginning of period Cash, cash equivalents, and restricted cash, end of period Total cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Amortization of premium and accretion of discounts, net Accretion (Amortization) of Discounts and Premiums, Investments Current assets: Assets, Current [Abstract] Goodwill Goodwill Balance, beginning of period Balance, end of period Accounts Receivable, Allowance for Credit Loss Contingent consideration Payment for Contingent Consideration Liability, Operating Activities Fair Value Option Fair Value of Financial Instruments, Policy [Policy Text Block] Other comprehensive income (loss): Other Comprehensive Income (Loss), Net of Tax [Abstract] Treasury stock (in shares) Treasury Stock, Common, Shares Initial Loan Initial Loan [Member] Initial Loan Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service Product and Service [Domain] Options to purchase common stock Share-Based Payment Arrangement, Option [Member] Schedule of Available-for-sale Securities [Table] Debt Securities, Available-for-Sale [Table] Write-offs, net of recoveries and other adjustments Allowance For Doubtful Accounts Receivable Write Offs Net Of Recoveries And Other Adjustments Allowance for doubtful accounts receivable write-offs net of recoveries and other adjustments. Fair Value Disclosures [Abstract] Marketable securities Marketable Securities, Current 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Debt instrument, option to purchase convertible debt, additional purchase amount Debt Instrument, Option to Purchase Convertible Debt, Additional Purchase Amount Debt Instrument, Option to Purchase Convertible Debt, Additional Purchase Amount Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Useful life Public Utility Inventory, Useful Life Public Utility Inventory, Useful Life Purchases of strategic investments Payments to Acquire Strategic Investments Payments to Acquire Strategic Investments Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Preferred stock, shares outstanding (in shares) Preferred Stock, Shares Outstanding Maturities of marketable securities Proceeds from Maturities, Prepayments and Calls of Marketable Securities Proceeds from Maturities, Prepayments and Calls of Marketable Securities Security Exchange Name Security Exchange Name Award Type Award Type [Axis] Cash, Cash Equivalents and Restricted Cash Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block] Property and equipment, net Total property and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities Convertible Debt Convertible Debt [Member] Other Other Assets, Miscellaneous, Noncurrent Common stock, par value (in USD per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Cash flows from investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Operating lease liabilities, current portion Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, shares issued (in shares) Common Stock, Shares, Issued Debt instrument, convertible, threshold consecutive trading days Debt Instrument, Convertible, Threshold Consecutive Trading Days Entity [Domain] Entity [Domain] Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Concentration of credit risk (as a percent) Concentration Risk, Percentage Contingent consideration measurement input Contingent Consideration Measurement Input Contingent Consideration Measurement Input 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 Delayed Draw Loan Delayed Draw Loan [Member] Delayed Draw Loan Total property and equipment, gross Property, Plant and Equipment, Gross Issuance of common stock in connection with employee equity incentive plans, net (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted-average shares, diluted (in shares) Weighted-average shares used to compute net loss per common share, diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Convertible Notes Due 2029 Senior Convertible Notes due 2029 Convertible Notes Due 2029 [Member] Convertible Notes Due 2029 Risks and Uncertainties Risk And Uncertainties, Policy [Policy Text Block] Risk And Uncertainties, Policy MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholdersâ€™ equity Beginning balance Ending balance Equity, Attributable to Parent Proceeds from Braidwell debt Proceeds from issuance of debt Proceeds from Issuance of Debt Provision for credit losses and contractual allowances Provision For Credit Losses And Contractual Allowance Provision for bad debt and contractual allowance. 2022 Term Loan 2022 Term Loan [Member] 2022 Term Loan PCBAs Printed Circuit Board Assemblies Printed Circuit Board Assemblies Interest expense Interest Expense, Nonoperating Accrued payroll and related expenses Accrued Salaries, Current Concentration Risk Type Concentration Risk Type [Domain] Selling, general and administrative Selling, General and Administrative Expense Schedule of Other Assets Schedule of Other Assets [Table Text Block] Fair Value, Recurring Fair Value, Recurring [Member] Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Debt instrument, convertible, conversion price (in USD per share) Debt Instrument, Convertible, Conversion Price Cost of revenue Cost of Sales [Member] Reconciliation of cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect [Abstract] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Sale of Stock [Domain] Sale of Stock [Domain] Impairment charges Impairment charges Asset Impairment Charges Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Dividend yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Schedule of Inventory Components Schedule Of Inventory And Printed Circuit Board Assemblies Table [Table Text Block] Schedule of Inventory and printed circuit board assemblies. Document Type Document Type Derivative Contract [Domain] Derivative Contract [Domain] Effective interest rate Debt Instrument, Interest Rate, Effective Percentage Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Contractual coupon interest Interest Expense, Debt, Excluding Amortization Purchases of acquired in-process research and development Payments to Acquire in Process Research and Development Purchases of marketable securities Payments to Acquire Marketable Securities Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost Risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Inventory, Current [Table] Inventory, Current [Table] Accrued expenses Accrued Expenses Current Accrued Expenses Current Maximum Maximum [Member] Contingent Considerations Contingent Considerations [Member] Contingent Considerations Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Payments of issuance costs Payments of Financing Costs Furniture and fixtures Furniture and Fixtures [Member] Antidilutive Securities Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Accounting Policies [Abstract] Leasehold improvements Leasehold Improvements [Member] Debt Instrument Conversion Term [Axis] Debt Instrument Conversion Term [Axis] Debt Instrument Conversion Term Current Fiscal Year End Date Current Fiscal Year End Date Less: imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Statistical Measurement Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Loss before income 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 Equity Award Award Type [Domain] Name Outstanding Recovery, Individual Name Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Schedule of Anti-dilutive Securities Excluded from Diluted Net Loss per Common 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] Debt instrument, redemption covenant, percent of conversion price, last reported sale price of common stock Debt Instrument, Redemption Covenant, Percent Of Conversion Price, Last Reported Sale Price Of Common Stock Debt Instrument, Redemption Covenant, Percent Of Conversion Price, Last Reported Sale Price Of Common Stock Braidwell Term Loan Facility Braidwell Term Loan Facility [Member] Braidwell Term Loan Facility Non-PEO NEO Non-PEO NEO [Member] Additional Paid-in Capital Additional Paid-in Capital [Member] Award Timing Predetermined Award Timing Predetermined [Flag] Class of Stock [Line Items] Class of Stock [Line Items] Restricted cash, long-term Restricted cash, long-term Restricted Cash, Noncurrent Debt instrument, redemption price, percentage Debt Instrument, Redemption Price, Percentage Recent Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Net loss per common share, diluted (in USD per share) Earnings Per Share, Diluted Centers for Medicare and Medicaid Centers For Medicare And Medicaid [Member] Centers for Medicare and Medicaid. Counterparty Name Counterparty Name [Domain] Upfront fee related to development agreement Collaboration Agreement, Upfront Fee Payable Collaboration Agreement, Upfront Fee Payable Amortization of operating lease right-of-use assets Operating Lease, Right-of-Use Asset, Periodic Reduction Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Debt Instrument Conversion Term One Debt Instrument Conversion Term One [Member] Debt Instrument Conversion Term One Accrued vacation Accrued Vacation, Current Deferred revenue Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Operating lease liabilities Increase Decrease In Operating Lease Liabilities Increase decrease in operating lease liabilities. Total cash equivalents and marketable securities Cash, Cash Equivalents, and Short-Term Investments Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Customer Customer [Axis] Schedule of Fair Value of Company's Financial Assets and Liabilities Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Add: provision for contractual adjustments Accounts Receivable Allowance For Contractual Adjustments Accounts receivable allowance for contractual adjustments. Net loss Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Income tax provision Income Tax Expense (Benefit) Interest and other income (expense), net: Nonoperating Income (Expense) [Abstract] Stated interest rate (in percentage) Debt Instrument, Interest Rate, Stated Percentage Marketable securities Debt Securities, Available-for-Sale, Current Change In The Allowance For Doubtful Accounts Accounts Receivable, Allowance for Credit Loss [Roll Forward] Supplemental disclosures of cash flow information: Supplemental Cash Flow Information [Abstract] Verily Life Sciences LLC Verily Life Sciences LLC [Member] Verily Life Sciences LLC [Member] Unrecognized compensation costs related to unvested stock awards, expected period of recognition (in years) Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Revenue, net Revenue from Contract with Customer, Excluding Assessed Tax Total interest and other income (expense), net Nonoperating Income (Expense) Increased the fair value of the strategic equity investment Increase (Decrease) in Equity Securities, FV-NI Statement of Comprehensive Income [Abstract] Concentration Risk Benchmark Concentration Risk Benchmark [Domain] Cash equivalents Cash Equivalents, at Carrying Value Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Research and development Research and Development Expense (Excluding Acquired in Process Cost) Total liabilities and stockholdersâ€™ equity Liabilities and Equity Other Other Operating Activities, Cash Flow Statement 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 Fair Value Hierarchy and NAV [Axis] Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expense and Other Assets Short-Term Debt, Type [Domain] Short-Term Debt, Type [Domain] Additions during the period Fair Value Measurement With Unobservable Inputs Reconciliation Recurring Basis Liability Additions Fair Value Measurement With Unobservable Inputs Reconciliation Recurring Basis Liability Additions Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Interest income Investment Income, Interest Strategic loan investments Strategic Loan Investment Strategic Loan Investment Purchases of capped call transactions Debt instrument, capped call transaction, net cost incurred Purchases of Capped Calls Transactions Purchases of Capped Calls Transactions Right-of-use assets obtained in exchange for operating lease liabilities Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Measurement Input Type [Axis] Measurement Input Type [Axis] Individual: Individual [Axis] Accumulated Other Comprehensive Income (Loss) AOCI Attributable to Parent [Member] Laboratory and manufacturing equipment Laboratory And Manufacturing Equipment [Member] Laboratory and manufacturing equipment. Supply

Risk Concentration Risk Supply Risk Policy [Policy Text Block] Disclosure of accounting policy for supply risk. Restricted cash Restricted Cash Expected term (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Inventory Total Inventory, Net U.S. government securities US Government Agencies Debt Securities [Member] Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Product and Service Product and Service [Axis] 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] Measurement Input Type [Domain] Measurement Input Type [Domain] Cash Equivalents And Available-for-sale Classified As Investments Cash Equivalents And Available-for-sale Classified As Investments [Abstract] Cash Equivalents And Available-for-sale Classified As Investments Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Summary Of Significant Accounting Policies [Table] Summary Of Significant Accounting Policies [Table] Summary of significant accounting policies. ESPP Employee Stock Purchase Plan [Member] Employee Stock Purchase Plan Inventory Inventory [Domain] Operating expenses: Operating Expenses [Abstract] 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] Liabilities and Stockholdersâ€™ Equity Liabilities and Equity [Abstract] Measurement Input, Equity Volatility Measurement Input, Option Volatility [Member] Balance, beginning of period Balance at end of period Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value Internal-use software in service Software Development [Member] Schedule of Changes in Estimated Fair Value of Strategic Investments Measured on Recurring Basis Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Contingent consideration liability Asset Acquisition, Contingent Consideration, Liability Unamortized debt issuance costs Unamortized Debt Issuance Expense Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Debt instrument, capped calls premium percentage over closing price Debt Instrument, Capped Calls Premium Percentage Over Closing Price Debt Instrument, Capped Calls Premium Percentage Over Closing Price Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Changes In The Contractual Allowance Contract with Customer, Asset, Allowance for Credit Loss [Roll Forward] Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Outstanding options (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Increase in internal use software Capitalized Computer Software, Additions Provision for credit losses Accounts Receivable, Credit Loss Expense (Reversal) Strategic Investments Strategic Investments [Member] Strategic Investments Short-Term Debt, Type [Axis] Short-Term Debt, Type [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] Derivative Instrument [Axis] Derivative Instrument [Axis] Inventory [Line Items] Inventory [Line Items] Contract Costs Contract Cost Policy [Policy Text Block] Contract cost policy. Exercise Price Award Exercise Price Computer equipment and software Computer Equipment And Software [Member] Computer equipment and software. Printed circuit board assemblies Printed Circuit Board Assemblies [Member] Printed circuit board assemblies. NET LOSS PER SHARE Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Healthcare institutions Healthcare Institutions [Member] Healthcare institutions. Issuance of common stock in connection with employee equity incentive plans, net Stock Issued During Period, Value, Stock Options Exercised Inventory Inventory [Axis] Schedule of Convertible Debt Convertible Debt [Table Text Block] Stockholdersâ€™ equity: Equity, Attributable to Parent [Abstract] Long-term strategic investments Total Long-Term Investments Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Less: contractual adjustments Accounts Receivable Contractual Adjustments Accounts receivable contractual adjustments. All Individuals All Individuals [Member] PEO PEO [Member] Accounts Receivable Concentration Risk Credit Concentration Risk [Member] Income Tax Disclosure [Abstract] Outstanding interest-bearing obligations Debt Instrument, Fair Value Disclosure Name Trading Arrangement, Individual Name Measurement Input Probability Of Loan Forgiveness Measurement Input Probability Of Loan Forgiveness [Member] Measurement Input Probability Of Loan Forgiveness Other income (expense), net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Property, Plant and Equipment, Type Long-Lived Tangible Asset [Axis] Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Other assets Increase (Decrease) in Other Noncurrent Assets Total unamortized compensation costs, net of estimated forfeitures related to restricted stock unit and performance share Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Treasury stock, at cost; 229 and 0 shares at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively Treasury Stock, Common, Value Benefit recognized for net operating loss carryforwards Operating Loss Carryforwards Tax Benefit Recognized Operating loss carryforwards tax benefit recognized. Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] 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] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount CASH EQUIVALENTS AND MARKETABLE SECURITIES Cash, Cash Equivalents, and Marketable Securities [Text Block] 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 Expected volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Convertible Notes Convertible Notes Payable [Member] Stock repurchased during period, shares (in shares) Stock Repurchased During Period, Shares Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Cloud computing arrangements Cloud Computing Arrangements Cloud Computing Arrangements Fair value of strategic investment Fair Value of Strategic Investment Fair Value of Strategic Investment 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] Balance, beginning of period Balance, end of period Accounts Receivable For Contractual Allowance Accounts receivable for contractual allowance. Property, Plant and Equipment, Type Long-Lived Tangible Asset [Domain] Schedule of Accrued Liabilities Components Schedule of Accrued Liabilities [Table Text Block] Income Statement Location Statement of Income Location, Balance [Axis] COMMITMENTS AND CONTINGENCIES Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Common Stock Common Stock [Member] Measure: Measure [Axis] Upfront fee related to technology license agreement Technology License Agreement, Upfront Fee Technology License Agreement, Upfront Fee Asset Class Asset Class [Domain] Share price (in USD per share) Share Price 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 Changes in Estimated Fair Value of Contingent Consideration Liabilities Measured on a Recurring Basis Using Significant Unobservable Inputs Level 3 Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Entity Emerging Growth Company Entity Emerging Growth Company Fair value liabilities Liabilities, Fair Value Disclosure Entity Central Index Key Entity Central Index Key Strategic Investments Balance, beginning of period Balance, end of period Strategic Investments Strategic Investments Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] 2029 Capped Call Transactions 2029 Capped Call Transactions [Member] 2029 Capped Call Transactions 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] Equity Component Equity Component [Domain] Preferred stock, par value (in USD per share) Preferred Stock, Par or Stated Value Per Share Financial Instrument [Axis] Financial Instrument [Axis] Changes in estimated fair value Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Gain (Loss) Included in Earnings Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Debt instrument, terms of conversion feature, convertible under certain circumstances, conversion amount Debt Instrument, Terms Of Conversion Feature, Convertible under Certain Circumstances, Conversion Amount Debt Instrument, Terms Of Conversion Feature, Convertible under Certain Circumstances, Conversion Amount Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Measurement Basis Measurement Basis [Axis] Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Fair value of the loan investment Loans Receivable, Fair Value Disclosure Title Trading Arrangement, Individual Title Accrued state and foreign income and sales taxes Accrued State, Local And Foreign Taxes Accrued State, Local And Foreign Taxes Statement [Table] Statement [Table] Total interest expense recognized on senior convertible notes due 2029 Interest expense, debt Interest Expense, Debt Claims payable Claims Payable Current Claims payable current. Counterparty Name Counterparty Name [Axis] Measurement Frequency [Domain] Measurement Frequency [Domain] SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Significant Accounting Policies [Text Block] 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] Concentration Risk Benchmark Concentration Risk Benchmark [Axis] Cumulative translation adjustment Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax Total current assets Assets, Current Schedule of Components of Interest Expense and the Effective Interest Rates Interest Income and Interest Expense Disclosure [Table Text Block] Statement of Cash Flows [Abstract] Senior Notes Senior Notes [Member] Line of credit facility, remaining borrowing capacity Line of Credit Facility, Remaining Borrowing Capacity Purchase of treasury stock Payments for Repurchase of Common Stock Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Schedule of The Recurring Level 3 Fair Value Measurements of Contingent Consideration Liabilities Fair Value Measurement Inputs and Valuation Techniques [Table Text Block] Measurement Input, Expected Term Measurement Input, Expected Term [Member] INCOME TAXES Income Tax Disclosure [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Earnings Per Share [Abstract] Numerator: Net Income (Loss) Attributable to Parent [Abstract] Equity [Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Acquired In-Process Research and Development Expenses In Process Research and Development, Policy [Policy Text Block] Inventory Increase (Decrease) in Inventories Repayment of long-term line of credit Repayments of Long-Term Lines of Credit Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Total lease liabilities Operating Lease, Liability Net cash provided by financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Performance Based Restricted Stock Units ("PRSU") Performance Shares [Member] Credit Facility Credit Facility [Axis] Amendment Flag Amendment Flag Carrying amount Reported Value Measurement [Member] Entity Registrant Name Entity Registrant Name 2018 Term Loan 2018 Term Loan [Member] 2018 Term Loan 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 expense Depreciation, Depletion and Amortization Gross profit Gross Profit Fair Value as of Grant Date Award Grant Date Fair Value Level 2 Fair Value, Inputs, Level 2 [Member] DEBT Debt Disclosure [Text Block] Fair Value Hierarchy and NAV Fair Value Hierarchy and NAV [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Principal amount Debt Instrument, Face Amount Schedule of Disaggregated Revenue by Payor Type and Major Service Disaggregation of Revenue [Table Text Block] 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] Restatement Determination Date: Restatement Determination Date [Axis] Internal-use software in development Internal Use Software, In Development [Member] Internal Use Software, In Development Title of 12(b) Security Title of 12(b) Security Concentration Risk Type Concentration Risk Type [Axis] Common stock, $0.001 par value â€“ 100,000 shares authorized; 31,516 shares issued and 31,287 shares outstanding at SeptemberÂ 30, 2024, respectively; and 30,954 shares issued and outstanding at DecemberÂ 31, 2023 Common Stock, Value, Issued Share-Based Payment Arrangement [Abstract] Convertible promissory notes Payments to Acquire Convertible Debt Payments to Acquire Convertible Debt Cash and cash equivalents Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Cash received from tenant improvement allowances Payments for (Proceeds from) Tenant Allowance Schedule of Changes in Contractual Allowance Schedule Of Change In Contractual Allowance Table [Table Text Block] Tabular disclosure of changes in contractual allowance. 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] Debt instrument, convertible, threshold trading days Debt Instrument, Convertible, Threshold Trading Days Schedule of Long-term Strategic Investments Investment [Table Text Block] Effect of exchange rate changes on cash Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Loss on extinguishment of debt Loss on extinguishment of debt Gain (loss) on extinguishment of debt Gain (Loss) on Extinguishment of Debt 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] Preferred stock, $0.001 par value â€“ 5,000 shares authorized; none issued and outstanding at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 Preferred Stock, Value, Issued Contracted third-party payors Commercial Payors [Member] Commercial Payors Employee Stock Employee Stock [Member] Raw materials and work-in-progress Inventory, Work in Process and Raw Materials, Net of Reserves Depreciation and amortization Depreciation, Depletion and Amortization, Nonproduction Long-term senior convertible notes Carrying amount of senior convertible notes due 2029 Convertible Notes Payable, Noncurrent Fair Value Measurement Fair Value Measurement [Domain] Net loss per common share, basic (in USD per share) Earnings Per Share, Basic Accounts payable and accrued liabilities Increase (Decrease) in Accounts Payable Proceeds from issuance of common stock in connection with employee equity incentive plans Proceeds from Stock Plans Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Acquired in-process research and development Acquired in-process research and development Research and Development Asset Acquired in Transaction Other than Business Combination or Joint Venture Formation, Writeoff Property and equipment costs included in accounts payable and accrued liabilities Capital Expenditures Incurred but Not yet Paid Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Amortization Amortization Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Schedule of Stock by Class [Table] Stock, Class of Stock [Table] 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] Denominator: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Total unamortized compensation costs, net of estimated forfeitures related to unvested stock options Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount Total assets Assets Credit Risk Concentration Risk, Credit Risk, Policy [Policy Text Block] Contract Liabilities Contract Liability Policy [Policy Text Block] Contract liability policy. Amount outstanding under revolving credit line Long-Term Line of Credit Debt Instrument Conversion Term [Domain] Debt Instrument Conversion Term [Domain] Debt Instrument Conversion Term [Domain] Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other noncurrent liabilities Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies (Note 7) Commitments and Contingencies Non-contracted third-party payors Non-Contracted Third-Party Payors [Member] Non-Contracted Third-Party Payors [Member] Termination Date Trading Arrangement Termination Date ORGANIZATION AND DESCRIPTION OF BUSINESS Business Description and Basis of Presentation [Text Block] 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 Accrued employee share purchase plan contributions Accrued Employee Stock Purchase Plan Contribution Accrued Employee Stock Purchase Plan Contribution Debt instrument, convertible, threshold percentage of stock price trigger Debt Instrument, Convertible, Threshold Percentage of Stock Price Trigger Loan investment, measurement input Loan Investment, Measurement Input Loan Investment, Measurement Input STOCK-BASED COMPENSATION Share-Based Payment Arrangement [Text Block] Debt instrument, terms of conversion feature, convertible regardless of circumstances, conversion amount Debt Instrument, Convertible Regardless of Circumstances, Terms Of Conversion Feature, Conversion Amount Debt Instrument, Convertible Regardless of Circumstances, Terms Of Conversion Feature, Conversion Amount Entity Address, City or Town Entity Address, City or Town Debt Instrument Debt Instrument [Axis] RSUs and PRSUs unvested Restricted Stock Units And Performance Based Restricted Stock Units [Member] Restricted Stock Units And Performance Based Restricted Stock Units Schedule of

Fair Value of Senior Convertible Notes Schedule of Carrying Values and Estimated Fair Values of Debt Instruments [Table Text Block] Total stock-based compensation expense Share-Based Payment Arrangement, Expense Convertible debt, fair value disclosures Convertible Debt, Fair Value Disclosures Net loss Net loss Net Income (Loss) Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Amortization of debt discount Amortization of Debt Discount (Premium) Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] BioIntelliSense, Inc. BioIntelliSense, Inc. [Member] BioIntelliSense, Inc. 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 Changes in estimated fair value Strategic Investment Changes in Fair Value Strategic Investment Changes in Fair Value REVENUE AND ACCOUNTS RECEIVABLE 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 Collaboration agreement milestone payments Collaboration Agreement, Milestone Payments Collaboration Agreement, Milestone Payments Product Concentration Risk Product Concentration Risk [Member] Purchase of treasury stock Treasury Stock, Value, Acquired, Cost Method Debt Instrument, Name Debt Instrument, Name [Domain] Financial assets Assets, Fair Value Disclosure Name Forgone Recovery, Individual Name 2024 (remainder of the year) Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Document Period End Date Document Period End Date Sale of Stock Sale of Stock [Axis] Finished goods Inventory, Finished Goods, Net of Reserves Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Total lease payments Lessee, Operating Lease, Liability, to be Paid Outstanding awards (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Summary Of Significant Accounting Policies [Line Items] Summary Of Significant Accounting Policies [Line Items] Summary of significant accounting policies. Asset Class Asset Class [Axis] Insider Trading Arrangements [Line Items] BALANCE SHEET COMPONENTS Supplemental Balance Sheet Disclosures [Text Block] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Debt instrument capped calls, price cap (in USD per share) Debt Instrument Capped Calls, Price Cap Debt Instrument Capped Calls, Price Cap Cost of revenue Cost of Revenue Contract liability balance, 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 Accounts Receivable Accounts Receivable [Member] Reclassification Reclassification, Comparability Adjustment [Policy Text Block] Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Customer Customer [Domain] Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Amortized debt issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Senior convertible notes Senior Convertible Notes [Member] Senior Convertible Notes Weighted-average shares, basic (in shares) Weighted-average shares used to compute net loss per common share, basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Thereafter Lessee, Operating Lease Liability, Payments Due After Year Four Lessee, Operating Lease Liability, Payments Due After Year Four Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Senior Convertible Notes due 2029 Senior Convertible Notes due 2029 [Member] Senior Convertible Notes due 2029 Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Accrued professional services fees Accrued Professional Fees, Current Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Debt instrument, access period for delayed draw loan Debt Instrument, Access Period for Delayed Draw Loan Debt Instrument, Access Period for Delayed Draw Loan Construction in progress Construction in Progress [Member] Revenue Revenue Benchmark [Member] Purchase of capped call transactions Adjustments To Additional Paid In Capital, Purchase Of Capped Call Transactions Adjustments To Additional Paid In Capital, Purchase Of Capped Call Transactions Entity Filer Category Entity Filer Category Income Statement Location Statement of Income Location, Balance [Domain] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 10 irtc-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover Page - shares 9 Months Ended Sep. 30, 2024 Oct. 23, 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 001-37918 Â Entity Registrant Name iRhythm Technologies, Inc. Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 20-8149544 Â Entity Address, Address Line One 699 8th Street Suite 600 Â Entity Address, City or Town San Francisco, Â Entity Address, State or Province CA Â Entity Address, Postal Zip Code 94103 Â City Area Code 415 Â Local Phone Number 632-5700 Â Title of 12(b) Security Common Stock, Par Value $0.001 Per Share Â Trading Symbol IRTC 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 31,298,034 Amendment Flag false Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Entity Central Index Key 0001388658 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 - 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 13 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 $ 519,535 $ 36,173 Marketable securities 2,496 97,591 Accounts receivable, net 77,427 61,484 Inventory 15,032 13,973 Prepaid expenses and other current assets 13,419 21,591 Total current assets 627,909 230,812 Property and equipment, net 122,390 104,114 Operating lease right-of-use assets 45,570 49,317 Restricted cash, long-term 8,358 0 Goodwill 862 862 Long-term strategic investments 59,059 3,000 Other assets 45,540 45,039 Total assets 909,688 433,144 Current liabilities: Â Â Accounts payable 7,593 5,543 Accrued liabilities 73,958 83,362 Deferred revenue 3,031 3,306 Operating lease liabilities, current portion 15,522 15,159 Total current liabilities 100,104 107,370 Long-term senior convertible notes 645,821 0 Debt, noncurrent portion 0 34,950 Other noncurrent liabilities 17,978 1,012 Operating lease liabilities, noncurrent portion 74,019 79,715 Total liabilities 837,922 223,047 Commitments and contingencies (Note 7) Stockholdersâ€™ equity: Â Â Preferred stock, $0.001 par value â€“ 5,000 shares authorized; none issued and outstanding at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023 0 0 Common stock, $0.001 par value â€“ 100,000 shares authorized; 31,516 shares issued and 31,287 shares outstanding at SeptemberÂ 30, 2024, respectively; and 30,954 shares issued and outstanding at DecemberÂ 31, 2023 31 31 Additional paid-in capital 854,363 855,784 Accumulated other comprehensive loss (66) (112) Accumulated deficit (757,562) (645,606) Treasury stock, at cost; 229 and 0 shares at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively (25,000) 0 Total stockholdersâ€™ equity 71,766 210,097 Total liabilities and stockholdersâ€™ equity $ 909,688 $ 433,144 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 - 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, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification 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http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of 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 - DefinitionCarrying value as of the balance sheet date of long-term debt (with maturities initially due after one year or beyond the operating cycle if longer) identified as Convertible Notes Payable, excluding current portion. Convertible Notes Payable is a written promise to pay a note which can be exchanged for a specified amount of another, related security, at the option of the issuer and the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleLongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B 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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 - DefinitionThe total amount of investments that are intended to be held for an extended period of time (longer than one operating cycle). + 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(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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 long-term debt classified as other, payable after one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(13)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_OtherLongTermDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount 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 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 X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount allocated to previously issued common shares repurchased by the issuing entity and held in 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(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 14 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 Preferred stock, par value (in USD per share) $ 0.001 $ 0.001 Preferred stock, shares authorized (in shares) 5,000,000 5,000,000 Preferred stock, shares issued (in shares) 0 0 Preferred stock, shares outstanding (in shares) 0 0 Common stock, par value (in USD per share) $ 0.001 $ 0.001 Common stock, shares authorized (in shares) 100,000,000 100,000,000 Common stock, shares issued (in shares) 31,516,000 30,954,000 Common stock, shares outstanding (in shares) 31,287,000 30,954,000 Treasury stock (in shares) 229,000 0 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 - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred

shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant XML 15 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations - USD ($) shares 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, net $ 147,538,000 $ 124,604,000 $ 427,514,000 $ 360,170,000 Cost of revenue 46,062,000 42,130,000 135,051,000 115,790,000 Gross profit 101,476,000 82,474,000 292,463,000 244,380,000 Operating expenses: Â Â Â Â Research and development 15,694,000 16,309,000 52,378,000 44,828,000 Acquired in-process research and development 32,069,000 0 32,069,000 0 Selling, general and administrative 103,375,000 93,768,000 318,797,000 285,531,000 Impairment charges 641,000 0 641,000 0 Total operating expenses 151,779,000 110,077,000 403,885,000 330,359,000 Loss from operations (50,303,000) (27,603,000) (111,422,000) (85,979,000) Interest and other income (expense), net: Â Â Â Â Interest income 6,456,000 1,717,000 16,198,000 4,619,000 Interest expense (3,329,000) (927,000) (9,501,000) (2,709,000) Loss on extinguishment of debt 0 0 (7,589,000) 0 Other income (expense), net 1,182,000 (108,000) 772,000 (143,000) Total interest and other income (expense), net 4,309,000 682,000 (120,000) 1,767,000 Loss before income taxes (45,994,000) (26,921,000) (111,542,000) (84,212,000) Income tax provision 188,000 195,000 414,000 495,000 Net loss $ (46,182,000) $ (27,116,000) $ (111,956,000) $ (84,707,000) Net loss per common share, basic (in USD per share) $ (1.48) $ (0.89) $ (3.59) $ (2.78) Net loss per common share, diluted (in USD per share) $ (1.48) $ (0.89) $ (3.59) $ (2.78) Weighted-average shares, basic (in shares) 31,262 30,607 31,147 30,470 Weighted-average shares, diluted (in shares) 31,262 30,607 31,147 30,470 X - DefinitionAmount of write-down of assets recognized in the income statement. Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill. + 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 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-4 + Details Name: us-gaap_AssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate cost of goods produced and sold and services rendered during the reporting period. + 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://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 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/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 7: 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 8: 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 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)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: 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 12: 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 13: 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 14: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B + Details Name: us-gaap_CostOfRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 -

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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 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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 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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 on nonoperating securities. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (c) -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 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-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 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10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards

Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract 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 - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - DefinitionAmount of writeoff for research and development asset acquired in transaction other than business combination or from joint venture formation or both. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 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/2009/role/commonPracticeRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1 + Details Name: us-gaap_ResearchAndDevelopmentAssetAcquiredOtherThanThroughBusinessCombinationWrittenOff Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for research and development. Excludes cost for computer software product to be sold, leased, or otherwise marketed, writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both, and 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/2009/role/commonPracticeRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1 + Details Name: us-gaap_ResearchAndDevelopmentExpenseExcludingAcquiredInProcessCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - 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 16 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 Net loss $ (46,182) $ (27,116) $ (111,956) $ (84,707) Other comprehensive income (loss): Â Â Â Â Net change in unrealized gain (loss) from marketable securities 13 63 (47) 351 Cumulative translation adjustment (261) 74 93 30 Comprehensive loss $ (46,430) $ (26,979) $ (111,910) $ (84,326) 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 - 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 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 17 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows - USD ($) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities Â Â Net loss $ (111,956,000) $ (84,707,000) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Depreciation and amortization 15,426,000 11,434,000 Stock-based compensation 59,970,000 53,358,000 Amortization of premium and accretion of discounts, net (1,236,000) (3,627,000) Amortization of operating lease right-of-use assets 3,747,000 4,243,000 Amortization of debt discount 2,173,000 12,000 Change in fair value of strategic investments (1,059,000) 0 Provision for credit losses and contractual allowances 52,737,000 51,655,000 Acquired in-process research and development 32,069,000 0 Loss on extinguishment of debt 7,589,000 0 Impairment charges 641,000 0 Other 217,000 (378,000) Changes in operating assets and liabilities: Â Â Accounts receivable (68,680,000) (51,804,000) Inventory (1,041,000) 1,885,000 Prepaid expenses and other current assets 8,165,000 (1,549,000) Other assets (614,000) (21,796,000) Accounts payable and accrued liabilities (8,379,000) 10,605,000 Deferred revenue (275,000) 332,000 Operating lease liabilities (5,336,000) (3,792,000) Net cash used in operating activities (15,842,000) (34,129,000) Cash flows from investing activities Â Â Purchases of property and equipment (27,098,000) (26,907,000) Purchases of marketable securities (2,426,000) (109,202,000) Maturities of marketable securities 98,700,000 136,500,000 Purchases of strategic investments (55,000,000) (3,000,000) Purchases of acquired in-process research and development (15,000,000) 0 Net cash used in investing activities (824,000) (2,609,000) Cash flows from financing activities Â Â Proceeds from issuance of 2029 Notes 661,250,000 0 Purchases of capped call transactions (72,407,000) 0 Purchase of treasury stock (25,000,000) 0 Proceeds from issuance of common stock in connection with employee equity incentive plans 5,486,000 5,352,000 Net cash provided by financing activities 508,394,000 5,352,000 Effect of exchange rate changes on cash (8,000) 32,000 Net increase (decrease) in cash, cash equivalents, and restricted cash 491,720,000 (31,354,000) Cash, cash equivalents, and restricted cash, beginning of period 36,173,000 78,832,000 Cash, cash equivalents, and restricted cash, end of period 527,893,000 47,478,000 Reconciliation of cash, cash equivalents and restricted cash Â Â Cash and cash equivalents 519,535,000 47,478,000 Restricted cash, long-term 8,358,000 0 Total cash, cash equivalents and restricted cash 527,893,000 47,478,000 Supplemental disclosures of cash flow information: Â Â Interest paid 6,389,000 2,186,000 Cash taxes paid 602,000 794,000 Cash received from tenant improvement allowances 736,000 1,603,000 Non-cash investing and financing activities: Â Â Property and equipment costs included in accounts payable and accrued liabilities 173,000 89,000 Right-of-use assets obtained in exchange for operating lease liabilities 0 4,520,000 Capitalized stock-based compensation in property and equipment 5,530,000 5,596,000 SVB Term Loan Â Â Cash flows from financing activities Â Â Repayments of debt (37,751,000) 0 Braidwell Term Loan Facility Â Â Cash flows from financing activities Â Â Repayments of debt (78,660,000) 0 Proceeds from Braidwell debt 75,000,000 0 Payments of issuance costs (2,100,000) 0 Convertible Notes Due 2029 Â Â Cash flows from financing activities Â Â Payments of issuance costs $ (17,424,000) $ 0 X - DefinitionIncrease decrease in operating lease liabilities. + ReferencesNo definition available. + Details Name: irtc_IncreaseDecreaseInOperatingLeaseLiabilities Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments to Acquire Strategic Investments + ReferencesNo definition available. + Details Name: irtc_PaymentsToAcquireStrategicInvestments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from Maturities, Prepayments and Calls of Marketable Securities + ReferencesNo definition available. + Details Name: irtc_ProceedsFromMaturitiesPrepaymentsAndCallsOfMarketableSecurities Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProvision for bad debt and contractual allowance. + ReferencesNo definition available. + Details Name: irtc_ProvisionForCreditLossesAndContractualAllowance Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPurchases of Capped Calls Transactions + ReferencesNo definition available. + Details Name: irtc_PurchasesOfCappedCallsTransactions Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - DefinitionAmount of noncash expense included in interest expense to amortize debt discount and premium associated with the related debt instruments. Excludes amortization of financing costs. Alternate captions include noncash interest expense. + 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(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfDebtDiscountPremium Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of write-down of assets recognized in the income statement. Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill. + 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 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-4 + Details Name: us-gaap_AssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFuture cash outflow to pay for purchases of fixed assets that have occurred. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_CapitalExpendituresIncurredButNotYetPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - 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 - ReferencesNo definition available. + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of 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 of unrealized and realized gain (loss) on investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(3)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 321 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479536/321-10-50-4 + Details Name: us-gaap_EquitySecuritiesFvNiGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 - DefinitionThe increase (decrease) during the reporting period in the aggregate amount 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. + 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_IncreaseDecreaseInAccountsPayable 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 - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in noncurrent assets 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_IncreaseDecreaseInOtherNoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of 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 - DefinitionOther cash or noncash adjustments to reconcile net income to cash provided by (used in) operating activities that are not separately disclosed in the statement of cash flows (for example, cash received or cash paid during the current period for miscellaneous operating activities, net change during the reporting period in other assets or other liabilities). + ReferencesNo definition available. + Details Name: us-gaap_OtherOperatingActivitiesCashFlowStatement Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNet cash outflow or inflow from monetary allowance granted by the landlord to a tenant to entice tenant to move into landlords building which will enable the tenant to prepare the leased premises for tenants occupancy. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_PaymentsForProceedsFromTenantAllowance 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 for loan and debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflows from the purchase of net carrying value allocated to in-process research and development costs and materials acquired in a business combination. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireInProcessResearchAndDevelopment 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 - DefinitionThe cash inflow from the issuance of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow during the period from additional borrowings in aggregate debt. Includes proceeds from short-term and long-term debt. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - 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 - DefinitionThe consolidated profit or loss for the

period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher 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 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/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 9: 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 10: 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 11: 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 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: 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 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: 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 16: 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 17: http://www.xbrl.org/2003/role/disclosureRef -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 18: http://www.xbrl.org/2009/role/commonPracticeRef -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 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)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: 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 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)(iii)(A)) -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)(4)(iv)) -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 1A -Subparagraph (SX 210.13-01(a)(5)) -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 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: 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 30: 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 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for debt initially having maturity due after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 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(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_RepaymentsOfLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of writeoff for research and development asset acquired in transaction other than business combination or from joint venture formation or both. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 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/2009/role/commonPracticeRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1 + Details Name: us-gaap_ResearchAndDevelopmentAssetAcquiredOtherThanThroughBusinessCombinationWrittenOff 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 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 operating 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_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability 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 - Details Name: us-gaap_DebtInstrumentAxis=irtc_SiliconValleyBankTermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_BraidwellTermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_ConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statement of Stockholders' Equity - USD ($) shares in Thousands, $ in Thousands Total Common Stock Additional Paid-in Capital Accumulated Deficit Accumulated Other Comprehensive Income (Loss) Treasury Stock Beginning balance (in shares) at Dec. 31, 2022 Â 30,193 Â Â Â Â Beginning balance at Dec. 31, 2022 $ 239,812 $ 28 $ 762,380 $ (522,200) $ (396) Â Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net (in shares) Â 270 Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net 905 $ 2 903 Â Â Â Stock-based compensation 19,899 Â 19,899 Â Â Â Net loss (39,109) Â Â (39,109) Â Â Net change in unrealized (loss) gain on marketable securities 327 Â Â Â 327 Â Ending balance (in shares) at Mar. 31, 2023 Â 30,463 Â Â Â Â Ending balance at Mar. 31, 2023 221,834 $ 30 783,182 (561,309) (69) Â Beginning balance (in shares) at Dec. 31, 2022 Â 30,193 Â Â Â Â Beginning balance at Dec. 31, 2022 239,812 $ 28 762,380 (522,200) (396) Â Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Net loss (84,707) Â Â Â Â Â Net change in unrealized (loss) gain on marketable securities 351 Â Â Â Â Â Cumulative translation adjustment 30 Â Â Â Â Â Ending balance (in shares) at Sep. 30, 2023 Â 30,633 Â Â Â Â Ending balance at Sep. 30, 2023 219,795 $ 31 826,686 (606,907) (15) Â Beginning balance (in shares) at Mar. 31, 2023 Â 30,463 Â Â Â Â Beginning balance at Mar. 31, 2023 221,834 $ 30 783,182 (561,309) (69) Â Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net (in shares) Â 87 Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net 4,383 Â 4,383 Â Â Â Stock-based compensation 16,227 Â 16,227 Â Â Â Net loss (18,482) Â Â (18,482) Â Â Net change in unrealized (loss) gain on marketable securities (39) Â Â Â (39) Â Cumulative translation adjustment (44) Â Â Â (44) Â Ending balance (in shares) at Jun. 30, 2023 Â 30,550 Â Â Â Â Ending balance at Jun. 30, 2023 223,879 $ 30 803,792 (579,791) (152) Â Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net (in shares) Â 83 Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net 67 $ 1 66 Â Â Â Stock-based compensation 22,828 Â 22,828 Â Â Â Net loss (27,116) Â Â (27,116) Â Â Net change in unrealized (loss) gain on marketable securities 63 Â Â Â 63 Â Cumulative translation adjustment 74 Â Â Â 74 Â Ending balance (in shares) at Sep. 30, 2023 Â 30,633 Â Â Â Â Ending balance at Sep. 30, 2023 $ 219,795 $ 31 826,686 (606,907) (15) Â Beginning balance (in shares) at Dec. 31, 2023 30,954 30,954 Â Â Â Â Beginning balance at Dec. 31, 2023 $ 210,097 $ 31 855,784 (645,606) (112) $ 0 Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net (in shares) Â 372 Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net 604 Â 604 Â Â Â Purchase of capped call transactions (72,407) Â (72,407) Â Â Â Purchase of treasury stock (in shares) Â (229) Â Â Â Â Purchase of treasury stock (25,000) Â Â Â Â (25,000) Stock-based compensation 22,640 Â 22,640 Â Â Â Net loss (45,667) Â Â (45,667) Â Â Net change in unrealized (loss) gain on marketable securities (54) Â Â Â (54) Â Cumulative translation adjustment 77 Â Â Â 77 Â Ending balance (in shares) at Mar. 31, 2024 Â 31,097 Â Â Â Â Ending balance at Mar. 31, 2024 $ 90,290 $ 31 806,621 (691,273) (89) (25,000) Beginning balance (in shares) at Dec. 31, 2023 30,954 30,954 Â Â Â Â Beginning balance at Dec. 31, 2023 $ 210,097 $ 31 855,784 (645,606) (112) 0 Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Net loss (111,956) Â Â Â Â Â Net change in unrealized (loss) gain on marketable securities (47) Â Â Â Â Â Cumulative translation adjustment $ 93 Â Â Â Â Â Ending balance (in shares) at Sep. 30, 2024 31,287 31,287 Â Â Â Â Ending balance at Sep. 30, 2024 $ 71,766 $ 31 854,363 (757,562) (66) (25,000) Beginning balance (in shares) at Mar. 31, 2024 Â 31,097 Â Â Â Â Beginning balance at Mar. 31, 2024 90,290 $ 31 806,621 (691,273) (89) (25,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net (in shares) Â 113 Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net 4,734 Â 4,734 Â Â Â Stock-based compensation 24,001 Â 24,001 Â Â Â Net loss (20,107) Â Â (20,107) Â Â Net change in unrealized (loss) gain on marketable securities (6) Â Â Â (6) Â Cumulative translation adjustment 277 Â Â Â 277 Â Ending balance (in shares) at Jun. 30, 2024 Â 31,210 Â Â Â Â Ending balance at Jun. 30, 2024 99,189 $ 31 835,356 (711,380) 182 (25,000) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net (in shares) Â 77 Â Â Â Â Issuance of common stock in connection with employee equity incentive plans, net 148 Â 148 Â Â Â Stock-based compensation 18,859 Â 18,859 Â Â Â Net loss (46,182) Â Â (46,182) Â Â Net change in unrealized (loss) gain on marketable securities 13 Â Â Â 13 Â Cumulative translation adjustment $ (261) Â Â Â (261) Â Ending balance (in shares) at Sep. 30, 2024 31,287 31,287 Â Â Â Â Ending balance at Sep. 30, 2024 $ 71,766 $ 31 $ 854,363 $ (757,562) $ (66) $ (25,000) X - DefinitionAdjustments To Additional Paid In Capital, Purchase Of Capped Call Transactions + ReferencesNo definition available. + Details Name: irtc_AdjustmentsToAdditionalPaidInCapitalPurchaseOfCappedCallTransactions Namespace Prefix: irtc_ 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 - 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 - 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 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - 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 - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of shares that have been repurchased during the period and are being held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 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 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_TreasuryStockSharesAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the cost of common and preferred stock that were repurchased during the period. Recorded using the cost method. + 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-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockValueAcquiredCostMethod Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 19 R8.htm IDEA: XBRL DOCUMENT v3.24.3 ORGANIZATION AND DESCRIPTION OF BUSINESS 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â ORGANIZATION AND DESCRIPTION OF BUSINESS ORGANIZATION AND DESCRIPTION OF BUSINESSiRhythm Technologies, Inc. (the â€œCompanyâ€) was incorporated in the state of Delaware in September 2006. The Company is a leading digital healthcare company that creates trusted solutions that detect, predict, and prevent disease. The Company's principal business is the design, development, and commercialization of device-based technology to provide remote cardiac monitoring services that it believes allow clinicians to diagnose certain arrhythmias quicker and with greater efficiency than other services that rely on traditional technology.Since first receiving clearance from the U.S. Food and Drug Administration (â€œFDAâ€) for the Company's technology in 2009, the Company has supported physician and patient use of its technology and provided remote cardiac monitoring services from its Medicare-enrolled independent diagnostic testing facilities (â€œIDTFsâ€) and its qualified technicians. The Company has provided the Zio remote cardiac monitoring services, including extended Holter, traditional Holter, and mobile cardiac telemetry (â€œMCTâ€) monitoring services (â€œZio Servicesâ€), using the Zio Systems.The Company is headquartered in San Francisco, California, which also serves as a clinical center. The Company has additional clinical centers in Deerfield, Illinois and Houston, Texas, a manufacturing facility in Cypress, California and administrative office space in Solana Beach, California. 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 business description and basis of presentation concepts. Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. 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). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 3: 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_BusinessDescriptionAndBasisOfPresentationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 20 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 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESBasis of PresentationThe accompanying financial statements include the accounts of the Company and its wholly owned subsidiaries, and have been prepared in accordance with generally accepted accounting principles in the United States of America (â€œGAAPâ€) and applicable rules and regulations of the Securities and Exchange Commission (the â€œSECâ€) regarding interim financial reporting. As permitted under those rules, the condensed consolidated financial statements and related disclosures as of December 31, 2023Â have been derived from the audited consolidated financial statements but do not include all of the information required by GAAP for complete consolidated financial statements.Â These unaudited condensed consolidated financial statements have been prepared on the same basis as the Companyâ€™s annual consolidated financial statements and, in the opinion of management, reflect all adjustments (consisting only of normal recurring adjustments) that are necessary for the fair statement of the Companyâ€™s unaudited condensed consolidated financial information. The results of operations for the three and nine months ended SeptemberÂ 30, 2024,Â are not necessarily indicative of the results to be expected for the year endingÂ DecemberÂ 31, 2024,Â or for any other interim period or for any other future year.The accompanying unaudited condensed consolidated financial statements and related financial information should be read in conjunction with the audited financial statements and the related notes thereto for the year ended DecemberÂ 31, 2023,Â included in the Companyâ€™s Annual Report on Form 10-K, filed with the SEC onÂ FebruaryÂ 22, 2024.ReclassificationCertain prior period amounts have been reclassified to conform to the current year presentation. These reclassifications have no impact on previously reported results of operations or financial position.Risks and UncertaintiesMacroeconomic Factors and Supply Chain ConstraintsThe Companyâ€™s operations and performance may vary based on worldwide economic and political conditions, which have been adversely impacted by continued global economic uncertainty, political instability, and military hostilities in multiple geographies including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East, domestic and global inflationary trends, interest rate volatility, potential instability in the global banking system, global supply shortages, and a tightening labor market. A severe or prolonged economic downturn or period of global political instability could drive hospitals and other healthcare professionals to tighten budgets and curtail spending, which could in turn negatively impact rates at which physicians prescribe the Companyâ€™s Zio Services. In addition, higher unemployment rates or reductions in employer-provided benefits plans could result in fewer commercially insured patients, resulting in a reduction in the Companyâ€™s margins and impairing the ability of uninsured patients to make timely payments. A weak or declining economy could also strain the Companyâ€™s suppliers, possibly resulting in supply delays and disruptions. There is also a risk that one or more of the Companyâ€™s current service providers, suppliers, or other partners may not survive such difficult economic times, which could directly affect the Companyâ€™s ability to attain its goals on schedule and on budget. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly, and more dilutive. The Company cannot predict the timing, strength, or duration of an economic downturn, instability, or recovery, whether worldwide, in the United States, or within its industry.The Companyâ€™s hybrid work arrangements and decision to pursue a sublease for its leased San Francisco headquarters resulted in an impairment of its right-of-use ("ROU") asset and related leasehold improvements and furniture and fixtures during the years ended December 31, 2023 and 2022. As the Company continues to evaluate its global real estate footprint, the Company may incur additional impairment charges related to real property lease agreements.The Company is continuously reviewing its liquidity and anticipated capital requirements. The Company believes it has adequate liquidity over the next 12 months to operate its business and to meet its cash requirements.ReimbursementThe Company receives revenue for the Zio Services primarily from third-party payors, which include commercial payors and government agencies, such as the Centers for Medicare & Medicaid Services (â€œCMSâ€). Third-party payors require the Company to identify the service for which it is seeking reimbursement by using a Current Procedural Terminology (â€œCPTâ€) code set maintained by the American Medical Association. These CPT codes are subject to periodic change and update, which will impact the reimbursement rates for the Companyâ€™s Zio Services.Based on relative value units, CMS annually updates the reimbursement rates for diagnostic tests performed by IDTFs via the Medicare Physician Fee Schedule. CMS establishes national payment rates for the CPT codes the Company uses to report the long-term Holter monitoring services it performs with its Zio XT System: CPT codes 93247 (for wear-time of greater than 7 days and up to 15 days) and 93243 (for wear-time of greater than 48 hours and up to 7 days). Because remote cardiac monitoring technology, including the Zio System, is rapidly evolving, there is a continuing risk that relative value units assigned, and reimbursement rates set, by CMS may not adequately reflect the value and expense of this technology and associated monitoring services, and CMS may reduce these rates in the future, which would adversely affect the Companyâ€™s financial results.Use of EstimatesThe preparation of the unaudited 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 as of the date of the financial statements and the reported amounts of revenues and expenses during the periods presented. On an ongoing basis, management evaluates its estimates, including those related to revenue recognition, contractual allowances, provision for credit losses, the useful lives of property and equipment, the recoverability of long-lived assets, including the estimated usage of the printed circuit board assemblies (â€œPCBAsâ€), the incremental borrowing rate for operating leases, accounting for income taxes, impairment of ROU assets, contingent consideration liabilities, and various inputs used in estimating stock-based compensation. Actual results may differ from those estimates.Significant Accounting Policies During the nine months ended September 30, 2024, there were no changes to the Companyâ€™s significant accounting policies as described in the Company's Annual Report on Form 10-K for the fiscal year ended DecemberÂ 31, 2023, with the exception of the following:Cash, Cash Equivalents and Restricted CashCash and cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less from the date of purchase.Under the terms of certain facility operating lease agreements, the Company is required to maintain a letter of credit as collateral during the term of the lease. As of SeptemberÂ 30, 2024, restricted cash of $8.4Â million was pledged as collateral under the letter of credit with Silicon Valley Bank.Fair Value OptionThe Company elected the fair value option, Accounting Standards Codification (â€œASCâ€) 825-10, Financial Instruments - Overall, to account for its strategic loan investments. The Company recorded the strategic loan investments at fair value within long-term strategic investments in the Companyâ€™s unaudited condensed consolidated balance sheets with changes in fair value recorded on the unaudited condensed consolidated statements of operations. The primary reason for electing the fair value option was for simplification and cost-benefit considerations of accounting for the strategic loan investments at fair value versus bifurcation of the embedded derivatives. Refer to Note 5, Fair Value Measurements, for further details relating to the Company's strategic investments.Acquired In-Process Research and Development ExpensesAcquired in-process research and development (â€œIPR&Dâ€) assets, as a result of an asset acquisition, for use in research and development activities with no alternative future use are expensed in the condensed consolidated statements of operations on the acquisition date. Accounting for acquisitions of IPR&D requires the Company to make certain judgements to determine if the transaction should be accounted for as an asset acquisition or a business combination, as well as assess if the IPR&D acquired has alternative future use in research and development activities.Contingent ConsiderationCertain agreements the Company entered into involve payments that are contingent upon the achievement of milestones. Contingent consideration obligations incurred in connection with acquired in-process research and development assets are recorded at fair value, with changes in fair value recorded to acquired in-process research and development expenses in the unaudited condensed consolidated statements of operations.Concentrations of RiskCredit RiskFinancial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and cash equivalents, investments and accounts receivable. Cash balances are deposited in financial institutions which, at times, may be in excess of federally insured limits. Cash equivalents are invested in highly rated money market funds. The Company invests in a variety of financial instruments, such as, but not limited to, U.S. government securities, corporate notes, commercial paper and, by policy, limits the amount of credit exposure with any one financial institution or commercial issuer. The Company has not experienced any material losses on its deposits of cash and cash equivalents or investments.Concentrations of credit risk with respect to accounts receivable are limited due to the large number of customers comprising the Companyâ€™s customer base and their dispersion across many geographies. The Company does not require collateral. During the first quarter of 2024, the Company experienced a temporary delay in the billing of the Company's contracted and non-contracted payer customers, performed by the Company's third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which the Company's third-party vendor engages for services relating to billing and collections. While the Company substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in the Company's cash collections. During the second and third quarters of 2024, the Company has received a significant portion of its cash collections from the delayed billings.The Company records a provision for credit losses based on the assessment of the collectability of customer accounts, considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customerâ€™s ability to pay. CMS accounted for 17% and 25% of accounts receivable at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. One commercial customer accounted for approximately 14% of the Company's accounts receivable as of SeptemberÂ 30, 2024. As presented in Note 3, CMS accounted for approximately 24% of the Company's revenue for each of the three and nine months ended SeptemberÂ 30, 2024, and approximately 25% of the Company's revenue for each of the three and nine months ended SeptemberÂ 30, 2023.Supply RiskThe Company relies on single-source vendors to supply some of its disposable housings, instruments and other materials used to manufacture the Zio patches and the adhesive that binds the Zio patch to a patientâ€™s body. These components and materials are critical, and there could be a considerable delay in finding alternative sources of supply. Recent Accounting PronouncementsIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which updates reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and for interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures as a single operating segment.In December 2023, the FASB issued ASU No. 2023-09 (â€œASU 2023-09â€), Income Taxes (Topic 740): Improvement to Income Tax Disclosures to enhance the transparency and decision usefulness of income tax disclosures. Two primary enhancements related to this ASU include disaggregating existing income tax disclosures relating to the effective tax rate reconciliation and income taxes paid. ASU 2023-09 is effective for annual periods beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures.On March 6, 2024, the SEC adopted SEC Release Nos. 33-11275; 34-99678, The Enhancement and Standardization of Climate-Related Disclosures for Investor, to require the disclosure of certain climate-related information in registration statements and annual reports, including Scope 1 and 2 emissions and information about climate-related risks that have materially impacted, or are reasonably likely to have a material impact on, a companyâ€™s business strategy, results of operations, or financial condition. In addition, under the final rules, certain disclosures related to severe weather events and other natural conditions will be required in audited financial statements. The disclosure requirements will begin phasing in for the Company's reports and registration statements including financial information in the fiscal year ending December 31, 2025. In April 2024, the SEC issued an order staying the final rules until the completion of judicial review. The Company is currently evaluating the impact of this final rule on the Company's consolidated financial statements and related disclosures. 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 all significant accounting policies of the reporting entity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-1Reference 2: 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_SignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.24.3 REVENUE AND ACCOUNTS RECEIVABLE 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â REVENUE AND ACCOUNTS RECEIVABLE REVENUE AND ACCOUNTS RECEIVABLEDisaggregation of RevenueThe Company disaggregates revenue from contracts with customers by payor type. The Company believes these categories aggregate the payor types by nature, amount, timing and uncertainty of its revenue streams. Disaggregated revenue by payor type and major service line for the three and nine months ended SeptemberÂ 30, 2024 and 2023 were as follows (in thousands, except percentages):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Amount% of RevenueAmount% of RevenueAmount% of RevenueAmount% of RevenueContracted third-party payors $77,257Â 53%$67,336Â 54%$228,284Â 54%$196,566Â 55%Centers for Medicare and Medicaid36,011Â 24%31,006Â 25%104,052Â 24%88,369Â 25%Healthcare institutions23,461Â 16%18,065Â 14%65,269Â 15%52,060Â 14%Non-contracted third-party payors10,809Â 7%8,197Â 7%29,909Â 7%23,175Â 6%Total$147,538Â $124,604Â $427,514Â $360,170Â Revenue generated from the United States comprised substantially all of the Company's revenue. No other commercial customer or country comprised 10% or greater of the Company's revenue during the three and nine months ended SeptemberÂ 30, 2024 and 2023.Accounts Receivable, Provision for Credit Losses and Contractual AllowancesAccounts receivable includes amounts due to the Company from healthcare institutions, third-party payors, and government

payors and their related patients, as a result of the Company's normal business activities. Accounts receivable is reported on the unaudited condensed consolidated balance sheets net of an estimated provision for credit losses and contractual allowances.The Company establishes a provision for credit losses for estimated uncollectible receivables based on its assessment of the collectability of customer accounts and recognizes the provision as a component of selling, general and administrative expenses. The Company records a provision for contractual allowances based on the estimated differences between contracted amounts and expected collection rates for services performed. Such provisions are based on the Company's historical experience and are reported as a reduction of revenue.The Company regularly reviews the allowances by considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customerâ€™s ability to pay.The following table presents the changes in the provision for credit losses (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Nine Months EndedSeptember 30, 2023Balance, beginning of period$20,289Â $18,475Â $18,475Â Provision for credit losses16,242Â 17,105Â 12,595Â Write-offs, net of recoveries and other adjustments(14,040)(15,291)(11,659)Balance, end of period$22,491Â $20,289Â $19,411Â The following table presents the changes in the contractual allowance (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Nine Months EndedSeptember 30, 2023Balance, beginning of period$52,689Â $41,389Â $41,389Â Add: provision for contractual adjustments36,495Â 52,523Â 39,060Â Less: contractual adjustments(31,984)(41,223)(32,072)Balance, end of period$57,200Â $52,689Â $48,377Â Contract LiabilitiesASC 606, Revenue from Contracts with Customers, requires an entity to present a revenue contract as a contract liability when the Company has an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer, or an amount of consideration from the customer is due and unconditional (whichever is earlier). Certain of the Companyâ€™s customers pay the Company directly for the Zio XT service upon shipment of devices. Such advance payments are recognized as deferred revenue and are recorded as revenue when Zio reports are delivered to the healthcare provider. During the nine months ended SeptemberÂ 30, 2024 and 2023, $3.1 million and $3.0 million relating to the contract liability balance at the beginning of 2024 and 2023 was recognized as revenue, respectively. The deferred revenue liability was $3.0 million and $3.3 million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively.Contract CostsUnder ASC 340, Other Assets and Deferred Costs ("ASC 340"), the incremental costs of obtaining a contract with a customer are recognized as an asset. Incremental costs of obtaining a contract are those costs that an entity incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained.The Companyâ€™s current commission programs are considered incremental. However, as a practical expedient, ASC 340 permits the Company to immediately expense contract acquisition costs, because the asset that would have resulted from capitalizing these costs will be amortized in one year or less. 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 22 R11.htm IDEA: XBRL DOCUMENT v3.24.3 CASH EQUIVALENTS AND MARKETABLE SECURITIES 9 Months Ended Sep. 30, 2024 Cash Equivalents And Investments [Abstract] Â CASH EQUIVALENTS AND MARKETABLE SECURITIES CASH EQUIVALENTS AND MARKETABLE SECURITIESThe fair value of cash equivalents and marketable securities as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, were as follows (in thousands):September 30, 2024AmortizedCostGrossÂ UnrealizedFair ValueGainsLossesMoney market funds$28,048Â $â€”Â $â€”Â $28,048Â U.S. government securities137,406Â 11Â (2)137,415Â Total cash equivalents and marketable securities$165,454Â $11Â (2)165,463Â Classified as:Cash equivalents$162,967Â Marketable securities2,496Â Total cash equivalents and marketable securities$165,463Â December 31, 2023AmortizedCostGrossÂ UnrealizedFair ValueGainsLossesMoney market funds$12,594Â $â€”Â $â€”Â $12,594Â U.S. government securities97,534Â 59Â (2)97,591Â Total cash equivalents and marketable securities$110,128Â $59Â (2)110,185Â Classified as:Cash equivalents$12,594Â Marketable securities97,591Â Total cash equivalents and marketable securities$110,185Â X - DefinitionCash Equivalents and Investments. + ReferencesNo definition available. + Details Name: irtc_CashEquivalentsAndInvestmentsAbstract Namespace Prefix: irtc_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of cash, cash equivalents, and debt and equity securities, including any unrealized or realized gain (loss). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/320/tableOfContent + Details Name: us-gaap_CashCashEquivalentsAndMarketableSecuritiesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â FAIR VALUE MEASUREMENTS FAIR VALUE MEASUREMENTSAssets and Liabilities Measured at Fair Value on a Recurring BasisThe Company discloses and recognizes the fair value of its assets and liabilities using a hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in an orderly transaction between market participants at the reporting date. The hierarchy gives the highest priority to valuations based upon unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to valuations based upon unobservable inputs that are significant to the valuation (Level 3 measurements). The guidance establishes three levels of the fair value hierarchy as follows:Level 1â€”Inputs are unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.Level 2â€”Inputs (other than quoted market prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrumentâ€™s anticipated life.Level 3â€”Inputs reflect managementâ€™s best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs to the model.Assets and liabilities measured at fair value are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Companyâ€™s assessment of the significance of a particular input to the fair value measurement in its entirety requires management to make judgments and consider factors specific to the asset or liability. The U.S. government securities are classified as Level 2 as they were valued based upon quoted market prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-based valuation techniques for which all significant inputs are observable in the market or can be corroborated by observable market data for substantially the full term of the assets.The Company had no transfers between levels of the fair value hierarchy of its assets measured at fair value.The following tables present the fair value of the Companyâ€™s financial assets determined using the inputs defined above (in thousands):September 30, 2024Level 1Level 2Level 3TotalAssetsMoney market funds$28,048Â $â€”Â $â€”Â $28,048Â U.S. government securitiesâ€”Â 137,415Â â€”Â 137,415Â Strategic investmentsâ€”Â â€”Â 59,059Â 59,059Â Total$28,048Â $137,415Â $59,059Â $224,522Â LiabilitiesContingent consideration$â€”Â $â€”Â $17,069Â $17,069Â Total$â€”Â $â€”Â $17,069Â $17,069Â December 31, 2023Level 1Level 2Level 3TotalAssetsMoney market funds$12,594Â $â€”Â $â€”Â $12,594Â U.S. government securitiesâ€”Â 97,591Â â€”Â 97,591Â Strategic investmentsâ€”Â â€”Â 3,000Â 3,000Â Total$12,594Â $97,591Â $3,000Â $113,185Â The Company's debt obligation as of December 31, 2023 is classified as Level 2 input. The fair value of the Companyâ€™s outstanding interest-bearing obligation as of December 31, 2023 approximated the carrying value of $35.0 million.Fair Value of Strategic InvestmentsThe Company holds strategic investments upon which it measures the fair value on a recurring basis. The carrying value of these investments are $59.1 million and $3.0 million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. The Company's strategic investments are with privately held companies, and as such, limited information is available. On a quarterly basis, the Company monitors information that becomes available and adjusts the carrying values of these investments if there are identified events or changes in circumstances that have a significant effect on their fair values. The strategic investments are categorized as Level 3 investments within the fair value hierarchy due to the uncertainty of the fair value measurement with respect to the use of significant unobservable inputs and included within long-term strategic investments in the Companyâ€™s unaudited condensed consolidated balance sheets. During the nine months ended SeptemberÂ 30, 2024, the Company made an aggregate of $55.0Â million in strategic loan investments in BioIntelliSense, Inc. (â€œBioISâ€), a privately-held company. The loan investments have maturity dates ranging from April 2029 through August 2029. The loan investments can convert into preferred shares of BioIS based upon certain qualifying financing events. The aggregate fair value of the strategic loan investments is $55.6Â million as of September 30, 2024. In accordance with ASC 820, Fair Value Measurement, the Company elected to apply the fair value option to these strategic loan investments, with changes in fair value reported within other income (expense), net in the Company's unaudited condensed consolidated statements of operations at each reporting period. During the three and nine months ended September 30, 2024, the Company increased the fair value of the strategic loan investments by $0.6Â million. The fair value of the loan investments in BioIS is determined by using a probability-weighted expected return model (â€œPWERMâ€) and a discounted cash flow valuation model with scenarios that correspond to the contractual settlement events. The determination of fair value involves significant assumptions such as discount rates, volatilities, and expected years. These unobservable inputs represent a Level 3 measurement, as they are supported by little or no market activity and reflect the Company's own assumptions in measuring fair value.The recurring Level 3 fair value measurements of the loan investment include the following significant unobservable inputs as of September 30, 2024:September 30, 2024Discount rate12.0Â %Equity volatility67.0Â %Expected years (range)2025 - 2029During the year ended December 31, 2023, the Company made a $3.0Â million strategic equity investment in a separate privately-held company. During the three months ended September 30, 2024, the Company increased the fair value of the strategic equity investment by $0.5Â million. The carrying value of the strategic equity investment is $3.5Â million as of September 30, 2024. The change in fair value is recorded within other income (expense), net in the Companyâ€™s unaudited condensed consolidated statements of operations. The following table sets forth the changes in the estimated fair value of the Company's strategic investments measured on a recurring basis (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Balance, beginning of period$3,000Â $â€”Â Additions during the period55,000Â 3,000Â Changes in estimated fair value1,059Â â€”Â Balance, end of period$59,059Â $3,000Â Contingent Consideration LiabilitiesThe Company established contingent consideration liabilities in conjunction with the development milestones associated with the acquisition of certain technology from BioIS. The fair value of contingent consideration liabilities is determined using PWERM, with scenarios that correspond to the contractual settlement events. There are significant inputs of such model that are not observable in the market, such as probability of achievement of stated milestones and expected term. The unobservable inputs represent a Level 3 measurement. Fair value adjustments to contingent consideration liabilities are assessed quarterly and recorded through operating expenses within acquired in-process research and development in the unaudited condensed consolidated statements of operations. Refer to Note 7, Commitments and Contingencies, for further details relating to the BioIS contingent consideration liabilities.The recurring Level 3 fair value measurements of contingent consideration liabilities associated with the development agreement milestones include the following significant unobservable inputs as of September 30, 2024:September 30, 2024Probability of achievement (range)75.0%- 90.0%Expected years2025 - 2026Contingent consideration liabilities for BioIS at the inception of acquisition of the licensed technology were $17.0Â million. Contingent consideration liabilities were $17.1 million as of September 30, 2024, and were included in other noncurrent liabilities in the Companyâ€™s unaudited condensed consolidated balance sheet.The following table sets forth the changes in the estimated fair value of the Companyâ€™s contingent consideration liabilities measured on a recurring basis (Level 3) (in thousands):Nine Months EndedSeptember 30, 2024Balance, beginning of period$â€”Â Additions during the period16,970Â Changes in estimated fair value99Â Balance at end of period$17,069Â Fair Value of Senior Convertible NotesThe fair value, based on a quoted market price (Level 1), of the Companyâ€™s senior convertible notes due 2029 (the "2029 Notes") is as follows (in thousands):September 30, 2024December 31, 2023Senior Convertible Notes due 2029$601,804Â $â€”Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - 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 R13.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET COMPONENTS 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â BALANCE SHEET COMPONENTS BALANCE SHEET COMPONENTSInventoryInventory consisted of the following (in thousands):September 30, 2024December 31, 2023Raw materials and work-in-progress$6,769Â $6,299Â Finished goods8,263Â 7,674Â Total$15,032Â $13,973Â Long-term Strategic InvestmentsLong-term strategic investments consisted of the following (in thousands):September 30, 2024December 31, 2023Strategic loan investments$55,563Â $â€“Â Strategic equity investment3,496Â 3,000Â Total$59,059Â $3,000Â Other AssetsOther assets consisted of the following (in thousands):September 30, 2024December 31, 2023PCBAs$38,608Â $38,987Â Cloud computing arrangements5,612Â 4,959Â Other1,320Â 1,093Â Total$45,540Â $45,039Â The Company reuses PCBAs in each wearable Zio Monitor patch, Zio XT patch, and Zio AT patch, as well as the wireless gateway used in conjunction with the Zio AT patch. As PCBAs are used in a wearable Zio Monitor patch, Zio XT patch, or Zio AT patch, a portion of the cost of the PCBA is recorded as a cost of revenue. The PCBAs are charged over a period beyond one year. Charges to cost of revenue were $4.2 million and $9.9 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $2.4 million and $5.4 million for the three and nine months ended SeptemberÂ 30, 2023, respectively.Property and Equipment, NetProperty and equipment, net consisted of the following (in thousands):September 30, 2024December 31, 2023Laboratory and manufacturing equipment$9,588Â $6,007Â Computer equipment and software4,219Â 3,905Â Furniture and fixtures4,182Â 4,020Â Leasehold improvements27,121Â 24,885Â Internal-use software in service77,101Â 61,980Â Internal-use software in development56,123Â 43,701Â Construction in progress9,986Â 10,119Â Total property and equipment, gross188,320Â 154,617Â Less: accumulated depreciation and amortization(65,930) (50,503)Total property and equipment, net$122,390Â $104,114Â Depreciation and amortization expense for the three and nine months ended SeptemberÂ 30, 2024 was $5.1 million and $15.4 million, respectively, and $4.1 million and $11.4 million for three and nine months ended SeptemberÂ 30, 2023, respectively, of which amortization related to internal-use software, was $3.6 million and $11.0 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $3.1 million and $8.6 million, for the three and nine months ended SeptemberÂ 30, 2023, respectively.During the three and nine months ended SeptemberÂ 30, 2024, internal-use software, both in service and in development, increased by $8.6 million and $27.5 million, respectively. This increase is related to enhancements in the Companyâ€™s core technology, products and services and artificial intelligence, as well as investment in future technology supporting the Zio Monitor System, the Company's next generation biosensor technology platform.During the three and nine months ended SeptemberÂ 30, 2024, the Company recorded an impairment charge of $0.6 million within impairment charges in the Companyâ€™s unaudited condensed consolidated statements of operations related to internal-use software in development not expected to be completed. No impairment charge related to internal-use software has been recognized for the three and nine months ended September 30, 2023.Accrued LiabilitiesAccrued liabilities consisted of the following (in thousands):September 30, 2024December 31, 2023Accrued payroll and related expenses$39,524Â $47,656Â Accrued vacation7,110Â 8,608Â Accrued expenses12,845Â 14,891Â Claims payable2,125Â 4,578Â Accrued employee share purchase plan contributions1,963Â 1,037Â Accrued state and foreign income and sales taxes3,662Â 2,877Â Accrued professional services fees6,729Â 3,715Â Total accrued liabilities$73,958Â $83,362Â 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 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 COMMITMENTS AND CONTINGENCIESLeasesThe Company leases office, manufacturing, and clinical centers under non-cancelable operating leases which expire on various dates through 2033. These leases generally contain scheduled rent increases or escalation clauses and renewal options. Operating lease ROU assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. The operating lease ROU assets also include any lease payments made to the lessor at or before the commencement date as well as variable lease payments which are based on a consumer price index. The Company is also subject to variable lease payments related to janitorial services and electricity which are not included in the operating lease ROU asset as they are based on actual usage. The Company recognizes operating lease expenses, generally on a straight-line basis over the lease period.During the nine months ended SeptemberÂ 30, 2024, there were no material changes to the leases from those described in Note 8, Commitments and Contingencies, included in the Company's Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.Contractual obligations under operating lease liabilities were as follows (in thousands):Year Ended December 31:2024 (remainder of the year)$3,867Â 202515,633Â 202616,096Â 202716,492Â 202816,385Â Thereafter47,101Â Total lease payments115,574Â Less: imputed interest(26,033)Total lease liabilities$89,541Â Legal ProceedingsFrom time to time, the Company is involved in claims and legal proceedings or investigations, that arise in the ordinary course of business. Such matters could have an adverse impact on the Company's reputation, business, and financial condition and divert the attention of its management from the operation of the Company's business. These matters are subject to many uncertainties and outcomes that are not predictable. On February 1, 2021, a putative class action lawsuit was filed in the United States District Court for the Northern District of California (the "Court") alleging that the Company and its former Chief Executive Officer, Kevin M. King, violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder. On August 2, 2021, the lead plaintiff filed an amended complaint, and filed a further amended complaint on September 24, 2021. The amended complaint names as defendants, in addition to the Company and Mr. King, its former Chief Executive Officer, Michael J. Coyle, and former Chief Financial Officer and former Chief Operating Officer, Douglas J. Devine. The purported class in the amended complaint includes all persons who purchased or acquired the Company's common stock between August 4, 2020 and July 13, 2021, and seeks unspecified damages purportedly sustained by the class. On October 27, 2021, the Company filed a motion to dismiss, which the Court granted on March 31, 2022, entering judgment in favor of the Company and the other defendants. On April 29, 2022, the original named plaintiff appealed to the Ninth Circuit Court of Appeals. On October 11, 2023, after briefing by the parties and oral argument, the Ninth Circuit dismissed the appeal for lack of jurisdiction. The appellant filed a petition for rehearing en banc, which was denied on December 6, 2023. On April 16, 2024, the original named plaintiff appealed the Ninth Circuitâ€™s decision regarding jurisdiction to the United States Supreme Court (the â€œSupreme Courtâ€) and, on May 20, 2024, the Company waived its right to provide a statement of opposition with respect to the issue of jurisdiction. On June 4, 2024, the Supreme Court requested the Company provide a statement of opposition, which was due August 2, 2024. On October 7, 2024, the Supreme Court denied the plaintiffâ€™s petition for appeal, thereby ending the matter.On February 6, 2024, a second putative class action lawsuit was filed in the Court alleging that the Company's current Chief Executive Officer, Quentin Blackford, the Company's former Chief Financial Officer, Brice Bobzien, and our former Chief Financial Officer and former Chief Operating Officer, Mr. Devine violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder, and seeks unspecified damages purportedly sustained by the class. On July 19, 2024, an amended complaint was filed, naming the Company, Mr. Blackford, Mr. Bobzien, Mr. Devine, our Chief Commercial Officer Chad Patterson, our former Chief Technology Officer Mark Day, and our Chief Medical Officer, Chief Scientific Officer, and Executive Vice President of Product Innovation, Mintu Turakhia, as defendants. On October 7, 2024, a second amended complaint was also filed to include events from the recent FDA inspections.The Company believes the above securities class action lawsuits to be without merit and plans to continue to defend itself vigorously.On March 26, 2021, the Company received a grand jury subpoena from the U.S. Attorneyâ€™s Office for the Northern District of California requesting information related to communications with FDA and the Company's products and services. On September 13, 2021, the Company received a second subpoena requesting additional information. On April 4, 2023, the Company received a Subpoena Duces Tecum from the Consumer Protection Branch, Civil Division of the U.S. Department of Justice (the "DOJ"), requesting production of various documents regarding the Companyâ€™s products and services. The Company has been cooperating fully on these matters. On July 1, 2024, the DOJ filed with the United States District Court for the Northern District of California a Petition for Order to Show Cause and Application for Enforcement with respect to the production of certain documentary materials which the Company asserts are protected by legal privileges. The Company intends to defend its privilege assertions over such materials in its response to the DOJ's petition.On February 20, 2024, Welch Allyn, a subsidiary of Hill-Rom Holdings, Inc. which was acquired by Baxter International, Inc., filed a lawsuit against the Company in the United States District Court for the District of Delaware, alleging that the Company's Zio devices infringe certain of its patents and that the Companyâ€™s infringement was willful. The Company filed a motion to dismiss Welch Allynâ€™s willful infringement claims on April 11, 2024. Welch Allyn filed an amended complaint on April 24, 2024 that continued to allege that the Company's devices infringe certain of its patents and that the Companyâ€™s infringement was willful. The Company filed a motion to dismiss Welch Allynâ€™s willful infringement allegations found in the amended complaint on June 12, 2024. Welch Allyn seeks money damages and attorneysâ€™ fees. The Company believes this lawsuit is without merit and plans to defend itself vigorously.Technology License AgreementOn August 30, 2024, the Company entered into a Technology License Agreement (the â€œLicense Agreementâ€) with BioIS, pursuant to which (i) the Company will receive a perpetual fully paid up license to certain of BioISâ€™ intellectual property, technology and products for research, development and commercialization of potential next generation products and services in certain fields of use, including an exclusive license to develop and commercialize pulse oximetry, accelerometry, and trending non-invasive blood pressure technologies for use within the Companyâ€™s ambulatory cardiac monitoring products and services, and (ii) the Company and BioIS agreed to negotiate in good faith a supply agreement for pulse oximetry hardware.Under the terms of the License Agreement, during the third quarter of 2024 the Company paid BioIS an upfront fee of $15.0Â million in cash consideration. In connection with the License Agreement, the Company also purchased an aggregate of $40.0Â million of convertible promissory notes from BioIS (the "Convertible Notes"), of which $20.0Â million of the convertible promissory notes ("Milestone Notes") were designated for satisfaction of the Company's regulatory milestone payment obligations. The Milestone Notes, plus accrued and unpaid interest, if any, shall be cancelled, if outstanding, upon the achievement of the regulatory milestones up through December 31, 2026. The Company has recorded a charge for $32.1Â million for acquired IPR&D in the Company's unaudited condensed consolidated statements of operations for the three and nine months ended SeptemberÂ 30, 2024, which includes the upfront fee of $15.0Â million as well as contingent consideration of $17.1Â million related to the regulatory milestones. Additionally, BioIS is eligible to receive low single digit royalty payments on annual net sales of certain products in the home sleep testing field, subject to certain adjustments specified in the License Agreement.Development AgreementOn September 3, 2019, the Company entered into a Development Collaboration Agreement with Verily Life Sciences LLC, an Alphabet company (â€œVLSâ€) and Verily Ireland Limited (â€œVILâ€ and together with VLS, â€œVerilyâ€) (such Development Collaboration Agreement, as amended by Amendment No. 1 dated April 26, 2021 and Amendment No.2 dated January 24, 2022, the â€œDevelopment Agreementâ€). The Development Agreement involves joint development and production of intellectual property between the Company and Verily. Each participant has primary responsibility for certain aspects of development and approval, with all processes to be performed at each respective partyâ€™s own cost. Costs incurred by the Company in connection with the Development Agreement will be expensed as research and development expense in accordance with ASC 730, Research and Development.The Company and Verily will develop certain next-generation atrial fibrillation (â€œAfibâ€) screening, detection, or monitoring products pursuant to the Development Agreement, which products will involve combining Verily's and the Companyâ€™s technology platforms and capabilities. Under the terms of the Development Agreement, the Company paid Verily an upfront fee of $5.0Â million in 2019. In addition, the Company agreed to make additional milestone payments to Verily up to an aggregate of $12.75Â million upon achievement of various development and regulatory milestones over the term of the Development Agreement. The Company has achieved milestones tied to payments totaling $11.0Â million to date and may make additional payments over the term of the Development Agreement of $1.75Â million, subject to the achievement of specified milestones. No payments were made during the three and nine months ended SeptemberÂ 30, 2024 and 2023.The Development Agreement provides each party with licenses to use certain intellectual property of the other party for development activities in the field of Afib screening, detection, or monitoring. Ownership of developed intellectual property will be allocated to the Company or Verily depending on the subject matter of the underlying developed intellectual property, and, for certain subject matter, shall be jointly owned.IndemnificationsIn the ordinary course of business, the Company enters into agreements pursuant to which it agrees to indemnify customers, vendors, lessors, business partners, and other parties with respect to certain matters, including losses arising out of the breach of such agreements, services to be provided by the Company, or from intellectual property infringement claims made by third parties. Pursuant to such agreements, the Company may indemnify, hold harmless and defend an indemnified party for losses suffered or incurred by the indemnified party. Some of the provisions will limit losses to those arising from third party actions. In some cases, the indemnification will continue after the termination of the agreement. The maximum potential amount of future payments the Company could be required to make under these provisions is not determinable. The Company has also entered into indemnification agreements with its directors and officers that may require the Company to indemnify its directors and officers against liabilities that may arise by reason of their status or service as directors or officers to the fullest extent permitted by applicable law. The Company currently has directorsâ€™ and officersâ€™ insurance. 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 26 R15.htm IDEA: XBRL DOCUMENT v3.24.3 DEBT 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â DEBT DEBT1.50% Senior Convertible Notes due 2029The carrying amounts of the Companyâ€™s 2029 Notes were as follows (in thousands):September 30, 2024December 31, 2023Principal amount$661,250Â $â€”Â Unamortized debt issuance costs(15,429)â€”Â Carrying amount of senior convertible notes due 2029$645,821Â $â€”Â The following table summarizes the components of interest expense and the effective interest rate for the 2029 Notes for the periods shown (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Contractual coupon interest$2,535Â $â€”Â $5,731Â $â€”Â Amortized debt issuance costs738Â â€”Â 1,890Â â€”Â Total interest expense recognized on senior convertible notes due 2029$3,273Â $â€”Â $7,621Â $â€”Â Effective interest rate2.0Â %â€”Â %2.0Â %â€”Â %On March 7, 2024, the Company completed an offering of $661.3Â million aggregate principal amount of unsecured senior convertible notes with a stated interest rate of 1.50% and a maturity date of September 1, 2029. The proceeds include the full exercise of the option granted by the Company to the initial purchasers of the 2029 Notes to purchase up to an additional $86.3Â million aggregate principal amount of notes. Interest on the 2029 Notes is payable semi-annually in arrears on March 1 and September 1 of each year, beginning on September 1, 2024. The net proceeds from the offering, after deducting initial purchasersâ€™ discounts and costs directly related to the offering, were approximately $643.8Â million. The initial conversion rate of the 2029 Notes is 6.7927 shares per $1,000 principal amount of notes, which is equivalent to a

conversion price of approximately $147.22 per share, subject to adjustments. The 2029 Notes may be settled in cash, stock, or a combination thereof, solely at the Company's discretion.The Company used net proceeds from the offering to purchase capped calls, as well as repayment of the Company's outstanding debt which is described below. In addition, the Company also used net proceeds from the offering to repurchase shares of the Company's common stock. Refer to Note 10, Stockholders' Equity for further details relating to the Company's shares repurchase.No principal payments are due on the 2029 Notes prior to maturity. Other than restrictions relating to certain fundamental changes and consolidations, mergers or asset sales and customary anti-dilution adjustments, the indenture relating to the 2029 Notes (the â€œIndentureâ€) includes customary terms and covenants, including certain events of default after which the 2029 Notes may be due and payable immediately. The Company uses the if-converted method for assumed conversion of the 2029 Notes to compute the weighted-average shares of common stock outstanding for diluted earnings per share, when applicable.Conversion Rights at the Option of the HoldersHolders of the 2029 Notes who convert their notes in connection with a make-whole fundamental change (as defined in the Indenture) or convert their 2029 Notes called (or deemed called) for redemption in connection with any optional redemption are, under certain circumstances, entitled to an increase in the conversion rate. Additionally, in the event of a fundamental change (as defined in the Indenture), holders of the 2029 Notes may require the Company to repurchase for cash all or a portion of their notes at a price equal to 100% of the principal amount of notes, plus any accrued and unpaid interest to, but excluding, the repurchase date.Holders of the 2029 Notes may convert all or a portion of their notes prior to the close of business on the business day immediately preceding June 1, 2029, in multiples of $1,000 principal amount, only under the following circumstances:(1) during any calendar quarter commencing after the calendar quarter ending on June 30, 2024 (and only during such calendar quarter), if the last reported sale price of the Company's common stock for at least 20 trading days (whether or not consecutive) during a period of 30 consecutive trading days ending on the last trading day of the immediately preceding calendar quarter is greater than or equal to 130% of the conversion price of the 2029 Notes on each applicable trading day;(2) during the five business day period after any five consecutive trading day period (the â€œmeasurement periodâ€) in which the trading price (as defined in the Indenture) per $1,000 principal amount of the 2029 Notes for each trading day of that measurement period was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate of the 2029 Notes on such trading day;(3) if the Company calls any or all 2029 Notes for redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the redemption date, but only with respect to the 2029 Notes called (or deemed called) for redemption; or(4) upon the occurrence of specified corporate events as specified in the Indenture.On or after June 1, 2029, until 5:00 p.m., New York City time, on the second scheduled trading day immediately preceding September 1, 2029, holders of the notes may convert the 2029 Notes, in multiples of $1,000 principal amount, at their option regardless of the foregoing circumstances.Conversion Rights at Our OptionThe Company may not redeem the 2029 Notes prior to September 5, 2027. On or after September 5, 2027 and prior to June 1, 2029, the Company may redeem at its option for cash all or any portion of the 2029 Notes, at the redemption price, if the last reported sale price of the Company's common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during any 30 consecutive trading day period ending on, and including, the trading day immediately preceding the date on which the Company provides the redemption notice. The redemption price will be equal to 100% of the principal amount of the 2029 Notes, plus accrued and unpaid interest, if any, to, but excluding, the redemption date.2029 Capped Call TransactionsOn March 4, 2024, in connection with the offering of the 2029 Notes, the Company entered into privately negotiated capped call transactions (the â€œ2029 Capped Callsâ€) with certain financial institutions. The 2029 Capped Calls will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2029 Notes, the number of shares of the Company's common stock that will initially underlie the 2029 Notes. The 2029 Capped Calls are expected generally to reduce potential dilution to the Company's common stock upon conversion of the 2029 Notes and/or offset any cash payments that the Company could be required to make in excess of the principal amount of converted 2029 Notes, as the case may be, with such reduction and/or offset subject to a cap. The 2029 Capped Calls have an initial cap price of $218.10 per share, subject to adjustments, which represents a premium of 100% over the closing price of the Company's common stock of $109.05 per share on the Nasdaq Global Select Market on March 4, 2024. The Company completed the purchase of the 2029 Capped Calls on March 7, 2024, for the amount of $72.4Â million. The cost to purchase the 2029 Capped Calls was recorded as a reduction to additional paid-in capital in the Company's consolidated balance sheets, as the 2029 Capped Calls met the criteria for classification within stockholdersâ€™ equity.Braidwell DebtOn January 3, 2024 (the â€œClosing Dateâ€), the Company entered into the Credit, Security and Guaranty Agreement (the â€œBraidwell Credit Agreementâ€) with Braidwell Transactions Holdings LLC â€“ Series 5 (â€œBraidwellâ€), which provided for a senior secured term loan in an aggregate principal amount of up to $150.0Â million (the â€œBraidwell Term Loan Facilityâ€). An initial tranche of $75.0Â million (â€œInitial Loanâ€) was funded on the Closing Date. In addition to the Initial Loan, the Braidwell Term Loan Facility included an additional tranche of $75.0Â million, which was accessible by the Company through the one year anniversary of the Closing Date, so long as the Company satisfied certain customary conditions. The Braidwell Term Loan Facility had a maturity date of January 3, 2029 (the â€œMaturity Dateâ€) and provided, at the Companyâ€™s election, for the option to have a portion of interest added to principal rather than paid in cash during the term of the loan, with principal and accrued interest due at the Maturity Date.On March 7, 2024, in connection with the offering of the 2029 Notes, the Company used approximately $80.2Â million of the net proceeds for the repayment in full of the $75.0Â million outstanding Initial Loan, as well as interest, fees and expenses associated with terminating the agreement. Interest expense for the three and nine months ended SeptemberÂ 30, 2024 was nil and $1.8Â million, respectively. Interest expense for the nine months ended SeptemberÂ 30, 2024 consisted of contractual coupon interest and amortized debt issuance costs of $1.6Â million and $0.2Â million, respectively. The Company incurred $5.6Â million of fees and expenses relating to the repayment of the Initial Loan and the termination of the Braidwell Credit Agreement, inclusive of unamortized debt origination costs, which has been recorded within loss on extinguishment of debt in the Companyâ€™s unaudited condensed consolidated statements of operations for the nine months ended September 30, 2024.SVB Term LoanIn October 2018, the Company entered into the Third Amended and Restated Loan and Security Agreement (â€œSVB Loan Agreementâ€) with Silicon Valley Bank (â€œSVBâ€). Under the SVB Loan Agreement, the Company had borrowed $35.0Â million and had made repayments through March 2022, at which time the outstanding balance was $18.5Â million.On March 28, 2022, the Company entered into a Second Amendment (â€œ2022 Amendmentâ€) to its SVB Loan Agreement which provided for a term loans facility in the aggregate principal amount of up to $75.0Â million (the â€œ2022 Term Loansâ€), of which $35.0Â million was borrowed at closing and a portion of the proceeds was used to pay in full the outstanding balance of $18.5Â million under the SVB Loan Agreement. None of the remaining $40.0Â million of the 2022 Term Loans was borrowed up through December 31, 2023.The 2022 Amendment also amended the terms of the revolving credit line under the SVB Loan Agreement, which provided for an aggregate principal amount of $25.0Â million.On January 3, 2024, in connection with the entry into the Braidwell Credit Agreement, the Company used approximately $37.8Â million of the net proceeds for the repayment in full of the $35.0Â million outstanding principal balance as well as interest, fees and expenses associated with terminating the agreement. Upon termination of the SVB Loan Agreement, SVBâ€™s security interest in the Companyâ€™s assets and property was released. Interest expense for three and nine months ended SeptemberÂ 30, 2023 was $0.8Â million and $2.5Â million, respectively. Contractual coupon interest for the three and nine months ended SeptemberÂ 30, 2023 was $0.8Â million and $2.2Â million, respectively. Amortized debt issuance costs for the three and nine months ended SeptemberÂ 30, 2023 were $0.1Â million and $0.3Â million, respectively. Interest expense, contractual coupon interest, and amortized debt issuance costs for the three and nine months ended September 30, 2024 was nil. The Company incurred $2.0Â million of fees and expenses relating to the termination of the SVB Loan Agreement, which has been recorded within loss on extinguishment of debt in the Company's unaudited condensed consolidated statements of operations during the nine months ended September 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 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-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R16.htm IDEA: XBRL DOCUMENT v3.24.3 INCOME TAXES 9 Months Ended Sep. 30, 2024 Income Tax Disclosure [Abstract] Â INCOME TAXES INCOME TAXESThe Company recorded a tax provision related to its U.S. state taxes and its foreign subsidiaries during the three and nine months ended SeptemberÂ 30, 2024 and 2023.Â Due to the uncertainties surrounding the realization of the U.S. deferred tax assets through future taxable income, the Company has provided a full valuation allowance and, therefore, no benefit has been recognized for the net operating loss carryforwards and other deferred tax assets. 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 R17.htm IDEA: XBRL DOCUMENT v3.24.3 STOCKHOLDERS' EQUITY 9 Months Ended Sep. 30, 2024 Equity [Abstract] Â STOCKHOLDERS' EQUITY STOCKHOLDERS' EQUITYTreasury SharesOn March 7, 2024, the Company used approximately $25.0Â million of the net proceeds from the 2029 Notes offering to repurchase 229,252 shares of the Company's common stock at a purchase price of $109.05 per share via privately negotiated transactions effected through one of the initial purchasers or its affiliate. Repurchased shares of the Company's common stock are held as treasury shares until they are reissued or retired. X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract 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

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-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 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Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK-BASED COMPENSATION 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â STOCK-BASED COMPENSATION STOCK-BASED COMPENSATIONThe following table summarizes the total stock-based compensation expense included in the unaudited condensed consolidated statements of operations for the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402320242023Cost of revenue$709Â $1,236Â $2,421Â $2,584Â Research and development3,163Â 3,370Â 10,551Â 7,912Â Selling, general and administrative13,286Â 16,402Â 46,998Â 42,862Â Total stock-based compensation expense$17,158Â $21,008Â $59,970Â $53,358Â Restricted Stock Units and Performance-Based Restricted Stock UnitsAs of SeptemberÂ 30, 2024, there was a total of 1.5Â million awards outstanding and total unamortized compensation cost of $121.9 million, net of estimated forfeitures, related to restricted stock units ("RSUs"), which the Company expects to recognize over a weighted average period of 1.7 years.As of SeptemberÂ 30, 2024, there was a total of 0.9Â million awards outstanding and total unamortized compensation cost of $36.0 million, net of estimated forfeitures, related to performance based RSUs ("PRSUs"), which the Company expects to recognize over a weighted average remaining period of 1.4 years. PRSUs are based on the maximum number of PRSUs issuable in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria.Market-based PRSUsThe Company grants PRSUs to its key executives. PRSUs can be earned in accordance with the performance equity program for each respective grant.In February 2024, the Company granted market-based PRSUs to senior executive officers. These PRSUs to be earned will be based on the cumulative annual growth rate ("CAGR") of annual unit volume calculated between fiscal year 2026 and fiscal year 2023 and measured against performance thresholds, as well as a relative comparison of the S&P Healthcare Equipment Select Industry Index to the Company's Total Shareholder Return (â€œTSRâ€). The grant date fair value of the TSR was based on the expected term of 2.8 years, interest risk free rate of 4.4%, implied volatility of 67.95% and no dividend yield. These February 2024 awards are subject to the recipient senior executive officer's continued employment through the vesting date of March 16, 2027.OptionsAs of SeptemberÂ 30, 2024, the Company had a total of 0.3Â million options outstanding. As of SeptemberÂ 30, 2024, the options were fully vested.Employee Stock Purchase PlanAs of SeptemberÂ 30, 2024, the Company had $2.6 million of unrecognized compensation expense that will be recognized over a weighted average period of 0.6 years. X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 30 R19.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 NET LOSS PER SHAREAs the Company had net losses for the three and nine months ended SeptemberÂ 30, 2024 and 2023, all potential common shares were determined to be anti-dilutive. The following table sets forth the computation of the basic and diluted net loss per share during the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands, except per share data):Three Months Ended September 30,Nine Months Ended September 30,202402320242023Numerator:Net loss$(46,182)$(27,116)$(111,956)$(84,707)Denominator:Weighted-average shares used to compute net loss per common share, basic and diluted31,262Â 30,607Â 31,147Â 30,470Â Net loss per common share, basic and diluted(1.48)(0.89)(3.59)(2.78)The Company applies the if-converted method in computing the effect of the Company's senior convertible notes on diluted net income per share. For periods in which the Company reports net income, the numerator of the diluted per share computation is adjusted for interest expense and amortization of debt issuance costs, net of tax, and the denominator is adjusted for the weighted average number of shares into which each of the Companyâ€™s senior convertible notes could be converted. The effect is only included in the calculation of diluted net income per share for those senior convertible notes which reduce net income per share.The following outstanding shares of potentially dilutive securities have been excluded from diluted net loss per common share for the three and nine months ended SeptemberÂ 30, 2024 and 2023 because their inclusion would be anti-dilutive (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402320242023Options to purchase common stock290Â 307Â 290Â 307Â RSUs and PRSUs12,378Â 2,747Â 2,378Â 2,747Â Senior convertible notes4,492Â â€”Â 4,492Â â€”Â Total7,160Â 3,054Â 7,160Â 3,054Â 1PRSUs are based on the maximum number of PRSUs in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria and relative TSR, as discussed in Note 11, Stock-Based Compensation. 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 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Â Â Â Â Net Income (Loss) $ (46,182) $ (20,107) $ (45,667) $ (27,116) $ (18,482) $ (39,109) $ (111,956) $ (84,707) 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 32 R21.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 33 R22.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 Presentation Basis of PresentationThe accompanying financial statements include the accounts of the Company and its wholly owned subsidiaries, and have been prepared in accordance with generally accepted accounting principles in the United States of America (â€œGAAPâ€) and applicable rules and regulations of the Securities and Exchange Commission (the â€œSECâ€) regarding interim financial reporting. As permitted under those rules, the condensed consolidated financial statements and related disclosures as of December 31, 2023Â have been derived from the audited consolidated financial statements but do not include all of the information required by GAAP for complete consolidated financial statements.Â These unaudited condensed consolidated financial statements have been prepared on the same basis as the Companyâ€™s annual consolidated financial statements and, in the opinion of management, reflect all adjustments (consisting only of normal recurring adjustments) that are necessary for the fair statement of the Companyâ€™s unaudited condensed consolidated financial information. The results of operations for the three and nine months ended SeptemberÂ 30, 2024,Â are not necessarily indicative of the results to be expected for the year endingÂ DecemberÂ 31, 2024,Â or for any other interim period or for any other future year.The accompanying unaudited condensed consolidated financial statements and related financial information should be read in conjunction with the audited financial statements and the related notes thereto for the year ended DecemberÂ 31, 2023,Â included in the Companyâ€™s Annual Report on Form 10-K, filed with the SEC onÂ FebruaryÂ 22, 2024. Reclassification ReclassificationCertain prior period amounts have been reclassified to conform to the current year presentation. These reclassifications have no impact on previously reported results of operations or financial position. Risks and Uncertainties Risks and UncertaintiesMacroeconomic Factors and Supply Chain ConstraintsThe Companyâ€™s operations and performance may vary based on worldwide economic and political conditions, which have been adversely impacted by continued global economic uncertainty, political instability, and military hostilities in multiple geographies including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East, domestic and global inflationary trends, interest rate volatility, potential instability in the global banking system, global supply shortages, and a tightening labor market. A severe or prolonged economic downturn or period of global political instability could drive hospitals and other healthcare professionals to tighten budgets and curtail spending, which could in turn negatively impact rates at which physicians prescribe the Companyâ€™s Zio Services. In addition, higher unemployment rates or reductions in employer-provided benefits plans could result in fewer commercially insured patients, resulting in a reduction in the Companyâ€™s margins and impairing the ability of uninsured patients to make timely payments. A weak or declining economy could also strain the Companyâ€™s suppliers, possibly resulting in supply delays and disruptions. There is also a risk that one or more of the Companyâ€™s current service providers, suppliers, or other partners may not survive such difficult economic times, which could directly affect the Companyâ€™s ability to attain its goals on schedule and on budget. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly, and more dilutive. The Company cannot predict the timing, strength, or duration of an economic downturn, instability, or recovery, whether worldwide, in the United States, or within its industry.The Companyâ€™s hybrid work arrangements and decision to pursue a sublease for its leased San Francisco headquarters resulted in an impairment of its right-of-use ("ROU") asset and related leasehold improvements and furniture and fixtures during the years ended December 31, 2023 and 2022. As the Company continues to evaluate its global real estate footprint, the Company may incur additional impairment charges related to real property lease agreements.The Company is continuously reviewing its liquidity and anticipated capital requirements. The Company believes it has adequate liquidity over the next 12 months to operate its business and to meet its cash requirements.ReimbursementThe Company receives revenue for the Zio Services primarily from third-party payors, which include commercial payors and government agencies, such as the Centers for Medicare & Medicaid Services (â€œCMSâ€). Third-party payors require the Company to identify the service for which it is seeking reimbursement by using a Current Procedural Terminology (â€œCPTâ€) code set maintained by the American Medical Association. These CPT codes are subject to periodic change and update, which will impact the reimbursement rates for the Companyâ€™s Zio Services.Based on relative value units, CMS annually updates the reimbursement rates for diagnostic tests performed by IDTFs via the Medicare Physician Fee Schedule. CMS establishes national payment rates for the CPT codes the Company uses to report the long-term Holter monitoring services it performs with its Zio XT System: CPT codes 93247 (for wear-time of greater than 7 days and up to 15 days) and 93243 (for wear-time of greater than 48 hours and up to 7 days). Because remote cardiac monitoring technology, including the Zio System, is rapidly evolving, there is a continuing risk that relative value units assigned, and reimbursement rates set, by CMS may not adequately reflect the value and expense of this technology and associated monitoring services, and CMS may reduce these rates in the future, which would adversely affect the Companyâ€™s financial results. Use of Estimates Use of EstimatesThe preparation of the unaudited 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 as of the date of the financial statements and the reported amounts of revenues and expenses during the periods presented. On an ongoing basis, management evaluates its estimates, including those related to revenue recognition, contractual allowances, provision for credit losses, the useful lives of property and equipment, the recoverability of long-lived assets, including the estimated usage of the printed circuit board assemblies (â€œPCBAsâ€), the incremental borrowing rate for operating leases, accounting for income taxes, impairment of ROU assets, contingent consideration liabilities, and various inputs used in estimating stock-based compensation. Actual results may differ from those estimates. Cash, Cash Equivalents and Restricted Cash Cash, Cash Equivalents and Restricted CashCash and cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less from the date of purchase.Under the terms of certain facility operating lease agreements, the Company is required to maintain a letter of credit as collateral during the term of the lease. As of SeptemberÂ 30, 2024, restricted cash of $8.4Â million was pledged as collateral under the letter of credit with Silicon Valley Bank. Fair Value Option Fair Value OptionThe Company elected the fair value option, Accounting Standards Codification (â€œASCâ€) 825-10, Financial Instruments - Overall, to account for its strategic loan investments. The Company recorded the strategic loan investments at fair value within long-term strategic investments in the Companyâ€™s unaudited condensed consolidated balance sheets with changes in fair value recorded on the unaudited condensed consolidated statements of operations. The primary reason for electing the fair value option was for simplification and cost-benefit considerations of accounting for the strategic loan investments at fair value versus bifurcation of the embedded derivatives. Refer to Note 5, Fair Value Measurements, for further details relating to the Company's strategic investments. Acquired In-Process Research and Development Expenses Acquired In-Process Research and Development ExpensesAcquired in-process research and development (â€œIPR&Dâ€) assets, as a result of an asset acquisition, for use in research and development activities with no alternative future use are expensed in the condensed consolidated statements of operations on the acquisition date. Accounting for acquisitions of IPR&D requires the Company to make certain judgements to determine if the transaction should be accounted for as an asset acquisition or a business combination, as well as assess if the IPR&D acquired has alternative future use in research and development activities.Contingent ConsiderationCertain agreements the Company entered into involve payments that are contingent upon the achievement of milestones. Contingent consideration obligations incurred in connection with acquired in-process research and development assets are recorded at fair value, with changes in fair value recorded to acquired in-process research and development expenses in the unaudited condensed consolidated statements of operations. Credit Risk Credit RiskFinancial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and cash equivalents, investments and accounts receivable. Cash balances are deposited in financial institutions which, at times, may be in excess of federally insured limits. Cash equivalents are invested in highly rated money market funds. The Company invests in a variety of financial instruments, such as, but not limited to, U.S. government securities, corporate notes, commercial paper and, by policy, limits the amount of credit exposure with any one financial institution or commercial issuer. The Company has not experienced any material losses on its deposits of cash and cash equivalents or investments.Concentrations of credit risk with respect to accounts receivable are limited due to the large number of customers comprising the Companyâ€™s customer base and their dispersion across many geographies. The Company does not require collateral. During the first quarter of 2024, the Company experienced a temporary delay in the billing of the Company's contracted and non-contracted payer customers, performed by the Company's third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which the Company's third-party vendor engages for services relating to billing and collections. While the Company substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in the Company's cash collections. During the second and third quarters of 2024, the Company has received a significant portion of its cash collections from the delayed billings.The Company records a provision for credit losses based on the assessment of the collectability of customer accounts, considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customerâ€™s ability to pay. Supply Risk Supply RiskThe Company relies on single-source vendors to supply some of its disposable housings, instruments and other materials used to manufacture the Zio patches and the adhesive that binds the Zio patch to a patientâ€™s body. These components and materials are critical, and there could be a considerable delay in finding alternative sources of supply. Recent Accounting Pronouncements Recent Accounting PronouncementsIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (â€œASUâ€) 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which updates reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and for interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures as a single operating segment.In December 2023, the FASB issued ASU No. 2023-09 (â€œASU 2023-09â€), Income Taxes (Topic 740): Improvement to Income Tax Disclosures to enhance the transparency and decision usefulness of income tax disclosures. Two primary enhancements related to this ASU include disaggregating existing income tax disclosures relating to the effective tax rate reconciliation and income taxes paid. ASU 2023-09 is effective for annual periods beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures.On March 6, 2024, the SEC adopted SEC Release Nos. 33-11275; 34-99678, The Enhancement and Standardization of Climate-Related Disclosures for Investor, to require the disclosure of certain climate-related information in registration statements and annual reports, including Scope 1 and 2 emissions and information about climate-related risks that have materially impacted, or are reasonably likely to have a material impact on, a companyâ€™s business strategy, results of operations, or financial condition. In addition, under the final rules, certain disclosures related to severe weather events and other natural conditions will be required in audited financial statements. The disclosure requirements will begin phasing in for the Company's reports and registration statements including financial information in the fiscal year ending December 31, 2025. In April 2024, the SEC issued an order staying the final rules until the completion of judicial review. The Company is currently evaluating the impact of this final rule on the Company's consolidated financial statements and related disclosures. Accounts Receivable, Provision for Credit Losses and Contractual Allowances Accounts Receivable, Provision for Credit Losses and Contractual AllowancesAccounts receivable includes amounts due to the Company from healthcare institutions, third-party payors, and government payors and their related patients, as a result of the Company's normal business activities. Accounts receivable is reported on the unaudited condensed consolidated balance sheets net of an estimated provision for credit losses and contractual allowances.The Company establishes a provision for credit losses for estimated uncollectible receivables based on its assessment of the collectability of customer accounts and recognizes the provision as a component of selling, general and administrative expenses. The Company records a provision for contractual allowances based on the estimated differences between contracted amounts and expected collection rates for services performed. Such provisions are based on the Company's historical experience and are reported as a reduction of revenue.The Company regularly reviews the allowances by considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customerâ€™s ability to pay. Contract Liabilities Contract LiabilitiesASC 606, Revenue from Contracts with Customers, requires an entity to present a revenue contract as a contract liability when the Company has an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer, or an amount of consideration from the customer is due and unconditional (whichever is earlier). Certain of the Companyâ€™s customers pay the Company directly for the Zio XT service upon shipment of devices. Such advance payments are recognized as deferred revenue and are recorded as revenue when Zio reports are delivered to the healthcare provider. Contract Costs Contract CostsUnder ASC 340, Other Assets and Deferred Costs ("ASC 340"), the incremental costs of obtaining a contract with a customer are recognized as an asset. Incremental costs of obtaining a contract are those costs that an entity incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained.The Companyâ€™s current commission programs are considered incremental. However, as a practical expedient, ASC 340 permits the Company to immediately expense contract acquisition costs, because the asset that would have resulted from capitalizing these costs will be amortized in one year or less. X - DefinitionDisclosure of accounting policy for supply risk. + ReferencesNo definition available. + Details Name: irtc_ConcentrationRiskSupplyRiskPolicyPolicyTextBlock Namespace Prefix: irtc_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionContract cost policy. + ReferencesNo definition available. + Details Name: irtc_ContractCostPolicyPolicyTextBlock Namespace Prefix: irtc_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionContract liability policy. + ReferencesNo definition available. + Details Name: irtc_ContractLiabilityPolicyPolicyTextBlock Namespace Prefix: irtc_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionRisk And Uncertainties, Policy + ReferencesNo definition available. + Details Name: irtc_RiskAndUncertaintiesPolicyPolicyTextBlock Namespace Prefix: irtc_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration 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 - DefinitionEntity's cash and cash equivalents accounting policy with respect to restricted balances. Restrictions may include legally restricted deposits held as compensating balances against short-term borrowing arrangements, contracts entered into with others, or company statements of intention with regard to particular deposits; however, time deposits and short-term certificates of deposit are not generally included in legally restricted deposits. + 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(1)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-

S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-1 + Details Name: us-gaap_CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy 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 determining the fair value of financial instruments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 825 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-1 + Details Name: us-gaap_FairValueOfFinancialInstrumentsPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for costs assigned to identifiable tangible and intangible assets of an acquired entity to be used in the research and development activities of the combined enterprise. An entity also may disclose the appraisal method or significant assumptions used to value acquired research and development assets. + ReferencesNo definition available. + Details Name: us-gaap_InProcessResearchAndDevelopmentPolicy 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 reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting principle, and correction of error. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 205 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483504/205-10-50-1 + Details Name: us-gaap_PriorPeriodReclassificationAdjustmentDescription 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 34 R23.htm IDEA: XBRL DOCUMENT v3.24.3 REVENUE AND ACCOUNTS RECEIVABLE (Tables) 9 Months Ended Sep. 30, 2024 Revenue from Contract with Customer [Abstract] Â Schedule of Disaggregated Revenue by Payor Type and Major Service Disaggregated revenue by payor type and major service line for the three and nine months ended SeptemberÂ 30, 2024 and 2023 were as follows (in thousands, except percentages):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Amount% of RevenueAmount% of RevenueAmount% of RevenueAmount% of RevenueContracted third-party payors $77,257Â 53%$67,336Â 54%$228,284Â 54%$196,566Â 55%Centers for Medicare and Medicaid36,011Â 24%31,006Â 25%104,052Â 24%88,369Â 25%Healthcare institutions23,461Â 16%18,065Â 14%65,269Â 15%52,060Â 14%Non-contracted third-party payors10,809Â 7%8,197Â 7%29,909Â 7%23,175Â 6%Total$147,538Â $124,604Â $427,514Â $360,170Â Schedule of Changes in Allowance for Doubtful Accounts The following table presents the changes in the provision for credit losses (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Nine Months EndedSeptember 30, 2023Balance, beginning of period$20,289Â $18,475Â $18,475Â Provision for (in credit losses16,242Â 17,105Â 12,595Â Write-offs, net of recoveries and other adjustments(14,040)(15,291)(11,659)Balance, end of period$22,491Â $20,289Â $19,411Â Schedule of Changes in Contractual Allowance The following table presents the changes in the contractual allowance (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Nine Months EndedSeptember 30, 2023Balance, beginning of period$52,689Â $41,389Â $41,389Â Add: provision for contractual adjustments36,495Â 52,523Â 39,060Â Less: contractual adjustments(31,984)(41,223)(32,072)Balance, end of period$57,200Â $52,689Â $48,377Â X - DefinitionTabular disclosure of changes in contractual allowance. + ReferencesNo definition available. + Details Name: irtc_ScheduleOfChangeInContractualAllowanceTableTextBlock Namespace Prefix: irtc_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allowance for credit loss on financing receivable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-11BReference 2: 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_AllowanceForCreditLossesOnFinancingReceivablesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5 + Details Name: us-gaap_DisaggregationOfRevenueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 35 R24.htm IDEA: XBRL DOCUMENT v3.24.3 CASH EQUIVALENTS AND MARKETABLE SECURITIES (Tables) 9 Months Ended Sep. 30, 2024 Cash Equivalents And Investments [Abstract] Â Schedule of Cash Equivalents and Marketable Securities The fair value of cash equivalents and marketable securities as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, were as follows (in thousands):September 30, 2024AmortizedCostGrossÂ UnrealizedFair ValueGainsLossesMoney market funds$28,048Â $â€”Â $â€”Â $28,048Â U.S. government securities137,406Â 11Â (2)137,415Â Total cash equivalents and marketable securities$165,454Â $11Â (2)165,463Â Classified as:Cash equivalents$162,967Â Marketable securities2,496Â Total cash equivalents and marketable securities$165,463Â December 31, 2023AmortizedCostGrossÂ UnrealizedFair ValueGainsLossesMoney market funds$12,594Â $â€”Â $â€”Â $12,594Â U.S. government securities97,534Â 59Â (2)97,591Â Total cash equivalents and marketable securities$110,128Â $59Â (2)110,185Â Classified as:Cash equivalents$12,594Â Marketable securities97,591Â Total cash equivalents and marketable securities$110,185Â X - DefinitionCash Equivalents and Investments. + ReferencesNo definition available. + Details Name: irtc_CashEquivalentsAndInvestmentsAbstract Namespace Prefix: irtc_ Data Type: xbrli:stringItemType 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 XML 36 R25.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Fair Value of Company's Financial Assets and Liabilities The following tables present the fair value of the Companyâ€™s financial assets determined using the inputs defined above (in thousands):September 30, 2024Level 1Level 2Level 3TotalAssetsMoney market funds$28,048Â $â€”Â $â€”Â $28,048Â U.S. government securitiesâ€”Â 137,415Â â€”Â 137,415Â Strategic investmentsâ€”Â â€”Â 59,059Â 59,059Â Total$28,048Â $137,415Â $59,059Â $224,522Â LiabilitiesContingent consideration$â€”Â $â€”Â $17,069Â $17,069Â Total$â€”Â $â€”Â $17,069Â $17,069Â December 31, 2023Level 1Level 2Level 3TotalAssetsMoney market funds$12,594Â $â€”Â $â€”Â $12,594Â U.S. government securitiesâ€”Â 97,591Â â€”Â 97,591Â Strategic investmentsâ€”Â â€”Â 3,000Â 3,000Â Total$12,594Â $97,591Â $3,000Â $113,185Â Schedule of The Recurring Level 3 Fair Value Measurements of Contingent Consideration Liabilities The recurring Level 3 fair value measurements of the loan investment include the following significant unobservable inputs as of September 30, 2024:September 30, 2024Discount rate12.0Â %Equity volatility67.0Â %Expected years (range)2025 - 2029The recurring Level 3 fair value measurements of contingent consideration liabilities associated with the development agreement milestones include the following significant unobservable inputs as of September 30, 2024:September 30, 2024Probability of achievement (range)75.0%- 90.0%Expected years2025 - 2026 Schedule of Changes in Estimated Fair Value of Strategic Investments Measured on Recurring Basis The following table sets forth the changes in the estimated fair value of the Company's strategic investments measured on a recurring basis (in thousands):Nine Months EndedSeptember 30, 2024Year EndedDecember 31, 2023Balance, beginning of period$3,000Â $â€”Â Additions during the period55,000Â 3,000Â Changes in estimated fair value1,059Â â€”Â Balance, end of period$59,059Â $3,000Â Schedule of Changes in Estimated Fair Value of Contingent Consideration Liabilities Measured on a Recurring Basis Using Significant Unobservable Inputs Level 3 The following table sets forth the changes in the estimated fair value of the Companyâ€™s contingent consideration liabilities measured on a recurring basis (Level 3) (in thousands):Nine Months EndedSeptember 30, 2024Balance, beginning of period$â€”Â Additions during the period16,970Â Changes in estimated fair value99Â Balance at end of period$17,069Â Schedule of Fair Value of Senior Convertible Notes The fair value, based on a quoted market price (Level 1), of the Companyâ€™s senior convertible notes due 2029 (the "2029 Notes") is as follows (in thousands):September 30, 2024December 31, 2023Senior Convertible Notes due 2029$601,804Â $â€”Â X - DefinitionTabular disclosure of input and valuation technique used to measure fair value and change in valuation approach and technique for each separate class of asset and liability measured on recurring and nonrecurring basis. + 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/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock 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 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 X - DefinitionTabular disclosure of information pertaining to carrying amount and estimated fair value of short-term and long-term debt instruments or arrangements, including but not limited to, identification of terms, features, and collateral requirements. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and

significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 37 R26.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET DETAILS (Tables) 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Schedule of Inventory Components Inventory consisted of the following (in thousands):September 30, 2024December 31, 2023Raw materials and work-in-progress$6,769Â $6,299Â Finished goods8,263Â 7,674Â Total$15,032Â $13,973Â Schedule of Long-term Strategic Investments Long-term strategic investments consisted of the following (in thousands):September 30, 2024December 31, 2023Strategic loan investments$55,563Â $â€”Â Strategic equity investment3,496Â 3,000Â Total$59,059Â $3,000Â Schedule of Other Assets Other assets consisted of the following (in thousands):September 30, 2024December 31, 2023PCBAs$38,608Â $38,987Â Cloud computing arrangements5,612Â 4,959Â Other1,320Â 1,093Â Total$45,540Â $45,039Â Schedule of Property and Equipment, Net Property and equipment, net consisted of the following (in thousands):September 30, 2024December 31, 2023Laboratory and manufacturing equipment$9,588Â $6,007Â Computer equipment and software4,219Â 3,905Â Furniture and fixtures4,182Â 4,020Â Leasehold improvements27,121Â 24,885Â Internal-use software in service77,101Â 61,980Â Internal-use software in development56,123Â 43,701Â Construction in progress9,986Â 10,119Â Total property and equipment, gross188,320Â 154,617Â Less: accumulated depreciation and amortization(65,930)(50,503)Total property and equipment, net$122,390Â $104,114Â Schedule of Accrued Liabilities Components Accrued liabilities consisted of the following (in thousands):September 30, 2024December 31, 2023Accrued payroll and related expenses$39,524Â $47,656Â Accrued vacation7,110Â 8,608Â Accrued expenses12,845Â 14,891Â Claims payable2,125Â 4,578Â Accrued employee share purchase plan contributions1,963Â 1,037Â Accrued state and foreign income and sales taxes3,662Â 2,877Â Accrued professional services fees6,729Â 3,715Â Total accrued liabilities$73,958Â $83,362Â X - DefinitionSchedule of Inventory and printed circuit board assemblies. + ReferencesNo definition available. + Details Name: irtc_ScheduleOfInventoryAndPrintedCircuitBoardAssembliesTableTextBlock Namespace Prefix: irtc_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of investment. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/320/tableOfContentReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Topic 321 -Publisher FASB -URI https://asc.fasb.org/321/tableOfContentReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Topic 325 -Publisher FASB -URI https://asc.fasb.org/325/tableOfContent + Details Name: us-gaap_InvestmentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types: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 carrying amounts of other assets. This disclosure includes other current assets and other noncurrent assets. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfOtherAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R27.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES (Tables) 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Schedule of Maturities of Operating Lease Liabilities Contractual obligations under operating lease liabilities were as follows (in thousands):Year Ended December 31:2024 (remainder of year)$3,867Â 202515,633Â 202616,096Â 202716,492Â 202816,385Â Thereafter47,101Â Total lease payments115,574Â Less: imputed interest(26,033)Total lease liabilities$89,541Â X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract 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 39 R28.htm IDEA: XBRL DOCUMENT v3.24.3 DEBT (Tables) 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Schedule of Convertible Debt The carrying amounts of the Companyâ€™s 2029 Notes were as follows (in thousands):September 30, 2024December 31, 2023Principal amount$661,250Â $â€”Â Unamortized debt issuance costs(15,429)â€”Â Carrying amount of senior convertible notes due 2029$645,821Â $â€”Â Schedule of Components of Interest Expense and the Effective Interest Rates The following table summarizes the components of interest expense and the effective interest rate for the 2029 Notes for the periods shown (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402302420232023Contractual coupon interest$2,535Â $â€”Â $5,731Â $â€”Â Amortized debt issuance costs738Â â€”Â 1,890Â â€”Â Total interest expense recognized on senior convertible notes due 2029$3,273Â $â€”Â $7,621Â $â€”Â Effective interest rate2.0Â %â€”Â %2.0Â %â€”Â % X - DefinitionTabular disclosure of convertible debt instrument. Includes, but is not limited to, principal amount and amortized premium or discount. + ReferencesNo definition available. + Details Name: us-gaap_ConvertibleDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of interest income and expense, including, but not limited to, interest income and expense from investments, loans, and securities. + ReferencesNo definition available. + Details Name: us-gaap_InterestIncomeAndInterestExpenseDisclosureTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R29.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK-BASED COMPENSATION (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Stock-Based Compensation Expense The following table summarizes the total stock-based compensation expense included in the unaudited condensed consolidated statements of operations for the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402302420232023Cost of revenue$709Â $1,236Â $2,421Â $2,584Â Research and development3,163Â 3,370Â 10,551Â 7,912Â Selling, general and administrative13,286Â 16,402Â 46,998Â 42,862Â Total stock-based compensation expense$17,158Â $21,008Â $59,970Â $53,358Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R30.htm IDEA: XBRL DOCUMENT v3.24.3 NET LOSS PER SHARE (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Schedule of Computation of Basic and Diluted Net Loss per Share The following table sets forth the computation of the basic and diluted net loss per share during the three and nine months ended SeptemberÂ 30, 2024 and 2023 (in thousands, except per share data):Three Months Ended September 30,Nine Months Ended September 30,202402302420232023Numerator:Net loss$(46,182)$(27,116)$(111,956)$(84,707)Denominator:Weighted-average shares used to compute net loss per common share, basic and diluted31,262Â 30,607Â 31,147Â 30,470Â Net loss per common share, basic and diluted(1.48)(0.89)(3.59)(2.78) Schedule of Anti-dilutive Securities Excluded from Diluted Net Loss per Common Share The following outstanding shares of potentially dilutive securities have been excluded from diluted net loss per common share for the three and nine months ended SeptemberÂ 30, 2024 and 2023 because their inclusion would be anti-dilutive (in thousands):Three Months Ended September 30,Nine Months Ended September 30,202402302420232023Options to purchase common stock290Â 307Â 290Â 307Â RSUs and PRSUs12,378Â 2,747Â 2,378Â 2,747Â Senior convertible notes4,492Â â€”Â 4,492Â â€”Â Total7,160Â 3,054Â 7,160Â 3,054Â 1PRSUs are based on the maximum number of PRSUs in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria and relative TSR, as discussed in Note 11, Stock-Based Compensation. 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 42 R31.htm IDEA: XBRL DOCUMENT v3.24.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details) - USD ($) $ in Millions 3 Months Ended 9 Months Ended 12 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Dec. 31, 2023 Summary Of Significant Accounting Policies [Line Items] Â Â Â Â Restricted cash $ 8.4 Â $ 8.4 Â Centers for Medicare and Medicaid | Accounts Receivable | Accounts Receivable Concentration Risk Â Â Â Â Summary Of Significant Accounting Policies [Line Items] Â Â Â Â Concentration of credit risk (as a percent) Â Â 17.00% 25.00% Centers for Medicare and Medicaid | Revenue | Product Concentration Risk Â Â Â Â Summary Of Significant Accounting Policies [Line Items] Â Â Â Â Concentration of credit risk (as a percent) 24.00% 25.00% 24.00% Â One Customer | Accounts Receivable | Accounts Receivable Concentration Risk Â Â Â Â Summary Of Significant Accounting Policies [Line Items] Â Â Â Â Concentration of credit risk (as a percent) Â Â 14.00% Â X - DefinitionSummary of significant accounting policies. + ReferencesNo definition available. + Details Name: irtc_SummaryOfSignificantAccountingPoliciesLineItems Namespace Prefix: irtc_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFor an entity that discloses a concentration risk in relation to quantitative amount, which serves as the "benchmark" (or denominator) in the equation, this concept represents the concentration percentage derived from the division. + ReferencesReference 1: 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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-21Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-20Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-18Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-20 + Details Name: us-gaap_ConcentrationRiskPercentage1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash restricted as to withdrawal or usage. 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 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: 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 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/1943274/2147482913/230-10-50-8Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(1)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_RestrictedCash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: srt_MajorCustomersAxis=irtc_CentersForMedicareAndMedicaidMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_AccountsReceivableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_CreditConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_SalesRevenueNetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_ProductConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MajorCustomersAxis=irtc_OneCustomerMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R32.htm IDEA: XBRL DOCUMENT v3.24.3 REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Disaggregated Revenue by Payor Type and Major Service (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Disaggregation of Revenue [Line Items] Â Â Â Â Revenue, net $ 147,538 $ 124,604 $ 427,514 $ 360,170 Contracted third-party payors Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue, net $ 77,257 $ 67,336 $ 228,284 $ 196,566 Contracted third-party payors | Revenue | Product Concentration Risk Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Concentration of credit risk (as a percent) 53.00% 54.00% 54.00% 55.00% Centers for Medicare and Medicaid Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue, net $ 36,011 $ 31,006 $ 104,052 $ 88,369 Centers for Medicare and Medicaid | Revenue | Product Concentration Risk Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Concentration of credit risk (as a percent) 24.00% 25.00% 24.00% 25.00% Healthcare institutions Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue, net $ 23,461 $ 18,065 $ 65,269 $ 52,060 Healthcare institutions | Revenue | Product Concentration Risk Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Concentration of credit risk (as a percent) 16.00% 14.00% 15.00% 14.00% Non-contracted third-party payors Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue, net $ 10,809 $ 8,197 $ 29,909 $ 23,175 Non-contracted third-party payors | Revenue | Product Concentration Risk Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Concentration of credit risk (as a percent) 7.00% 7.00% 7.00% 6.00% X - DefinitionFor an entity that discloses a concentration risk in relation to quantitative amount, which serves as the "benchmark" (or denominator) in the equation, this concept represents the concentration percentage derived from the division. + ReferencesReference 1: 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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482907/825-10-50-21Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-20Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-18Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-20 + Details Name: us-gaap_ConcentrationRiskPercentage1 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 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_ProductOrServiceAxis=irtc_CommercialPayorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_SalesRevenueNetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_ProductConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irtc_CentersForMedicareAndMedicaidMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irtc_HealthcareInstitutionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=irtc_NonContractedThirdPartyPayorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R33.htm IDEA: XBRL DOCUMENT v3.24.3 REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Provision for Credit Losses (Details) - USD ($) $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Change In The Allowance For Doubtful Accounts Â Â Â Balance, beginning of period $ 20,289 $ 18,475 $ 18,475 Provision for credit losses 16,242 12,595 17,105 Write-offs, net of recoveries and other adjustments (14,040) (11,659) (15,291) Balance, end of period $ 22,491 $ 19,411 $ 20,289 X - DefinitionAllowance for doubtful accounts receivable write-offs net of recoveries and other adjustments. + ReferencesNo definition available. + Details Name: irtc_AllowanceForDoubtfulAccountsReceivableWriteOffsNetOfRecoveriesAndOtherAdjustments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration 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 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 45 R34.htm IDEA: XBRL DOCUMENT v3.24.3 REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Contractual Allowance (Details) - USD ($) $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Changes In The Contractual Allowance Â Â Â Balance, beginning of period $ 52,689 $ 41,389 $ 41,389 Add: provision for contractual adjustments 36,495 39,060 52,523 Less: contractual adjustments (31,984) (32,072) (41,223) Balance, end of period $ 57,200 $ 48,377 $ 52,689 X - DefinitionAccounts receivable allowance for contractual adjustments. + ReferencesNo definition available. + Details Name: irtc_AccountsReceivableAllowanceForContractualAdjustments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAccounts receivable contractual adjustments. + ReferencesNo definition available. + Details Name: irtc_AccountsReceivableContractualAdjustments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAccounts receivable for contractual allowance. + ReferencesNo definition available. + Details Name: irtc_AccountsReceivableForContractualAllowance Namespace Prefix: irtc_ 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_ContractWithCustomerAssetAllowanceForCreditLossRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 46 R35.htm IDEA: XBRL DOCUMENT v3.24.3 REVENUE AND ACCOUNTS RECEIVABLE - Narrative (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Revenue from Contract with Customer [Abstract] Â Â Â Contract liability balance, revenue recognized $ 3,100 $ 3,000 Â Deferred revenue $ 3,031 Â $ 3,306 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 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 - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 47 R36.htm IDEA: XBRL DOCUMENT v3.24.3 CASH EQUIVALENTS AND MARKETABLE SECURITIES (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost $ 165,454 $ 110,128 Gains 11 59 Losses (2) (2) Fair Value 165,463 110,185 Cash Equivalents And Available-for-sale Classified As Investments Â Â Cash equivalents 162,967 12,594 Marketable securities 2,496 97,591 Total cash equivalents and marketable securities 165,463 110,185 Money market funds Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 28,048 12,594 Gains 0 0 Losses 0 0 Fair Value 28,048 12,594 U.S. government securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 137,406 97,534 Gains 11 59 Losses (2) (2) Fair Value $ 137,415 $ 97,591 X - DefinitionCash Equivalents And Available-for-sale Classified As Investments + ReferencesNo definition available. + Details Name: irtc_CashEquivalentsAndAvailableForSaleClassifiedAsInvestmentsAbstract Namespace Prefix: irtc_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: 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_AvailableForSaleSecuritiesDebtSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCash includes currency on hand as well as demand deposits with banks or financial institutions. It also includes other kinds of accounts that have the general characteristics of demand deposits in that the customer may deposit additional funds at any time and effectively may withdraw funds at any time without prior notice or penalty. Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid Investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Generally, only investments with original maturities of three months or less qualify under that definition. Original maturity means original maturity to the entity holding the investment. For example, both a three-month US Treasury bill and a three-year Treasury note purchased three months from maturity qualify as cash equivalents. However, a Treasury note purchased three years ago does not become a cash equivalent when its remaining maturity is three months. Short-term investments, exclusive of cash equivalents, generally consist of marketable securities intended to be sold within one year (or the normal operating cycle if longer) and may include trading securities, available-for-sale securities, or held-to-maturity securities (if maturing within one year), as applicable. + 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_CashCashEquivalentsAndShortTermInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of 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/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: 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-S99-1 + Details Name: us-gaap_CashEquivalentsAtCarryingValue 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 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/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 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 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 5: 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/1943274/2147481800/320-10-50-2Reference 6: 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/1943274/2147481800/320-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3 + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentCorporationsAndAgenciesSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R37.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Schedule of Fair Value of Company's Financial Assets and Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets $ 224,522 $ 113,185 Fair value liabilities 17,069 Â Contingent Considerations Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Fair value liabilities 17,069 Â Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 28,048 12,594 U.S. government securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 137,415 97,591 Strategic Investments Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 59,059 3,000 Level 1 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 28,048 12,594 Fair value liabilities 0 Â Level 1 | Contingent Considerations Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Fair value liabilities 0 Â Level 1 | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 28,048 12,594 Level 1 | U.S. government securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 0 0 Level 1 | Strategic Investments Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 0 0 Level 2 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 137,415 97,591 Fair value liabilities 0 Â Level 2 | Contingent Considerations Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Fair value liabilities 0 Â Level 2 | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 0 0 Level 2 | U.S. government securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 137,415 97,591 Level 2 | Strategic Investments Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 0 0 Level 3 Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 59,059 3,000 Fair value liabilities 17,069 Â Level 3 | Contingent Considerations Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Fair value liabilities 17,069 Â Level 3 | Money market funds Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 0 0 Level 3 | U.S. government securities Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets 0 0 Level 3 | Strategic Investments Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Financial assets $ 59,059 $ 3,000 X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial and nonfinancial obligations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LiabilitiesFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByLiabilityClassAxis=irtc_ContingentConsiderationsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByAssetClassAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByAssetClassAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByAssetClassAxis=irtc_StrategicInvestmentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Narrative (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Aug. 30, 2024 Dec. 31, 2023 Dec. 31, 2022 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Strategic Investments Â Â Â $ 3,000 Â Fair value of strategic investment Â $ 55,000 Â Â Â Â Fair value of the loan investment $ 55,600 55,600 Â Â Â Increased the fair value of the strategic equity investment 500 Â Â Â Â BioIntelliSense, Inc. Â Â Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Fair value of strategic investment 600 600 Â Â Â Contingent consideration liability 17,100 17,100 $ 17,000 Â Â Carrying amount Â Â Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Strategic Investments 3,500 3,500 Â Â Â Â Level 2 | Carrying amount Â Â Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Outstanding interest-bearing obligations Â Â Â 35,000 Â Level 3 Â Â Â Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Â Â Â Strategic Investments $ 59,059 $ 59,059 Â $ 3,000 $ 0 X - DefinitionFair Value of Strategic Investment + ReferencesNo definition available. + Details Name: irtc_FairValueOfStrategicInvestment Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionStrategic Investments + ReferencesNo definition available. + Details Name: irtc_StrategicInvestments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized from contingent consideration in asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionContingentConsiderationLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value portion of debt instrument payable, including, but not limited to, notes payable and loans payable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -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 2: 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 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/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-10 + Details Name: us-gaap_DebtInstrumentFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) of investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482740/230-10-45-19Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 10 -Topic 321 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479567/321-10-45-1 + Details Name: us-gaap_IncreaseDecreaseInEquitySecuritiesFvNi Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionFair value portion of loan receivable, including, but not limited to, mortgage loans held for investment, finance receivables held for investment, policy loans on insurance contracts. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-10 + Details Name: us-gaap_LoansReceivableFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: dei_LegalEntityAxis=irtc_BioIntelliSenseInc.Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementBasisAxis=us-gaap_CarryingReportedAmountFairValueDisclosureMember 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 50 R39.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Schedule of The Recurring Level 3 Fair Value Measurements of The Loan Investment (Details) - Level 3 - Fair Value, Recurring 9 Months Ended Sep. 30, 2024 Measurement Input, Discount Rate Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Loan investment, measurement input 12.00% Measurement Input, Equity Volatility Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Loan investment, measurement input 67.00% Measurement Input, Expected Term Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Loan investment, expected term 5 years X - DefinitionLoan Investment, Measurement Input + ReferencesNo definition available. + Details Name: irtc_LoanInvestmentMeasurementInput Namespace Prefix: irtc_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLoan Investment, Term + ReferencesNo definition available. + Details Name: irtc_LoanInvestmentTerm Namespace Prefix: irtc_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputDiscountRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputOptionVolatilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R40.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Schedule of Changes in Estimated Fair Value of Strategic Investments Measured on Recurring Basis (Details) - USD ($) $ in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Change in Fair Value of Strategic Investments [Roll Forward] Â Â Balance, beginning of period $ 3,000 Â Balance, end of period Â $ 3,000 Level 3 Â Â Change in Fair Value of Strategic Investments [Roll Forward] Â Â Balance, beginning of period 3,000 0 Additions during the period 55,000 3,000 Changes in estimated fair value 1,059 0 Balance, end of period $ 59,059 $ 3,000 X - DefinitionChange in Fair Value of Strategic Investments + ReferencesNo definition available. + Details Name: irtc_ChangeInFairValueOfStrategicInvestmentsRollForward Namespace Prefix: irtc_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionStrategic Investment Additions + ReferencesNo definition available. + Details Name: irtc_StrategicInvestmentAdditions Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionStrategic Investment Changes in Fair Value + ReferencesNo definition available. + Details Name: irtc_StrategicInvestmentChangesInFairValue Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionStrategic Investments + ReferencesNo definition available. + Details Name: irtc_StrategicInvestments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R41.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Schedule of The Recurring Level 3 Fair Value Measurements of Contingent Consideration Liabilities (Details) - Level 3 - Fair Value, Recurring 9 Months Ended Sep. 30, 2024 Measurement Input Probability Of Loan Forgiveness | Minimum Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Contingent consideration measurement input 75.00% Measurement Input Probability Of Loan Forgiveness | Maximum Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Contingent consideration measurement input 90.00% Measurement Input, Expected Term Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Contingent consideration, expected term 2 years X - DefinitionContingent Consideration Measurement Input + ReferencesNo definition available. + Details Name: irtc_ContingentConsiderationMeasurementInput Namespace Prefix: irtc_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionContingent Consideration, Term + ReferencesNo definition available. + Details Name: irtc_ContingentConsiderationTerm Namespace Prefix: irtc_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=irtc_MeasurementInputProbabilityOfLoanForgivenessMember 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_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R42.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Schedule of Changes in Estimated Fair Value of Contingent Consideration Liabilities Measured on a Recurring Basis (Level 3) (Details) - Level 3 $ in Thousands 9 Months Ended Sep. 30, 2024 USD ($) Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Â Balance, beginning of period $ 0 Additions during the period 16,970 Changes in estimated fair value 99 Balance at end of period $ 17,069 X - DefinitionFair Value Measurement With Unobservable Inputs Reconciliation Recurring Basis Liability Additions + ReferencesNo definition available. + Details Name: irtc_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityAdditions Namespace Prefix: irtc_ 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 liability measured at fair value on recurring basis using unobservable input (level 3). + 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)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityGainLossIncludedInEarnings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R43.htm IDEA: XBRL DOCUMENT v3.24.3 FAIR VALUE MEASUREMENTS - Schedule of Fair Value of Senior Convertible Notes (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Senior Convertible Notes due 2029 | Senior Notes Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Convertible debt, fair value disclosures $ 601,804 $ 0 X - DefinitionFair value portion of borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -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 2: 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 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/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ConvertibleDebtFairValueDisclosures Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=irtc_ConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_SeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET COMPONENTS - Schedule of Inventory Components (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Raw materials and work-in-progress $ 6,769 $ 6,299 Finished goods 8,263 7,674 Total $ 15,032 $ 13,973 X - DefinitionCarrying amount, net of valuation reserves and adjustments, as of the balance sheet date of merchandise or goods held by the company that are readily available for sale. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryFinishedGoodsNetOfReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe aggregate carrying amount, net of valuation reserves and adjustments, as of the balance sheet date of items which are partially completed at the time of measurement and unprocessed items that will go through the production process and become part of the final product. This element may be used when the reporting entity combines work in process and raw materials into an aggregate amount. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryWorkInProcessAndRawMaterialsNetOfReserves 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 56 R45.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET DETAILS - Schedule of Long - term Strategic Investment (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Strategic loan investments $ 55,563 $ 0 Strategic equity investment 3,496 3,000 Total $ 59,059 $ 3,000 X - DefinitionStrategic Loan Investment + ReferencesNo definition available. + Details Name: irtc_StrategicLoanInvestment Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance

Type: debit Period Type: instant X - DefinitionThis item represents the carrying amount on the entity's balance sheet of its investment in common stock of an equity method investee. This is not an indicator of the fair value of the investment, rather it is the initial cost adjusted for the entity's share of earnings and losses of the investee, adjusted for any distributions (dividends) and other than temporary impairment (OTTI) losses recognized. + 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 323 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481664/323-10-45-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-25 + Details Name: us-gaap_EquityMethodInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe total amount of investments that are intended to be held for an extended period of time (longer than one operating cycle). + 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(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermInvestments 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 57 R46.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET COMPONENTS - Schedule of Other Assets (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â PCBAs $ 38,608 $ 38,987 Cloud computing arrangements 5,612 4,959 Other 1,320 1,093 Total $ 45,540 $ 45,039 X - DefinitionCloud Computing Arrangements + ReferencesNo definition available. + Details Name: irtc_CloudComputingArrangements Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPrinted Circuit Board Assemblies + ReferencesNo definition available. + Details Name: irtc_PrintedCircuitBoardAssemblies Namespace Prefix: irtc_ 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 X - DefinitionAmount of other miscellaneous assets expected to be realized or consumed after one year or normal operating cycle, if longer. + ReferencesNo definition available. + Details Name: us-gaap_OtherAssetsMiscellaneousNoncurrent 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 XML 58 R47.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET COMPONENTS - Narrative (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Inventory [Line Items] Â Â Â Â Impairment charges $ 641,000 $ 0 $ 641,000 $ 0 Printed circuit board assemblies Â Â Â Â Inventory [Line Items] Â Â Â Â Useful life 1 year Â 1 year Â Amortization $ 4,200,000 $ 2,400,000 $ 9,900,000 $ 5,400,000 X - DefinitionPublic Utility Inventory, Useful Life + ReferencesNo definition available. + Details Name: irtc_PublicUtilityInventoryUsefulLife Namespace Prefix: irtc_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionThe aggregate amount of recurring noncash expense charged against earnings in the period to allocate the cost of assets over their estimated remaining economic lives. + 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_AdjustmentForAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of write-down of assets recognized in the income statement. Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill. + 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 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-4 + Details Name: us-gaap_AssetImpairmentCharges 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_InventoryLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_PublicUtilitiesInventoryAxis=irtc_PrintedCircuitBoardAssembliesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R48.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET COMPONENTS - Schedule of Property and Equipment, Net (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 Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross $ 188,320 Â $ 188,320 Â $ 154,617 Less: accumulated depreciation and amortization (65,930) Â (65,930) Â (50,503) Total property and equipment, net 122,390 Â 122,390 Â 104,114 Depreciation and amortization expense 5,100 $ 4,100 15,400 $ 11,400 Â Increase in internal use software 8,600 Â 27,500 Â Â Laboratory and manufacturing equipment Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross 9,588 Â 9,588 Â 6,007 Computer equipment and software Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross 4,219 Â 4,219 Â 3,905 Furniture and fixtures Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross 4,182 Â 4,182 Â 4,020 Leasehold improvements Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross 27,121 Â 27,121 Â 24,885 Internal-use software in service Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross 77,101 Â 77,101 Â 61,980 Amortization 3,600 $ 3,100 11,000 $ 8,600 Â Internal-use software in development Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross 56,123 Â 56,123 Â 43,701 Construction in progress Â Â Â Â Â Property, Plant and Equipment [Line Items] Â Â Â Â Â Total property and equipment, gross $ 9,986 Â $ 9,986 Â $ 10,119 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 - DefinitionThe aggregate amount of recurring noncash expense charged against earnings in the period to allocate the cost of assets over their estimated remaining economic lives. + 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_AdjustmentForAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAdditions made to capitalized computer software costs during the period. + 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_CapitalizedComputerSoftwareAdditions 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 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=irtc_LaboratoryAndManufacturingEquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=irtc_ComputerEquipmentAndSoftwareMember 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_LeaseholdImprovementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_SoftwareDevelopmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=irtc_InternalUseSoftwareInDevelopmentMember 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 60 R49.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEET COMPONENTS - Schedule of Accrued Liabilities Components (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Â Accrued payroll and related expenses $ 39,524 $ 47,656 Accrued vacation 7,110 8,608 Accrued expenses 12,845 14,891 Claims payable 2,125 4,578 Accrued employee share purchase plan contributions 1,963 1,037 Accrued state and foreign income and sales taxes 3,662 2,877 Accrued professional services fees 6,729 3,715 Total accrued liabilities $ 73,958 $ 83,362 X - DefinitionAccrued Employee Stock Purchase Plan Contribution + ReferencesNo definition available. + Details Name: irtc_AccruedEmployeeStockPurchasePlanContribution Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAccrued Expenses Current + ReferencesNo definition available. + Details Name: irtc_AccruedExpensesCurrent Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAccrued State, Local And Foreign Taxes + ReferencesNo definition available. + Details Name: irtc_AccruedStateLocalAndForeignTaxes Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionClaims payable current. + ReferencesNo definition available. + Details Name: irtc_ClaimsPayableCurrent Namespace Prefix: irtc_ 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 - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. 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_AccruedProfessionalFeesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of the obligations incurred through that date and payable for employees' services provided. 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/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_AccruedSalariesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for unused vacation time owed to employees based on the entity's vacation benefit given to its employees. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 710 -SubTopic 10 -Section 25 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483070/710-10-25-3 + Details Name: us-gaap_AccruedVacationCurrent 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 XML 61 R50.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES - Schedule of Maturities of Operating Lease Liabilities (Details) $ in Thousands Sep. 30, 2024 USD ($) Commitments and Contingencies Disclosure [Abstract] Â 2024 (remainder of the year) $ 3,867 2025 15,633 2026 16,096 2027 16,492 2028 16,385 Thereafter 47,101 Total lease payments 115,574 Less: imputed interest (26,033) Total lease liabilities $ 89,541 X - DefinitionLessee, Operating Lease Liability, Payments Due After Year Four + ReferencesNo definition available. + Details Name: irtc_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 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 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 62 R51.htm IDEA: XBRL DOCUMENT v3.24.3 COMMITMENTS AND CONTINGENCIES - Narrative (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 03, 2019 Lessee, Lease, Description [Line Items] Â Â Â Â Â Upfront fee related to technology license agreement $ 15,000 Â Â Â Â Â Acquired in-process research and development 32,069 $ 0 $ 32,069 $ 0 Â Collaboration agreement, additional milestone payments 1,750 Â 1,750 Â Â Verily Life Sciences LLC Â Â Â Â Â Lessee, Lease, Description [Line Items] Â Â Â Â Â Upfront fee related to development agreement Â Â Â $ 5,000 Additional aggregate milestone payments related to development agreement Â Â Â $ 12,750 Collaboration agreement milestone payments 11,000 Â 11,000 Â Â Convertible Notes Â Â Â Â Â Lessee, Lease, Description [Line Items] Â Â Â Â Â Convertible promissory notes 40,000 Â Â Â Â Milestone Notes Â Â Â Â Â Lessee, Lease, Description [Line Items] Â Â Â Â Â Convertible promissory notes 20,000 Â Â Â Â Contingent consideration 17,100 Â 17,100 Â Â Upfront fee related to development agreement $ 15,000 Â $ 15,000 Â Â X - DefinitionCollaboration Agreement, Additional Milestone Payments + ReferencesNo definition available. + Details Name: irtc_CollaborationAgreementAdditionalMilestonePayments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCollaboration Agreement, Additional Milestone Payments, Due In Next 24 Months + ReferencesNo definition available. + Details Name: irtc_CollaborationAgreementAdditionalMilestonePaymentsDueInNext24Months Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCollaboration Agreement, Milestone Payments + ReferencesNo definition available. + Details Name: irtc_CollaborationAgreementMilestonePayments Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCollaboration Agreement, Upfront Fee Payable + ReferencesNo definition available. + Details Name: irtc_CollaborationAgreementUpfrontFeePayable Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPayments to Acquire Convertible Debt + ReferencesNo definition available. + Details Name: irtc_PaymentsToAcquireConvertibleDebt Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTechnology License Agreement, Upfront Fee + ReferencesNo definition available. + Details Name: irtc_TechnologyLicenseAgreementUpfrontFee Namespace Prefix: irtc_ 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 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeLeaseDescriptionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow, not made soon after acquisition date of business combination, to settle contingent consideration liability exceeding amount recognized at acquisition date. Includes, but is not limited to, measurement period adjustment and less amount paid soon after acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (ee) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17 + Details Name: us-gaap_PaymentForContingentConsiderationLiabilityOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of writeoff for research and development asset acquired in transaction other than business combination or from joint venture formation or both. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 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/2009/role/commonPracticeRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1 + Details Name: us-gaap_ResearchAndDevelopmentAssetAcquiredOtherThanThroughBusinessCombinationWrittenOff Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_CounterpartyNameAxis=irtc_VerilyLifeSciencesLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShortTermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShortTermDebtTypeAxis=irtc_MilestoneNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R52.htm IDEA: XBRL DOCUMENT v3.24.3 DEBT - Schedule of Convertible Debt (Details) - USD ($) $ in Thousands Sep. 30, 2024 Mar. 07, 2024 Dec. 31, 2023 Debt Instrument [Line Items] Â Â Â Carrying amount of senior convertible notes due 2029 $ 645,821 Â $ 0 Convertible Notes Due 2029 | Convertible Debt Â Â Â Debt Instrument [Line Items] Â Â Â Principal amount 661,250 $ 661,300 0 Unamortized debt issuance costs $ (15,429) Â $ 0 X - DefinitionCarrying value as of the balance sheet date of long-term debt (with maturities initially due after one year or beyond the operating cycle if longer) identified as Convertible Notes Payable, excluding current portion. Convertible Notes Payable is a written promise to pay a note which can be exchanged for a specified amount of another, related security, at the option of the issuer and the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleLongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef 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-Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50

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This does not include the amounts capitalized as part of the cost of the utility plant or asset. + ReferencesNo definition available. + Details Name: us-gaap_UnamortizedDebtIssuanceExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=irtc_ConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 64 R53.htm IDEA: XBRL DOCUMENT v3.24.3 DEBT - Schedule of Components of Interest Expense and the Effective Interest Rates (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Debt Instrument [Line Items] Â Â Â Â Total interest expense recognized on senior convertible notes due 2029 $ 3,273 $ 0 $ 7,621 $ 0 Convertible Notes Due 2029 | Convertible Debt Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Contractual coupon interest 2,535 0 5,731 0 Amortized debt issuance costs $ 738 $ 0 $ 1,890 $ 0 Effective interest rate 2.00% 0.00% 2.00% 0.00% X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType 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/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 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https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=irtc_ConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 65 R54.htm IDEA: XBRL DOCUMENT v3.24.3 DEBT - Narrative (Details) 1 Months Ended 3 Months Ended 9 Months Ended Mar. 07, 2024 USD ($) $ / shares Mar. 04, 2024 $ / shares Jan. 03, 2024 USD ($) Mar. 28, 2022 USD ($) Oct. 31, 2018 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2024 USD ($) tradingDay Sep. 30, 2024 USD ($) consecutiveTradingDay Sep. 30, 2024 USD ($) businessDay Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) Mar. 31, 2022 USD ($) Debt Instrument [Line Items] Â Â Â Â

interest Â Â Â Â Â 0 800,000 Â 0 Â Â Â 2,200,000 Â Â Amortized debt issuance costs Â Â Â Â Â $ 0 100,000 Â 0 Â Â Â 300,000 Â Â Braidwell Term Loan Facility Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Maximum borrowing capacity Â Â $ 150,000,000 Â Â Â Â Â Â Â Â Â Â Â Repayment of debt Â Â Â Â Â Â Â 78,660,000 Â Â Â 0 Â Â Proceeds from issuance of debt Â Â Â Â Â Â Â 75,000,000 Â Â Â 0 Â Â Braidwell Term Loan Facility | Initial Loan | Secured Debt Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Maximum borrowing capacity Â Â 75,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Braidwell Term Loan Facility | Delayed Draw Loan | Secured Debt Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Maximum borrowing capacity Â Â $ 75,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt instrument, access period for delayed draw loan Â Â 1 year Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Third Amended and Restated SVB Loan Agreement | SVB Term Loan Â Debt Instrument [Line Items] Â Proceeds from issuance of 2029 Notes Â Â $ 37,800,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Repayment of debt Â Â $ 35,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest expense, debt Â Â Â Â Â Â Â $ 800,000 Â Â Â Â Â Â $ 2,500,000 Â Â Proceeds from issuance of debt Â Â Â Â Â $ 35,000,000 Â Â Â Â Â Â Â Â Â Â Â Amount outstanding under revolving credit line Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â $ 18,500,000 Third Amended and Restated SVB Loan Agreement | 2022 Term Loan | SVB Term Loan Â Debt Instrument [Line Items] Â Maximum borrowing capacity Â Â Â 75,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Proceeds from line of credit Â Â Â 35,000,000 Â Â Â Â Â Â Â Â Â Â Â Line of credit facility, remaining borrowing capacity Â $ 40,000,000 Â Third Amended and Restated SVB Loan Agreement | 2018 Term Loan Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Repayment of long-term line of credit Â Â Â $ 18,500,000 Â Â Â Â Â Â Â Â Â Â Â 2022 Term Loan | SVB Term Loan Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Debt Instrument [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Gain (loss) on extinguishment of debt Â Â Â Â Â Â Â Â Â $ (2,000,000) Â Â Â Â Â Â Â X - DefinitionDebt Instrument, Access Period for Delayed Draw Loan + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentAccessPeriodForDelayedDrawLoan Namespace Prefix: irtc_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument, Capped Calls Premium Percentage Over Closing Price + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentCappedCallsPremiumPercentageOverClosingPrice Namespace Prefix: irtc_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument Capped Calls, Price Cap + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentCappedCallsPriceCap Namespace Prefix: irtc_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Convertible Regardless of Circumstances, Terms Of Conversion Feature, Conversion Amount + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentConvertibleRegardlessOfCircumstancesTermsOfConversionFeatureConversionAmount Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDebt Instrument, Covenant Repurchase Price, Percentage + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentCovenantRepurchasePricePercentage Namespace Prefix: irtc_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Option to Purchase Convertible Debt, Additional Purchase Amount + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentOptionToPurchaseConvertibleDebtAdditionalPurchaseAmount Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDebt Instrument, Redemption Covenant, Percent Of Conversion Price, Last Reported Sale Price Of Common Stock + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentRedemptionCovenantPercentOfConversionPriceLastReportedSalePriceOfCommonStock Namespace Prefix: irtc_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDebt Instrument, Terms Of Conversion Feature, Convertible under Certain Circumstances, Conversion Amount + ReferencesNo definition available. + Details Name: irtc_DebtInstrumentTermsOfConversionFeatureConvertibleUnderCertainCircumstancesConversionAmount Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPurchases of Capped Calls Transactions + ReferencesNo definition available. + Details Name: irtc_PurchasesOfCappedCallsTransactions Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-5 + Details Name: us-gaap_DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionRatio applied to the conversion of debt instrument into equity with equity shares divided by debt principal amount. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-7Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-6 + Details Name: us-gaap_DebtInstrumentConvertibleConversionRatio1 Namespace Prefix: us-gaap_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionThreshold period of specified consecutive trading days within which common stock price to conversion price of convertible debt instrument must exceed threshold percentage for specified number of trading days to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdConsecutiveTradingDays1 Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionMinimum percentage of common stock price to conversion price of convertible debt instruments to determine eligibility of conversion. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdPercentageOfStockPriceTrigger Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThreshold number of specified trading days that common stock price to conversion price of convertible debt instruments must exceed threshold percentage within a specified consecutive trading period to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdTradingDays Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef 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Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPercentage price of original principal amount of debt at which debt can be redeemed by the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 470 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentRedemptionPricePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI

https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRepresents the portion of interest incurred in the period on debt arrangements that was charged against earnings, excluding amortization of debt discount (premium) and financing costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1F + Details Name: us-gaap_InterestExpenseDebtExcludingAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe carrying value as of the balance sheet date of the current and noncurrent portions of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_LineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionMaximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of borrowing capacity currently available under the credit facility (current borrowing capacity less the amount of borrowings outstanding). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 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(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityRemainingBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe cash inflow from the issuance of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow during the period from additional borrowings in aggregate debt. Includes proceeds from short-term and long-term debt. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for debt initially having maturity due after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 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(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_RepaymentsOfLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_SeniorConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_ConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=irtc_BraidwellTermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=irtc_A2029CappedCallTransactionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: irtc_DebtInstrumentConversionTermAxis=irtc_DebtInstrumentConversionTermOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: irtc_DebtInstrumentConversionTermAxis=irtc_DebtInstrumentConversionTermTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=irtc_InitialLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_SeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=irtc_SiliconValleyBankTermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_BraidwellTermLoanFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=irtc_DelayedDrawLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_ThirdAmendedAndRestatedSiliconValleyBankLoanAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=irtc_A2022TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=irtc_A2018TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=irtc_A2022TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 66 R55.htm IDEA: XBRL DOCUMENT v3.24.3 INCOME TAXES (Details) Sep. 30, 2024 USD ($) Income Tax Disclosure [Abstract] Â Benefit recognized for net operating loss carryforwards $ 0 X - DefinitionOperating loss carryforwards tax benefit recognized. + ReferencesNo definition available. + Details Name: irtc_OperatingLossCarryforwardsTaxBenefitRecognized Namespace Prefix: irtc_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 67 R56.htm IDEA: XBRL DOCUMENT v3.24.3 STOCKHOLDERS' EQUITY (Details) - Convertible Notes Due 2029 - Convertible Debt $ / shares in Units, $ in Millions Mar. 07, 2024 USD ($) $ / shares shares Class of Stock [Line Items] Â Payments for repurchase of convertible notes | $ $ 25.0 Stock repurchased during period, shares (in shares) | shares 229,252 Share price (in USD per share) | $ / shares $ 109.05 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant 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_DebtInstrumentAxis=irtc_ConvertibleNotesDue2029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 68 R57.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK-BASED COMPENSATION - 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 $ 17,158 $ 21,008 $ 59,970 $ 53,358 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 709 1,236 2,421 2,584 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 3,163 3,370 10,551 7,912 Selling, 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 $ 13,286 $ 16,402 $ 46,998 $ 42,862 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_CostOfSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingGeneralAndAdministrativeExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R58.htm IDEA: XBRL DOCUMENT v3.24.3 STOCK-BASED COMPENSATION - Narrative (Details) - USD ($) shares in Millions, $ in Millions 1 Months Ended 9 Months Ended Feb. 29, 2024 Sep. 30, 2024 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Outstanding options (in shares) Â 0.3 ESPP | Employee Stock Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Unrecognized compensation costs related to unvested stock awards, expected period of recognition (in years) Â 7 months 6 days Total unamortized compensation costs, net of estimated forfeitures related to unvested stock options Â $ 2.6 Restricted Stock Units (RSUs) Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Outstanding awards (in shares) Â 1.5 Total unamortized compensation costs, net of estimated forfeitures related to restricted stock unit and performance share Â $ 121.9 Unrecognized compensation costs related to unvested stock awards, expected period of recognition (in years) Â 1 year 8 months 12 days Performance Based Restricted Stock Units ("PRSU") Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Outstanding awards (in shares) Â 0.9 Total unamortized compensation costs, net of estimated forfeitures related to restricted stock unit and performance share Â $ 36.0 Unrecognized compensation costs related to unvested stock awards, expected period of recognition (in years) Â 1 year 4 months 24 days Expected term (in years) 2 years 9 months 18 days Â Risk-free interest rate 4.40% Â Expected volatility 67.95% Â Dividend yield 0.00% Â 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 - DefinitionAmount of cost to be recognized for option 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 (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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 - 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 - 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 - 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_PlanNameAxis=irtc_EmployeeStockPurchasePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: 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 70 R59.htm IDEA: XBRL DOCUMENT v3.24.3 NET LOSS PER SHARE - Schedule of Computation of Basic and Diluted Net Loss per Share (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Numerator: Â Â Â Â Â Â Â Â Â Net loss $ (46,182) $ (20,107) $ (45,667) $ (27,116) $ (18,482) $ (39,109) $ (111,956) $ (84,707) Denominator: Â Â Â Â Â Â Â Â Â Weighted-average shares used to compute net loss per common share, basic (in shares) 31,262 Â Â 30,607 Â Â 31,147 30,470 Weighted-average shares used to compute net loss per common share, diluted (in shares) 31,262 Â Â 30,607 Â Â 31,147 30,470 Net loss per common share, basic (in USD per share) $ (1.48) Â Â $ (0.89) Â Â $ (3.59) $ (2.78) Net loss per common share, diluted (in USD per share) $ (1.48) Â Â $ (0.89) Â Â $ (3.59) $ (2.78) X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: 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-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 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-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 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http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetIncomeLossAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - 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 TI R60.htm IDEA: XBRL DOCUMENT v3.24.3 NET LOSS PER SHARE - Schedule of Anti-dilutive Securities Excluded from Diluted Net Loss per Common Share (Details) - shares shares in Thousands 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 Anti-dilutive securities excluded from diluted net loss (in shares) 7,160 3,054 7,160 3,054 Options to purchase common stock Â Â Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Anti-dilutive securities excluded from diluted net loss (in shares) 290 307 290 307 RSUs and PRSUs unvested Â Â Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Anti-dilutive securities excluded from diluted net loss (in shares) 2,378 2,747 2,378 2,747 Senior convertible notes Â Â Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Â Â Anti-dilutive securities excluded from diluted net loss (in shares) 4,492 0 4,492 0 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=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=irtc_RestrictedStockUnitsAndPerformanceBasedRestrictedStockUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=irtc_SeniorConvertibleNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 72 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (&V*7ED'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " !MBEY9&'[1MNX K @ $0 &1O8U!R;W!S+V-O&ULS9+! M:L,P#(9?9?B>R$Y&82;UI:.G#@8K;.QF;+4UBQ-C:R1]^SE9FS*V!]C1TN]/ MGT"-"=+T$9]C'S"2PW0W^K9+TH0U.Q$%"9#,";:U.94YTN7GHH]>4G_$(09L/ M?42H.%^!1])6DX8)6(2%R%1CC301-?7Q@K=FP8?/V,XP:P!;]-A1 E$*8&J: M&,YCV\ -,,$(HT_?!;0+<:[^B9T[P"(),;DE-0Q#.=1S+N\@X.UI]S*O6[@N MD>X,YE_)23H'7+/KY-=Z\[C?,E7QZKX0O*CYOA)2/$BQ>I]621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+$3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(JZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?.*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z">P'_T=HWPJOX@L Y M?RY]SZ7ON?0]H=*W-R-]9\'3BUO>1FY;O/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+',<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>?8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY=<7^/1DN/;IF6U;]\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODWRSEPVSK> U[F M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M'OQ@2";_-:;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-9^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M &V*7EF"VN;\VP4 -X> 8 >&PO=V]R-W-H965T&ULU MM9EM;^HV%,>_BL6F:9-*B1V@<-ME:"!T50$O>8XPQ["8_2SN2R>#93DTN9ZSA*Q4R1+$\2 MKK;7(I:;JP[M'!X\1*M0FP>]R>6:K\1Q_I!;GX5>Z"!T?-EG!5_ MR6;W;;_?(7Z>:9GL@Z$$293N_O/G?46\#* U 6P?P-X$T+I? %*@L%3N4ZIJA@G.Q/B>N+C*MH-W]8ZNAG4+?KF ZX[ML MS7UQU8'>E@GU)#J3'[ZC0^=G&]XW$GL%VR]A^YCZY$;Z.?1331ZW:V$CQ<.I MT_UL0T*C&B(-2J3!:4B?V3,5A'BFF@?H\XEI+'F? 61*)A M#0%')> (+=1MJB.])7=1+,C'/%D(90/#-1R'=MV+,1W9X-#0AG#C$FY\"MR# M6$5F&(4T?N2)M8WB.M%#N-5A0AZ%'Z8REJM(9&?D/O7/;<2H5D-BZE23JW,* M,Q1.*FBGW#39,S+7T#F)5,23>:K5%OX'UHHXHGYS:R/&@YHBO_ 3]!3D1_Y, M[@/HK-$R\@MNI$4?D61.=T3[XT'?.B+AP4UY6<7+3N&=!@&H0T/<7Y#W\!WY ME-KSBDL.QV,RTB&T$V6,_#R/H+D,'<=*CTHUI:^,$46MR/_H/7,'+?M1;E(K M.2XWYRFY@[!CS)? GEEYV[!&M/)&%'\!9W)3/.8 !6MZT^E#OF:A3#$O<41DZ+-+NX*)FY&G#*=`*R*E'V)2PLDGL))ODY4J9%C %*ZFL@$]1G?=<06N?^KX (9)=I)6XC:L$*NL$#O)"LT3'L?D.L_@=69O MM[A.[4H&T:(54:(X1[F,-*^FN6+'3TCGW(-MC8U6T8'%89 M'(;[DW++[PY6A.!G_Q1@S^[@H7VDP<5J#Q/:,#MN97;<(]LX;QCWN[BUE$?D M/EL767A04\:*[KBGV1W 5(!XGP;BF? PFK./,$2D'3+D[&@T'UAU./+@I9V5W M7-R<'/SMV*>NZU KZ3?U.[\4)HIGPBH/5C/AF@W)WF%@^+0]O MI\619:_Z?'?R^X&;^3(CL5A"J'-^ 0.>VAVF[FZT?!?GD0NIM4R*RU#P0"CS M ;Q??JD/-^8'RB/MR7]02P,$% @ ;8I>61@WJW+T!@ E!T !@ !X M;"]W;W)K<_#T^4C%]_D MFC&%?I1%):\F:Z7J_E%XX M+Y.\FBPOV]]NQ?*2-ZK(*W8KD&S*,A%/[UG!'Z\F>++_X7/^L%;ZA_GRLDX> MV!U37^M; 7?S@YD!K\5?.'F7O&NE0[CG_IF\^ M9%<33R-B!4N5=I' OPV[9D6A/0&.[SNGD\,[]<#^]=[[KVWP$,Q](MDU+_[. M,[6^FBPF*&.KI"G49_[X.]L%%&A_*2]D^Q<] [FR]"4H;J7BY&PP(RKS:_D]^ M[!+1&X#]D0%D-X"<.H#N!M VT"VR-JR;1"7+2\$?D=#6X$U?M+EI1T,T>:6G M\4X)>)K#.+6\YE4&D\(R!%>2%WF6*+AYGQ1)E3)TIQU+-$-?[V[0FU=OT2N4 M5^C+FC 07N:I[OWO=^^CXR\[X59XAZ4T0\XEN&7[N'W[4AN-V M.#T>/H?(#^&30_BD]4?'PF^$8)5"B900Y[DMGJT#W^Y [[)S62.HM;5V'K M2I>"S3+ <4"#R_FF'X]I1D,"U4F>(?:CUL5'MLN2JS434//Z.]*&.[(@\G$\P&U:$3PZ[8L#[H43]Q>N MDN($B MS,DD4>T.,IAFAW@(3.\CX #)^)KE \D(]M4G5V[P&VE6CRS,VTTD(MC;T!5HN9YV,\LD"QU_&/YT3["; F*J\>4,& CI'0O#OCJUD#-^,9WGGMX_&# M(!JBMIG%%$30> M@=>Q$7;3T;8N.>"9[+5*%P82]"T\RG%_M@N[W@(AR?IK^)[O.B)72KV,). M/GNIVOI9WHZ#[D@.NUGN(!+JY$DK!&O)D^!.J'#>3&M8'6-D##NV R[Z0P MB@9*6&]6K!A-GHIH;-8OTVQ!Z6BQZ.@,N_GLAJT8K)X,M!:HF<:>1I.>J$?Q M$*'%BGJA'2#I*(R\C,)ZZ9P>Q$+-A3ZW6D\8)DGA("##4FPUP\%\2 =EQ$W MEQV+FF?6 C%)"GL>2($A6)M=1*.12DQZ!S8WH_6H@U4Y!\'(@3@@M_JX4'$U M MNDL= /%F2X0BQV8X@[LB-NLKMA]UI]\>J4I6#2UY!#+";4CX,QF!W%D5,H MK@?SN95@R[)YO%K0:/8K VF'8AXSQ\1NJ3C,.+FL&M>EOE6E6U[!![S266=5 M"HC1FS]APZ'HK16ZT[&=?)&U9_+ `1'T'W_$C63A5RYWBZ;3N.O6-=\MPID-2_N/K V_7=)-3C%[QZ-C? C6/9@: " M'.Z?]-($#@BVC\X+6E3$$>R9FU/O'BZV/KQIG'@6UXP<'EZKJFI0 R-Y;8Y MSG8G4:A;HKS+LER7<2B8NF\TRRLX=MPBY=Z\\?&R K+NU-5U-]S,)A/]-FA,<(E?::PVZ5 MTL>YM9N$375QRP*HL!H'-@,,07*%8W*;=D*%NH7*%P&,WXBG_>:#)9QR MJ2X0(7&[ODWM]E^*S/%6LN; E#0$SO2[#+L4F'9C=:?3/?24D[X<)28K7HN" MP9&YL$PS O4K'M$0M%,Z](5*I\W^"V,(C2\-U@Z&Q<[:P9CW/IGI[Y4?$_&0 M5Q+4Y H&>F<1I$%L/P%N;Q2OVZ]H]UPI7K:7:Y8 >&T SU<&PO=V]R:W-H965T M&ULK59;YLP%/XK%INF5NK")2&7+D%J4U7;PZ2H6;>':0\N MG 2K@)EMDG:_?L>&LM"06[4\!%_.]_G[[&,XXS47CS(&4.0I33(YL6*E\DO; MEF$,*94=GD.&,PLN4JJP*Y:VS 70R(#2Q/8:$2EL%, M$%FD*17/UY#P]<1RK9>!.[:,E1ZP@W%.ES '=9_/!/;LFB5B*622\8P(6$RL M*_=RZAJ B?C.8"TWVD1;>>#\47>`1!/+T8H@@5!!"HJ/%4PA2303ZOA=D5KU MFAJXV7YAOS7FT!?"..!70K0-<8+9496S=4T6 L^)H(M'8ULNF'VQJ#1#1;AH4!$L"5YPB*JL'--$YJ%0..:6)*S M&160J1@4*VER3CZ2]\0F,L91.;85ZM!L=EBM>5VNZ>U8D"Q\O2$X%6=&D '+&,G(_OR$YB/+0S]MVHJ0?&'K]]E@% M3L=QW+&]VK1X**JAO5=K[YVFO4Q-0@L5<\'^X(3V4(ZVBB_Y_0U9OF-^K^0? MCFL8\&L# IL,,"F+P^+]+5&O9>^+: CNUX+[;Q*,7PJI:!:Q;'E(=?^@ZGT1 M#=6#6O5@K^HI3U.\T6],\,%1"7XHJB%\6 L?GB#\Y.P>;FVDZSBM^7U,9,/! MJ'8P.MW!<>D]VM+4=7U\ZVV);PET1GYOIW;7^?>5=$Y7?T*N5_1-#]YPL.VA M+7*_B8U/O;O7Q#>L\V0AGDL;!R6[6T(\;]0B>#ONM5)[HS[1Q>%7*I8LDR2! M!6*@ G%]PKEXZN@JJJ[@+U!+ P04 M " !MBEY9.)5XBJ,& !4'P & 'AL+W=O85XVY^22SI\)+GW$OR2+Q^DN77:B6$(L]Y5E0WHY52ZZO)I)JO M1!Y7EW(M"GBRD&4>*[@LEY-J78HX:1KEV819ECO)X[083:^;>Q_*Z;725)L\C\M_[D0FGVY&=/1RXV.Z7*GZQF1ZO8Z7XD&HS^L/)5Q-NBA)FHNB M2F5!2K&X&=W2JXBY=8,&\6Q(^34\>8RJYJ_Y*G%>@">;RHE\UUC&$&>%NW_^'DGQ%X#B(,W8+L&[+@! M'VA@[QK8I_; =PWXJ3TXNP8-]4G+O1$NC%4\O2[E$REK-$2K?S3J-ZU!K[2H M"^5!E? TA79J.I-% FD7"8%?ED6L6EJ$A:D$\KN:GB(JFN)PJ&5 >>S'?=W[7=LX'N;?).%FI5D0B& MD2#M0W/[P-!^ E)T>K 7/>Z8,>"#6%\2V[H@S&(<&<_L].8V1N?_]1[]Y]X/ MQ+"[XK";>/9 O/MB+G/1%P/YZ_:Q4B5,[K^Q5+?!.!ZL7O&NJG4\%SP\$!HC,%.\@3*>$X]M6Y9U/=GNZXL@&7E(V[6H9^TC#V@[6'W M2'LF*U4O1&5+'V/>!G#V1^E:+M.)(T!&;4OGK0.I[5@.U7DC2.IXP3!OM^/M M&GG_6L]J(NM2+E(TW:[>L04)=W76.M)GW$.RK0-9 (5AZZP1.=-J0VP]CK6 MGG'9V6TWQ9* (YW6].557&'GOG,O-.8.%YPP6G2G802;\+A/^*\M-)>)ROB*P MNX/]VH*O7-<; 98.7Z]%QPWT"ILA0"BO0"]%'>@PV]/7LD@'&BDRA#D2@5F\1 M+:,,#V#C839>D*4H8&9F#?4X 3>:UFZ@=OJH\ [.0U7?NLT<*S1HO.%>TP2[UCIF;+W&6I$0V:"]VWNMQ!$","!["¥BD" M=&F ;-D(D@-RN#Q[RTS-GKDCOBM&E+GN7<>VS;!%"D$&#*.. 1T+6Z(1)$0T M<.^-,S6ZP7:!D@50KQ? J35JMFBT*WIP2\8A:E%U P]8S>QT2(I"QY_B(/3$& M.V3=FU1J=JGOA]<@E#)B0*F/O"DBP#&U,%.B ST/6Y6Q@-P>3GQO5*G9J;9; M=`KBRHRJHM'CKGR&0)T$?5"!#>F3'_/CA @]5QO4!76&U=F-J[-='@4"UF* M%R%4_(P;%Z:[Q3%W NP%!H,R-V#Z7 \Q*.S9#D>J \/ZG%VK3O5]DK?K5C M7W]-V*;U=WY4!=T^4A_Y>H3A MV-A0B.8U^.,-QAO$/BO7=E9N_ZAU D@S) MR3+M>]48-B%L*<"@S*-4WRQ## HI#Y"--<*P/OH+O$5%:GOQ#^A<_@4NA.SJ;,9<=2(##+M;QC*;!HE'O'4F#1 M8.(,2-&;1V8VCX-2[)>'20S=VZ%B(#!,#"P:(@8631=CLG=*F(MRV1S/5C - M-H5JSX2ZN]T1\&US\'ET_XY>S2AR/Z1747O VX=OSYO?Q>4R+2J2B05T95UZ M,-:R/<)M+Y1<-V>4CU(IF3<_5R).1%D#X/E"2O5R47?0':1/_P502P,$% M @ ;8I>6>SI7FZ" P <0P !@ !X;"]W;W)K&;-1+*E&UB"^KA]%#BS.Y8T+X')G#,B8#VU[MSQ8JCQ M->"/'/;R:$RTDA7G3WKRD$XM1P<$!21*,U\[& &1:&),(Q/+:?5N=2&Q^,# M^\^U=M2RHA)FO/@S3U4VM88626%-JT)JX/M?H-4ST'P)+V3]2_8MUK%(4DG% MRJ88(RASUCSIYS8/1P;(8S;P6@.O;Q \8^"W!OY+/02M0?!2#X/6H)9N-]KK MQ,VIHO%$\#T1&HUL>E!GO[;&?.5,U\E2"7R;HYV*9YREN.N0$AQ)7N0I53A9 M*GQ@.2A)^!I?E5B$F:Z.'9!W7$IR0SXNY^3UJS?D%\Y4)LD"(TD-]O/+]],+]C9FHTN)=TC)O7>1< G;6^([M;XGG>($AGMG+S7V3G._SOOAF[R?)\+OZ\&L^_SF^0R&Q7BPOKWB(;[%/:O2%KP4N\N,03*+HJ M@$A(*IK&'(QUVS@<'%60Z_=]JAP2]B#S<\A-$/5J]1SC#UQSH49=/J*+^9A5 M9550W0 1/!B9U&/=$Z7_X'VNSU*3XN@\5B]T>YK/05'0TWP.&?72LCB'^(Y9 M\;!3/+RL^.2C?.XP&IH.H^#(=R/2 //"433J"37]&'D]N@6!MPP\+VPI]@^ MZJ%*$)NZ>95XW%1,-==EM]KUQW=U6]A;OW?',]>P/L=^NFE__Z-OFO'W5&QR M)DD!:W3EW$:X-:)I<)N)XMNZ@UMQA?U@/,< H #4V 8 >&PO=V]R:W-H965T&ULM5MM;]LX$OXK@N]PV 7J6A+UYEX2H$FWN +;;I#L[GUF)#K6 M51*%)"T>^MO2#FF90Y1&W6_)'X9T<^0, ,\'$H7SUQ\[9>,R>!;VW3]Y60I MY>K=;-:72];2_BU?L0Z^67#14@EOQ>.L7PE&*WU1V\SB,_QF+:V[R=6%_NQ6 M7%WPM6SJCMV*H%^W+14OUZSASY>3:/+ZP5W]N)3J@]G5Q8H^LGLF_UC="G@W MVXY2U2WK^IIW@6"+R\G[Z-U-EJH+M,6?-7ON=UX!RI4'SK^J-Y^JRTFH$+&& ME5(-0>'?$[MA3:-& AQ_:0:=;']37;C[^G7TC]IY<..:!]NR&-_^M*[F\G!23 MH&(+NF[D'7_^#]LXI &6O.GUW^!Y8QM.@G+=2]YN+@8$;=T-_^FWS43L7 #C MX!?$FPOB_0L2QP5D^E M@&]KN$Y>W?N@D5A50"O>M[4%97PYE["/U@MV0=\$=S0?AE\A!7O@VGPQ_V' MX*=__GPQD_#S:I!9N?FIZ^&G8L=/S8//O)/+/O@%?K(:7S\#V%OL\)2OVZ]@[MX#U;O0U(^":(PSA!\-P7I:AI%T3S-PC"\F#WMNH"8%DD>YKN6(WSI%E_J M7:#WU?\@H8:HEAR*4,F[LFY8T&V JT_5ZU*MY%HE1=VAR_@.:;#1 M/&7;>A&%A@7#D_RH MV(/JC!K<>) M *49'"GEFC8!;8!4:5? B]+GYH5&>QCE!H@>SC+(T=:^&H?[(2ZQ7[\N_UK70 MA#%="0Y0^T 59BK*I?:G8D\@F5=J-5 GB)T!<9AABV%;NM ;WH[\Q/VKXCY8 M"O9-I>ZZ[I<*YVL>H'@3"T6>%AA0RR75#PZXB*U M? CE+(@2A;>=": @T\C/H;W+! K*9D H&P@HVVY*4 MC:[,.E";FC[4C5OE1%XF/E7FG&NT\608)HX.4'Y*S2@JQ^H@\-0WU&Z#,K ML@(1#9AI&6A6^-$AFLC/JE^@H+>22Y4(PV-T(Y1P/>MHR*PET%8\.BL9]% M;P6#S*R@CB@%MJGD7.4";&6%4 GKU@"Q390%5&<;/V(X!;TY=SM@2#7VDZK. M6Q]&A#.S*$$P(H:0Z//,#=)09^RGSFW0KNB+BMBM<%RS4? JB#M@4."U(CA1N MQ#(*L] 3)H8L8S]9?F +)A19"B#%;HVF7&S3W#3.L6A F).X!59L2#'VD^)O M>U+VT,S:1#>%_0*BQ3%+6 (/9L.,L9\9OQRS>471VR0(.54D,0(?,25)%'OR MS_!FG)W40ADD[!'PO71*BF=:[3Q)!B&COV;V=LUB$:JRJ?>'*HEE"\ZR1F(M3*>$C.W]*F1,.^0)<1,06RZJX.QH=383ZDC]"57YG41:IG0 'N!41H,T9; M")AE%$+V>/+',&SL9]C/5&Y GH;>9M1YH5L*%GJ$>XDF.1=X8MB7'&#'9WD_ M>AM(&##9-!T#[X#%3$OJP&^(E?N(=8:??N9DBV,[6X=+16UMB^)GX^=DJPL=6 M,8*1H^J-"$,C,/OG#IF 2;V;,LBE,L\ ([>%Q/#_L3/_J,D*NEJI;JAM&D" MJ 5=3_6Y&8X;H?0< @_9F"*F+MR&]8E_M_R*6\&6 L366KQ >/E5Q0LLC6. M'=EMF[K &G8F!]C9&1LE;UO>#\ZS:'E<^U7 :L737\A3%-X\#H-5S7 MJ4/,8-50Q\ (@/>BD0%@1,R2IFQ*)X7/BY -M-5NICET%(?7P>SF%BI$'BEP9W MF_/2>GM*@@2?AT3%X5LEPKM'&D[-S].V7#%HWZ8.+O=E ;?)O2V8Y4.Z0];1- M#ZRGD0N)7R[<[<=AP[O'J62B13';Q% LG89N$!^M$!*C$!*_0OB=2]\;[C9 M8L"91+;I@4DW\B'QM]_OUZM5H^^L 8?4 6/#0>Z\2K:-]H8"/]R@!7F&-N&3 MLS;ASS7:>$J,PDC\"N-3!S$'ZQ>HWC'JK2T-,H(=-B&&<52X>ZZ)T1")7T/H M]);T&^O=*&T1D(5(_PRQR^=N,DV-6DC]:D%C' XR(VT/)4,=!IHB%:)-QUU M!PY34YOL#?5B;"S:X8$QQ0G? A>.5W&G!4W*D^P<[BUZJ$[RR65=#BX%^QYE BG3Z,;F$V!7NED-J=$7J M/PZXL^\1"?B#I&"F?=NJ=G6GP/X-)H=\\YV6;]RR39)T+(3'CAE-D!2[*L: MRGS]-_C1.^Y04@X>W^-- $>&0$D2THX:>TZ=TYQXZOVJX__,Z^!TT0O KI^C] M5?[K3T['W$C7&J$1WK:@<2Q&]_TK <2YQIM/ E&LZ3^EL<=@ZJRO1G8=4M(MBAPJD#Q/D1-HQ-05ETI9%I'X5<2V EY]9TYCH##Y2M5V1Z'FY?[B35^A,HXV= M-_(DG?^8,/6JGI,GX4RCC6]:-?HG\^N?X\(T0]H9>9%E2!%%3!UAFAEYDQTX MZ!BU#TW0.N$B/0J\V8E8NM :_9$=T!\[$[IM=6KU@6+%CB4B%*MMZ<)J9$3F MEQ$W' 2CD+52/[I#'WQ8,]VP1[&>M?EPKM'&KANAD24_)/TSKWXY>1+.--IX M$HPPR0Z9]E^NGWV MZ;U^XF?O\^OHW$9I>&-Y"O]F,\# MEY*W^N62T8H)90#?+S@DQ>:-^H'MDV)7_P=02P,$% @ ;8I>6=P1(=B- M#@ ?* !@ !X;"]W;W)K;4JFZ_K M3;66_[FOMZNRE5^W#]?-9EN5LWVCU?*:#8?I]:I[V]NZEW[7*Q MKEYO@V:W6I7;#]]5R_KQ]BJ\^OB'GQ8/L[;[P_7=S:\J-Y4[2^;UUOY[?I9 M9;985>MF4:^#;75 >_5M^(W(]PWV%O$0S:+CLEV8]? #Z)7SSZ[AL>?/ZKS_<;+C7E;-M6X7OYS,6OG MMU?Y53"K[LO=LOVI?OR^.FQ0TNE-ZV6S_QD\'FR'5\%TU[3UZM!8]F"U6#_] M+G\[#,11@S!ZH0$[-&!]&T2'!I'1@&4O-(@/#6*SP4O;D!P:)$:#.'VA07IH MD)K;D+S0(#LTR/;!>AK=?6@F95O>W6SKQV#;64NU[L,^OOO6,B*+=9>*;]M M_.]"MFOOQO5Z)A.KF@7R4U,O%[.RE5_>M/*7S+@VJ._EEWKZ;EXO9]6V^5-0 M_+I;M!^"0?#+FTGPY1>O@F9>;JLF6*R#G^?UKBG7L^:KX OM^\UU*_O:>;R> M'OKUW5.X +H&T"?EN

[<([IM"RMY[;P*%>!4I- M?^"O0G2)&]'!KXTE5.F9.55W=\HW#:!J!52-]QD.@7*IYX"B=8F;UIUU=2PA M;CLU]W:W7^\P0XOCH&J\QV@(E$<]R@HC)NZ2M_Z/@XS)>$.Y84(\>BZT2.\$ MZK2 JG&HFD"IZ]DJ@C FJ-H&J%5 U#E43*#4]I12+2D[?QOG2"C8AR$@8AJ/$+.]T M^_"./10]0=4X5$V@U/38*T"5G'ZQ 7:A2]W+:!VSH0P+]E9 U3A43:#4]&\11 MJ"MQHZ[S5L1V&9CY+.VQVZ]W/D#Y%U2-0]4$2DU_I9&B9.FGO$KAN)"07"JE M1'E:R,SG\XS[F4W\[$DY'VJ[_RL+,O,EJ3)A9 M4_F4JF"+([.TOB#L!EF2):GY1 [*T.R9H(P$S7 H")7V@%"$% FA"#L:0E&&%H2B MC%$[EX0:7S!Y7.*Q#1CJ-H$JE9 U3A43:#4])12>"MUXZU+5XVZN^.==,2C MS4+S=ARHRP*JQJ%J J6FYJ]+16T)_!Z\)M2O!XLQZQJZ[H]X'HSX^"ZA/#E43 M*#4],12C2W'O%DUM9L?BX=!\-X;;HW>$>SDMH$XY5$V@U/00*Q27GO^.T92@ M:FP86N6_;A?>,86"M9[;P*%>!4I-#ZI"9NF%WS6:4G=."FED Q6E0M0*JQGN, MAD!YU-\)K2!9YH9D9T'3C'@ZFE5'Y';L&V:H6@%5XWV&0Z!#YHLN.6%HO5E#4&H.AI,I)I9%%V0X&?0F M3*C:!*I60-4X5$V@U/244E@P<]>F79KAN+OCG71VP9MY=IQ /190-0Y5$R@U M/944#LPNBP/)]"&@76P^1, _=3^]#40^7!=0EAZH)E]J>%HKL96ZRYP-P,IN6 MA7F>6*=^**+KY[2 .N50-8%2TT.L&%UV?AU=1M31Q:DU:1J[77C'%%I&UW,; M.-2K0*GI0554+KMP@5QF8S#S>LO8W2?O+(!B/*@:[S$: N51SP"%\+++/4)66 MV55O Y::"-[MV3O.4% '5>,9 >]L\1 HGUJDVWMQ>2?&W==O6J_W' M>57.JFUG(/]_7]?MQR_74O^QWK[;^[C['U!+P04 " !MBEY9@-+*WLT$ M ";"@ & 'AL+W=O;1V_B[DB!$>"F/#<2>/L?S<[P>98R%"SY5HZ63I?"$B+7W6#Z5' MH9)28?K#P>!COQ#:=D9':>_*CXY<%8VV>.4A5$4A_.8$C5L?=_8ZVXUKG>61 M-_JCHU)D.,=X6UYY6O5;%*4+M$$["QZ7QYWQWN>3 Y9/ G]H7(>=;V F"^?N M>#%3QYT!.X0&960$07\KG* Q#$1NW#>8G=8D*^Y^;]'/$G?BLA !)\[\]57, MCSN''5"X%)6)UV[]%1L^'QA/.A/2+ZQKV0.R**L07=$HT[K0MOX7#TT<=A0. M!R\H#!N%8?*[-I2\G(HH1D?>K<&S-*'Q1Z*:M,DY;3DI\^CI5)->'%U>_SZ^ MF'T;W\PN+V!\,87IZ?QR;/M*ZL\S.+F=SRY.Y_:C?1BK-.7#?))CO3Q\ ?D3 MG#L;\P"G5J%ZJM\G+UM7AUM73X:O LZQ[,'^H O#P?#@%;S]EOI^PMM_6\L MI:MLU#:#*V>TU!C@K_$B1$^E\O=SA&N\@^?QN'T^AU)(/.Y0?P3T*^R,WK[9 M^SCX\HJW!ZVW!Z^A_Z=$_3_(H*_S3#+Q!6EL)NTVOOR*ZQ% &VE\Z7S(J*B!;!XB+0"MX0I&K$6'OF DARQ6* ' M'BL]N"'!!A!T &&)@^G3.E,1V$@1V%B+EE=-G(Q%Q$DC:A(&8V>FHB,!FJF7!1!TQ$9EU@9#0 M1QK1(+Q/2=24E/M*RSN*-#NZUC&'+,7, RZ7W Y6IEB2S\31?V?9H]D \:%N M49J945@>N? 1@3K%"6&H?6%:B7K'WDM+G13KQKDBQN^W->W#FG$!^3'V5P5C1 MI-/3[BBIJJ;?U4R?\:,+G7S$#E]+ &T"%:OE_)\LSCB89>LJ*4306#9T[M'EF6X\NWOZ.P\&FD]9>A8%2/=A_79H=]N7U[A^<#R*U\^V M<^$S3A%=F9X?"Q?I,9,^.5/H68#.EXXJLEFP@?8] M.OH74$L#!!0 (&V*7EEUVE&=X!8 #! 8 >&PO=V]R:W-H965T M&ULO5QMW9>8I#! O_?3W9B\N+7NQB^U[M3G M5=WXEWO+KFM_?OS8ETN]*OS4MKK!7^;6K8H.7]WBL6^=+BI^:%4_/CHX^/'Q MJC#-WJL7_-N%>_7"]EUM&GWAE.]7J\)M7NO:WK[<.]R+/UR:Q;*C'QZ_>M$6 M"WVEN^OVPN';R1+95:Z\<4VRNGYR[W3PY]?G]!ZT'O?];T;<^^ZR(DYFU- 3E MO'JY=T $Z5J7'>U0X)^U/M-U31N!C#_"GGOI2'HP_QQW?\>\@Y=9X?69K?]N MJF[Y_JH#/T]HO]+6GO^K;F7MR?&>*GO?V55X&!2L3"/_ M%I^#'+('GAW<\\!>."(Z9:#F,HW15>\>N'LK7*T&KO1!V:5GP9QIB&E7'4. M? S5XKGMU=?W^_>GE?ZJ/[]35^2\?SM^=GYU^^*1.S\X^7G_X=/[A%W7Q\=_/ MS\[?7KUXW.$\>NIQ&?9^+7L?W:/W3^"J];;JE5V^;2E?CYQ^#SD3L423V]=&# M&U[I=JJ.#R;JZ.#HY('}CA/SQ[S? \3W[G9:E[9O.- MU86M3&NW5?Y_.?.=@ M+/^SBV'9[V3W?N1 /_NV*/7+/7B(UVZM]UY]_Y?#'P^>/T#M2:+VY*=_T55 M_6_MK5X7WGAEY^]"6&RZ@KWKTU+#PTJ[:HMF0P*=FZ9H2E/4RF.)AA]W7IFF MK/M*JRZL[NE';$?7S^195325,OCY=FGK>J/L;:,KQ(R9-Y4I'%0TX27+8JW5 M3.M&0=1MX;#(-+RIJW"PAA]U2[70C78%[8._Z+;#JF)0>NM D&EK390Q$=>- MH3571#)3=KK2SI2%>O3]7YX='1T_^7T](('C[_@>DHVA:64\QJK5Q/.]&/ M3B_ZF@63V+O29>],9**MY_+9=$LF.V5\1SC'M&Z<, [5V[-T#'8K7$4$FZ8# M.:M,N.#=.F)FJDZ]:K5;F8XXZ.%R#@=;'^B:,!6EQ>^-QP\\\K#YJJ#5.Y4E MC-2\H#*^K*WO'9'//+W1I5[-<,;,Q(?OC<:81'(U0BVV=78FN^XKE^N5#9WVG M*JL:VR5C@?JB$$TC:4@RPA^](;7/-HJTHO G1098ZTY_^:0IF2RS%<9<5\M MFQW69\6"?+'2E"<,"RHS;%+GX=/G)->FQVY?I8!)-$S;FH:XAB!618-T24LF ME!8IO[&,BNIWY MY]!"M;CQ;N6W(C>:0*41'%@-#=/2'[{$?<$B!;9Q6#13K M/1(T"Y3.GA?GM^6MBZQL$F:F1U0":/+(HVQ7@A@N>$_OEDYK-L<&84NM M)*EH2BIP*SBUV&'("Q/A @84.3'@WS05O)000*0_GME9*%+ISRWD2%2&0S>Z M<'0&*6K;UG$&5M%*"E@6RUURJ39!O;'7W[_^@ ?PMM.[?7+#6?+66'NH3NEJ_S2 M]G5%#!)B(V/"KK_WC4 B#I&Y?]Y[B@A,3H)H-5NVTY#=MKRPXYHF1?KJ(Y M;?0(QO/J?C$)4R>^:PS9)>#"%N MZ]RP=V.5 9 M%Z6S&B3;E2G5.QQGG:R[ZI&:-NIL22(XP]: -88X_[1# 1D!]"R^L1%1(ET5 M&[4F21/ZY3@'H%U7P*EPFW@P/P1K[2 #CFT5TXVT<[LTY3*3=E&MM0,LWP3I M2 3'$PA6/;XL:CO#%FGG/K&[F61'&/!3S R^;@00K.@SD8FQ1HN/"TK_XZXC^.;)Z!)]#^I#)+\MR, 5]0T)4B)27!D- M^[VI*ISUMO"(SI5=:= BT@E\P3L%&1"1'0RK\A,)'EBJH .MUI96"&@? (0#B6T3<5*B."A7=T!-U.8,Y1H]T1T MA/(:NM%D@JVS-40#?21%5(!BB&&-&GP)EAL.VZD82(>B3T5H@-320D&U&)@$ MQ:4NZFY94L#&@7/-.(B6D.L)F4 $U4*', 17A"6 M58B<[0N.8>D0O0UP$L4 MZ9.)L5BQ0Q>6M\N-!]HO8.SDSZ4$,[TS+/V7L<@P;FV02*;JG(Q7['JBEB / M'/2-!N*P&\Z,<@S$ SS0E^)-($I6:+&HN ,L'1.(+>MB0@A7\(!/3#7 MMYJQ#, GA0'.7P2^X&/@C*+R)"P75 BMIB/O"['0\L($]R:Q&,8 '/V#MJ#- MOMD^B%2Q*FX@'J3B(*0M-@$_G:I;7=P0NQ4"H&&##$F.)BH1UJ"<_AD- %Q+0FN^8 49DYHC^I+[D+R.P+*A[@+R;5$46 ? 4F(_]A0*%)V2]5]UDHM(=+5P)- MQM&?':ZT"%T;DK=F?:4<-=E9V_%3A"F"@($/@87=9KHS.RXW,V#GG2-9^M2 *O^ (KIR+#$ M\D,=VP0?C8B;MG 4$??M?+_'OH_V+C]> [Z$&]5YW(R3()Z%X9C>'46>DSB$\ MPSB4OYG/'5=TD'>,!01R.'TXCI_"AR,N-O.B/:9O#A=Z7=0])3*V7,D/@)_(MZ8P](1+;4>G=34]D"4B+_+% M M#"5>VM[X2&6$86NC;SG0D'H,#+V*/E-@76E:/J8L.&W%>G'SC.-8+$F5-$! MYT#2%982H\F9)S,;*,_=*ZV4;2B-RSW87DV(,KO M-F25 DS:]@O NV99O8@PLX#">><*(&U]?$=RTQF_5*@%VS;&02V&^:YL: MV; 5O3 -7V0KYI0T4_02*?!*C%U^*S!@+?3Z,Q:@>4F*(I.T!=C^X[;\6Y^R9J=^_*?%KAP2_/OB2]XR^PG:U> M!Q4QZ:;S.%;M.&O[99(BA)FL1Q[TR%_FC*S?@JF$SKFE!1#I.L MG'>(_-:F5FG85S2=31&3R.,U'.Q0+!:.[[C2C:S-T14 V/,!$KV,?:B\$Y+-+DO&CX9"L.Q:+PR<_T*?_A_-U$> M#K_G)LV/V2R.WT-@.BF[XO.EELG.!XM'CH_W#P^/GCYYKHY/]G_ZZ<>GSR9, M_=M!RW)'/P1H\X_4.CFK.? GO7P8;R.V/1'W.I2T^3&3(/%R$VJWA]Y<&?:+ M-I6_'L(-P(7QL7.S-6$/6I7(/1H97Y5P5G4HN%#I\ 9;N%R<'2 A>I&Q\R M">*[F=)THQ%*,>,QWDT(MG=[JE$W&KUXD&+UU\7L8>\UY=AC>KHOBON-[XL;A9OVM+A@!$8(;0:*&)I"C M-R?D9M]2?6$A7N*(%AON58([W0KPY' D_TG JW\"4$L#!!0 (&V*7EDG%I;<-0D ((7 9 M >&PO=V]R:W-H965TR! 4!+M,T9271)*F[FU^_SDKJ<.,;.%OO%YO5>#]^+ M.M\K_8?9"F'9MR(OS<5@:^WN;#0RZ584W S53I3862M=<(NIWHS,3@N>.:(B M'\5A.!T57):#RW.W]D%?GJO*YK(4'S0S55%P??\E7? @BQ1[TQLSLF2EU!T M>9-=#$)22.0BM<2!X^.7(L\)T90XVO<]"*),+'N.'^B[,=MJRX$=_GQ MYLO-^\\W;/G^%5M>7__ZˆZ?VG6_;QYOKFS9?EU=N\)Y&%$#HZ2FN&5YYA_ 3# M!7NG2KLU[*;,1'9(/XR489QH^%5?)+AK=@-V3@,6!S&R0E^X];BL>,W?LIB M<2?*2K"U5@6[AJX:G@'4[99=.[R%9O]:KHQ;__"WK.L.R4,@K4'<5I#;#S&:8VQ8:M[MN/W2C-[OQ/# W8KD4OP,,QN@2!+ MP76CM,1"X6V>O2.7*&JT@;,2D3,AO$R8U69"FV1I.P)V2!MIR5N M6O#*#/NFBJS=/E#3\2\KX[YC2SZ%!9L G1YHT[+DLP4M5!B=,P,2W%,1L)W0J2HMD:5Z< 3"2 MU8^V!R+>DPHG]IT*3GPW6CKHV+/^17_/6A-@$&ZW4FY-G[!H8D ,1Z.]$)E.N/>9^ M(C,VG@9A%+$8I.,H0'UB,>BB, G"2>R6Y_-@/%VXY=>"YW;KF,C26&DK\G3# MXG&03",634$Y#\+IA$4@G$Z"&(01"'! N_!%'1;,(@Z9.R/"=[DUDP&<]I%"?!-$PP2F*L130:3T,0A"W*&U$* M[;S6A1QYXN=2TOS6NHA,$5A:&BR8"JF-EU;R/+]G^*';LEWL_:T-C"&L8@I; MFL@1LBEHVOAEBI9QW_J^QST*G}$&@&AB]9.L659IBLSO"]DA6Z9.O@$*J9!W M?)4C]#]H=2==QT#><:WA$9:]5<90[@!XX\53%E2K'$D!M/QTBTO.$.:5QG1 M%7XO@^)6]2WR<&^/.UI:PQ T"I\1&W0E=HK6QC7?0*OA*#05R=Y$[Y%L<(IL M8]F@SW@,:$FM2][!GO9@YRWLATD?W*"BA!0R M^!1'6NED([4C:U*71P9VMAK7KCDS*=US(C4.]!K%FHRO9*]Y66B=FS?0D?)@ MJ3:E_-/7HYYF[F;(^559LT6[B7JP">J(S!T]SU"&)#44U($BF>\(Y ?6DQ"= M';*"=::11AT4FUVN4$G]$V+T0)>OEI<:322M2(_6WGC<]LG;)8MU5-T,U MAUI_D0W9;95N.^W !0Y_H$?GEEN8BX*=0FF2@])-#N3 T*+SP-JULRIMFHLV M]QQBLZERKG,:W5%?[J3UT;AW&BLSX=+*&M925!E2F#^A3= XU5= B_L/-.- M:-R#'PF?.A3J.$XKK>GB<76E#F3J DCZZF&WW*)30(K%C:#!Y*US_?3#/(YF M/\/TVO&04Y &O,F^ 7"YT0ET+20IX1QVRTO4?B;+!X[X.$0.&@"TX][@7\(MKNOAX\TK;\<)]K(LB1]@ I!IS*JS2%*\X**TSQ(4+C:P8<3*D73($YB%LV" M*$0MC8/)8L)^T\@\+]5Z#4CKQ$*1<"=\MP>0?07BV>^ KW!0/(]0QY/P!08H MQHN(!E$PG2Q>='H+HNQK' ?)(CI0?1$DZ!'^*NA'X_'_##<:C:G3.8F"<7^P MS+*S4_FB!QI:H@1X@]4$;=YXX5J7M\B(9T^2/$?OM)@G@!?BXGB,P1@MSRP^ M@?,$_5P8'NB,3FLVZUY:;Z7W>[K?Y>TUFX;3@!UJE)G#5QD\1(NOE=3.,2#9 M-L'CK\NE$L^FL:C?1/4LETW{[;?B(6Q+7=,%0I0_=*A2]JY:9!/4; 54G,_M+6*WBV@' 'XKD6T>\O2YHZZHE)\\\[9-:U@$Q!T*^ SM:M%I JKDU)#4CYLF M\> *GSM-@(0[[? #6TJ_&*)M=@^@!SU$FXVZAQF2T8$=&2!/+;)O\\KYIU3L M[Y_:%U"%^H?F0.Z:XIH)!U)=,7AVYV($;+U?^1)0UU17!#(!E'7OT=55"]J* M_E"SY^Z.5/!EQ//+\&*$Q=1[^PZMUY2Y &2>.%U;>=?:C8#]N-X&+%*HKI3 MW<@MYM>O#4EI/_&RK:L#2OZ\4C MY'H^#LH#+6NUQJV"(>E/V/T*GNM7HZ $X5\&]'7RN 6/@-$[2)ZG(#/KRYM M+Y'YZW[C5:.I/_Y\4!\=O/"5%^VV%N0@],AP1Z',6I'+ND=\'ZK+*KWH>^Q/ M%$@D> -=_R#-2KM(M[3WU*(4>*PK=758YGC;)(!?" MLR $Y/K02[;E,'[+7 M:D\9H7Y-[$ALVP]E]- (FJNC7% [(NO@U*0!F2SP!,XD&$F@;F%[X*5(S,9E M(\?E;*45\9_IW&7X6'QF#@(_)NF>;2F?">AJORSCM#V(O;P5G"CU*BMNV%* M8HC>>RJI2$EH]U4>^[*.YEX[[^&O]L]9](V]7V _/2?U?MCONOT^^X M1L :R%]#-!S.)@.F_1=?/[%]Y[ZRKI2%$[@A4A!N@@Y@?ZV4;28DH/WL?OD? M4$L#!!0 (&V*7EFCSOZ920,)L(9 >&PO=V]R:W-H965T[KKMMS"I:5UF1D;'=B,N^5RK,2 M[P3(JBB8^#K%G[' 'EF<]&>ZS7:JTP9F,]FR'2U3K_9T@S6E1MEF!I2*#SF3#^:-6%MNQY6I"F&.L- *CUP%GF.<:B&A\;C"M M=DL=>"H_I;\SN5,N&R9QQO?LZU*QU;?@BTFK,K5/3]^P":? 4./%)?F"-$$$X,B*^LW^]+4X22@[SX3X#KQ7PYUMC^,]@#N.6E2B7,RRUNOX]WB&=+UG\B._4O M BYQWX&N:X/O^L$%O&Z;?-?@=9]+GLD4YI^K[,!R+)6$J-S"HCR@5(71_X@V M4@DZ.7^>R[X&#\Z#ZZ]!*/M-2#2^B_V+>+ MV.>9__B&L$H1$18)H)+6"#R!6!<:3PK-J:T'3RB8IL<06)27)[X9GD.*"BY4]A=N MX;W@4L*ZI.LL-X9WFO:#H?V>;C0)-^1 K.@@X]>&,2050<-+\/NV& 1)>/6B M[WO^V^^D9G'=679@QP\H2GVD3C/UNE=VX/; \^"U_Z96O1!67+\OU3L)7B] MT ["0$L>/31:8^QU898S*;,DH^R8',+LG\#:T[<'O2NX/0OOV\&@]].LB,"_ MFO:_-<#$[7 0/-. 9O%" P97=M@-(!R8BFEMX/U4HIYK>[X^" 35EE\;^^&/ ME+\F>K[ZO\B*")R[;)R3@5&@V)FQ*"'F5:GJV=%:V\D;U0/G;_=Z;!/MG>Y3 MC@F%NIVKT)1C\):47QOQL^&*QIF1DSI[P&%=]#UA'/UI.@-VO^1R3=02P,$ M% @ ;8I>6=!RYMK+# (2D !D !X;"JW;W)K&ULO5IK<]LV%OTK&-7MVC.R+,F6'WG-.(_.9J;I9N*FG9V=_0"1D(2& M(A2 M./^^CWW B!!F7+4UWY(3(K Q7V>"R"2W1G[R:V4JL27=5&ZYX-556V> MG)RX;*76THW,1I5XLC!V+2OKFJZ(>3%\\V;&?**;M_GSP9@84H7**J(@ M\>=6O5)%083 QN= <] <21O3ZTC]>Y8=LLE4Z],$0.]J7SP>5 Y&HAZZ+Z M8.[^J8(\,Z*7F<+Q_^+.KST]&XBL=I59A\W@8*U+_U=^"7I(-ER.=VR8A@U3 MYML?Q%R^EI5\3LY?11@C=J,Q*GXZ&8CJ=GC][;20]97JGNR25VHJ?95$K\5J[K#"N MML]_US/767A/_MD]F3/.LG20'SQ&UDIIX/$!%.V5LU>/'=-Y/S\=-'&#ŸK M&#Y[C/KO,V MIQ?)Z;4CZE*LM++29JM[; ;&KLKPT0EAWVELE6I/]=,!?SC MX=K+DAP \C)Y5B !PAHZA+">+L]E#_RSM1%+N:*1%' $R8(D"G L^=>&"LV M4O,#.%;I%LJ"]2C.O3C$2O5%5Y[L$;BFO<;FRA;W?HOTD#57U9U2)>+=?@+A MC;25SC3T2B]JF#6K-@:_0CNYK' 'Z;[5TA(<>A%60"2E&I7==Y3D&-AR46]P M:%W* %< #^X_UX;^,)^.^60,#?PX@9P@=*Y*<"6+:#O\EIKN\ =UJPHQB5H' MH%? NB"U,2"$I[,N6F9/KRGG1&IHL(F%)I^%5"W!15JQV$&X](!PVN7 JVI9 MZUR6,"Z8 &4-("6R5H$SVN7(,;=!JLMJ;Q,QT=WBEQD10W()G:"$$?,M]*\,]=P]0J> M2;R5[5UK#>*:6&K MN@1JU[26Q;UX2J#AHX-$+/2BTP4?AF#9, =BMK#5[A.HPP:T \=TW;H! MMB:6>C>TF,@\F%P5HQ3D4]=:)R"?.#PY0U9 ,(28]Q.0PE/R4ZL@H]34Z81 MS>'#L$X,^%"%A#V1FIR4J&B4II'6QF# <.59A<(268,86D\%.=2%M//NQC'R%!][8YNBQ^TU&+*C# M/,.M:H"T6XJ$;@:)"Y-%4F3BMC?CCV;O3F9#KI;Z6PE')'HZAVZ1= .\GL_ M]F)B,]92.B: ,7-C.?KG'7A*H8854J/B([# P? >,VJ<72F[CD[ED;?C@F(E M/A(5<>WD]&)X-ID]N$>U"\,O$7FZ M1,53>?^,J^+?V=5P/+N*?SS3"6N1V$%<@6?3L^%L.NU4P@!MJK>(PZR#W_W" M32Z&X_.K]B(>N\ :UZ@QO04F; ('3/V&!R70XNSK;=;!_N(<%KBZP#(Y'4XN9VD, H-\=HZP1Z6V]$J7''@/%854TP^C M[/LAUKX:3@9A JC(*7!TB4B";,=S);G9V8,+N=E8\X6K"9^B,VGM/6UNCCTX MG8W&Z.R+ H1&G=YJD>CU;:+7#BJ9 N9UO?KGO.#!%=U&0)V'G1>U<+9IX>;4 MPGG]/6066[GB:<\@>#Z878TF402& 8/35]:@G!XXH94/=#8$+Y1'*844]Z,M M_<+2DQP58GL=8OG@/65*BA!TSZX[Y#/ B.NSE9#L..UKKB2\5.M4W)6XD< M!]0=B7^14C[7J"2X*6.E#%,7068K-2?]E BGP3F:W+5*R/G#N0=P/5[@^C6K M^4?KRR^? B]F7X<>E[PHRU/1+WT=DVF;UFGPU4R$;KR3EX$Y*58L%%;XF%G"M M%P2+[U9O1K^C1?LMC:;3SC*R0$C/O4DPQUTHC&JP:2N)D+KOR9MI=<9F#1[1 M[';LC*ED? =TA:;U(:@)SA2F7QYSI^T4-_& C %JX.F>7 >3#%,Y?.5/HW%<< MLN "E =Q4.;KVL9D6R+'DK?0;$S1;*PG%+9<2^:*QPG+I57+T(D MD&?/@L?7W+&3 M1#P15)XH4U:W$-<@4)=M4T@-? U$N[/O^V@2H4<=(KD0[4? M3(W*!W46U4EN):T/$V8\+7N#'U&LHN?CH HU$*\]/CS6F4^A/W'5.E8\^=? M1;,1-(S*%W6H'RBPXU[?O!*74ZQ(8/U=XMU=N_.HVD^4D#AB;9IPN_$@8P): M[&9[Z(]/ "(AXT=&;4SX 0$B!:@E#M67#3D,O*)4U58_&./2 &57[$0GHR MFU =\=Q"R6R53*SP3)N\$RQ^]$*1^_O#!A)8Q9[17RL_8F4T# ?CULB[RH-= M@7;C9X9-I0UR<6*)_#V\O=_Q';\B(C_LO&61L-9VJ)W24UPOO_ES8=W,3A] M[N Q]JE+UKMT*[% DY T5)X VJQEJD1]8D(6X,&+OZ3D$3UA+9YW(!0X%55 MX5TQC94H2C-Q250!\4U!4\44?E%HU>N-MS.E6(J2R+ (@K<,CL0WT?!'M\W&C MAGM45/YHIWJA'#X3VB I>J9YPZ8YYF%@O0D.#CO@/$A(V(TL23F_I0',SR2 M]M.@KIN;N[{C%+6Z?!X#S%;/UA9/D;?^9.9V^%',4MYOFP;PJ_EM!Q+UMFZO M4VN@ZD8N^5:\^5R3&AK+W(OS"_^@8QEQ2.BNCHC23!Q[8$^"EA:%&.TIYQYF MMFYYV(:E\NQT%$,5C-I(YGI7DGJ 'W\3;#SDS^/&K(L;O67SXV(Z4LELCQS# M]!G5MT!=.WZY8O,_@NO[USF[T+UW>"%3XM_DLO[RI2 =AJC;4<&4W-DM0FY*VM'8Q%[G4!!C0MZZ M75@]FR4=[JM6VEY))SQCB&0;+N"TG?.;642@VDX?NM/C=$21-HCMBPTV9?_H M(AT":R[#?D6)WD[K>0)/V&8V[+!P5- UI>*9ELFTC/6$'Y]E<'&G8_:(-1]/ M_4QAEO>^3.34V9=K]^.S9[C%J7/XER7"TSU3"6I_:\YQ-O9_JY:U@Y;#)C M4A/PQ#I#CW2KXE";0RSOJ#C-E22QU]D? 2)2=]YR^(_7QU?)7LI702TL_@^6U6 M[(_CNUV&GUCR!W2@.MQC3],BLG]8;L"/H0RTK,2Y4]0G,JW4UX(2_P0T?: ^ M@D3\T2"+7 PI-M8Z-K#3*J3<2>+2CBZDMGWGT2/.*7*@>3BW04M]? IS<;)5[.W+WIY0_K. MU:?ITI3D('38%AC_^7G$WY2<&V[VO9.P0%4=[Y.ZO.)Q$O7D?'AU)?44 M?745#^(N=2LSAR'JUL16E1H.^5?!+-V;A$/Z1M [YD'@9'/.5L/EK8YY7/PYGV3@F;6=/1B%!5!P J!, !D !X;"]W;W)K&ULM5AK;]LX%OTKA">8;0'5UL.RK30)D*0I9H"T#9KN [O8#[1$V]R1 M1 U)Q?'^^CV7E6&[==*=;O:++3[N^YY[KW2V5OHWLQ+"LL>JK,WY8&5MCBLMZ<'F]N[TQ9EJ;2EK M<:>9::N*Z\V5*-7Z?! -MAN?Y7)E:6-T<=;PI;@7]L -G<9JU',I9"5J(U7- MM%B<#RZCTZLQW7<7_B+%VNP],[}DKM1OM/BU.!^$I) H16Z) \??@[@694F, MH,;O'<]!+Y((]Y^WW-\[VV'+G!MQKS 2O$@K>E_:S6OXC.GI3X MY:HT[I>MN[OA@.6ML:KJB*%!)6O_SQ\[_PW!'%'$#N]O2"GY3MN^<695FNF MZ3:XT8,SU5%#.5E34.ZMQJD$G;VXNKR]`AJP^Y_N;GYPJX_?;C[]/'FXY?[MLY$%=[HSRCM.5YY3_ 2GC'U0M5T9=E,7HCBD'T&K7K5XJ]I5_"S#>]$,61(& M+ [C\3\/DM[4Q/%+GN#W22]Y+?_-*1L"=]UJHTI9<)\<=<'NM#"BMGY#+=A[M6?,ZE[QD]]@4R$1KV#\NY\9JY-(_CWG(*S ^K@#AZ]0T/!?G@X9DZ0:O1-YMQ.YG81]YFLDO14:T3 N6(3U M-{}^TVBUA(Z&G;!),)UD[C_.,HJ>!"PM*E2J,&P6Q).$38/)=,R^*(N@GK H M#<(DIH+U@:@3 MEJ9!"HM.V,_S>(H? KMW6_S>2KO9N\^28)Q-\!N&86]]F@5A2O[RVY^@L&:7 MQ@BP]PON%R]NMWUUV259D,R"23CS#]ELRJY+U1:05C6M)>9<:UXO.]REP22* MV3C(H++7+@J2.,1OF"6]36,X91SZAS#)V!=H>PV&O-Z@@[1&F$XZ]!8\7[&U MX)K/2\'^+A75+XGT90VW^2IP6W_[LEU1TM'.Y6['@+PLZ9^\LI8:O0:9N$08 MUGS#*(*X@0?#?O]K:-Z&UM"MW>Y_5$&[O].):]'3\#VB'_^48XW2VTI& G-8 M[(:99#%XI)<:11K,H'W-[0 C%LQ=-[;]96ON%Y2$CQ0:K &8%0%FXN-@F=4 M+=@&V@[9M;L&EZBO&<(#@^E)/N;?R0G.10SA = \.1!M2(P0U0UU"R M!NPCAJF#,[$[JW'VTHBZY7,%\%/E)6D5K]L%6E2KB6,O&[#(@G0V<+0!DX3E@4!A&L\A6C>2)(2ZU M$,UFOL:D8U2?*0PTYA3S-Y6;B51H0]L185U? D=QD<:=A_&/:/R$C^8*36@/%JX*4 GOW@URGM M%QRIL9!N1B=;H=2X;W!4+!W7!N83*_,_U^[,'XLNW5-=57+K4SR7=E@LM) MN!5M(BA*:4T$%Q3UUKTA8F-T[$(11 7/6F^]B\NMJ72OK M:E;>$B=EY:XB4/EW\,?9C%\ERW.+N5?"Y+ M:26NHEO931\HQ6E+C3>&M[5>##'B,N7F;224_VP'.?CNB? M4)R*@-'&A6Y.BF MU8@)7(_\=1.MU7+>^D1 Q\8+"0;R9-J3NZSQ(P-0+9? 4D1%MOV5X28,B?\1O M$DPF,32837?$P/T"+1?,@>\>]PN!'[SKQ32:3*.T:ZK\(2A!V!332TH3SRP) M%@@XJ]VOMZ4@GD&WTCHOBVM?4?4OK=_C/4I?_ZLKONOV%]0+I*N*(4"Y"& MPVDZ8-I_%_(+JQKW+08EV*K*/:X$+X2F"SA?*&6W"Q+0?YR[^]02P,$% M @ ;8I>683D!4$@$P OS4 !D !X;"]W;W)K&ULU5M;<]O&DOXK4SJN1*ZB*9&2)=^K='$VV;I3,^:6R.)@>'IXV]>\6^?FC>O M3-<6NE*?&F&[LI3-^EP59O5Z;[(?OBL%\N6?CAX\ZJ6'W6CVE_X3PV^'40J MN2Y59;6I1*/FK_?.)B ,CVD]+_A-JY5-/@N29&;,- IRE;_>.R2&5*&REBA(M_'>K+E11$"&P\;NGN1>WI!? 3SX'Z3RP[9)E)JRY,\2^=M\O7>_V1*[FLBO: MSV;UL_+R/"5ZF2DL_RM6;NW3Z9((.MN:TK\,#DI=N?_EG==#\L*SPWM>F/H7 MILRWVXBYO)2M?/,J_2O1T&I0HP\L*K\-YG1%1KEI&SS5>*]] <_'Q^OKJR_7; M#U]NQ-F'2W'Q\<.7JP__\?;#Q=7;FU<'+;:@A0>9)W?NR$WO(?=<7)NJ75KQ MMLI5/GS_*Q%_J:!O_/I@P1O5#T61X\3TCNZ3UY2E;N%5 MK16RRL4%V-750E695E9<:IL5QG:-$O]]-K-M Z?YGUQ:<)L<[]Z$ NF%K66F M7N\A4JQJ;M7>FQ_^,3DY?/F \,=1A..']/]UD_T;Y,1[!9>WXLM2055E+:NU M*-Q/9C[7F1K!&:NM#CUU#?0X8J5FV$-GLA 9]*P:*SIX0R,J4SW)9)6I0LX* M)9!8&DG*#Q172YTMA;JK-?2/B+V5C3:=%;EL\;1=-J9;+.$(1T=B3!Q9%=Z$ M_4"K*-8B@SV1B@1EK[PK5({,4;5"5UGCV6Z$LN!-==R/A98S7>B6W$>"[T9E9E'I/[

"R>GK1(2#' M QKS "6?0\\1"J()&Y""=7O>5$&Q1^J6):>#+,?DT"M(/^ (Q%C:]U2S*?- MQ20+NG9--D[0-',JC&."U?!IG*?AB[&FD>MYS%S%LG]{.GU(==2:>R4%E:=T MM6!{S4_LTK5OD<;[=/%9TL5G. 7E'77E?N?(_W%] M5[/B.[<8Y$T\!*.KO@4H,,.NQ6UFPP^7+9017LCCV:IO?41'=+9][*?'CW: M/P33WZ40.2$4#JIVU>@$$75LJ"?1Z/-W.^*RK M NEW/T05T.QBH?S10^#^R?RA.XIW7P4'2/NY?\!C-\'P)(WA/3-"$OFAI?S5 MK;,/H./.CC3 .2HSA03\W=;#3X$[*X-+.FGU.I^%0 MX=R1TY3BT-\ H-26<8-Z&W#2Z.#4_\,Y*CUE&JK-\U,N?ZK*GHK&?79^P=6+ M-_U43 !5/J)57RI7(;B'!WC @BT5!F9J[C^(A/(E*;#4-/ ,EIXVD5:&S M3KM0RAS@Y3-1*/+J.10-\'=`K?V^P6\16)$C>RWRC$,[6-$_(,JU:O8 M4N R](JZ:$94Q[6+P"%,I5!=]
[0R8:6:D/L RN=$T*\(9 M*/TZG-=37T0MX-K=.)^_35I3:K-&'"@ZP(&Q*]Z'_P&SN$;&(J0J5D.IMDZM MEGY4)8.9W3K);4G5QXA*$;YAPK;9HF:(2BV \Z*(#2IN&L19B49GHQ+%]QA(MS*ANFI4JZF)7F= MCPDC%;HG/,9'!2NFBK5XHCY/+Z=Y?=RGB4A*&-V:FW R73095M>ADS(,-]MP M9[W<3,)]Q>2YT")%#8@-0ZQ6IK!:O0XOY7-.\M(.WRGW9 'Y ?I+F198 "$ M62EIT%#K$])38"A^&.(LO8[)0@Q;@C+0IYSB=4=0W5LD.&\3,<[M7)V*,IM\G&3(OLIJX5]L4O2ITU2]Z;.UN7$PP-#^(THE+QN$A5P"2.)6I#,N M-,2CPYM1PD:13=/,M7!?K/"P^&F-K]K.O$%UHR"!R9S(LSP]WRIM#95V8%16N MV"_3P=>ZJ6S0(:&,\'00"?S09D:54M9][O!QEV9PMQF/*5&#X]#BR4 !.'5Z&@%S_L40X M'8B$!K/;(CK?$FFV"WE7W&16E%>U762E1-U4?27Q3J$GH<:-!@WANZ2?B9M, M;D!]IFR>FNA5T&HP2*6V\ZCBD0L(;432/"K=Q'.-I9FUMC/ MC9+XSVU)8T@?]*M/_DV&38G;/5H8K5.\YJ+IO;UW)Y>O]^Z+VZ_&EW[FWEY6MS/B<,ATZ;O_@R41=Z@6'M(LXC:_N?;)K9)!'3P_N_ZS.\L$#V),(\., M,KZK5@E<&:.X[<"[$Z*>^KELXZC95H69ALK8EIF%#M#V.=!BU^EFMX_*[O!IQ)Y?\35?ZC&I*G2!)S;-QSRNX/E-S;5M<*^(NFLV9-8'BAZ3AO" A!8GQ0VY5B'KMIY4,5BE+:ZBRW1?(\A8)0(6!,F8,)?T86E%X M&R2JW%<5GQ2E(+@1E5=:8]]@#]R%>4>WGO.4A]/LJA*$_Q,)PV X><++;V M#Q:/'! Q'OX>/7GT7!T_W' V[/&3IQ_F FTO9GG#@[:]42ND.M:.SW[%T$' M M90EC58/<(@]3@%#1QJZT9X;Y1,N=N4W@O M+]+[ENV)&8YXQ25@]3MB:MAM M02]QB&6=RM(:*_QS"=7@ #\;?UTEQ)L7"NJY!>L3,/8$3K+=,*[AW M:IX[8CB.W_1)5F*\(J13AQ(IOS47S.@/$!B&-&@D\%N=ATZZ%&9/^K-N>XX? M?OMP)VKNWX0]W/T.ZTG,GR]2_CPA7)GU^T/IZ3?)[7DP)IL3.$ES J.0]E]V MNCH9J02$>.?3!$96#HARY+0D>]\@+T%-1JJEH8-_1%]MJN34Z-B+ZT8H=0Q[QA9:1X9"A3>2#>,7.';GW MUH]U-#%1Y+>'TUU]_VI1&!4#@_)7+\-CV3!)*M:DRI#8#X^Y_!5:$3UEA0_> MWC9A6Z\Y*YW$-Z8EBE6 ,&/7>NMW!VY^2CG^JL-1UQD<$/+$MW>T*M1 M><%FU=\JO:K9IJG9N&_J:*3ZS51=4EDR42>YS(".7BWAN&@JCKQO7Y$19KA\ MMLD/WC\I1YRV>4/O@;LT7AWJE1DW-JD5P4$AO*\6!X9'J9E$I?H3K.6)?]ZT MGQ :]P[&,O0DOC@D[T7$5PFRX,G@@FK.87FX^\7) MZ- 4;_V(T*AOW;G-^)]0&-L;2/=4/3X ,+V(8^'D$N/2T&H\[>N!]J:M' _@.A M,]Q?4D36!MDF:FTTLO I3CYMZ)6,@=9)HRWO0K&SI@R)&MP+2WE!KME21HP6 MW\]SWUFQ&G:[4D4J;B&(LC_A'E-"B(TS':B^T>[^ M5.U2D?[=TVNG>.5=Y(Y=0W;?N6G#V0D-NLD[ZMHDD[N9,[1UD,PNS4G03QDS2Q'M4P2JM9SHM W0V/@"<\O"UG%K[#*]EMIYJT7 MR\K^#UW %2](=&]U6\W M*WA_(^/2<37"Z9U[6,&?V37 9F1)G'\I==6:+\(3YD4K0;!+A51CS5P# 21 Q M_X!!N98E;!IN03&@#Y-THV[S0?9'>2"7!?_I(7XCLFGE[_.D;].?-SJ1/^K3 M+Y>_C?0^O.!8ZSD>/9@^@>-T\N>&Y$-KU_PG?F:VA1+PC_0"EG:T +^G]Y+B M!SH@_=&G5_\+4$L#!!0 (&V*7ED;C=O,R 0 /\+ 9 >&PO=V]R M:W-H965T#E3'-Z7"HLQ560K^5#=:TLY"]$H:6:CG4C4*1.Z_]"+/BX>5*.K! M^,SI;M3X3*Y-6=1XHT"OJTJHIPLLY>9\X JVBMMBN3)6,1R?-6*)=V@>FAM%MJV'G)2\JK'4A:U"X.!], -.+V)YW!SX6N-%[,MA,YE)^L8OW^?G LX"PQ,Q8 M#X)^'G&*96D=$8P_MSX'74AKN" _OO/_BC >2X$.O2 MW,K-.]SF$UE_F2RU^X9->S:.!Y"MM9'5UI@05$7=_HJOVWO8,QAYKQCPK0%W MN-M #N6E,&)\IN0&E#U-WJS@4G76!*ZH[:/<&46[!=F9\>WLX^SZ80:3ZTN8 M3*> _/ES?W\'M;#I[_W%R\6$&4 _=B7J(^/AL:BF9MAMG6\T7KF;_B.84K69N5 MAEF=8_[2?D@H.ZA\! 6"]SJ\P^8M!!X#[O&PQU_0I1XX?\%K]>,CUFN$4(9 M43 FK(HK0]9L53-W%HX+?)W/M]\'SSWHPPYJV.=]?$?EF:]+!+F RT*+Y5+A4AC,89?7_ ENQ)-4[GV+V\.TA" !M49*;)3TF]1<-149,ON=9T0C/ KQD90X,] MP]I0A]"IW#O8NTS\YL0UQ9"S[Z#X,(_2Y-*KFL#;^Q;[&[_W^AV9*3@9E6H M_*01RFQO5,./D"2,1PE$P1M:Q D+@ABBT"XX'S$^"K] :F= >H MM+OT*\R+3*@M*=RBR"&(F>?[P,DT\!DU=>!DYWLA\R+NU*,1"^+4J=^A*,W* M.2EJ;0]SMDU6P]8&/@QV0Y8EX<@4^&<<0X&?ID&''2>DY[+>N3K#=5WV,C M+X6$0C, 3:S 4Y:V*@KE)Q%0I'M#1<5&$#1,6!2,K\9#%7DA2R$GG6RF(/3+P MH*?XHJ[XHK]=?-.5J(E;=TPL3P4==92^U*NYV:Q+F&29?:-]:&*ZXUSN.+N M5[BE?%$OP=C^#&ZO7KAZRIX1V66CY&/A_D0MJDS1>QLHI=;X37S/_M]0 MJ*WX_>:%*&VZ#.:X+.K:X]$;H8HK9&[9Z!$94_L<(Q;24W7"30\D/V8\Y. G MS/>(/9Q%:02?5&'P1"X65-B7^E;P61REQ\^XT5KN(^8L3/T7T%,64E7TD";N2!/_$]+LBGU-%.X(M=(@JO=[_&ZID>UA$1^;_ER34$&)WTZ'/@GUAN>GWY)W'] >4U/K"HDEY"JB M=ARDKL5\0*U/7S4YHAZ7CD(B!87C/" AH-:4\!YV1-1W/>\%9NJ(27*0'<.] MH8Q&B:4;/36X5M#.9YVVFVXG[5#W?+P=C:^$HIO34.#"3+VW"74-U8Z;[<+(MQHUXE7@O0%9%P<37.>;\,#4/Q^AG]79T(Y;)A$]JY M_GL6JW1J# V(,6%5KA[XX0.V^?@:+^*YK)]P:&Q]WX"HDHH7K3,Q*+*R>;,O M;1V.'(;V"PYNZ^#6O)M -B-LB\">*$&0$=[Q4J81%&6^\H[]%A#O6[C/KN7L6,,1=# _JV":[M M>F?P^ET5^C5> Z4J,)G"XG.5[5F.I9(0E#$LRSU*5=3R\%&*D%'Z],3V3?@ MWFEP_5F-Y8Y%.#7HNY$H]FC,WKQR!O;;,]2]CKIW#GT6TF<:5SD"3^"G-!BE M<V;<$"!VBGA.5TE$BZR$E3**TGV(\)"BDHN%#9 M7QC#>\&EA'5)%U=>*]YIVH\U[?=T=TFX)-B12<5O[:,(:D(&EZ#.S1M;TB+ M-Z^&KN.^_6'5;]Y[80^V?(^BU&?F.%.G?V5Z]@ "7 M61&!GYKVOS7 <4U_Y+W0@';S3 -&5Z;?]\ P\173TLCYI40=VW1IO2?@$(;?T["N7H6=(#NSV/V M#5!+ P04 " !MBEY9#XG:XX% "6$0 &0 'AL+W=0$WQS=#Z6(MY'>U1-3P,XX2==E8!N> MMUHJ6&+,5%.DF-#,7,B8:1K*14NE$EEH-\51RW?=7BMF/&F,+NR[.SFZ$)F. M>(!W$#E0GP7^76$DUI<-KU&^N.>+I38O6J.+E"UPBOHQO9,T:E520AYCHKA(M0.+\LC'VSJ\&9KU=\(WC6M7Z8#29"?'=#&[^RX9K &&$@382KO,8H,H((MQH]"9J,ZTFRL]TOIGZSNI,N,*;P6T>\\U,O+QJ ! (&*=,M:193OOTZ-/XYAZ^C;\\3N!V,IX^WD]N)U\?IG#ZP&81 MJK.+EJ93S-I64$B\RB7Z>R0.X58D>JE@DH08/M_?(G051+^$>.4?%#C%M EM MUP'?]3L'Y+4KE=M67GN?RHQ+^,:B#.$C5T$D5"91P9_CF=*2HN2O73KG(CN[M11KFG*N4!7C9(&HHE"MLC-Z]\7KNAP. .Q7@SB'IHRDQ,))FMFY MN9U@,[%".4)38I,D7+J[!PH,C3&,Y15>, 77&$$7M'Z1=N&!Z$WM]$ Q2=B MD?Q.66^>D3 X 7_@N)T!=2Q2_\.S7C'YV)PV84%09(:C14&F;3VK=9Z[;[3 M\;I;8S(MT[C@ :FV0J7-_LVNLNT.';<[+)L<= U:*>RD7$%S?L?I^G[=UV3R M1),A#<) 4/X,D\,"P3RN]E\C-]V7-4)F51P*AD9[LQ(ZL)[TPSA'RL> M[.-;5",E93M!:<\9Z:2T2&MDBM99B"XE6))5YRJJ:&*)^A?GNI)CE*) , M+A8L.:&R0$KC]+M-]^U[&+K4O#3@QG"] S3H533H'4V#ZZ4YW=@)DKSV)KN M>?W;D/JF1NJ"]"B&0!S8\NF**[V3!041'ET&P>8UNR85K@PUZ,\1*@[T5DJJX MVIFDXIH^K!:9,Z/15E'\2@H\NX+!^2HHGO%(BJ^Z,",3DD2(X5 I"BY"&N)MK4R'XS#D)I"I$&>R+,W%ZFZWEBMKOMJIJ6>K52FV0H%T2:F?7U6U7.J!@.I7 M =7 /P/JF$SZ++[8RPB#1WN'F=8H^EBGZ$U.T2*K[(K'@PK]PGBL;FQ'I;=7M@K30]^R(<'TE1H^)3:_G#/NO1^5P6!X&3&\%8W'#.1"$@RH(!__R C_%A MI M8HUN-)H;OWT5>G>U/GC&@;BH]'7L]VOAH1^9,-8HKF"IY&2$PDO>F;,O%%2. M-ZCA30Q>\@'FQ?/4;&O8KM6D<0;<5J0\VK?SU:Z*OG6IW&>GS;DGT',]9^#6 M[X^[7->]?2O'!*!?VCX")<;!!Y)_-U=OJI\,X ;+,__6-PR20&J(,(Y;76; M?;I/R?PO0#[0(K5?WCX.AZ3O>=I?(B#YF E0#,P!U:^8T=]02P,$% M @ ;8I>628MCG=J!0)0X !D !X;"]W)K&ULK5=-;]LX$/TKA!L4":#4U+>4)@:<-$$+I&W09'G)^>]M960_$X3T]8U MT\^7O%*KBY$_VDS\$(NE=1/CR7G#%OR>VS^:.XVO\8!2BII+(Y0DFL\O1E/_ M[#)S\IW GX*OS,Z8N)7,E/KI/KZ4%R/]'.(5+ZQ#8'@]\BM>50X(;OQ:8XX& MDTYQ=[Q!O^G6CK7,F.%7JOI+E'9Y,UK'X34*P5HAZ/SN#75>?F*637T]OIMZMK?.!A-0C 0VB M WCAL."PPPM?P/NN%TR*?YGCA$>NE#2]$B7K*2)+YX=+V$VI.;H1DLA"L M(O>8Y."C->3OZO_,3^O'M\])A>=$A],D]=FW95MRY_D4^PENEG[',NE'2N;[/WX.(^_W=0A>(H#"6E\ZB M77(R5Q5VNI +-5@LX8,@12;PTR;MWD.:_6F&?=^'1)Z$5Y M@B>E=$A)G\LT=DGLIP]D)!DRDKPZ(]^Q?DVFQO#]X3^(M#_V23K(-\\UG=7 MEU,7UC#S$IKU@SQ+R56EVA+6ZJ:U#IQIS>1B789B+_$#$GDYXMA[YWMA0/&D M>3@$.D*F(MH/:)@?BG0Z1#I]=:3O-#H$C7R[O7J-U#?..8]\XW9?X \"[P_\M;Q;XUH)$ _+6>;AE,P4>N\KFK-5,MG/4^58[Q,$V@IE[<99U)8C2M"NP+;;F MCHA3-VIN5TQ/4^5D6H\#B<35:6XQA6[%(<(F"DY2B%.?)#Z81%\6+_DC M>K/>Z3B!A9!$H9=\"TYV.5K=]_P3)H0+G0$R(3ST?]^IYUKR0I(564//"SK&=F M'(&S*19HS!E:LJ*MVXJY}}4<"<F@[IQ#5N_R91&>^XXC$K:3QF&!I=8 MJH1GZ"5)^R=*L,9LU!4H"#9NL=9F%0"@J/H%F./D/4$L#!!0 M (&V*7EG&#!]B^@("@& 9 >&PO=V]R:W-H965T<>XX?MY.=5+]T@6C@;RDJ/?4*8^JQ[^NTP)+I"UEC12NY M5"4S-%1;7]<*6>9I?"C(!CX)>.5 YNXN0 . M'\1@G6RD_&4'=]G4"ZP@%)@:R\#H\P?C*(0E(AF_]VQ>5]U("#^_G]@ ._WG9 M,(US*,[QS!13,^1!ACEKA'F4NT^X]].W?*D4VOW"KLWM)QZDC3:RW(-)0T#D=+>%G,H9MALHN0.E,TF-ALXJPY-XGAE#V5E%*UR MPIG9_'ZQN%LO;I?K%5PM;V!^OUS?+3_>+N=WMRLX6[_0'T^\0W5L@@_W?> MM[S1*[R7L)"5*33<5AEF_^-]TM@)C9Z%7DC$;U![W9NS?A('A_PD+264A.L<]6]$*S1B#('!;,_(H;JYU& M]S4J9NW 9Z0K"Y\YVW#AEH^9.%GFN F[7793&B9 ;@3?,OO(_#1TW ID5U^X M^N*E/NR0-I5IR*6@CJ#AC%=@"MEH.@5]/H;OR%5[:_^ &4RPW0)'8W?N<*;0 M=AI7(R<8PA.EG\,B\'NCP=_F]2'L]P9Q,.,!A(>><#FP\=#&KOS6V&-XU$?MU@6I8;DAOF38"X,0UM*0I59VS9[:"Q(297^8T&YJ/09>UHTA>;PB'&H#9Q%5 MB>/S_\''GM_"Z++73T(X=NK^P>LM46U=C]*0RJ8R[4/N9KLV>_6^_I?TMH M\%KVKKNS#DE_9E=&#,PJ03TOL)>9;[ZY{7BT4?HG@"&/1>YO+&7&5->!P$F M&10<+U4)FBYG24?JU) MJ[B_WJ)_=+Z3+TN.,%/Y=Y&:;,P-/9;"BE>Y>5":,3]#KPXQ@F*D?WRS:U[*#O ML:1"HXI&F1@40M;__+F)PY[",Q#(6H4(L>[-N18WG'#)R.M-DQ,:4*S"^>J MTR9R0MJD/!I-MX+TS.1N/EVP\P5?YH_7H\ 0I+T(DD9)6JM',ZA?L2]*F@S9M7*.0'NH'1*7E$VWY3*.3@(]07K(X]%D41MT3>''K7^SPXK?\@Z5A=P*37&&E M@?U[NT2CJ19^''.VQNH>Q[+]<8TE3V#L40,@Z"?P)A_>=?KAS0FFW99I]Q3ZMY)'Z+.UR8&K%9DH^@3:"LL*L!\>XGD0[SC61 4NXUB]"KADO5"4 6.G.&SF>J M*+E\:J?N&'4& VCC?\6^>*@/(_D"!X\A6*]<>1G8N)*FH"KE,\>*:4*(=_*<=-Q)S.ZUD(DH>=X89F>LW^_X42^DE;,:W:!ODB(]{]^04FM1Y@1B MQ65"M!42U_..S^]&5Q>MPNS0&^L,@A1*D\(NA.*YD590>T66NSV?/8LGTA@MKTU@[W\DL"B5A"\^GZ6A$*)A\V=Z3)&"*5,7]/EJ!>Y9VHD\<.)Z+.^GC=O4 MUOFQT3"VGYN'EH*)$EARP$EL#+(K3M!R:D4T<2)T[>[W"F.[5((6*D6&F=K(M/\ICD6F @W?B5<5\)5].W;N*LMYP_B_7S?GJRS03QL)3O^\"IL=PMER.(?P=.0J+5T>,3D;THP]J-!$!QX/O]X?J^C@;.T 4H-=N#*(-G#3UK&A/VTE[6P^8G7@#]K]P MO18260XK4@TO!U27NAY]]<:HTHV;I3(TO-PRHZ\%T%.[E>*0M%LK('V^V/R M'U!+ P04 " !MBEY91CW8 4$# ^!@ &0 'AL+W=O_9,:!FPW18,AB1%[VX>A'VCI M+ FA2(VDXG2_?D?*4;W!,?J%/)+W/'R./!ZG!ZF>=(EHX*7F0L^\TICF.@AT M5F+_})5L4#*7JJ:&1JJ(M"-0I8[4,V#. R'0:$5A!PS8QD8=<^X0LXM$1_5KDI9][8@QSWK.7F41Z^XC&>@>7+)->NA4/GFPX\ MR%IM9'T$DX*Z$EW/7H[G<-(8AV\XB,@=K]C9S*S\RP^53)-RCK36S6<*$Z M-(FKA+V4C5&T6A'.S#?;A]5O'Y>+S:P9M\IQ0PLE&*B0&?_M=AIHRA?OIT+ON-.SW/;_M-W2M&Y;AS*'HE$]H5>T7+"5QM(#@C @BLD:==SNLB MU A_;81TPKP<9EL'Z<^ZL"^AE]M+Z=3]JKX]*KTZ=6;$]L,MYALTF0VY2S< M!/*%":S1\FL=KA/FZ83YFF"5V7*\/7>*X'U=8$+)\S3"?,UP2K1LJWG4YCU M-5-803_ .<>?9B>Z=:K=O)?1_.8I_5^7'1Q<[4:7W:M5ZV8'9.3?X2NKV?IK MU[U6FJ>5YNNB5>/H/,?1>:]455C2%3.=-$\KS==%J\;L^5QO·QY$WYRNM)[F MM=*\@G,\T?6OY*?UI&X>7."I=+.;,;DX%9#L@OWLJ6\O;V5%V)WG4?F-?N_D= MZS,FO_*=$+ZDB8·(%PH75RJ\Q7/;U'SBF3K{}KPD4F54[@"DF(/.V@GB\8 MD_M*:J"\RQY^_U!+ P04 " !MBEY9&5D-)^$% "5*@ &0 'AL+W=0 M,Q-A:9U)9\SD.1AWK#5^+H*1'? MTSGG$OU<1'%Z-IA+N3S5M-2?\P5+3Y(EC]4O#XE8,*D.Q4Q+EX*S(${],1!K1 M=5M,L# >C$?YN1LQ'B4K&84QOQ$H72T63#Q?\"AY.AO@P\HZ\!]DGS/ M#BZ#LX&>71&/N"\S!%,?CWS"HR@CJ>OX44 '99M9XN;W%_J?>>=59^Y9RB=) M]'<8R/G9P!V@@#^P521ODZ?/O.B0E?'\)$KS_]%3$:L/D+]*9,(HDM45+,)X M V8!4)>=>U==_S@?.89..1 M2)Z0R*(5+?N2CWZ>K<8KC+.),15"_1JJ/#F^I=_H]1U%Y]<>.I],_K]I_CI% MMW1"+[^=7WRAZ!.;JKD9K"$.D@?DA2F;S02?,;SBZ/X9W;#G1<"UMSTN.6!R@*_.?.IQR\1CZ'+WWN&1AE'Y0M+NIA]Z_^X#>H3!&7^?)*E7QZ4B3 MJB_9%6E^<=T7Z^LF6Z[;0%=)+.$>9 P M"@2K%<KD[4/2[4WR(E5G(>BN#3D@GYC):9M6G6*3B]NW^D'"?,@810(5JN)7=;$/I(VV)#%@81YD# *!*L5QRF+XQRD#4[K M-G4<8CD-:6A'V8YAV-UE:$<1XA*WJ0SM,#RT+=ON5@:W[*C[=F5 O\HY^0O= MB"18^1*I#)]G2?FTO0W3[UT#U-OJOG,4$N9!PB@0K%:Z85FZX9$9 A9'$B8 M!PFC0+!:<,!>&0!]UYVU<6*HZOB"!Z%9$0MTQZ#U+$4-++K*0#YW+_C4]^RAO M>/W$,AH2LR6LN?IX71C=$F9U:PS>,%>X?RQ4+[G2$V7HT94:!9^)PB#E!V&7 M<;GH9^X[34%'B8-0P#U5=TPAUODHC)FN-^9[02+_Q8F_4WO M/64A:1XHC4+1ZD6L+"VCJ4JH.X3E..!TB@4K5ZBRH/B7A>U>V$R,#_=,$R[M3!AV%7MMUL.T0ZS+,*QX"C&!!UF$=W>\A"55)..)%NZ+11QP&JDO%]YRDHS0.E42A: MO725-R7X2%")"0<TH*,T#I5$H6KU$E0TEO1[JT-5(06\L#'##VTRVA4#2F&P)M:P@2W4FKCT7E]TB-W[M.XD_^OB]M^IE[SU30MX:@-_I%JU>G\j?$/):8@+I/-M4)H'2J-0M'J)*O=)^M]X[EJ7%.GU1QRN/FJ13O,Q4.G*1;M*#(<-F&T^\S MSA;K0BH;1-IMW$ZQ.&2! OJR$93F@=(H%*U>Q,I_$N=8F@JJ1T%!'BB-0M'J M):KL*.GYKO2@!8K;M5,0';WVK^F,WI3EO2F+,LEJOF+6.K,9+,B8Y?L,4^0G MJUBN]FRJ.59\\E.?YSL'&^0M\.L$=YSU\2M<{)"O\>L/F%1,S9,U0Q!]44_J) MHR15K/=_K@]DLLPW^=TG4B.+ _N4 FGPO"Z[F5JYU=6?,*LFAI.I&M5,!Q)Q.RI'JG/$F=VSY*R$KAB@A,)V=Q:N'?QQ-@W M!B\,]N2:R.S0^G5N.<0@*2+1AH/BW@PB*PA"&&_]TG%,_20,\'+^R M_JEH1RT;JB 2Q5>6ZGQNW5HD8AS6A7X2^[^@TS,V?(DH5/-+]IVM8Y&D5EJ4 M'1@*!EO_^CW+@X'_09!G@=P#L%^&<HPXP.@4$9P!^'_";R+12FCC$5--P M)L6>2&..;&,0!+ !HWS&3=K76N(N0YP.GU8QJX?G%5D\Q&0119^?'[ZLR=,J M6MV_+)8?5^2.K+'2TKH (C(2Y91O01'&R:,4.]8D'VN/1!)2ILE'H11NOX]!M4U:H#PA_7L?D_;L/Y)T!?MH]X91Z?DD^ Z5V3%.M4T@'\%EO.M=(+ Q.GWHO ?0+;V+C&NH,LC(N2*>X_D##D4 #Q\'Z,?.D,CR%! MN#L$/U(SZ@MAU/^SO+T!U27W)DE %@7V\H3('BZ2"SJC<[J@BR21-1<#Z:O MI?>'Z4WWNE,536!N87M2(':=@A;_ Y@;.'T.A'Y5D\2\B.PJKWX?5O\0>+FEA MPGA%.K!EG#.^ ~>>H LG$4!$O6[:@83,M>Q=B?F^G,WMW&)ZW5NZM/QD?6\7_M9W4D:-P+&E\4='SND_;<%\VY']+3DHT/?0@\WSO1,V#EC:>G>@:L)]YS1D_0 MZPDNZODJF89KD67JBG"\9C${$A*QPPQA\->183.01*:_HW=&"^\X>H/WOAV M[?J.[YP('3)S@_%)?N,AL[$W=8>E3GJIDY^K13"J+E7AY&T5>O[!YULQ,ZW<_M9>,6,4#7$<5W4JQ#ZZP$N2V>0HHTK2,MB7WJ_UK8)%.TVPQO?4B"-.>YG0NC7B?E M_S8+_P:02P,$% @ ;8I>64?DTYTO P D0D !D !X;"]W;W)K&ULK59M;]HP$/XK5E9-K=0VKR2%021(F%:I[.K2=I_= MY"!9$SNS#73_?G82,@B!=5*_@.W<_B>\]EWPS5EKSP!$.@MSP@?:8D0Q4#7 M>91 CODE+!8#(+W/*8[9[PED=#W23&VS\) NJ6=']8X 7,0#P5]TS.}(8E3G,@/*4$,9B/ MM+$Y"#UE7QH\[#F6V.DE+Q0^JHFU_%(,Y1#D$$D%.6?RL((,L4D73C5\VI M-5LJX/9XP_ZUU"ZUO&. HHQHADO?]&ZMMC4T%"VYH'D-EA[D*:G^\5L=ARV Y.D&6#7 :@.< P"[!MAM@'L X-0 IXQ, M):6,0X@%]H>,KA%3UI)-#"R:^IQ G_8?H\O?N:HO%=B,9! M,W\I[G&<']:1/IY/+F9H@LTDYD6+S_=(Z"!),%<)02%%BF#RU)<{0.)/9 M@TD$Z#0$@=.,GTG@TRQ$IR=GZ$29/R9TR3&)^5 7TFVUN1[5+DXJ%ZT#+O,1 MK=PKX6A*8H@[\.%QO&D=(=!EO)J@69N@3:RCC#,H+I%MG"/+L)P.AX+WP^TN M/9__F2ZQI>NB'TD6?A!9#0=1HL.?8 0G.5,#.T0LL4D)2LE 7IP"6-MTJ[VV5?0QJQU!O490[ZB@<1P/4,'H M*BV?>EEI4+25(CC^*5\]60A$Y]6NN'M;+MFNT^^UY'58]0W7:,G;M^I9/74%MNN2YC3SWJ+P,X'SP/XKU-'68..9U2)37B/+>EX1 MXN/IY^VGGR=;AI:8?2OGRO\EI8.KIU4KJ3H6\4J![8HBSZ?)[DHGJ"F]6F MKQB7Y,2U/C$'0=4>_*6IFI5,3=XRB#N:0T+CT97U8U_5$T*(LB2]4R), M#A/9,P%3!O+[G%*QF:@-FB[_P-02P,$% @ ;8I>63P2J9S* @ V0< M !D !X,"]W;W)K&ULK571,MHP%/T5*ZNF5NJ: MD !=&42"A&F55E9!Z1ZF/9CD0JPZ=F8;,/?ULYV0492B;NI+8CL^Y]YS[-S; MWW+Q(#,.A1YSRN3-R9J>]XKDPQR+"]X 4Q_67+18Z6G8N7*0@!.+2BGKN]Y M73?'A#EAWZ[=BK#/UXH2!K<"R76>8_$T L]W Z?E[!:F9)4IL^"&_0*O8 9J M7MP*/7-KE3DP"3A# E8#IQAJQ=WS'Z[X9[5NZ-D5&RX/S!3*[3@>.9A(!"M(=)L*HXG3JD >Z/=^R?K7:M98$E1)Q^)ZC*LY'!Z6PQ&NJ_MIGS[!2H]L&$4VF?:%ONO;QR4+*6BN<56&>0$U:^\6/EPQY \S0# _K@'P+:. M+P"""A"\%M"N &WK3"G%^A!CA<.^X%LDS&[-9@;63(O6\@DSQSY30G\E&J?" MZ?A^/)F/T7 2HV$4?9M/[F9H.H[&U_?#T=-QJ PH?),K\YG M,3H].4,GB#'TE_&UQ"R5?5?IG RSFU3Q1V5_X7X5^B&,Y5)-&8II,_QKM92 M"-]W@D,^4<(9%!Z MF)6>"TCXB!^2A>R]+7D[UI^4ULW8=#RO+Z[V?>K89-WN"D^FNE_^M'I?>@<~M]2&&)0@!Z4YTD]).@XB@=:#T:)A_O1D-$0.0ETV-*ZZ MX$K_BW-8Z=X+PFS0WY>?@'4$L#!!0 (&V*7EGLZ*.7-P0 M_D2 9 >&PO=V]R:W-H965T^(42 KW&4\(&Q$6)[,9!\L2$QYBVZ)8E\L](LQD(NV=KD M6T,P,@/%D8DLRS5C'".&U\ NW3&O3W_06'HVU'&BJV7_X!TL& M<9@ =A;HD5D6U@@+[/49/0"66DMOZ466FPPM MHPF3M(R!8/)I*'''&_K!!S#^-/)L\^+?C3], ^)&X*___KZM_FOA6P$?ZN$CLI!PF,';5;@I$U%D Q790)F]EE_/3^F3(3_DR484BY4H1[Q,H9/Y\7> M@ZYC.[*0.&,0@JA;F%7HV04]6TOOO9Q1RC?N'",JV]48-4V=$2<=I[':6%:G2T)A4Z,D''U=)YAT,&'C\"T(RI*;C-#LFYNNT9+82;K MUG74U#H%M8ZVQX.8;\#XRR[K4+Y_/@>39$^XB%.M*J+.)9ON0LXJV>D6V>EJ"Y=EAY39407;590/]=Q.K7P*.^3T,'7U>@6_GI;? M1\P>I0S(2@%>S$D5R5YC=V3WW!K%IE&OX_2@FB*T2DVSM"2G5. (+&JI!%*B MI'2^D'^^Q;_HK+3= D\$6:HSS1-R+><+UCMSLFKULF/OOF7\E8-N51?^/OE M%UY4?R_EK9J04H'AKTIP[J#29UW+[M;?TJ:99AC 4H/A3XHP;$JL5>>D,ZGR M*548_JP,PZ,(_@CI3*]$2AV&OR+1$L"FQRNHIE%A3O5*)H5,*O%DK.($UW1.6 MI,KZW$2\J_A>RELU]%)F8??WCQJME/]P0B[DK9J04M>A7MA?,&]:@W;'=NJ_MB[K"3JIZ^\S;BDI51WI5/SMKD$J":Z04-N<^^5$IT4@OT>>G30[4?O7K;,J4 M3OZ!U2K2,_F!NU$D*G3JUII_HP,T_.'=)#'_EQN)8U A%929S5ZLC8V/$< MY;@0=)L=13S%:7B:9&>;A2G6=YW4$L#!!0 (&V* M7EDKKDK]YP8 &T_9 >&PO=V]R:W-H965TV!LVA:JBR?*3@OLPX^2M5=&,9)J"*4 OB20?_GC3:X:THR[CYSCYQE>,I>![&$3\O+=*T_6'?I /5BRD M_"Q>LTC\LHB3D*9B-UGV^3IA=)XW"H_^=!RO'U(_ZDW&^,'/R60<;!+ C]CG M!/!-&+DQT<6Q_,G/;?W\\"@OUREV8'^9+RF2S9EZ>/ZA'N__T>Y&(O08N/M %@V@:0-4 M-$'YH#O\K"N:$HGXR1^!DEF+=2RC3PW>6L1C1]EPSA-$_&K+]JEDYN+VP?P M]+N\1K<7U],'Q^N[Z_?9F"W\%45,Q\$S

[C/"DZ#O&FCSAM1*FDR24GWE721#RV#D;O<4#J\L"H$L:0,^&J M?

M,QC4S7DH84\Y\2AXJ9O3J#V7U9R82QF:.QF$8]R<8IT9/7T=U7*1#U^;9*DG6AW.;95DF+8A_O5HF2W=91>J4$ M6=EY0O1!J@Y-.A+32$PG,8/$3!*S2,PF,>

<1FQ^P>D;FZ_5\/E9GH^J_=Y=? MCV.,'-8C,9_$@O,7Y.2%",GA(@@3LFGVG$TS:3B=SK[2Y[.O-\HJ?GA(UM4? MFTU]LKTKXL-4V!MEEY35N7)1;[W:YWGG!>L'Z6!#(XO$-

!+32>OQVEBD<-%$"8DUOPYL>;2Q+)W95*I MI9)\?TBJ2_9I^J"[*4HD;)#HX3$-!+329KE1S* M3749E):*$;_235IV3?%_D^)#0X/$-!+3Z;Y4O65[M6Y_*K>)]N!?.X>38T(A#-0W5 M]$8[OJQYO!%T>EECH..J&:AFHUJ#JJYJ.:AFH]J -J%J!91FAAF1R6M8VF8 M?4IV:98K-]GN.Y*7Z9=-\EA3H*SWR6.)P3^%,VHO3'+)AQD<WJ]:35I\HO

MZ4YY2/)5E8'Q7=)5[?]!S@Z./K22'M5T5#-0S6RT\?CXQMG,T7AVS^W\GML%Z*L2HEI$;6(LM#7G8VG9Z/7YU:#67@U^R.-T_2W9

M;)3/2,Y5O"S>26]BRL<:G!6DI$&:CFH&JFH9J&:C6H.JKFHYJ&:CVH!JH6H M%E&:F(=MG?MXQEX9H7LJ*:AFHVJ#J9J&:AFHUJ#JJYJ.:AFH]J -J%J!91 MFAAY;,'\6%XI_[-

]A^/S>NSE2.VX"7@C/X#!L8:6Q:..@6HFJEFH9J.:@VHN MJGFHYJ-.@&HAJD64)L9:6\,_EA?Q?TP>XA^O%>R/S^NS%YV%##?RT09G&%}/

MCVH&JFH9J&:C6H.JKFHYJ&:CVH!JH6H%E&:F&%M!\%8WD+0OXE1#@V^#D4[M"%!-1S4#U+E#1%@%4TU!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4-U4)4BRA-C+RV

MC4![I8W@)PO)&O:U8IT;^?"#0PUM"$ U]5,5+-0S48U!]5<5/-0S4>U -5" M5(LH30PUM0TU:?7M=92GNU7Z$&^4>)OM=YV7JPUQL@#FI.MF@7RTP1F&5OBC

MFH%J9O=+W+7&J(4./,/$!/F2D/^WQU'Q=)O9#_\\Q4/9O^1HG7Z[3>K/KM?]Y*$@./`MAW"\A-%RWIT":.+$[JNFH9J":B6H6JMFHYJ":B6H6JOFH%/]:.B&H1I8D1V!;T

M5Q_^*ZJY&E;X5V4ZZ;K[K0%>C;\[BG3QZ?YQA7YW*=*?!E4J>/,_+':+OS=&] MQLZ80]?A1S4-U714,U#-;+1ZU;OV7YO367RTGK,'B$Z/;=P>VW@]MO%[;!.@ MKT"

(:A&EB8'05K^K\NKWLT HDWQ;U%-91^=*MTE<[O-$.%E2]KMU=5*TJCZM MG^2Q2O/5?EN4]418(9Q(26,YT7IZ5--034-6(%I2WVM,I]=6 M;J^MO%Y,^;VV"M#7(D2UB-

+$.&GKU55YO;K\\JJ\K\:\SS;KXR=]/SU'7%G' M/[HOJ- -2=E334$U'-0/53%2S4,U&-0?5W$8[OI6MGH73^3.3LVA"R\U1+42U MB-*$")=NTY>83^7KT/W]&E"=W<;

[>),7CUC]Q1B0_M*%1AVH:JNFH9J":V6@S M^1D1.J8].5_MO^.,J->1N;TLK]=6?]\1 _2U"%$MHC0Q3MI2[HF\E/LL3O)D MG6P?2Z:>)E^>YUI.4J:9B-G$Q6%^)LOKHO BWC13-(];;[?

5ED69K?[L3!1T M(7E4TU!-1S4#U4Q4LU#-.C1Q N7MY#1YT'IP5/-0S4>U -5"5(LH34S&MAY\ M(]\'ER5CKREHN3\XV]!Z;ZN)S_U"=K#VU M*7=F&5D?>X-

J&JKIJ&:@FMEHPB3T.#+KF-0ZW_!D$QLI_J=CP-EBTC6I10K MH9J/:L'KIT&(#AA1FI@H;=7Y1%YU_I/ M:AJJZ:AFH9J#JJYJ.:AFH]J -J%J!91 MFAAY;:\6%XI_[-

M0G3 B-+$2&FKO"?R*N]!R^957SI\YR9^>*A"Z":NG\63Q[NB.LM)LUUW!)%% MH3>HIJ&:CFH&JFH9J&:C6H.JKFHYJ&:CVH!JH6H%E&:F)%M*?CDL;*46E9O

M@A9\HYJ&:CJJ&:AFHIJ%:C:J.:CFHIJ':CZJ!:@6HEI$:6+DM<7NDT'%[LKJ M\8QO59WQ%&^:^?KJ:S\U9X_6LC?:\1T =;Q\>W+K2D,'U5'-0#43U2Q4LU'-

M0347U3Q4\U$M0+40U2)*$V.O+$6:K7U:I_GR;HSZQY'$Y[- MJ$Z[%B24'1?0"3M4TU'-0#43U2Q4LU'-0347U3Q4\U$M0+40U2)*$[+.;=-. MWB(P]#[NZ3V-

FI.7ZG.2;Y5PUWDE*S^*P6=\;",!JNFH9J":.B6H6JMFHYJ":.MBVH>JOFH%]!:B&H1I8E)V;8<3'?HW=PI69-\@VH:JNFH9J":B6H6JMFHYJ":.

MBVH>JOFH%]!:B&H1I8F1UW8B5!\,NQ3^ZVL-R8<<'(NDIJ&:CFH&JFH9J&:.MC6H.JKF>)EUKJ&:,L]6&T*,*4"U$M8C2Q AK6Q^F?V7!_3;"CN_-WCXN]M'<

MWRCS].XNR3NS#&V30#4-U714,U#-1#4+U>Q&>V7I#W1,%]4\5/-1+4"U$-4B M2A-SK^W/F++]&;_-ZWW^UODT$OE1#$ M$L#U714,U#-1#4+U6Q4Y>6;.Q1O"S>59]^ MR.-

T_2VIU[JK[Z >OFK$JW23EMV9A_9(H)J&:CJJ&:AFHIJ%:C:J..CFHIJ' M:CZJ!:@6HEI$:6(\MCT2,[9'8H,V2*":AFHZJAFH9J*:A6HVJCFHYJ*:AVH^ MJ@6H%J):1&EBY+4]$M6'LC-

"L[X1^LLF*XI?E6RG)-_+ZBIWGQ;WV^9I@_62 MZYW9)W4'9Q^I:.BFHYJ!:B.J6:AFHYK3:,.<?'K_+YAT+4;CHN!ZJ^:@6H%J(M:A&EB;G6-DLY(T3TBO=3\DNS?

+FZS]QI8OV3:":AFHZJAFH9J*:A6HVJCFH MYJ*:AVH^]@6H%J):1&EB/+;I%;,Y>Z6+-DJ@FH9J.JH9J&:BFH5J-JHYJ..B MFH=]/JH%J!:B6D1I8N2UC1(S:57RT.<2RK7!B8?

V2:";CFH&JFH9J&:C6I. MHPF%P]V7MV@+!*KYJ!:@6HAJ$:6)8=:V0,SD+1"#'XDH]P,'&=]W@&HZJAFH M9J*:A6HVJCFS\SX(M3/-

T.=/H)J/:@&JA:@649J89FT'QDS>@3%DLN[3/SZT MTW2=28>V6*":AFHZJAFH9J*:A6HVJCFHYJ*:AVH^]@6H%J):1&E"'L[;;HSY M")V=FZ,-%JBFH9J.:@:JF:AFH9J-

:@ZJN:CFH9J/:@&JA:@649H8>6T?QES>_MAS%P=DZN#4X\M,$"U714,U#-G)\7XY_VX'=LLNRX#K31 W->/S 7'=!#-1_5 M@HX70^VZ%@_182-*$P-%;0-%WNHP>(9,[@V.%+1_

=5T5#-0S6RTN2Q2U/.9 M\LY(0=L-.D8]BQ2TAP#5?%0+.EZ,26>BH-T!E"8F2ML=,)>6XEX/+1.3T.0#4=U0Q4,U'-0C4;U1Q4 MJ6FHIJ.:@6HFJEFH9J..@VHNJGFHYJ-

:@&HAJD64)D9>VS@PES<.^/"W=+O? M*E^RO-JW7O)C%52#O72.A[8"H)K6:,+"@+/1J,.\74<'-E#-1#4+U6Q4LZ>W;1<3U4 M\U$MZ'A-SE(*+:,G-#&EVC+!N;S,7C;E?

[YBVJ=DM<^3]>%A5)T)AM;@HYJ& M:CJJ&:AFHIJ%:C:J.:CFHIJ':CZJ!:@6HEI$:6(@MI7Z\ROVA@!:C(!J&JKI MJ&:@FHEJ%JK9J.:@FHMJ'JKYJ!:@6HAJ$:4)D;=HB_$7\D&!AZJ

M:8WV^A6-CHYKH])):A:JV:CFH)!+:AZJ^:@6H%J(:A&EB6'6EMDOY&7VKUS0-M:LDF_E%?P>;QMJY7M?(1!R<>6HJ/:CJJ&:AFHIJ%:C:J..CFHIJ':CZJ!:@6

MHEI$:6(JJFTJJNA5I0)M%4 U#=5T5#-0S40U"l5L5'-0S44U#15\5 M0+42U MB-+$R&N;&1;R9H:!5I5H*P.J:8UV7.,VTE4MVJ: .B:J6:AFHYJ#:BZJ>:CF MHUJ .B&J190FAEG;IE!I*

NSLX?XQ:M54A3UTTK3;*W<9KFR;JYLU_65I>:% MI8/DPPR..5+37GD)QLJ\.YZ^JJ.'H:!.B:J6:AFHYJ#:BZJ>:CFHUJ .B&J M190FIEI;J;"0=RI\OD_SM?)'E7CK*MCBW5KYF'1E7%.?

U\ND';,O_KC+D^1P M3=MCY33Y>(/C#VUF0#4=U0Q4,U'-0C4;U1Q4G6NRMW\&89V5#2:D&$OW)= NR50S40U"l5L M5'-0S44U#15\5 M0+42UB-+$#&N)+1;RYQK8S0JV2O+]

(=D5R9N7@PSMDT U-M#=5T5#-0S40U]!&:_P'H7/H6'=5!-1?5%/%3S42WH>+?46=>:ENBP$:4)";5L MFQN6\N:&X6WX,^[(HX]VZ+FS;[]9)KN3)UVSS]5#HEB?KM%3J

M/3L##NUG0#4-U714,U#-1#4+U6Q4I1LU>/,A#Y 0P.0+2[=5T5#-0S40U"l5L5'-0S44U M#]5\5 M0+42UB-+$D&R[&Y83M QDB?8WH)J&:CJJ&:AFHIJ%:C:J..CFHIJ'

M:CZJ!:@6HEI$:6+DM3T0U8>R\\)A#5UR;'#@D9J&:GJCO;I0B6J&:.Z*:A6HV MJCFHYJ*:AVH^]@6H%J):1&EBF+6M#4MY;X-X6Z+^;GU+XG'BKC/.T,X%5--0 M36\TX"'FRC=-=?,+6

]0-,5= -0W5=%0S4,U$-0O5,%1S4,U%-0_5?%0+ M4"ULM..I"=./.YSA%U+ABSK6M"$MY*\+P>Q/CYKDVV>[NM[(^R>LQKX>V1:",

MAFKZ\KS\ *QBJ,DUM.4!U2Q4LU'-0347U3Q4\U$M0+40U2)*$W+MJNV>N))W M3PROK9.#0P,-U314TU'-0#43U2Q4LU'-0347U3Q4\U$M0+40U2)*$T.OI;"X

M&J/7KU=H/P6J::BFHYJ!:B:J6:AFHYJ#:BZJ>:CFHUJ .B&J190F1I[:1IZ\ MY*,TYWRRR8KBE^5;*1NX.S#VVE0#4=U0Q4,U'-0C4; MU9Q&.YY%^$WM?

&8U.JZ':CZJ!:@6HEI$:8^Y=EG<)TFIQ65\,6Z;Y^)3;+9 M%,JJHBMS^>.OJKDR6V5>^/?_U O+L^^;HY_M\8=7[?'OP>'KU^V_/6IA_@6N M\>/\+MT5RB.YK88:O:V7)?

LK+,.MH3U\M7W M;[.L?/JD'N!;EO}Y^'&N_P!02P,$% @ ;8I>6;NEQ:D6 @)P0 !D M !X;"]W;W)K&UL?51M;YLP$/XKEC=-G30%0HL MR@ I+YW6#^VBIMTF3?

O@P$&L&IO93DCWZW?P'7&C|+/9 M EARJ{0T"=U:6T^#P&1;J)@9J!HD1@JE*V;1U65@:@TL]Z!*!%$83H<4G3 MV)^M=!JKG15,))=G.6%5U8%10<=F^V:'[#B> *+H B#I**

Y'6WA;S*),,LC;5J MB';9R.8,WZI'HS@NW.6LK+8H+2,+^\7W^YNR./L\V:7"W!,BJ,^SBPR.TR M@JSZ[^-2=0#,@H_D"B,KLG3>DFNWOY'$Z"T7E_4ZXL\[^B2/IFI"L@C M.Y E-

YE09J>!_)IMC-5XH[_/*6T9K\\SNBF?FHED%_<8P-Z#S1!]V8X"3^__MHG?4ZQV]QI[.04+!+U'8:,L M#I8WM[C)H%T"Q@NE[-%QT]7_&l)_4$L#!!0 (&V*7ED4MQL@FP(,0% M 9

>&PO=V]R:W-H965T$#(6^2?QP]{^?[WP> M;*2ZURFB@<=,Y'KHI<84I[ZOXQ0SICNRP)QV%E)ES-!4+7U=*&2)<\]$'P;! MH9\QGGO1P*U-5#20*R-XCA,%>I5E3#V=H9";H=?

UGA=N^3(U=L&/!@5;XA3- MK)@HFOFU2L(S<687.2A<#+W/W=.SOK5W!C\;G1C#/8D0R&7]!!4*! ML,$*C'YK"$05H@P'BI-KPY[*0Q[NQTECG3,+)B)TL.O2./4APP5;"

MW,K-!5;G<8"Q%-I]85/9!A[$*VUD5CD30<;S\L\>JSPT"IO.8250^BXRT". MP S[HE"DRXSG, MB#023&N0"Y@:&=_#[RO:ATN#F?[3AEV*]=K%;#>= MZH+%./2H732J-7K1^W?

=P^#3%M2#&O5@FWHT84_4&D8#]24U1[%2<4J7T\+' MC:+DKF)_8:>-OXQPZ"+8YEU'87_@KUNH>C55;RM5F;<7G 22E>+Y$@I47";[MSQ7;!0M1#O<(KJU^)6$9K=\D#$_"?

MA.V:\[LJ;3PH%(_1D=&K18 EAP5Z MN5MM4*7X<0.J&YQT@M>]\QM-:=\WNL9+GFL0N"#'H'-$.]I\,\])D87KT[DT MU/5NF-(SB\H.T/Y"4C&KB6W]^N&. .@%02P,$% @

;8I>6?;P%24C! M2Q4 !D !X,"]W;W)K&ULQ5C;;N,V$/T50ET4 MNT 2W64KM0W8EHH&;39&E&T?BCXP%FT)D40O2=O9?GU)25$DF1&2+A=YL4EJ MY@QGSNC8Y.2(R0--$&+@,

<*.M42QG:7ND[7"Z99A>'H.TT*;31F;MG H+?Y,T9&VQD"D MYEX0+(X&Q" M\!$08=H?G=U M\QF<@X@W9;S/$, ;$#&\?CA?<$9BL,0Y;U,*2Z+#1S%&X&. &$PS^HD[?HD" M\'#)_

!I 6X2>^PB*F$JQ&8JH^KK>VZ+:,F_7"WFQPC0N64! 6,8HE_L&P MOS_@K_,Z-<6RGH]UL 8!{[2[+9Q!BS#W9:E\WW1P_\=O5,,N^D< MN\3ZS7\)+(S'G]V5+K. W+AX,S

F!Q1.)\=E3:\2 LP^6<)7RCH)=W!-9IJ7"(I(@>DS7[^R?2,7V34J 0+ M5(*%BL Z)#H-B&WU.24QO3LKV>D)P:68YE]G1$8N2.';F,C)O"ILBL[/[_CD!B91JNVY<5B=G(-RVYKIBM\YDY6(.

(GZ'3 M8GL&MJA A)=#="R,^5$PI8Q <7G?U5M?F)=+4[(>B)O" M\C+J&;ZZ9KR&9)L6%&1HPT.9%R.NCJ2ZN:LF#,_"JZE[S!C.RV&"8(R(,.#/ M-QBSIXD(T-R?SOX#4$L#!!0 (

&V*7EE I2"H]P0 "L9 9 >&PO M=V]R:W-H965TW'-R?7TPG;60 M+V&K!F$:O81"KK/0.KYR735=L)"JFHA9!%=F0H94PZFL;%$:AF&5&X&+!#KKH.=[< #GR^T&7!]G9C.V83J

MIW@LXLDAQ$2)9EVGCZ^&A)B Y(Y?.5NKG6-DJ#P+\);.ORNXYF, M6,"FVD!0^%JQ(0L"@P1Y_)F!.ODS3 #N\1;]R#Q3Q88B^(W[>M%U+AWD

MLQE=!OI!K'|F&.&FP9N*0"6?:)W=ZSEHNE1:A%DP9!#R*/VFKYD0.P&D>2" M9 'D;4#C0$ 1"Z@G1-/,$EK75-->1XHUDN9N0#,'B39)-+#AD7F-$RWA*H0S MOR1^:

(]O6^)=T"47AVS%&1 KX&?V7$.D?8:(1QIE^=C#)RRNH;I7%KZ73CU_ M5_4$KWX(STA^;HK61T,1PDQ6-)D+?7A1T9S![-+H>8-V[QO333+<7U/IH]^_M "2ZT2Q4?Y2]G_3YC?

+GFXYRI6(Z95T'6H9BS9&(C4@*G4!QIE5[6L;=[G@LJ0,IV_2M-)5SZO5.^ZJ MA%,SYJ2T5!>Y5!?6XGB^)N*><3_ @VFNUI-A=(*5MR .KBD!5I&*Z;,L3(%A*@1

M"HHW>XUA;87AF$DN?"1F*(-,8,SLV3 JRR>/-;EC=;0SO4!AVN5;R*<;9=N M,M?NTHKX*#0-0!8;"]D/"'B&(O!4H E(Q\-$2O!0,\;UTBR#A^7-ND^9:-.L MCA4M!6OO-

!Q2:Y4WG':N2]NJRP/PD#RIB:37H">H!>BC#Y.G\BJPPAU+J"*P M/>;8*VR1]\&M)TN@(K6J0MN7:\=%XG^\WJ8-Y;WEU@YX-'W\[8*+:\WR^L>D MH$7^P\X@B_F4]H8ES"

<$]HF6F_PBBZ8LU:Q4,6NN1RM&OFD8F.!:^X!DA4?% M5E_WT0N1/;NC1;)SQ4DBZ'*[(F'RWI*$"P_+0]YVO%,2@D2]'&K'SA@:LE.N M49[FMBJT?

44*^XN;'!V2*W7.5;'MRU5X9VSUF_^F)5?JAC.T-[^!#O67PN=B MN_WI?!7D2GOUAM;:$:Q^P,+APMMBNG]Z'Y;5703(;OD;9#D304M?-UX[(DSXSQ|[#!J+#!Q.H;>Pl;O\>5@,+G

=>;4C:XC$WK MHMU\2Z&PO=V]R:W-H965T92? GQK# 3!(,9J=1,Z'9/BM8@*>YQ4HR:/_]2K+C@E>X M3E?[I9TS]&Y\O&UK/$!DZ]TAQ #W[TIQ-CQ|A^9)ITO4,9I#V\1SD?V6"2

M0<:,9&O2/4$PEJ L-1W+\LT,)KDO"':|%ED'R_0ZE^# Q M;..MXRG9]HCH,*?C/=RB%6+/^T?"6V;-$B<9RFF'0)?5ZW $X#QG@%,!G"; .3-P*X#;%>!5 *\KH%\!^ET!?@7NP(&

M%6#0=96"'"A!TG6%8 :2_S/+^R9L @PQ.QP0? !'1G$U<2 =)-+_G22Z\OF*$ MCR8 /N<;8O&)3.Y,T[2),U M@'D,9DE:,!2#C_R![_(I!?M$P&H'"0*7,\1@DM(KSO6\FH'+BRMP 4Q Q2@%

M20Z>\%31ZZ..SSM<4s[+.R].VF.3\32%6'-=I717IN2<2),O;[W&SML:WSFMA"NT[P'7N@:..Y7@*/??M\#^+O!4^:X<_0,+A M]EEXV%V\]X#/NXM7P1?

=Q:O@T7[,^>4OYWYB!+=^V%S)YYY[V(H,$<@P&:E< M76[0-5;\!T9T#]=H80"7&D7D%1G3WW^S?>L/E:5TDLUTDH4ZR>8ZR18ZR2*= M9$M-9">F]6K3>FWL4U'?4U[?

598MD,Y$BEW5Z_3&\^W &9NOQV94A#F6;0U. MPV8JMK[O-\)"%=O MOW3L+DBS Z\IK:%(LP=VM;P-"Q2L=GVL-^8=:F(*[S! M4:HG]Z!?WX-

^:^&8H1SSE__9TM'763ITDLUTDH4ZR>8ZR18ZR2*=9$M-9">V M]6O;^[VEXXO\U$#Q#7SE[TM>MOO%93O&QD&:[FW1""O2HS<0O+.C.\U9>BU

M^)#A^\W+I.J@5RK[ERKZ1P^=:SM^LPJU:GVOKW62A0K]EM\LCW.=4RYTDD6J M];>]AOZE*DM>&M<65:,,//[_6RRN/F1^8K)!Y.UJGVOR722A0K]"I/IG'*A MDRQ2K?

^_3:;*\[S)@MID0:_UD$ZR4*%?X2&=4RYTDD4*_0H/*:(4'C*/CNTR1+;RS)=R>Q0Y*P\5 MZM[Z6/E6GJ8V^N_LT<)6]$?V:%F>&O^@+\^P'R#9)CD%*=KPJ:S>@%=,4IX+

MEPV&|_+0\ 4SAC-YN4,P1D0$\/$-QNRM(2:H#^>G_P'02P,$% @ ;8I> M69R^'P<,! \!4 !D !X,"]W;W)K&ULS9A= M;Z,X%(,_BL5*]QEHQ @2=--(C6!U8S4F8G"?%RL]L(%)U@%S-

HFZ?S[/09* M0T)NNO5]": X_/X?.4-]G3/^)V("9'H/DTR,3-B*?,KTQ1A3%(L+EA.,OAF MPWB*)3SRK2ER3G!4&J6):5O6R$PQS8SYM!Q;\?F4%3*A&5EQ)(HTQ?S'@B1L M/S,&QL/

FFYCJ0,,^33'6Q0(0^35?<7@R&TI$4Y()RC+$R69F7 ^N_(&C#,H9 MWRC9BX-[!$*Y9>Q./7R(9H:E/"()":5"8+CLR)(D2=]'W_74*-94QD>WC_0 M_RB#AV!NL2!+EGRGD8QGQJ6!

(K+!12+7;/^>U $-%2]DB2@_T;Z>:QDH+(1D M:6T,']0TJZ[XOD[$@0%PN@WLVL ^-G"?,'!J ^?<%=S:P#UWA6%M4(9N5K&7

MB?.PQ/.I9WO$U6R@J9LR^Z4UY(MFJE$"R>%;"G9R_LG_@FX^!P%;^6L4O+]> M^^@="J =HR(AB&W0=2;INX@FA2HH"DA8<"HI$P@% CXN%",_0E9H7 622FIH2HE&]F

M6$>PJ"*PGXC 01J9)F-P* -O.NR]?OM)C[T)V6Q2:C^D=&'W @.27R#'^@W9 MENUV^+,\W!SI"N>_K>[_Z[5;R7":_G)*GO,$3[7/AIT#C9(7$!?2 3WG8Y1 1

M;"O0"]HZIX_;P"./DB2BK^Z>J3RPNWV0JGME,^:^_#$;6 M[UT%T@GS=,)\3;!6*=VFE&X??=Y6 O%82]*J950K009*B"@E>._[^]7_K;K

MVFX_!X:FY.ZS(Z23'&KKM2=XY)/\94BLSPR8SP![,?,Y5YPHD M& M3IBO"=8JY;@IY?AG:,_X1 SLR;'TG,YQK/&1\IS!\?LYK:Q<-EFYI,W*.O@J

M$+PUH55Y5V0{(F3G.]"B% 32'M4)\W3"?$VP5C4F3344FKT)N)CI+]J/FZ83Y MFF"M4@ZLQVV1]3,$IUZUI13.^()(;KHK6+8C\6Q7X5*E2[H:N@.FF> M5!QOB|8NZ./F>=*[H?O?

5,@YT037G=C'*G0ZRSJ6H'- ?B^HRHQY<(*5$KXM MCPX%R$N1R>JPH1EMCB>ORT.YH_"%X&HYZ!CWU%F>6+VB*_0C|BOJ6P>4O(M!I:R+L;@)Z^.%ZL'R?+R_.R626QEM%@(-

?3[3SC[T6AKC]X]G[RZ>2D\W!^O1L_,\"Y'SA%KPX0O>AT<&$ M,?'X,/%|VIAT[R#I/QTWY5QM 7-A M(]%3I$4WQ*"'NM=$@*\2FY"+?!K0RR:GW2/C0'Q/.)(!*R,YXRL;[D)@6O!"

M>DK7NDX50J1ZLG!H>_ 8U#HY$X4TN6T&^WM2#*\!UCTPR#AO#'9]&Q@-2]{4 ME>)&=\0@$WP&>77[?E5JAS-)5F'WRM\0S5#TGF10RI;))$_KKT&C :09V))O-

MX:Z*,@!0J2+7C92162&(\;!FU TM.Z6G@]Y*FK&EZ2^SQ@"F'N+]I"SYZ@MG M,Y%3._F#$XX&9,VBWNU5D3SH;E,I4!ZCTO4_I4JW++;9GAGKM'-MZ/G?KO.,"BH);YO6M?

^>5_G5CJ/>6UDYWRJ[AIT>ZQ?_>S=Y=0PFXV,P>10U MV3\&D\D1F.RIV;?F2TR&[|)D4!^%6N>MK=-6$_7@5#OT^\+YF&^2>L%XXJ) MNC=G;4K%LT.7EE=DHO_RO VQ/lU4(-

E.\$K&9XFL-B'O=@)$D[MW& M\@ #VP6L=B"_,P_4E)L31,"KF#?L"<:1),$0J$5WC<8QLCHQ?-S[@8E490D M;@0PMX,HPA!X&G$$"

-8?20$3;8T.P6BP^0"X99K>]9!:G

,"2*S'MPYWT4K-]3P>9_H*._4$L#!!0 (&V* M7EF7BKL

63P8$_W5! "R@ \ !X,"]W;W)K8F]O:RYX;6S%FM]S MHD@0@/^5*5\N]Y!3^>'NIM:M0IPDU"IX@*G;>[F:R!BG%AEK0'.[?_T-J-DA MT:Y[Z?BD@.)'"_WU3,_G9ZF^/TKYG?

R[SHMRV%E5U>:.FVRT7*[YFY1]RPPM] M9"G5FE5Z4SUURXWB+"M7G%?KO&OU>H/NFHFB\^7S\5PSU34W9,47E9"%WEGO M>!#\N?QUO-

XD.U&*1Y&+ZL>PTI$/>8>L12'6XB?/AIU>AY0K^7POE?@IBXKE MR4+)!]V^OL##UQ58O%F=U)#INRO;/94[#%F&F38&?3T"9="E57SB>;\3#/N MN/[P?FM;R5N15UR-6<7OE-

QN1/%4GT9?1=>XC"8.Q]=|$&_4_PFC7"[%@#_E M8KOF1;6/H^)Y#5B4*[$1.Z1@:S[L^'+'%9FQ)UY?E/Z5(-M?8*7)C'"I&Z$/ MJ"'!K&#%YBHP7)<(?E?*7&2:(R,CEK-

BP8D!:0&0U@4A_[$,2!N M"\"F=0X M^JL&I - .A>$;$72!2#=2T+:!N0 @!Q<$M(Q(#\ D!]P(;/XS@N#O[TTB$+B MA6,RIHD?!|-F.[HU(#\"D!]Q(9/Y=.K%WS0/28*L,+@-2"],B>?[T3Q,

P/R M$P#Y"1RA,34I\&#-YI0,YGWH&S>0[XKO>2>T#_GFFI"\2: M5T?W*TU?8X+20;,.K1?$1"/J@$ZIE\QC.JUI33Q(-WUDWXR\B1?ZE"3WE*;$ MCZ:S*'S-!YFFCZV:;#H-

TNG+'^Q'^CD)[VCH!0%"9FFCZR:,1VE)@LDE#ZR M48)0AXR2U/NK'1_("WUD@231Y'^]CR9C&B>_-<|L^LUD@[311_9&PW8\|A(Z M;FY_&B:-0TP^R!A]9&6$^&K&

<1$E"9C363ZD7MS(;I(D^LB=F[?9E63&5?/U MNH8>BW*1RW*KS)+?@BQA(5LB*$]1Z6%(JEBF!T+$4XH53W656I4F(Z0("UD1 M8%70]E0M<&2"K

JP+FAC0L:PL(T!U05M3,@9%K(SSM0%Y$J/Y'/>NCH4!5 KDR,2'76,BNJ>N$D[&#!&-ACTG."/ M:F)"!;&0#@=%LSWE#!K*1#01CFO>F UG(0;80C&GF30>RD'.9

M>;$#HDW'YB0E9 MR'G70<^K:+82D@-9R$&V$(!9YW<3$[*0@VPA.IQD M"\%W6NSK0E9R,7NSD"8[>XK9"$7V4+-B/PE_W BEW6/ORM @YIH %[*0

MBVRADYCKC2SJ;4PB34S(0BZRA0Z837%9+THA5V->,9&WAN@N)" 764!F=^0T M\;@8 -DH_HDIRDA[;COTVX%VKLO+6C"VG'??^3NM!-S$A M(;CO/_WV"[.5SP>0=@:-

=KK'Q6<97XJ"9Z'^B5+O7[!\,5.D?MDWQAVW[G M MMWGNZWU1,9$L.ZYE.Z[#^_(?4$L#!!0 (-&V*7EF8&UJ>^P$,LC : M >&PO7W)E;'.O=V]R:V)O;VLN>&UL+G)E;'/-VDMNHT

4A>&M6"P@Y?LB M22O.J"9>91MD @'O0DJC-"!>+RCSX0\/"<#IVT[T!E MMQ_*XN-X.)55LYNFX5=*9;W+QZ[<|$,^G8|L^O'83>?EN$U#MWKMCGI0+V=BO|GLU_EWO_YSS*?

I'X/3>S^^E5W.4[-XZ<9MGE9- M^CA<+=Y7*S>'I=-?/3JS2I=I!"D-8/,@BR^D$.05X_*"_HZ@>U$-36 M#[J%H-OZ07<0=%<_Z!Z"[NL'R1)E7!(DS; FT%J0:R'P6A!L(1!;D&PA,%L0

M;2%06Y!M(7!;$&XAD%N0;B&P6Q!O(=!,46\ET%M1;R706VBOJK01Z*^JM!'HKZJT$>BOJK01Z*^JM!'H;ZFT$>AOJ;01Z&^IM!'K;

M|6 4)@=Z&>AN!WH9Z&X'>AGH;@=Z&>AN!WH9Z&X'>AGH;@=Z.>CN!WHYZ.X'> MCGH|@=Z.>CN!WCY!V4V@MZ/>'3[*WH|Y.H+>CWDZ@MZ/>3[*WH|Y.H'>@WD&@

M=Z#>0:!WH-Y!H'>@WD&@=Z#>0:!WS#Y6$N@=[*<0Z!VH=Q#H':AW$.@=J'<0 MZ-VBWNU/ZEVFST,NUYZO-5[_)ZF>SN?FZ^4ORZ^=>+]H+S@G^'?G\2]02P,$ M% @

;8I>6732QF+> 0 6B, ! ,!;0V]N=&5N=%]4>7!E&UL MS=I=3\(P% ;@OT)V:UCI%WX$N%%OU0O_0-T.L+"M35L0_KW= !.-$@TFOC=; MMK;G/6N3YVJ3YYVC,-

@V=1NFV3)&=\-8*);4F)!;1VT:F5O?F)@>_8(Y4ZS, M@I@8C<:LL&VD-@YC5R.;3>YH;M9U'-QOT^M0V7::>:I#-KC=3^RRIHEQKJX* M$],XV[3EIY3A(2%/*_LY85FY<)$F9.S+A&

{D^X##NL<->5^5-'@R/CZ8)ŁUB MVYJ%N*LIY*=+?-&CG<^K@DI;K)NT)_.DRG#DB@V=;XO>G$Z.;8=IOV5GYW? MESD5F&8^>>M".C%/OX\[']DFW>NA2(?*Q.OV){XF]-G?1]UIEU3^,#MM{ZOU MJ_X\ NMOY^_QQS-^K__+/@1('Q*D#P72AP;I8PS2QR5('U<@?5R#],%'*(V@ MB,I12.4HIG(45#F*JAR%58[B*D>!E:/(*E!D%2BR"A19!8JL D56@2*K0)%5 MH,@J4&05*+)*%%DEBJP215;)(JM$D56BR"I19)4HLDH4626*K I%5H4BJT*1 M5;'(JE!D52BR*A19%8JL"D56A2*K1I%5H\BJ4635*+)J%%DUBJP;15.-(JM& MD56CR#K^3UE?K%W]|=\>W3UO3-4>\UG_2\WL#5!+ 0(4 Q0 (&V*7ED' M04UB@0 +$ 0 " 0 !D;V-0&UL M4$L! A0#% @ ;8I>61A^T;;N *P(!$ (!KP M &1O8U!R;W!S+V-O&UL4$L! A0#% @ ;8I>69E'@ & @($" >&PO=V]R M:W-H965T&UL4$L! A0#% @ ;8I>61@WJW+T!@ E!T M !@ ("!'@X 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ;8I>6>SI7FZ" P <0P !@ ("! M, < H #4V 8 " @2@C !X;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ M;8I>68#2RM[-! FPH !@ ("!D3P 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M;8I>674+#W/N#P 8#, !D ("!>XT 'AL+W=O&PO=V]R:W-H965T2O !X;"]W;W)K&UL4$L! A0#% @ ;8I>60!ZCZM# @ B@8 !D M ("!!+, 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ ;8I>6;ZJ__%? P A0@ !D ("!Dl, 'AL M+W=O&PO=V]R:W-H965T[< !X;"]W;W)K&UL4$L! A0#% @ ;8I> M6<8,'V+Z @ * 8 !D ("!C^('AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ;8I>68NMBV-]! HPH M !D ("!Z>P 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ;8I>6=>]T+%7 P IPD !D M ("!X/L 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ ;8I>6>SHH!&PO=V]R:W-H965T&UL4$L! A0#% @ ;8I>65_,X*8" P %@< !D M ("!\B ! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ ;8I>65M5P=6H @ H 8 !D ("! M\RD! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ ;8I>69ON8MV=!@ F34 !D ("!,C,! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ ;8I>61G\X8&^&0 PKP! !D M ("!;$T! 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ ;8I>6?;P%24C! 2Q4 !D ("!?&P! M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M;8I>69R^'P<,|\4 !D ("!E7H! 'AL+W=O&PO&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"% ,4 M " !MBEY9=-+&8MX! !;(P $P @ %PB@$ 6T-O;G1E C;G1?5'EP97-=+GAM;%!+!08 1 !$),2 !_C $! end XML 73 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 74 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 76 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html2773001false730false7 falsefalseR1.htm0000001 - Document - Cover PageSheethttp://www.irhythmtec.com/role/CoverPageCover PageCover1 falsefalseR2.htm9952151 - Statement - Condensed Consolidated Balance SheetsSheethttp://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheetsCondensed Consolidated Balance SheetsStatements2 falsefalseR3.htm9952152 - Statement - Condensed Consolidated Balance Sheets (Parenthetical)Sheethttp://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheetsParentheticalCondensed Consolidated Balance Sheets (Parenthetical)Statements3 falsefalseR4.htm9952153 - Statement - Condensed Consolidated Statements of OperationsSheethttp://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperationsCondensed Consolidated Statements of OperationsStatements4 falsefalseR5.htm9952154 - Statement - Condensed Consolidated Statements of Comprehensive LossSheethttp://www.irhythmtec.com/role/CondensedConsolidatedStatementsofComprehensiveLossCondensed Consolidated Statements of Comprehensive LossStatements5 falsefalseR6.htm9952155 - Statement - Condensed Consolidated Statements of Cash FlowsSheethttp://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlowsCondensed Consolidated Statements of Cash FlowsStatements6 falsefalseR7.htm9952156 - Statement - Condensed Consolidated Statement of Stockholders' EquitySheethttp://www.irhythmtec.com/role/CondensedConsolidatedStatementofStockholdersEquityCondensed Consolidated Statement of Stockholders' EquityStatements7 falsefalseR8.htm9952157 - Disclosure - ORGANIZATION AND DESCRIPTION OF BUSINESSSheethttp://www.irhythmtec.com/role/ORGANIZATIONANDDESCRIPTIONOFBUSINESSORGANIZATION AND DESCRIPTION OF BUSINESSNotes8 falsefalseR9.htm9952158 - Disclosure - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESSheethttp://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESSUMMARY OF SIGNIFICANT ACCOUNTING POLICIESNotes9 falsefalseR10.htm9952159 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLESheethttp://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLEREVENUE AND ACCOUNTS RECEIVABLENotes10 falsefalseR11.htm9952160 - 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Disclosure - CASH EQUIVALENTS AND MARKETABLE SECURITIES (Tables)Sheethttp://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESTablesCASH EQUIVALENTS AND MARKETABLE SECURITIES (Tables)Tableshttp://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIES24 falsefalseR25.htm9954474 - Disclosure - FAIR VALUE MEASUREMENTS (Tables)Sheethttp://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSTablesFAIR VALUE MEASUREMENTS (Tables)Tableshttp://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTS25 falsefalseR26.htm9954475 - Disclosure - BALANCE SHEET DETAILS (Tables)Sheethttp://www.irhythmtec.com/role/BALANCESHEETDETAILSTablesBALANCE SHEET DETAILS (Tables)Tables26 falsefalseR27.htm9954476 - Disclosure - COMMITMENTS AND CONTINGENCIES (Tables)Sheethttp://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESTablesCOMMITMENTS AND CONTINGENCIES (Tables)Tableshttp://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIES27 falsefalseR28.htm9954477 - Disclosure - DEBT (Tables)Sheethttp://www.irhythmtec.com/role/DEBTTablesDEBT (Tables)Tableshttp://www.irhythmtec.com/role/DEBT28 falsefalseR29.htm9954478 - Disclosure - STOCK-BASED COMPENSATION (Tables)Sheethttp://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONTablesSTOCK-BASED COMPENSATION (Tables)Tableshttp://www.irhythmtec.com/role/STOCKBASEDCOMPENSATION29 falsefalseR30.htm9954479 - Disclosure - NET LOSS PER SHARE (Tables)Sheethttp://www.irhythmtec.com/role/NETLOSSPERSHARETablesNET LOSS PER SHARE (Tables)Tableshttp://www.irhythmtec.com/role/NETLOSSPERSHARE30 falsefalseR31.htm9954480 - Disclosure - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details)Sheethttp://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetailsSUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details)Detailshttp://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies31 falsefalseR32.htm9954481 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Disaggregated Revenue by Payor Type and Major Service (Details)Sheethttp://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLEScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetailsREVENUE AND ACCOUNTS RECEIVABLE - Schedule of Disaggregated Revenue by Payor Type and Major Service (Details)Details32 falsefalseR33.htm9954482 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Provision for Credit Losses (Details)Sheethttp://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLEScheduleofChangesinProvisionforCreditLossesDetailsREVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Provision for Credit Losses (Details)Details33 falsefalseR34.htm9954483 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Contractual Allowance (Details)Sheethttp://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLEScheduleofChangesinContractualAllowanceDetailsREVENUE AND ACCOUNTS RECEIVABLE - Schedule of Changes in Contractual Allowance (Details)Details34 falsefalseR35.htm9954484 - Disclosure - REVENUE AND ACCOUNTS RECEIVABLE - Narrative (Details)Sheethttp://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLENarrativeDetailsREVENUE AND ACCOUNTS RECEIVABLE - Narrative (Details)Details35 falsefalseR36.htm9954485 - 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Fair Value of Senior Convertible Notes (Details)Details43 falsefalseR44.htm9954493 - Disclosure - BALANCE SHEET COMPONENTS - Schedule of Inventory Components (Details)Sheethttp://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofInventoryComponentsDetailsBALANCE SHEET COMPONENTS - Schedule of Inventory Components (Details)Details44 falsefalseR45.htm9954494 - Disclosure - BALANCE SHEET DETAILS - Schedule of Long - term Strategic Investment (Details)Sheethttp://www.irhythmtec.com/role/BALANCESHEETDETAILSScheduleofLongtermStrategicInvestmentDetailsBALANCE SHEET DETAILS - Schedule of Long - term Strategic Investment (Details)Details45 falsefalseR46.htm9954495 - Disclosure - BALANCE SHEET COMPONENTS - Schedule of Other Assets (Details)Sheethttp://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofOtherAssetsDetailsBALANCE SHEET COMPONENTS - Schedule of Other Assets (Details)Details46 falsefalseR47.htm9954496 - Disclosure - BALANCE SHEET COMPONENTS - Narrative (Details)Sheethttp://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSNarrativeDetailsBALANCE SHEET COMPONENTS - 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r59", "r716"] }, "irtc_AccountsReceivableAllowanceForContractualAdjustments": { "xbrltype": "monetaryItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "AccountsReceivableAllowanceForContractualAdjustments", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLESScheduleofChangesinContractualAllowanceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Add: provision for contractual adjustments", "label": "Accounts Receivable Allowance For Contractual Adjustments", "documentation": "Accounts receivable allowance for contractual adjustments." } } }, "auth_ref": [] }, "irtc_AccountsReceivableContractualAdjustments": { "xbrltype": "monetaryItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "AccountsReceivableContractualAdjustments", "crdr": "credit", "presentation": [

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Excludes amortization of financing costs. Alternate captions include noncash interest expense." } } }, "auth_ref": ["r6", "r85", "r329", "r947"] }, "us-gaap_AmortizationOfFinancingCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCosts", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/DEBTScheduleofComponentsofInterestExpenseandtheEffectiveInterestRatesDetails": { "parentTag": "us-gaap_InterestExpenseDebt", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails", "http://www.irhythmtec.com/role/DEBTScheduleofComponentsofInterestExpenseandtheEffectiveInterestRatesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Amortized debt issuance costs", "label": "Amortization of Debt Issuance Costs", "documentation": "Amount of amortization expense attributable to debt issuance costs." } } }, "auth_ref": ["r85", "r329", "r850", "r947"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofAntidilutiveSecuritiesExcludedfromDilutedNetLossperCommonShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Anti-dilutive securities excluded from diluted net loss (in shares)", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (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." } } }, "auth_ref": ["r207"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofAntidilutiveSecuritiesExcludedfromDilutedNetLossperCommonShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities", "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r25"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofAntidilutiveSecuritiesExcludedfromDilutedNetLossperCommonShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill." } } }, "auth_ref": ["r6", "r31"] }, "us-gaap_Assets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Assets", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total assets", "label": "Assets", "documentation": "Amount of asset recognized for present right to economic benefit." } } }, "auth_ref": ["r113", "r124", "r149", "r180", "r211", "r214", "r223", "r224", "r263", "r298", "r299", "r300", "r301", "r302", "r303", "r304", "r305", "r306", "r440", "r444", "r482", "r546", "r618", "r677", "r678", "r716", "r735", "r892", "r893", "r950"] }, "us-gaap_AssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Assets", "label": "Assets [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsCurrent", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total current assets", "label": "Assets, Current", "documentation": "Amount of asset recognized for present right to economic benefit, classified as current." } } }, "auth_ref": ["r141", "r156", "r180", "r263", "r298", "r299", "r300", "r301", "r302", "r303", "r304", "r305", "r306", "r440", "r444", "r482", "r716", "r892", "r893", "r950"] }, "us-gaap_AssetsCurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsCurrentAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Current assets:", "label": "Assets, Current [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AssetsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetsFairValueDisclosure", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofCompanysFinancialAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Financial assets", "label": "Assets, Fair Value Disclosure", "documentation": "Fair value portion of asset recognized for present right to economic benefit." } } }, "auth_ref": ["r458", "r459", "r703"] }, "us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax", "crdr": "credit",

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[Member]", "documentation": "BioIntelliSense, Inc." } } }, "auth_ref": [] }, "irtc_BraidwellTermLoanFacilityMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "BraidwellTermLoanFacilityMember", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows", "http://www.irhythmtec.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Braidwell Term Loan Facility", "label": "Braidwell Term Loan Facility [Member]", "documentation": "Braidwell Term Loan Facility" } } }, "auth_ref": [] }, "us-gaap_BusinessDescriptionAndBasisOfPresentationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessDescriptionAndBasisOfPresentationTextBlock", "presentation": ["http://www.irhythmtec.com/role/ORGANIZATIONANDDESCRIPTIONOFBUSINESS"], "lang": { "en-us": { "role": { "terseLabel": "ORGANIZATION AND DESCRIPTION OF BUSINESS", "label": "Business Description and Basis of Presentation [Text Block]", "documentation": "The entire disclosure for the business description and basis of presentation concepts. Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. 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)." } } }, "auth_ref": ["r58", "r94", "r95"] }, "us-gaap_CapitalExpendituresIncurredButNotYetPaid": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CapitalExpendituresIncurredButNotYetPaid", "crdr": "credit", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Property and equipment costs included in accounts payable and accrued liabilities", "label": "Capital Expenditures Incurred but Not yet Paid", "documentation": "Future cash outflow to pay for purchases of fixed assets that have occurred." } } }, "auth_ref": ["r22", "r23", "r24"] }, "us-gaap_CapitalizedComputerSoftwareAdditions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CapitalizedComputerSoftwareAdditions", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Increase in internal use software", "label": "Capitalized Computer Software, Additions", "documentation": "Additions made to capitalized computer software costs during the period." } } }, "auth_ref": ["r664"] }, "us-gaap_CarryingReportedAmountFairValueDisclosureMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CarryingReportedAmountFairValueDisclosureMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Carrying amount", "label": "Reported Value Measurement [Member]", "documentation": "Measured as reported on the statement of financial position (balance sheet)." } } }, "auth_ref": ["r52", "r53"] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 }, "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets", "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash and cash equivalents", "verboseLabel": "Cash and cash equivalents", "label": "Cash and Cash Equivalents, at Carrying Value", "documentation": "Amount 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." } } }, "auth_ref": ["r19", "r143", "r666"] }, "us-gaap_CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy", "presentation": ["http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Cash, Cash Equivalents and Restricted Cash", "label": "Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block]", "documentation": "Entity's cash and cash equivalents accounting policy with respect to restricted balances. Restrictions may include legally restricted deposits held as compensating balances against short-term borrowing arrangements, contracts entered into with others, or company statements of intention with regard to particular deposits; however, time deposits and short-term certificates of deposit are not generally included in legally restricted deposits." } } }, "auth_ref": ["r20", "r112"] }, "us-gaap_CashCashEquivalentsAndMarketableSecuritiesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsAndMarketableSecuritiesTextBlock", "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIES"], "lang": { "en-us": { "role": { "terseLabel": "CASH EQUIVALENTS AND MARKETABLE SECURITIES", "label": "Cash, Cash Equivalents, and Marketable Securities [Text Block]", "documentation": "The entire disclosure of cash, cash equivalents, and debt and equity securities, including any unrealized or realized gain (loss)." } } }, "auth_ref": ["r869"] }, "us-gaap_CashCashEquivalentsAndShortTermInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsAndShortTermInvestments", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total cash equivalents and marketable securities", "label": "Cash, Cash Equivalents, and Short-Term Investments", "documentation": "Cash includes currency on hand as well as demand deposits with banks or financial institutions. It also includes other kinds of accounts that have the general characteristics of demand deposits in that the customer may deposit additional

funds at any time and effectively may withdraw funds at any time without prior notice or penalty. Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid Investments that are both readily convertible to known amounts of cash, and so near their maturity that they present minimal risk of changes in value because of changes in interest rates. Generally, only investments with original maturities of three months or less qualify under that definition. Original maturity means original maturity to the entity holding the investment. For example, both a three-month US Treasury bill and a three-year Treasury note purchased three months from maturity qualify as cash equivalents. However, a Treasury note purchased three years ago does not become a cash equivalent when its remaining maturity is three months. Short-term investments, exclusive of cash equivalents, generally consist of marketable securities intended to be sold within one year (or the normal operating cycle if longer) and may include trading securities, available-for-sale securities, or held-to-maturity securities (if maturing within one year), as applicable." } } }, "auth_ref": ["r842"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash, cash equivalents, and restricted cash, beginning of period", "periodEndLabel": "Cash, cash equivalents, and restricted cash, end of period", "totalLabel": "Total cash, cash equivalents and restricted cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount 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." } } }, "auth_ref": ["r19", "r91", "r176"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net increase (decrease) in cash, cash equivalents, and restricted cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r0", "r91"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Reconciliation of cash, cash equivalents and restricted cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect [Abstract]" } } }, "auth_ref": [] }, "irtc_CashEquivalentsAndAvailableForSaleClassifiedAsInvestmentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "CashEquivalentsAndAvailableForSaleClassifiedAsInvestmentsAbstract", "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash Equivalents And Available-for-sale Classified As Investments", "label": "Cash Equivalents And Available-for-sale Classified As Investments [Abstract]", "documentation": "Cash Equivalents And Available-for-sale Classified As Investments" } } }, "auth_ref": [] }, "irtc_CashEquivalentsAndInvestmentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "CashEquivalentsAndInvestmentsAbstract", "lang": { "en-us": { "role": { "label": "Cash Equivalents And Investments [Abstract]", "documentation": "Cash Equivalents and Investments." } } }, "auth_ref": [] }, "us-gaap_CashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails": { "parentTag": "us-gaap_CashCashEquivalentsAndShortTermInvestments", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash equivalents", "label": "Cash Equivalents, at Carrying Value", "documentation": "Amount of short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r836", "r961"] }, "us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Non-cash investing and financing activities:", "label": "Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract]" } } }, "auth_ref": [] }, "irtc_CentersForMedicareAndMedicaidMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "CentersForMedicareAndMedicaidMember", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLESScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetails", "http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Centers for Medicare and Medicaid", "label": "Centers For Medicare And Medicaid [Member]", "documentation": "Centers for Medicare and Medicaid." } } }, "auth_ref": [] }, "irtc_ChangeInFairValueOfStrategicInvestmentsRollForward": { "xbrltype": "stringItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "ChangeInFairValueOfStrategicInvestmentsRollForward", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofChangesinEstimatedFairValueofStrategicInvestmentsMeasuredonRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Change in Fair Value of Strategic Investments [Roll Forward]", "label": "Change in Fair Value of Strategic Investments [Roll Forward]", "documentation": "Change in Fair Value of Strategic Investments" } } }, "auth_ref": [] }, "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Changed Peer Group, Footnote", "label": "Changed Peer Group, Footnote [Text Block]" } } }, "auth_ref": ["r783"] }, "ecd_ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year", "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]" } } }, "auth_ref": ["r780"] }, "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested", "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]" } } }, "auth_ref": ["r778"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "City Area Code", "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "irtc_ClaimsPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "ClaimsPayableCurrent", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofAccruedLiabilitiesComponentsDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofAccruedLiabilitiesComponentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Claims payable", "label": "Claims Payable Current", "documentation": "Claims payable current." } } }, "auth_ref": [] }, "us-gaap_ClassOfStockLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockLineItems", "presentation": ["http://www.irhythmtec.com/role/STOCKHOLDERSEQUITYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Stock [Line Items]", "label": "Class of Stock [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r72"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheetsParenthetical", "http://www.irhythmtec.com/role/CondensedConsolidatedStatementofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares outstanding (in shares)", "periodStartLabel": "Beginning balance (in shares)", "periodEndLabel": "Ending balance (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. 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This item includes treasury stock repurchased by the entity. 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into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor." } } }, "auth_ref": ["r364", "r688", "r689", "r690", "r691", "r692", "r693", "r694"] }, "us-gaap_DisaggregationOfRevenueTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisaggregationOfRevenueTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLETables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Disaggregated Revenue by Payor Type and Major Service", "label": "Disaggregation of Revenue [Table Text Block]", "documentation": "Tabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor." } } }, "auth_ref": ["r895"] }, "us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATION"], "lang": { "en-us": { "role": { "terseLabel": "STOCK-BASED COMPENSATION", "label": "Share-Based Payment Arrangement [Text Block]", "documentation": "The entire disclosure for share-based payment arrangement." } } }, "auth_ref": ["r376", "r380", "r409", "r410", "r412", "r699"] }, "us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract", "lang": { "en-us": { "role": { "label": "Share-Based Payment Arrangement [Abstract]" } } }, "auth_ref": [] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Fiscal Period Focus", "label": "Document Fiscal Period Focus", "documentation": "Fiscal 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." } } }, "auth_ref": [] }, "dei_DocumentFiscalYearFocus": { "xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Fiscal Year Focus", "label": "Document Fiscal Year Focus", "documentation": "This 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." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Document Period End Date", "label": "Document Period End Date", "documentation": "For 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. 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The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'." } } }, "auth_ref": [] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year", "label": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member]" } } }, "auth_ref": ["r782"] }, "us-gaap_EarningsPerShareAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareAbstract", "lang": { "en-us": { "role": { "label": "Earnings Per Share [Abstract]" } } }, "auth_ref": [] }, "us-gaap_EarningsPerShareBasic": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareBasic", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations", "http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofComputationofBasicandDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Net loss per common share, basic (in USD per share)", "label": "Earnings Per Share, Basic", "documentation": "The amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period." } } }, "auth_ref": ["r167", "r190", "r191", "r192", "r193", "r194", "r195", "r200", "r202", "r204", "r205", "r206", "r210", "r435", "r438", "r455", "r456", "r541", "r562", "r674"] }, "us-gaap_EarningsPerShareDiluted": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareDiluted", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations", "http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofComputationofBasicandDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Net loss per common share, diluted (in USD per share)", "label": "Earnings Per Share, Diluted", "documentation": "The 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." } } }, "auth_ref": ["r167", "r190", "r191", "r192", "r193", "r194", "r195", "r202", "r204", "r205", "r206", "r210", "r435", "r438", "r455", "r456", "r541", "r562", "r674"] }, "us-gaap_EarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareTextBlock", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHARE"], "lang": { "en-us": { "role": { "terseLabel": "NET LOSS PER SHARE", "label": "Earnings Per Share [Text Block]", "documentation": "The entire disclosure for earnings per share." } } }, "auth_ref": ["r199", "r207", "r208", "r209"] }, "us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Effect of exchange rate changes on cash", "label": "Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r945"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsCapitalizedAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsCapitalizedAmount", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Capitalized stock-based compensation in property and equipment", "label": "Share-Based Payment Arrangement, Amount Capitalized", "documentation": "Amount of cost capitalized for award under share-based payment arrangement." } } }, "auth_ref": ["r408"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONScheduleofStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [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": [] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Unrecognized compensation costs related to unvested stock awards, expected period of recognition (in years)", "label": "Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition", "documentation": "Weighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r411"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total unamortized compensation costs, net of estimated forfeitures related to restricted stock unit and performance share", "label": "Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r923"] }, "us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total unamortized compensation costs, net of estimated forfeitures related to unvested stock options", "label": "Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount", "documentation": "Amount of cost to be recognized for option under share-based payment arrangement." } } }, "auth_ref": ["r923"] }, "us-gaap_EmployeeStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockMember", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Employee Stock", "label": "Employee Stock [Member]", "documentation": "An Employee Stock Purchase Plan is a tax-efficient means by which employees of a corporation can purchase the corporation's stock." } } }, "auth_ref": [] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofAntidilutiveSecuritiesExcludedfromDilutedNetLossperCommonShareDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Options to purchase common stock", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "irtc_EmployeeStockPurchasePlanMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "EmployeeStockPurchasePlanMember", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "ESPP", "label": "Employee Stock Purchase Plan [Member]", "documentation": "Employee Stock Purchase Plan" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, State or Province", "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype":

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It is commonly abbreviated as CIK." } } }, "auth_ref": ["r737"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding", "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "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. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Entity [Domain]", "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r737"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Filer Category", "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r737"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "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.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive Data Current", 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This is not an indicator of the fair value of the investment, rather it is the initial cost adjusted for the entity's share of earnings and losses of the investee, adjusted for any distributions (dividends) and other than temporary impairment (OTTI) losses recognized." } } }, "auth_ref": ["r211", "r221", "r224", "r262", "r837", "r877"] }, "us-gaap_EquitySecuritiesFvNiGainLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesFvNiGainLoss", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 13.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Change in fair value of strategic investments", "label": "Equity Securities, FV-NI, Gain (Loss)", "documentation": "Amount of unrealized and realized gain (loss) on investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI)." } } }, "auth_ref": ["r563", "r876"] }, "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": ["r786"] }, "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": ["r744", "r754", "r764", "r796"] }, "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": ["r741", "r751", "r761", "r793"] }, "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": ["r792"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSNarrativeDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofChangesinEstimatedFairValueofContingentConsiderationLiabilitiesMeasuredonaRecurringBasisLevel3", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofChangesinEstimatedFairValueofStrategicInvestmentsMeasuredonRecurringBasisDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofCompanysFinancialAssetsandLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofSeniorConvertibleNotesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "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": ["r458", "r459", "r472", "r703"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSNarrativeDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofChangesinEstimatedFairValueofContingentConsiderationLiabilitiesMeasuredonaRecurringBasisLevel3", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofChangesinEstimatedFairValueofStrategicInvestmentsMeasuredonRecurringBasisDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofCompanysFinancialAssetsandLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofSeniorConvertibleNotesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "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": ["r458", "r459", "r472", "r703"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of The Recurring Level 3 Fair Value Measurements of Contingent Consideration Liabilities", "label": "Fair Value Measurement Inputs and Valuation Techniques [Table Text Block]", "documentation": "Tabular disclosure of input and valuation technique used to measure fair value and change in valuation approach and technique for each separate class of asset and liability measured

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(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": ["r463", "r468", "r473", "r705"] }, "us-gaap_FairValueByAssetClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByAssetClassAxis", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofCompanysFinancialAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Asset Class", "label": "Asset Class [Axis]", "documentation": "Information by class of asset." } } }, "auth_ref": ["r463", "r464", "r465", "r466", "r467", "r468", "r473", "r705"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": 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Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r467", "r469", "r470", "r471", "r474", "r475", "r476", "r477", "r478", "r537", "r703", "r708"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": 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This element may be used when the reporting entity combines work in process and raw materials into an aggregate amount." } } }, "auth_ref": ["r98", "r841"] }, "us-gaap_InvestmentIncomeInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeInterest", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_NonoperatingIncomeExpense", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Interest income", "label": "Investment Income, Interest", "documentation": "Amount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities." } } }, "auth_ref": ["r211", "r217", "r224", "r677", "r846"] }, "us-gaap_InvestmentTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETDETAILSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Long-term Strategic Investments", "label": "Investment [Table Text Block]", "documentation": "Tabular disclosure of investment." } } }, "auth_ref": ["r825", "r826", "r869"] }, "irtc_LaboratoryAndManufacturingEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "LaboratoryAndManufacturingEquipmentMember", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Laboratory and manufacturing equipment", "label": "Laboratory And Manufacturing Equipment [Member]", "documentation": "Laboratory and manufacturing equipment." } } }, "auth_ref": [] }, "us-gaap_LeaseholdImprovementsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseholdImprovementsMember", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Leasehold improvements", "label": "Leasehold Improvements [Member]", "documentation": "Additions or improvements to assets held under a lease arrangement." } } }, "auth_ref": ["r99", "r498"] }, "dei_LegalEntityAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LegalEntityAxis", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Legal Entity [Axis]", "label": "Legal Entity [Axis]", "documentation": "The set of legal entities associated with a report." } } }, "auth_ref": [] }, "us-gaap_LesseeLeaseDescriptionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionLineItems", "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Lease, Description [Line Items]", "label": "Lessee, Lease, Description [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r949"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total lease payments", "label": "Lessee, Operating Lease, Liability, to be Paid", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": ["r497"] }, "irtc_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Lessee, Operating Lease Liability, Payments Due After Year Four", "documentation": "Lessee, Operating Lease Liability, Payments Due After Year Four" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount 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)." } } }, "auth_ref": ["r497"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount 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)." } } }, "auth_ref": ["r497"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Three", "documentation": "Amount 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)." } } }, "auth_ref": ["r497"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "documentation": "Amount 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)." } } }, "auth_ref": ["r497"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2024 (remainder of the year)", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount 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." } } }, "auth_ref": ["r949"] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESScheduleofMaturitiesofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Less: imputed interest", "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "documentation": "Amount of lessee's undiscounted obligation 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Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement." } } }, "auth_ref": ["r11", "r115", "r960"] }, "us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityMaximumBorrowingCapacity", "crdr": "credit", 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that are intended to be held for an extended period of time (longer than one operating cycle)." } } }, "auth_ref": ["r144"] }, "us-gaap_LongtermDebtTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeAxis", "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails", "http://www.irhythmtec.com/role/DEBTScheduleofComponentsofInterestExpenseandtheEffectiveInterestRatesDetails", "http://www.irhythmtec.com/role/DEBTScheduleofConvertibleDebtDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofSeniorConvertibleNotesDetails", "http://www.irhythmtec.com/role/STOCKHOLDERSEQUITYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-term Debt, Type [Axis]", "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r11", "r883", "r884", "r885"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": 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These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": ["r11", "r34", "r883", "r884", "r885"] }, "srt_MajorCustomersAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MajorCustomersAxis", "presentation": ["http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Customer", "label": "Customer [Axis]" } } }, "auth_ref": ["r227", "r690", "r719", "r722", "r895", "r963", "r965", "r966", "r968", "r969", "r970", "r971", "r972", "r973", "r974", "r975", "r976", "r977", "r978", "r979", "r980", "r981", "r982", "r983", "r984", "r985", "r986", "r987", "r988", "r989", "r990", "r991", "r992"] }, "us-gaap_MarketableSecuritiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MarketableSecuritiesCurrent", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Marketable securities", "label": "Marketable Securities, Current", "documentation": "Amount of investment in marketable security, classified as current." } } }, "auth_ref": ["r839"] }, "srt_MaximumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MaximumMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Maximum", "label": "Maximum [Member]" } } }, "auth_ref": ["r292", "r293", "r294", "r295", "r375", "r414", "r462", "r534", "r572", "r574", "r582", "r595", "r596", "r649", "r650", "r651", "r652", "r657", "r662", "r663", "r679", "r687", "r698", "r707", "r708", "r712", "r713", "r720", "r894", "r952", "r953", "r954", "r955", "r956", "r957"] }, "ecd_MeasureAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Measure:", "label": "Measure [Axis]" } } }, "auth_ref": ["r784"] }, "ecd_MeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Name", "label": "Measure Name" } } }, "auth_ref": ["r784"] }, "us-gaap_MeasurementInputDiscountRateMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MeasurementInputDiscountRateMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Input, Discount Rate", "label": "Measurement Input, Discount Rate [Member]", "documentation": "Measurement input using interest rate to determine present value of future cash flows." } } }, "auth_ref": ["r930", "r931", "r932"] }, "us-gaap_MeasurementInputExpectedTermMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MeasurementInputExpectedTermMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Input, Expected Term", "label": "Measurement Input, Expected Term [Member]", "documentation": "Measurement input using period financial instrument is expected to be outstanding. Excludes maturity date." } } }, "auth_ref": ["r930", "r931", "r932"] }, "us-gaap_MeasurementInputOptionVolatilityMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MeasurementInputOptionVolatilityMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Input, Equity Volatility", "label": "Measurement Input, Option Volatility [Member]", "documentation": "Measurement input using rate at which price of option increases (decreases) for given set of returns." } } }, "auth_ref": ["r930", "r931", "r932"] }, "irtc_MeasurementInputProbabilityOfLoanForgivenessMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "MeasurementInputProbabilityOfLoanForgivenessMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Input Probability Of Loan Forgiveness", "label": "Measurement Input Probability Of Loan Forgiveness [Member]", "documentation": "Measurement Input Probability Of Loan Forgiveness" } } }, "auth_ref": [] }, "us-gaap_MeasurementInputTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MeasurementInputTypeAxis", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Input Type [Axis]", "label": "Measurement Input Type [Axis]", "documentation": "Information by type of measurement input used to determine value of asset and liability." } } }, "auth_ref": ["r460", "r461", "r462", "r707"] }, "us-gaap_MeasurementInputTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MeasurementInputTypeDomain", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofTheLoanInvestmentDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Input Type [Domain]", "label": "Measurement Input Type [Domain]", "documentation": "Measurement input used to determine value of asset and liability." } } }, "auth_ref": ["r460", "r461", "r462", "r707"] }, "irtc_MilestoneNotesMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "MilestoneNotesMember", "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Milestone Notes", "label": "Milestone Notes [Member]", "documentation": "Milestone Notes" } } }, "auth_ref": [] }, "srt_MinimumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MinimumMember", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofTheRecurringLevel3FairValueMeasurementsofContingentConsiderationLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Minimum", "label": "Minimum [Member]" } } }, "auth_ref": ["r292", "r293", "r294", "r295", "r375", "r414", "r462", "r534", "r572", "r574", "r582", "r595", "r596", "r649", "r650", "r651", "r652", "r657", "r662", "r663", "r679", "r687", "r698", "r707", "r708", "r712", "r720", "r894", "r952", "r953", "r954", "r955", "r956", "r957"] }, "ecd_MnpiDiscTimedForCompValFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MnpiDiscTimedForCompValFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "MNPI Disclosure Timed for Compensation Value", "label": "MNPI Disclosure Timed for Compensation Value [Flag]" } } }, "auth_ref": ["r803"] }, "us-gaap_MoneyMarketFundsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MoneyMarketFundsMember", "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofCompanysFinancialAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Money market funds", "label": "Money Market Funds [Member]", "documentation": "Fund that invests in short-term money-market instruments, for example,

but not limited to, commercial paper, banker's acceptances, repurchase agreements, government securities, certificates of deposit, and other highly liquid securities." } } }, "auth_ref": ["r896"] }, "ecd_MtrlTermsOfTrdArrTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MtrlTermsOfTrdArrTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Material Terms of Trading Arrangement", "label": "Material Terms of Trading Arrangement [Text Block]" } } }, "auth_ref": ["r811"] }, "srt_NameOfMajorCustomerDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "NameOfMajorCustomerDomain", "presentation": ["http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Customer", "label": "Customer [Domain]" } } }, "auth_ref": ["r227", "r690", "r719", "r722", "r895", "r963", "r965", "r966", "r968", "r969", "r970", "r971", "r972", "r973", "r974", "r975", "r976", "r977", "r978", "r979", "r980", "r981", "r982", "r983", "r984", "r985", "r986", "r987", "r988", "r989", "r990", "r991", "r992"] }, "ecd_NamedExecutiveOfficersFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NamedExecutiveOfficersFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Named Executive Officers, Footnote", "label": "Named Executive Officers, Footnote [Text Block]" } } }, "auth_ref": ["r785"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by financing activities", "label": "Net Cash Provided by (Used in) Financing Activities", "documentation": "Amount 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." } } }, "auth_ref": ["r172"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from financing activities", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. 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." } } }, "auth_ref": ["r172"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from investing activities", "label": "Net Cash Provided by (Used in) Investing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount 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." } } }, "auth_ref": ["r91", "r92", "r93"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from operating activities", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofComprehensiveLoss": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 1.0 }, "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementofStockholdersEquity", "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofComprehensiveLoss", "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations", "http://www.irhythmtec.com/role/NETLOSSPERSHARESScheduleofComputationofBasicandDilutedNetLossperShareDetails", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "totalLabel": "Net loss", "verboseLabel": "Net loss", "terseLabel": "Net Income (Loss)", "label": "Net Income (Loss) Attributable to Parent", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r82", "r93", "r119", "r140", "r159", "r161", "r165", "r180", "r188", "r190", "r191", "r192", "r193", "r194", "r197", "r198", "r203", "r263", "r298", "r299", "r300", "r301", "r302", "r303", "r304", "r305", "r306", "r435", "r438", "r456", "r482", "r557", "r626", "r642", "r643", "r733", "r892"] }, "us-gaap_NetIncomeLossAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLossAbstract", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHARESScheduleofComputationofBasicandDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Numerator:", "label": "Net Income (Loss) Attributable to Parent [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsPolicyPolicyTextBlock", "presentation": ["http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Recent Accounting Pronouncements", "label": "New Accounting Pronouncements, Policy [Policy Text Block]", "documentation": "Disclosure 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." } } }, "auth_ref": [] }, "irtc_NonContractedThirdPartyPayorsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "NonContractedThirdPartyPayorsMember", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLESScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Non-contracted third-party payors", "label": "Non-Contracted Third-Party Payors [Member]", "documentation": "Non-Contracted Third-Party Payors [Member]" } } }, "auth_ref": [] }, "ecd_NonGaapMeasureDescriptionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonGaapMeasureDescriptionTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Non-GAAP Measure Description", "label": "Non-GAAP Measure Description 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Risk is materially adverse effects of a loss of sales of a significant product or line of products, which could occur upon loss of rights to sell, distribute or license others; loss of patent or copyright protection; or technological obsolescence." } } }, "auth_ref": ["r96"] }, "srt_ProductOrServiceAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ProductOrServiceAxis", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLESScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Product and Service", "label": "Product and Service [Axis]" } } }, "auth_ref": ["r225", "r536", "r565", "r566", "r567", "r568", "r569", "r570", "r571", "r665", "r688", "r718", "r720", "r721", "r723", "r724", "r888", "r889", "r895", "r963", "r965", "r966", "r967", "r968", "r969", "r970", "r971", "r972", "r973", "r974", "r975", "r976", "r977", "r978", "r979", "r980", "r981", "r982", "r983", "r984", "r985", "r986", "r987", "r988", "r989", "r990", "r991", "r992"] }, "srt_ProductsAndServicesDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ProductsAndServicesDomain", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLESScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Product and Service", "label": "Product and Service [Domain]" } } }, "auth_ref": ["r225", "r536", "r565", "r566", "r567", "r568", "r569", "r570", "r571", "r665", "r688", "r718", "r720", "r721", "r723", "r724", "r888", "r889", "r895", "r963", "r965", "r966", "r967", "r968", "r969", "r970", "r971", "r972", "r973", "r974", "r975", "r976", "r977", "r978", "r979", "r980", "r981", "r982", "r983", "r984", "r985", "r986", "r987", "r988", "r989", "r990", "r991", "r992"] }, "us-gaap_ProfitLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProfitLoss", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Net loss", "label": "Net Income (Loss), Including Portion Attributable to Noncontrolling Interest", "documentation": "The consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest." } } }, "auth_ref": ["r140", "r159", "r161", "r171", "r180", "r188", "r194", "r197", "r198", "r263", "r298", "r299", "r300", "r301", "r302", "r303", "r304", "r305", "r306", "r435", "r438", "r439", "r442", "r443", "r456", "r482", "r542", "r556", "r591", "r626", "r642", "r643", "r701", "r702", "r734", "r845", "r892"] }, "us-gaap_PropertyPlantAndEquipmentByTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentByTypeAxis", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment, Type", "label": "Long-Lived Tangible Asset [Axis]", "documentation": "Information by type of long-lived, physical assets used to produce goods and services and not intended for resale." } } }, "auth_ref": ["r7", "r498"] }, "us-gaap_PropertyPlantAndEquipmentGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentGross", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails": { "parentTag": "us-gaap_PropertyPlantAndEquipmentNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total property and equipment, gross", "label": "Property, Plant and Equipment, Gross", "documentation": "Amount 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." } } }, "auth_ref": ["r99", "r145", "r554"] }, "us-gaap_PropertyPlantAndEquipmentLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentLineItems", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment [Line Items]", "label": "Property, Plant and Equipment [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": ["r498"] }, "us-gaap_PropertyPlantAndEquipmentNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentNet", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 2.0 }, "http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails", "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Property and equipment, net", "totalLabel": "Total property and equipment, net", "label": "Property, Plant and Equipment, Net", "documentation": "Amount 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." } } }, "auth_ref": ["r7", "r498", "r543", "r554", "r716"] }, "us-gaap_PropertyPlantAndEquipmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTextBlock", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETDETAILSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Property and Equipment, Net", "label": "Property, Plant and Equipment [Table Text Block]", "documentation": "Tabular 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." } } }, "auth_ref": ["r7"] }, "us-gaap_PropertyPlantAndEquipmentTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTypeDomain", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETCOMPONENTSScheduleofPropertyandEquipmentNetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment, Type", "label": "Long-Lived Tangible Asset [Domain]", "documentation": "Listing of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale. Examples include land, buildings, machinery and equipment, and other types of furniture and equipment including, but not limited to, office equipment, furniture and fixtures, and computer equipment and software." } } }, "auth_ref": ["r99", "r498"] }, "irtc_ProvisionForCreditLossesAndContractualAllowance": { "xbrltype": "monetaryItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "ProvisionForCreditLossesAndContractualAllowance", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 7.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Provision for credit losses and contractual allowances", "label": "Provision For Credit Losses And Contractual Allowance", "documentation": "Provision for bad debt and contractual allowance." } 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"r596", "r649", "r650", "r651", "r652", "r657", "r662", "r663", "r679", "r687", "r698", "r707", "r708", "r712", "r713", "r720", "r727", "r886", "r894", "r931", "r953", "r954", "r955", "r956", "r957"] }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Recovery of Erroneously Awarded Compensation Disclosure [Line Items]" } } }, "auth_ref": ["r741", "r751", "r761", "r793"] }, "us-gaap_RepaymentsOfLongTermDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLongTermDebt", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows", "http://www.irhythmtec.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Repayments of debt", "terseLabel": "Repayment of debt", "label": "Repayments of Long-Term Debt", "documentation": "The cash outflow for debt initially having maturity due after one year or beyond the normal operating cycle, if longer." } } }, "auth_ref": ["r90", "r588"] }, "us-gaap_RepaymentsOfLongTermLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLongTermLinesOfCredit", "crdr": "credit", "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Repayment of long-term line of credit", "label": "Repayments of Long-Term Lines of Credit", "documentation": "The cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer." } } }, "auth_ref": ["r90"] }, "srt_RepurchaseAgreementCounterpartyNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RepurchaseAgreementCounterpartyNameDomain", "presentation": ["http://www.irhythmtec.com/role/COMMITMENTSANDCONTINGENCIESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Counterparty Name", "label": "Counterparty Name [Domain]" } } }, "auth_ref": ["r182", "r183", "r311", "r339", "r501", "r518", "r544", "r671", "r672"] }, "us-gaap_ResearchAndDevelopmentAssetAcquiredOtherThanThroughBusinessCombinationWrittenOff": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentAssetAcquiredOtherThanThroughBusinessCombinationWrittenOff", "crdr": "debit", "calculation": { 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combination or from joint venture formation or both." } } }, "auth_ref": ["r280", "r664", "r924"] }, "us-

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Excludes cost for computer software product to be sold, leased, or otherwise marketed, writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both, and write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r924"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONScheduleofStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Research and development", "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date:", "label": "Restatement Determination Date [Axis]" } } }, "auth_ref": ["r742", "r752", "r762", "r794"] }, "ecd_RestatementDeterminationDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDeterminationDate", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date", "label": "Restatement Determination Date" } } }, "auth_ref": ["r743", "r753", "r763", "r795"] }, "ecd_RestatementDoesNotRequireRecoveryTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDoesNotRequireRecoveryTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement does not require Recovery", "label": "Restatement Does Not Require Recovery [Text Block]" } } }, "auth_ref": ["r750", "r760", "r770", "r802"] }, "us-gaap_RestrictedCash": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCash", "crdr": "debit", "presentation": ["http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restricted cash", "label": "Restricted Cash", "documentation": "Amount of cash restricted as to withdrawal or usage. 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." } } }, "auth_ref": ["r836", "r851", "r958", "r961"] }, "us-gaap_RestrictedCashNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashNoncurrent", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "weight": 1.0, "order": 2.0 }, "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets", "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Restricted cash, long-term", "verboseLabel": "Restricted cash, long-term", "label": "Restricted Cash, Noncurrent", "documentation": "Amount 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." } } }, "auth_ref": ["r131", "r838", "r851"] }, "irtc_RestrictedStockUnitsAndPerformanceBasedRestrictedStockUnitsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "RestrictedStockUnitsAndPerformanceBasedRestrictedStockUnitsMember", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHARESScheduleofAntidilutiveSecuritiesExcludedfromDilutedNetLossperCommonShareDetails"], "lang": { "en-us": { "role": { "verboseLabel": "RSUs and PRSUs unvested", "label": "Restricted Stock Units And Performance Based Restricted Stock Units [Member]", "documentation": "Restricted Stock Units And Performance Based Restricted Stock Units" } } }, "auth_ref": [] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockUnitsRSUMember", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails", "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_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated deficit", "label": "Retained Earnings (Accumulated Deficit)", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r74", "r109", "r551", "r579", "r581", "r589", "r607", "r716"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementofStockholdersEquity"], "lang": { "en-us": { "role": { "verboseLabel": "Accumulated Deficit", "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r139", "r185", "r186", "r187", "r189", "r194", "r196", "r198", "r264", "r265", "r281", "r425", "r426", "r432", "r433", "r434", "r436", "r437", "r438", "r446", "r448", "r449", "r451", "r454", "r491", "r492", "r576", "r578", "r592", "r994"] }, "us-gaap_RevenueFromContractWithCustomerAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerAbstract", "lang": { "en-us": { "role": { "label": "Revenue from Contract with Customer [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerExcludingAssessedTax", "crdr": "credit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_GrossProfit", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations", "http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLEScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, net", "label": "Revenue from Contract with Customer, Excluding Assessed Tax", "documentation": "Amount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": ["r121", "r122", "r211", "r215", "r216", "r222", "r224", "r225", "r226", "r227", "r363", "r364", "r536"] }, "us-gaap_RevenueFromContractWithCustomerTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerTextBlock", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLE"], "lang": { "en-us": { "role": { "terseLabel": "REVENUE AND ACCOUNTS RECEIVABLE", "label": "Revenue from Contract with Customer [Text Block]", "documentation": "The 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." } } }, "auth_ref": ["r138", "r355", "r356", "r357", "r358", "r359", "r360", "r361", "r362", "r367"] }, "us-gaap_RevolvingCreditFacilityMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevolvingCreditFacilityMember", "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revolving Credit Facility", "label": "Revolving Credit Facility [Member]", "documentation": "Arrangement in which loan proceeds can continuously be obtained following repayments, but the total amount borrowed cannot exceed a specified maximum amount." } } }, "auth_ref": [] }, "us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability", "crdr": "debit", "presentation": 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"terseLabel": "Sale of Stock [Domain]", "label": "Sale of Stock [Domain]", "documentation": "Sale of the entity's stock, including, but not limited to, initial public offering (IPO) and private placement." } } }, "auth_ref": [] }, "us-gaap_SalesRevenueNetMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesRevenueNetMember", "presentation": ["http://www.irhythmtec.com/role/REVENUEANDACCOUNTSRECEIVABLEScheduleofDisaggregatedRevenuebyPayorTypeandMajorServiceDetails", "http://www.irhythmtec.com/role/SUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue", "label": "Revenue Benchmark [Member]", "documentation": "Revenue from sale of product and rendering of service and other sources of income, when it serves as benchmark in concentration of risk calculation." } } }, "auth_ref": ["r227", "r823"] }, "us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": 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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": ["r25"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHARETables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Anti-dilutive Securities Excluded from Diluted Net Loss per Common 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": ["r25"] }, "us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAvailableForSaleSecuritiesLineItems", "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Securities, Available-for-sale [Line Items]", "label": "Debt Securities, Available-for-Sale [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": ["r231", "r232", "r233", "r234", "r235", "r236", "r237", "r238", "r239", "r240", "r241", "r242"] }, "us-gaap_ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Fair Value of Senior Convertible Notes", "label": "Schedule of Carrying Values and Estimated Fair Values of Debt Instruments [Table Text Block]", "documentation": "Tabular disclosure of information pertaining to carrying amount and estimated fair value of short-term and long-term debt instruments or arrangements, including but not limited to, identification of terms, features, and collateral requirements." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfCashCashEquivalentsAndShortTermInvestmentsTableTextBlock": { "xbrltype":

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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": ["r46"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONTables"], "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. Includes, but is not limited to, corresponding line item in financial statement." } } }, "auth_ref": ["r46"] }, "us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Fair Value of Company's Financial Assets and Liabilities", "label": "Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block]", "documentation": "Tabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r928", "r929"] }, "irtc_ScheduleOfInventoryAndPrintedCircuitBoardAssembliesTableTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "ScheduleOfInventoryAndPrintedCircuitBoardAssembliesTableTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETDETAILSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Inventory Components", "label": "Schedule Of Inventory And Printed Circuit Board Assemblies Table [Table Text Block]", "documentation": "Schedule of Inventory and printed circuit board assemblies." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfOtherAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfOtherAssetsTableTextBlock", "presentation": ["http://www.irhythmtec.com/role/BALANCESHEETDETAILSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Other Assets", "label": "Schedule of Other Assets [Table Text Block]", "documentation": "Tabular disclosure of the carrying amounts of other assets. 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Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": ["r7", "r498"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table]", "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r377", "r379", "r381", "r382", "r383", "r384", "r385", "r386", "r387", "r388", "r389", "r390", "r391", "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399", "r400", "r401", "r402", "r403", "r404", "r405", "r406"] }, "us-gaap_ScheduleOfStockByClassTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockByClassTable", "presentation": ["http://www.irhythmtec.com/role/STOCKHOLDERSEQUITYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock by Class [Table]", "label": "Stock, Class of Stock [Table]", "documentation": "Disclosure of information about stock by class. Includes, but is not limited to, common, convertible, and preferred stocks." } } }, "auth_ref": ["r37", "r38", "r39", "r40", "r41", "r42", "r104", "r106", "r108", "r109", "r150", "r151", "r152", "r213", "r337", "r338", "r339", "r341", "r344", "r349", "r351", "r585", "r586", "r587", "r588", "r687", "r822", "r852"] }, "us-gaap_SecuredDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuredDebtMember", "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured Debt", "label": "Secured Debt [Member]", "documentation": "Collateralized debt obligation backed by, for example, but not limited to, pledge, mortgage or other lien on the entity's assets." } } }, "auth_ref": [] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r736"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://www.irhythmtec.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r738"] }, "us-gaap_SellingGeneralAndAdministrativeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingGeneralAndAdministrativeExpense", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Selling, general and administrative", "label": "Selling, General and Administrative Expense", "documentation": "The aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc." } } }, "auth_ref": ["r83"] }, "us-gaap_SellingGeneralAndAdministrativeExpensesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingGeneralAndAdministrativeExpensesMember", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONScheduleofStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Selling, general and administrative", "label": "Selling, General and Administrative Expenses [Member]", "documentation": "Primary financial statement caption encompassing selling, general and administrative expense." } } }, "auth_ref": [] }, "irtc_SeniorConvertibleNotesDue2029Member": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "SeniorConvertibleNotesDue2029Member", "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior Convertible Notes due 2029", "label": "Senior Convertible Notes due 2029 [Member]", "documentation": "Senior Convertible Notes due 2029" } } }, "auth_ref": [] }, "irtc_SeniorConvertibleNotesMember": { "xbrltype": "domainItemType", "nsuri": "http://www.irhythmtec.com/20240930", "localname": "SeniorConvertibleNotesMember", "presentation": ["http://www.irhythmtec.com/role/NETLOSSPERSHAREScheduleofAntidilutiveSecuritiesExcludedfromDilutedNetLossperCommonShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior convertible notes", "label": "Senior Convertible Notes [Member]", "documentation": "Senior Convertible Notes" } } }, "auth_ref": [] }, "us-gaap_SeniorNotesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SeniorNotesMember", "presentation": ["http://www.irhythmtec.com/role/DEBTNarrativeDetails", "http://www.irhythmtec.com/role/FAIRVALUEMEASUREMENTSScheduleofFairValueofSeniorConvertibleNotesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior Notes", "label": "Senior Notes [Member]", "documentation": "Bond that takes priority over other debt securities sold by the issuer. In the event the issuer goes bankrupt, senior debt holders receive priority for (must receive) repayment prior to (relative to) junior and unsecured (general) creditors." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensation", "crdr": "debit", "calculation": { "http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.irhythmtec.com/role/CondensedConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Stock-based compensation", "label": "Share-Based Payment Arrangement, Noncash Expense", "documentation": "Amount of noncash expense for share-based payment arrangement." } } }, "auth_ref": ["r5"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Outstanding awards (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number", "documentation": "The 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." } } }, "auth_ref": ["r392", "r393"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Dividend yield", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate", "documentation": "The 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." } } }, "auth_ref": ["r404"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expected volatility", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate", "documentation": "The 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." } } }, "auth_ref": ["r403"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate", "presentation": ["http://www.irhythmtec.com/role/STOCKBASEDCOMPENSATIONNarrativeDetails"], "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": ["r405"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems",

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Excludes US treasury securities and debt issued by government-sponsored Enterprises (GSEs), for example, but is not limited to, Federal Home Loan Mortgage Corporation (FHLMC or Freddie Mac), Federal National Mortgage Association (FNMA or Fannie Mae), and the Federal Home Loan Bank (FHLB)." } } }, "auth_ref": ["r673", "r695", "r959"] }, "us-gaap_USGovernmentCorporationsAndAgenciesSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "USGovernmentCorporationsAndAgenciesSecuritiesMember", "presentation": ["http://www.irhythmtec.com/role/CASHEQUIVALENTSANDMARKETABLESECURITIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "U.S. government securities", "label": "US Government Corporations and Agencies Securities [Member]", "documentation": "This category includes information about debt issued by US Government Corporations and Agencies. 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MRZ-(S$8!6!*#"LPT16(N)$!.65V1P@,X& ,-)K=H- ,^4O\/LW,DW9X ?+0=[M%@Z_?;LZIB#()B&WD)8C",SY_JR1NURJPZR3O_$D27*8H]+S)'O)Q?4AIO, MA@C8/#=46SXS&UK@?"XQ1*O(S(8DSI3/+/AM,K-Q#PZ*RH*7,K- A%@Z*REQ; MF=D(#P=%96%SF=E(U)F"8L%V+,]'D)F+:W$^S_F"O$XHA_!=3.G,_:*_\\ MIW>L /.7']'J;DZQ?VJQ$H=KZ43FAQHLD;R,]DKV5NWMLNN_-.L"MK@R/K)'V%Y+ (RQI3Z!:SW)7KN-U\%V':B[*G+Q7"M M&'XNPP[?+OKIT5 G/;) M/*YVV"?SEQYFG_"P?PX GMHN8L)RY0'W&B"CBG1"A8>Z:X",*C9!5!Z1/C8R M#K1L3M+_A DH\G UXU \?C" "1S6+5;]-'0"^Q*^M+%]Z=D/&&@58?L1, &3 M^SMR73SYC+R?A&F7+P&F%1^/CM*5UV=H/2YNY%Y;EO+A)KFTG*:TBEJ_P/'9 MXV:A$SAX8B6=Z5+K%\YN%A3*6.C(=IMR.N@IO7*@5[^X-X?>B:&W8&4M@6^;-ME;5TZ6&K9?TBZ1RG:W J]OJ.T_]%VSE.JUO*RZP,H#(;S]^VY?> 7WWWU?%> M%B^JCP%5OUAYLP2^IONR6OTBZ1PW#%1UT.H7]N:X8>",OU:_,'55VR45F9ZG MW[FK2H75+_+-H=A0K5B_R#N'8C.3KK3Z1>(Y%)N9TJ#5+]A>)&\77]^A*CPP M&]2^\2Q_A!^)/TGN_,9;B!QP7#Z'&$9W@T?D-G;I8#;RRQA_JG)XF(T1,\;? MBO2,SFLEC'^5.2ZZL0TV>%?5>L=LW./R#07V M:F2?I*8$CD624R+? ^OG#O1V/7GV!,EXS[.+"G*,3DNK+V?1_CY["O'11,2%#]:D!?M(B+A3'41RTR M&X X3S8SH9*9#6QI/%>RB)]GC*Y2>3[R^OS1>;\(<.C'@87#Y,\A1C8=O.V\]G^%?U'V.Y8I MZ[!R#]J&W-/T9[VG]VQ#5RU)L90>?/N_Q/>;W1-&$Q=@,'*\]A [+\/H0NV. MHT]OCAT-+V1)^G],]+K^K^$8>?U?GX./<'?R.7G(]%']7R,$],Z>^.P',+RV MY;LN&H? X(OOPR7;"L8LF%X[G.AYNTYL^C5+P D-X]/(UWH, +*/PNY;>0Z M+]X%(4/Z2(,-CLG=\ MI'-?PPTZV63>%H 0!ZV$_MGO, 0_N,@>)@"0M =HY+B3B[\^@="%PBU^$QY\ ML%G_*H; ("]LAP&J07!@Z_\87L@$4IG^^);,SX#F4'>EL985P_L?MS=/U%^'Q MZ?+I^G&1[0R.]O'ZZL?#S=/-]:-P>?M%N/Z?JS\N;W^_%]INOG^_>7R\N;NM M<`I*KBG\ X5#P$GD>Z+PI7/5$11)U\SJAMW+->K_+>>>?C=-,E4/DCXEL?3H^ ML_)-^RMXA?_U%[DK??H5U+'G>[?Q")YD":G6?L #LAS++<%#9*FUL7/QQ;?H MF7.2(M*B"GL %_1EJ? TWJM1G3^D+G.U3MNM4^9;+9"G7)#]\1\%/X<[#@V3C M/.TJ!TMP1TJ6X77+7+9F+7^O= Q%W,K*Y5XPI8YI&'D6S$VK8[X*>-WLOS- MRZ^+!ZLT\,?Y>7T9..@5? GB.Y=M8^/Z85_UJR\Q.2%Q8CO\6@ZF' W?R@,=^ M$+4$&BJ*P Y[CRX&SCNVVU$03T5=:?7_ZR^FH>F?EJ5]*@61G9.. OVO63)! MRUK.*#W_]N/RX>GZX=L_A8? K^[N')^'^Q\/CC\O;)^'I3H#E^@G69$%6A;L' M0=8_V+\(=U^%IS^NA;F5?+]*7UX]D9]E4]46.+7=DIK3(=]DEH\'ZSPL'4(T MQ,*?&7R$Q/ 7:'5#H3@.[^GMUXDWL8A"&[YIC^ 10W);VT:3]@2CH(V]#9]4J MV$YX"'5>FRJ>O%'-P)TNYH^ 8GS*>Z[AV1MSO]OKN 95/!BEU9^IVVNW=(M-&*S@A\@-YOJ>"W5\- IY:/BGA\O;QQNJQQE0\730K"B@*W\TO)%,4T]YFFHN6:9U$V M/^ 7>I[/BT@"<\;J;JOO/ PGT7 D/&%KZ,'@7QPI74,=;L5E7I^7:E7RI,TO:/JI9AVT\#U_&7= M/!9@(AS+6$A@4+; (F+ELEJ*:F9S0#L#XHYM2I*#VE1][43"Y\NU%7PL&9%W0 MLO3CP'\ESYDY64:K_P6[Z T%^ #+<"T??#$WJ_2?<@DS/RBU91K]57 MI'9/UDQ=V^R]3NW)\\+\!XI;P0^$NV@(7O[_C0,GM!V+D!%60[JOMX!S>FGP M@CSGW_3O7\X4I!]N.@^=QXZ0)HH":468"C<^IU?U@%L:0?1W+*#6)!TU5YV MAO)35%==VG: PS#]SS=XGISI*:/5!YJFT(N&PE,48!P)C[$#LMF5I,.O#*7P M,)*AG5X2GAH2C*\Y= M< ^6D.-9^0TE66[UKV#6<+GG(&XK'<*#>Q^(]/Y_SC@Q55,"*ZV^]MW;-%\,^%N $L^#L_6% (<"01(:XR="E.97#\R]$9Y =W4LKNB@\M75YE3MNJT.N MI:9T%+6<2):L=LS>]K3-W*.2.EIO>]!OO]]7DIO8:1=DFRIT7<>>YGJFOI+] MJ)4?&5'X.X4[V=QS(I?&RC&RAH+EHC#,L?2=#74"1%7:XV3T[+ME$29(WM!@ MNF4;,!14^-T:(N\%OO"MZ#W\R4;1%S=#$#>R/Y:@S*G:M603\A7=\FLO), MY7QJCNC)UC4PA)YO%(5[% A_1VZ,A? \DJ2JR<(\#@9[']V,,YXXPJRJA4SR1J M9LJE;JM__!T514'ZJRFCB5)UZDN2_;OEZ,=1-,M!3H,6$3 9+Q%H8W^3*1- M(.G&.!*^?=O.VH]=+C92/3:?" A7'$;.8%*-YW#CV61G O/$\$:8F#]B.20 MOPTQW7HA7D(P]9HNA_R+TG^X1"%-%/(%I#KPB4DWXPX'W_&#G$]P,-XQND% M\.34^TANE56R7Y,D6*6.R\S_D@&3."?D9Y)@)=CP*U@OY-)Q@"U,;1E929Y' MTT5#X0,\%' LA#$LS.'0)QD16:9J-$31TER$-[0X7!KW1&l.9_.+*"#/%CXH M2JW]I99+,3ZI M!>E @@LSP0*R+)#: !'1(W@-R&JU]EL!4-5>^T,X(MU<@W3!(])E^2.@P40D M*S0\#A8S0K47X27PWZ)A!G,%FQ,QV;C@>/1E'.Z$4"]?G!,<\,{Z<_R[^RR MG1=L'E!V(9';],(-8\VN=+PYK01^9%O)C(!YBZ-S$'Z8.HRQ*:2H2)UNK]AI MC,WG.O0=AS%RQSG-CEI2!?F9QK%4BZWG5O9_J1R#YO4PX6<9?H'5R"[+WXP M6>-!THNH5%OI13-G4I%;_6_K=42YV0GL>>I+R^E1=V59@]CE*K,;R%SMTSZI M"35@W^TZ,^(<6'@N\OFXR=QJ&I.+KG64,)_C$!X4ACM/52IROF.5S=$,U^M- M;Q9@4Y8OO!=N,KK\3LERE5!E-WZ4,H[E'C.=.L_Q5]:<[,$69U8$UW"M#^X, MU@7- .*@,5C_/IY&N.$P<89AI4@XAFA["SL)0)#Q%WN5.R,O?"@UO%;P8&H^ M4;:O3DA74SL)DZ)888TE1W;(Q:3OC8T".Q1(ZJEC;TKJ43^@7!;ZLT+AX.CR ML>2Z14?"(7;=C+?"!^ 8C5$DAR5S1 VA_W^B<,U :==T2FARN!=X86.$"^W MGE)W%HBI+%J8!^E=AH!^2<-G=U;D/^,@F8*B)K5-1 K1Y$ ^NKZ8U6DAP1)LD18Q0(K_/)$6-27),\0Z2!\10N7VFP&FZ+/2 MUA*_E!;(EN6 <13^UKJY_;IFOXJ^GFX6)ZWDJF:#7\07S*]M^U$[?2 L0+#F MP[.D*=]T5E^51<7LB9(Z/3*7#;6_.7!7UX3$6A1_3%^I*!U"B;&?K'P7 79I MK]^5TIRS<= !2+- ;T'/HNW&T>LNN:IY%2XIJTY*BPV!FYKS@]G. T<\V&@!$ M+I#[AB8AF?_ZNJ.:TC'T_4J/%LU[V+OV0\YD\YN'/_IY],=WX>GZZH.;NV]W MO]]U5,9&J8NA/EY^_79,J+%=WMT_7MT_3LI^UD&^YH_3**0W0[>BR M=K23\\?RUO9&1[[4S7N0ZA+Z(MP0<)R%4P)L3,6(1A0"R&O^2H]RP!XRX? GH2;CO#UYO;R]NKF\ALHHZ]W#]\O MGVA57+2L6,L_MUCID; -H8=UW#SB&U>X"<9644;*&YC%?(6V;LY0\8*GP7QL M=.]9U51AYH+UB11FP;$4D#.26QWAM+:S#%IS&D>B9YJ3;.0//SP4VTZ$[5\N MN :MB0;MGE:#SK$LO3I)JUHDH#M&">OX?):$WDEK%6XO#9, M7O6<\DJVM@(\))V^7K'PS0^YW-9%;H'%*I?;ALEM+Z_65[O@/?1=>$:.Y",+UG[$33;C\UD-^":N[7'X;)K\:R>*/ M8$R1+VP0Y'7QXVQ/@(MN+407N-P[K>ARZ2Q!.@US?BM'Z0C? D8=>J 1._F^ M.*$5)WUZR-'72P^YD!"A:^Y,<(ED)QG(Y)H",8N#U?54Y8))A2="S,C8\G/ M.-.8%V:U(_R-).T[$4V+I'Q7[C9WT2L73^,23+OY,,?1UEH0N)(%9?84E+/!'F1U3ID'8T"X! (5U_O M[!-))1+8CTDD3)4/640ZJCI M6NNS7.N>A)9[5C55G6>2M:MF:,LW'>'NZ8_K!YZS6T>%"6Q43^EML*%:N,)D M2&&>B:VYG+:[#:\@-S$R:9U#;F761FEV3ZPTN1"6)80+ 5? YLD/#+<)79$5^ MP 6P-@((;%1/O%?)!; , 23-W19V/'YX<^V+'I&;U#9(,@?FBX23@,R/$">] MS^B2R<6U+N)*F-XUN;@R,I8BG-.7]C2^X &B>XL_QJ0#"_8 "OG ,,":,>KR/<0ZR60/2Z0]11(4OQS)!!Z1{BCE>IN MO*38%3R7"V%-A)"PD@LA,V,IPKF%Y)MN1[A^'SK/#C]571_9,TXL>VQ46BE2

MA)K$KM4>KR,L1\6@S6*:,XL'$VQ8'E77E%E*B/|]>T N?M MW=.U\'#}^^7#EYO;WX6O=P__@(_M;W=W_TW^?GRZ?+K^/E^!-U?A=8>~<0(PN MU.ZV YY'!=>N#RZ8&WY/)9DPWX@4;D2,4U\HN5G9F#"P.\A=<= M,.J%T!]AP4(A&<;$C^&C!PJ&]+P;3+:,AY'DB ,% 50"\'7R9)LUG@2=8/$^ZW MG#%$?@E.5Z6J ?2 MJ0; %Y*? DP'0+BD!K94^!\N.\$0OWH+C1&*Q"**6C)9TPW%A.A'MJBS.7XO(M>;;+7*UGDB8"\\?_U>6UHBWW*ELL* N[QVF%G&L(B[21M0ZMC)"T'QHG;8D< MX&BB\5] <_QD4W4P9CW7H99\@L$1L@(?3%?/'R6M81+!%\[K8\<;>@V!R9,!-+\3WCO2>PO(DH6)-G'(3)TC-)44G>ELH>W EH>*87"^DBF8T-->0FR M)bB&@)1E6^F1,_W@:&%@Y/? TUNPUL[&.XV<7)C+$R"7-G0(GS!8)WWOQ:=\G M[$]I0)X[@.O),S(U3$8&B">#_/$S(&M=MC30*[/!?W=L&\9WC4)8NV#)R[OD M!,E!['Q=F+@H["L*,PD(X_'8)8VC@)6"[81!/$[U: <*T&:LXIZKEU%3/H #X MY8<1YQ$#/*(V-RD50W1P#)P;Q$%B-\#]5(F&$>A>O*"&2=>UZ>\1:69&S 50 MNK2Z##& ATY@DU94Q$_A[#L>^Z9N$V'AR+>);T*^@X4: !,0H7743N8+7OCH6 M3FS'J2=#?K%AI77],?T!67_&#FD6!GH7C@.?@(*:D[/;X54P%F+,DO_2A9N: M -1T)6+,.?XB2S#M$&>\V_*%,Z3XTKA0I0B *LH*KR MQ7_%@4>\),H5JAC;1#%.0#:,:=0N "}&9H@)W1WXK*6-71T:1DHZNIJN@,,#L\'5'W&H7O8%2#&(W\T52=BT[M6M'0#$, _7?C1>>P(7WW?IG=\">(7X=(& [YPV=^3R6IF\$MZ0QV(A/0MBY\D5J^=!.JF JP<=I"(!P&1[KA8L&,MA&& 4DXC"SKJA*3R\6 MU^.E^3$)@6 /7N#2SVA.,,SBZ0LY7HZ+ERR>!>9N@,FV2*KC*^^L]3OH[@ _V#Z&>7 M-("/R1920 2=&&N!'Z6;<=D8U#K?BO/NR#H\W9P*LW5WIGVS"+#KA_3O=+]D MILW1V(EH4(DZN*,DMIRY2AXY7TI8FSC!RQ 1YSW=-$#EO7!N'Y?;;[=R/Q&> M<<(? C?!S*U:BVT#U_0M;F=GD)E8/D8S4-8(UC-12$%*U")2-82V;;&XMS6:. MR#^PD&ZV)QNTL,8(8E?@PV/8/6F,=+1*/;2#5]*SW23=MZP3 GC>*^83$ M'>$/_PT>"H]%^/)DSVL"+\IV=M/!IFQSE[SX#4^W6Y-M6Q^\?BLF>W+N)-IS M%FCH@-8N3 ,+<"=YM(7B,!D=2I:P-(A.'F,[@P'8L$2!DJ M/&T0^"-A%E)* MYP CL'%H!0Z,TTEBI-N2)79N)9/I/"-2AAR6S]%JQ>,L6CD_"'&FZT7R;&R! MA90J['E$TJWGU? 7W7M(D4CF\#9TP!R'B26&.T[7_)6A4 @,DF?0C(SQ;&,B MX\I+C) !$Y6H91U\\DF-#@SL_O(O8 'WP5H_? 3\M\3@B+WD<^"$/V%>,4F% M(4M-Y$SW-&GP9Y"4*IEE#3CSN2DPX(F?KF$!'CK")8PWY;M(@_5D27/=;,W< MNNF?)^'Y*X PF39!!Y8+"),-H)RNNLHS)W'A9#$,]' MCDT'1<4A)8(%%PUB,C=X%7Y%;IP]T.'V#*2=0A6,,?H)@X0GHS -+*]E4-0UR MS0@47!D)S!* &,\=U7I+X!LPE'BP;#3&*"=("C$(2(R%)E 5'-ME!*12%'ZOKGG4R6X@!^2 ,,+25);F*FD)0T".E9P!G0KPYF=S@2\@B8G7M@K ML(2(/I2SFMY))I MJNH5V%M.T@EA(6/V^BK+8"6HQ>G!3Z(.R%7;QS!]*5TF"!C2J V*YJVF@DA+ M,U4W82VU^>86NF3I(ZL<7? +>4HHF8K19 9UETG\6?^R5'':?IG),3LK_U+B M)15[P2:JN;V\6@^"T5[EV6&DY;=UFZ%M^!<&LJRXTV^*?W 0SZ;W#Q=?Q?D M>9IL;N0DR3F.I(<_XA'SAD__/'/IS^^"T_75W_K(: [_?1"A9ZYB*6NA1F[_7M6)W;!U4 M=^NCMA5##U_SQHAO,S"\A369K:K\X[MJ:;Q-4B2FH78$ MQA<$()>>3?YS/4/'972%@F "U/@[\;):0K(% /[\>W3AQ:.V[=/2'N2Q(#A M%4Q%B+C\@S8l\L3Z$.567Y=-42?-*1:'VE_Y8KTYL8^ZR VKZA,;,'F,9:,/);UV:-HAY(M$45:]V\:HF[*C,#HG!RD M2\N"F40DJ\"'L%325 H/1RO^42[!R&M7U5HP=]C7C* (/4X+>XFA/R=!;?<,0 M-<5@Q.@H,^QT!CC:H6#+Q%&WU>_*HM;3&,'1.1FO-QY)[O&#"3=8!]2H4PJ" M !1%OM'JR[HHJ0HCM@4W44^G00_!30]PHXKFX>X*MTD+0^ ^P&/DV- ,C>G-G M&JR%?1ENH^ZI45,*7R<$OO1LVH@HV:?<2]&S!D)KF" 0E8EL2>7Y4D=$W'-R2C;9"&GU47HX:$_8X>>%Z:!6VX3 M[VT3)S2]=Y$7@0USG9&UN/>HJ6 ,*XJHFA(CY@NWAD]I#9<') V)&FB+#L_7P\H]7OB:K>8\36X$;KZ51J/@@- MG'=LM_^- W\->G])93I9^<0(?HNJ_[N^S8L,,-TCWU9D; -6 V015V>=) M S&Q00Q%NQH0NL82)DYJ)VUIQ'Y.OWS+34*!%&/+8Z55]&@]J1UMK,]^S=^A M_@AUGX"X-S.*%K08=7*,S!0EG> Z-Q ^.S1E"? AAZI$F"\CZ&FZP4C3,G@4 M\\ HYBRW96]/6U>3Z*7&HY<-!-"NZ&49 -(H@"2UK/P/1LS1NN1'K=>ANR9[M4&9*[<^BYYY]8Q1!K@RPHI*OM_JF9(K=7EEA6A92OI;8XURHN% 53G(K*E1D M$U!515DK*\^"]>PV9MV4]?72OCE)&Z6LK/=CY%L_AfY+RFZG_38$DE03;3Y2 M5ZQ$G0LL/V8U)?OE=UU:Z"HVOZIG%6C\V=06,_HFQY C\U+JA7B_-=TYH# M8S0AYYH\54:MJJOFV%C5NZN&ZT^J27"RKG-$I8-+@[-%(>< M!1\.$X=>]T_BC*R(PSD=8P8&!J23[YS-PC/<]E\;""WG/(,]Y<&$Y4$539[C MUD00[=:HI8"H2Q)!5%$1/+$K7W+6FC5+Z1U6(#MK#\SW\?\P\G M&E[%(4P)!XF43/84#)GNYZNL%/+CNYHG++I[!#C1!!58J6\Z#B9K\OGX.:, M6'%:'8(T201V<*NVE - QATJ+2DN=Z0HK5@DW;:LZ$7],&PZQ+8&:):VN%WIK(5 M:K8U/7=&!7N.'Q PT+&1#7O/CWC4]Y 014;)[+#!+2%HNB525&R,5K^KZ6)/ M8:6H(+>03QJ?R(^E;>>".U\F^4% <5;M]57%%64M+(ZIS*U0U8SX_C*'XV.A>>X_[6BH(8K^XI3"=V MZ=E7\]..(M%(.%Q\3B6>("Z3)EH)-.E-:=+T6-NZH^N8'EWGQY?W5F&V\YH] M.+V_32Z^D&6:4UM9T\KT8$) (>"X*_]E-JNYQ\#A$ =YJ@=W[$KWPAC%$@ MO)+'"52"Y$_"QI'5YA4W842E(PXOXVCH!\!^NZ#IT9.W4'K]^(M!*=#Q*>1$ MJ+2FYN(JY9/A"FCZKL*DWV=J-V$8+TT+9- (B4WN#-2W$WH9J86IO@\]JAJ: M=A) W.51&(%U!=]PX/CTDV!N__&!+0]CP[OQF@/1#F5@TE!X-B !1<(C'D=X M] (R#Q#]0)5%0)$6CEW![UOQ/,OU)/:#Z\%E$WW9$$Q9!0M>+_,D'/8,G'S08 M.KO[#1\ G?+RM]@*TQYH/"M56<[$8_2]@\SF70MF\HJB-NJ>-O.NU7&OP9BG M-)@+?D/- :]0L;BT7(.^A@U.2XQVG,I9W9D,O36R--9IC4F]@P6CRZNG:K,I MS!E)1Y[!)],PQS0T.@VEMQK@S::1S\ 3!;AVC.'65^Q./NTSZYV9Q^7-NKBM M7G1P^X$*,'0@J*FOGH/*@[(E3I5N;I!%:E^%^V4L-IA4F&D2D&$D8XEEGISP: ML1,;/8:@<4[5;BVAR(34R 6KSK';CB=8:.Q$B#=]VIN4V)2D]T#1&^\JH>>< M$!1=_$BO.%T3U2XK5?9X+.*$1<7*AA.,D.!)%XU>6:?*FQ&@']WI[*RXE'L M$D==\.GY"U#<> M4!Y_ WK?XNAN\(3>UXF0W.IW5QW=TK(T'CN5$YV7D'D69/N (P9OL:Q1X0(YPCLI?$B(7MD_(F0G=$/4UI4_S M"P@W=1D$55X->P10:4EQCNZ::H\G!Q6W=Y\"C,(XF&2[P^60ISQ&:*/!)^4O/+D$0R4=[^GTX3]GN M"LY%FHMTZ<64(RA%IY4@MQZL1:6J+?(Q(*=TL5%47V)QC[CH6!Z$$*A_ZOSP&Y M>3[":E>.VTE D2[M@I%#[8X@%9)$=?^1-2)(J+>LMH "^]@0'1O82T RM(!+\ M@1 - <8@!:RBV',*9!3BSL1@9!A%'FV]AA>[R4NQS[M]D MM$22',N4=<70!EU#[FGZL[}3>[:AJY:D6$H/OOU?!00MO6D8S"+M+[C]'&#T MLXT&,,$+Y+ZA24B0/$>'D>.UE^B^3++-.%[AX @%+_! (G[=Q>4D(7+RC4.P M$EVHW8V4Z?O0HED*U8VU5!>2?VX>_OCGTQ_?A:?KJS\NI[=_?YS_2@*-[=7 MFS&:%S@'GL'55."NY@7N<2IF1$K3ZE]P ?/S^7#C@5+Q8WB&'8H"? K1]R<^I<)I&1Y;'B6KG9ZI%'K4YN]5T^2#.OV@C*V/VA%YV1KA,UQ.@N2J8<*6C/)PI%F(*:7H3PP]0?/U&EP9(W!OG8V!A; MTRL6/N!7[,58%#R\DGY] <)Y0[>/FS0QIZ]M#WRDDO@;^:%V7[^MWRXT)52[# M$,/_;'JFHF TG#2OU@Q15QO4]H2+2S/%I5N]N) .W8HF=@]O/,S%A8O+-<<5% MKEY<]%9? 4V!UD;FX<'%A7%R,ZL6%5'/J2J)\>']QMM+5F76ZKOR09@X$"77// MZ]AKB9X*H>/=(!61PK W8)7HBM*:8ZV\C$OMD;/#:#\,.3UB7XBRRDH+6XZ< MT!FOAR'!$=.U45)/[BZ&H<.>]#98BE9W^9D?,Z44BSG2;K MS]@)L'WCP;)CX3 D88W"X\.'IPN=LT&=]:6 RG.7.F#D=SKJ LZZH2]N%!#G. M:H^SG:DFI\.9T>KKBJ@:#$A*MY9GA) [%)ME>1BA);XHR^M.J_T]#Y#'T-@7POP\IQ"",,B C5Z=CQZRA? M@1-%V+L;# I+F-GJJXHH=0^V&/@.+7O@V\LR+0M\6XO&JA)K?8HY*HV54^G M]529: [WF@F\O^_4T6D]A3>N=4P3U$;OPY8LHO& /DY)FQ(A%]LCQG# *:)TQ M'DS=TXY-:?M[0ED0K86$]30Y.2JJH&CHC#B /-)S./#T2IK16WU1% MH\M*3(%#ZG2&YY$@I9,&TCW1.+RP.L<4>YC:84\>"5/=5E_IZ:+>M,D->X; M=C,;(R<@WH)@#5'P@@_IBGL6KM@.J\$Z73.J7B5%72<-!FF@QT^1-! B.XS M31#) [W.7UYZ*PX<|^.PP^/)K&)-KF(9"9(?]=K"&T9C;RRBU=Y*>U(9G-;]7 MM$_R5S**^1FVTLVU:=IVZM.$19T:C9ODTV71,,I*4.,'/FH.N1VFW+&04\A! M8DF4C+)B,QOR-8? <#I/Q<,BIK;XFJ6*O5]:N!8=;\!S6B+GV,O/A<(A.'#IXW2<^-9_@@3^A>6 M'[W5UT%\I-6#R"L%UY#/4=^_^GOY^D<4_0GF,>Y' =M#MQXKT!+ MLH.6+ T9=0LO^5M3T@VO=\;U8\C"T(I?%H9T4CU4-.2#0_X<0^QA:$?X MOC0,R,2&AFP>G"?.0<0>B'8YL#D=+]:V)79N6.3NL-84R/%"0F$I M)[Y$],:;4Y?., ^K*U75>;Q+T+9>5>L:>3_(<2^M'P@P;--Z. &(A MM=UM];N'NQ$<6>PBZR@!Q4(8(Z>DE-6&H0P=5.'P8B&Z6-Z*V:.IR]VR4I(;CQ4"7NVD]BL^4(\EU3X0? U^]1@("NCH>"R4V$1R%H-/+VP*?5C?=-@.Z: MX #HHKFF\VEA][KZ-;2D0,W9 CAO=)@A !M2JZ]T15,I(960 [CN ,[K8[$ M8#D#]*!KAQ1ZX AN"(+S1M%90K#2ZO G+;!Z_ QJ S&R\\A4;HR0#4SSX&*C'"/L863G MD:G<&%$[""_,U<4S8M3!? M-_\J4?Z?1YH[TZ)EJ) O@&G_BGR& 7+?79N3RY"#54*$@(L6%ZW"P>C#1*M' MZ_O*\FHY,RY:7+0.*EJV$.$BTS"6R;:TH'C(_5 /41CC "8X&@TPB*L"@\H]*Q:'Z\[;AQA.T#\L)4(+WMQ\\N M;KS2*#CY^FJ->QP\$J1L]2>5C4"','O,E =E44T@S32%O#U:5/)#/ M!/?KAD&.!W;TU7V24E-WMX&EHC HEW,NYVO$JUNR>*GJ2?F>P]BB;K167^JL MJ=W!Y9S+^1G*N5RRG.OJR?F>P](@BY]U67^VLZ6;(Y9S+^1G*N5&Z@!GJ2?J> M |FH<$A\O&/4S&YO^M;T/^@?V&XC&!%ZP4G4(S!CSV7"G=MX](R#NP$5M/ NCL((. 0$2H6N8.C//-%P4]VT,NJB M S8E,!5D4>FN[EZ7VPOY,*#6)RF^\#S/0B9W9&L>&^3;PFQE#K@<)6(]().2 MV%VS? U"Q3"Q;)98[DB0/2[*MT7%RAQN:5I$HTNEK'&QY&)Y5+'"2]$B7KI:.L5HH[@%B29WECQ&"9V:EVN9JSXU0\)XI-W=11&P,#DO MF**]_^MS0)XU7_"M^%-*DQE9VB4T"BUG- \0"LBQ_!.^> T%SX_@Z8 9*%I MF;N7 +G"& 6TET4TQ"$&H*+8=@!K!*$VR=BGGVC>!")?#QP/>98#-P+](DPJ M6(>=C:1)!Z0I2;&0L1\Z!$@7 791Y+SB3V^.'0TS*9^[,06+- +L%/<,@0$ W MWL(*W96ERH!S_R:C)6+G6*:L*X8VZ!R83].?]9>LPU=M23%4GBP]^J1(DD M-PV#; 9C$/[V/HG!S>[49?*P,_6HJ25?SDO0X ME1\B?E<@IP$>PG4@%L*W^.,9K, [KPXT'6L./X1EV^$OAX>[0JM?7!E>-F4*B MRQ30UD7C&%]D'SYE!98C(O=[:GZ2.O/;[38^2U0YHI4*/VOR])U_R1Z#,KH: M>X- BDE*FO!T).W8.MOHDYLIE:QR'1'0*>0Y[*ZEESV%%1R4U?8@AT'OXC'H7;"@!3![-VXA-)LLM_!-7JH<@IHY3WAFYDL=?6LJ+MND4R1% MRX&:#/,] (Y*IAPI,;\0C%M3T@<$U_]-0B@RXS)@M%>)!#XV-L9V MHKR1*D5EWZHY>6S=#IF/|[%4H,$NL4,# -A,7AH8*PTEJ"I@EUA3@PL"% MH=95 ,PRJP!P;>#24.=S^XI4XKG]FIS.KP@ RJSGL+6P;YAUJB-.T"\7AX0+ MJG9M^?T5N^\;^VPK5?5G)-ZI-43>"\$YJ+L PY#_C6WA!<'?">:%0>"/A!$* M?N)T^Q9;<>!$#E[:3^>- N/=IQ+V0I9"L%#^F?/C#=PEY2*]|LGS<>8|3VE\& M3@@_?8$_O9=[F(IO S?O!D_H?=U"0KH&K+9$Y7UT:X^Q'<<"3HDQI=7ORI\#WMT?+1U6WU#=X?HX$(VW'F M\G0(,UI\V!_AR.,/83M:8:6C[>.4C(",-EI\<30 1:EX&9\#R_B@<"A\=?VWNI;O.7'1 M&[-C2$;1HC<&;,944M44I:-H:DFE7'2UV).V#FI[T9LS+.7";Y;P2A,G)5DE ME28J:IO RTQ4##W!JJ0R(I9* /G&B?$YVR6L;Y9G:2AK@H-%04 M\H95#@ %K83#S?5*JIL)9NEFX5"Y L!!F9;CHL%+^M)#M^2SQ:Q86(2DG&\ MM0:,?D>@&V!}(I-Z2@ZPQCX@L? =R<|..'9 AKY,+)_TR_V:OQV%LF@.|*- MYZEZZ=F7=FUAP6[%H7F,J/J/.E)3[>4OF"DW"=,"&^\5YQZEX6%BM3[M$Q6U&=$PCJZ*ODTZ%)(+VFQJS0GPL2ZLI;6*>M9',G%L H+E%1M?]".X0\4 MACC:O"!V|K;-KN/.&6V_$=(^D)?<+#?Z$^)*0=9X1U^_$\L&%14@F(F2L*,7# M|>;.#VO?0>=C8TMI]351T5@GI&G8F!O5:'6WCYVAJ/)^7U5RFT;QHS0!-,XLF MM68*BXC:ZBNB;/ ZPTTRX;>3>85O&B@3^UVE6CUG'??#IT8\TRF2KBBBI*M3(OK#I 3"$_(C3'1MF$$"RM^<2SX:>K=G&,YW3(C%M=_QXTF57\^_IZZV25 M OK7;(7)TIZ"0>MN<5;'Y6;'T(#YQW;[7_CP%^'GFX+5&Y/D95/W+0]. 1[N M__5"0D2@&&"%6#;29)'8_ZI\ &RG" MX)H."DN?V>]KBBAU5\UK'E6N/?AVV-C'!=]6NUR5N%U>G5U.%G !L /#@Z'' M3C@DC,^"S|S^/O14$G%4P\1*%O.N%XB\=K*6Y\]G9H MZ@=+4+EO6=BW4[LUHC)R JEIKB(*7/4,=9V&ZI-K>(T;*C)Y7'3G7 M(5YM];L:*UCN'5[PDV[#1#)KRPU;]- 6JRRIY%-T4-Z;TRSABZGAT93)90Q2 MPFM:V6L=[DD[(G'>6N"FJ,<)C\(/!U67S56SV;P3-^CYS>$2X?%;48O#=FZ M#@GIV7'YP'NX%#VI3?E W SBNI3'A>*V2922HWGA60;-HO./GO MC9>1!V%*W<)Q&@.\C9[8[1U24IPOG R":8>S<10P)3NC/6GU]'BMEU+6M2PY MYN1%?C YK^C,<75K1E1GV07/(0?T9**T)HC#,P!9]$Q?)%2P:1)!$R|WL'9 M)@R&=%A7K/NMYE,K$*>[)M*1_B^:&+ET&\%%:I& !24(=]V$_,P2 MNF1Q>W>/<.T836GKF:Q&4HP7 O+G9>X>I0[XYOC;?4++[PC*C$]-6/-B_*=] MV7.@]H[CHLC4@4$KL2*S[2.5FQF2_%^FV7G89GLKVBS0V#_<*+A M51S"="P+5W<)NLDP@!KQ%@5!V[:L@:@H^K5PK#IM?]J>G!!#6[&%H\%+!6- MXY9K&0J5GJU=X_ M5/KZ-B-U87U/)L&K%W.9L<&EDY+>1KFJBJN M:T3VL*/:.K>"<]I*UA5M9YN8PP]HY^UIV4!9RVL5 R=(9BPME6!C^_/D!W!D M3N9F";2%I4VFK4AZVB'B5I"1- 3"FSQB3>=,FCHA)!58 3925$FIR'1.3S>F* MF:_-:5++!;H/ZV_UNF]M4[CX.K"$B&36T(0,0 Z(}W6W ?\,.8IT6'OHJN(E[MCR:T*.23GQ;%N$\)?.\B+ [KTJ.N,QH7U*"DI:XB2>KMBN9!K3S9BI&QJ'65%:T[0L%/'-%=WG!:M)*'QTI3NM^G])W5!"TL'.1@ MZ]JNCCPD5FLP%56WI8");RR:HB*Q'PBSG7#LH@D9(]Z,OF->U6 +G*X%WU&4 MXJC 4I=N6#.!I%-O6%0MHYF< URBK9N*A=7U*O;M_)996\#LP66HNW@E8#V9(4NU(|)^F.!\?F MQ*?SI0H-']Y5@FI0@72N*HJ&7G<5*&Z1<$26XZX9H|__RO$.!@)K@_#(+X8 M^2OMZ@*3#WE$;(MB[>WJK9/%C>\&WWSOY0E(NT_GCZY.BNF*AGY(]3,>!V// MYS++P,]VWZ]\WJ=U#'^=EO^RDO0[H7M(R1KL.4",_89==_^N2F<1?9"E'>&' MN9VYFS",29?),-HH=8U6WU@?P.*[N_7'T:IP:$X<;5>]O,,.6%A5--UD)BL M3LJVQ#JE7:5+T++*UM3>*19YVJ=FIO?$UB6Q<5:8GQ@-H:'Z6JU{" @9!=H3NUV^"9<^BN? (].\MG%>VE5 M4F^W*XN*?G!H@-NN[_%I5X)+7B!MUZ[E]0OEUFL9H8$#56QMK8YB=]MRFK" MH;?ZLB%]!Z6E<+N5/=TJ]\>/"Y2WD\7MUGR:=3Z'VT+C,89Y(M<5H@ ->FI#^ MS S7\L[+9+2|&UQ1RM)C94|SA"VL6\F^EB)]!U5]X'8K>[IUZUF9@C#:KF'+ MV|;BMFLA#4L4;$1]=,,!!(;@6S^YL7KH 9BO?O" QRF!03S\T 2"\#@O&)A["*OA.,OS9:M F%;*DJDZEEAF!007BM0<@2*$\5\O6#+>TJP9?'2]ZH&FZ;OXAG#<7K:2'B> M%#N1DV#<_N?],H(%!23U3-U1CO?G8.KUC> #SN4.9'Q*-6 MDH(_ 1H;'%"F.0]Z, +FQC? ^!V<+>\%"Z2RBY\!#@62808H."2DW"P).\]I M\H0+=X/KE 4#961L#+?F"C3S&$);J9$CX+U2G,^N(-1H@:\'\.5& MW9USG4U(>Z$"+VP_)OTDLCD>9)6M(VJ5$OB? U9&G,9II1Q,V.143V9M7#+!%G M'K!P(ELWPBAPN+N]#7_-5V[N__H;;UD9<]GXEJ5[WV^N'T7AYO:JDW\N%0WJRB?4(^71X1-5 M.XA8_8\1_&=Z')46W/U*"^Y^N,JVD7YA? FX?;CPA&OHQ/,,.BP]W!QI'*'@! ML25*.T%>VB,OTVM4I<-4730.\47VX5/63-#QZ(#I39_29Z7*D(C_LI=(QIC\ MG&H&T^P8DD&<4M4X]C]CIB],48"'!Q]7M# [FB]!3])'7GM]YL>)2L=15,+/6KS M]H:[$E;!Z5M?=0.OWYKR,A-U ;9U\35AQR&,'+0Z2LWZ/%'TLL>64__4(;I*6;W, M_PW.8V/"'LT,4.0(2-*6J@N!A\OH"@?!!*CQ=^3&N' <0JW!&$E6LFR*NJJO M!$N*14^,$!?<$K[D$L>TQ.4)'98/9WV_T!_/%MF^&CXL[R>ZOO?2)A59>1[(MGN!\,=Q|"[9G' 1[,$TNZU^3U3U@X/=/,.#/0SM4J+Y0+2U'H!IU*S82EUT MYL?(>`$[F)S&>GUWIV.Z9,94CT]LV0.'F>P[9T!BXH3104ME(+S#U3"ZK+ M5_,YJV"L>+-<'?.JYCA'ZR'C_%XI-+-5ECO8?*6ZX=QD%6K3%N=^HZ70(VD M2.S5W'0U&+LF$X6A4'&>T=7?U*/Z[(9LX8",$<;(V91=VY@EJ*'+S/95)N/P M/3#X%A=UTE5):O6[HM#;3O-8ZH1%@C,B!0^IVRH@%SQ44H^6 M9[U#8L^K 9E-#ER!A8QC* MA'*-[%"/J460]*US:-T?,!P<# AH 5DBXL1.Z$$9<@-\&<3PN^N@9\==6R:9 MZ^8ZZ.:=%=/&3H3;8!!NR1ZJYQ'XR5&92X#%ZG?> >BLP G;:UT\WJTB)V5CS:Z5P33*&XY1>VALR.8MP/0TQ#2V.X-WD MV*?@^1$\'=@-2QJL< M"FFG+H4&\MV1$ADO4@M-Z79,HU@MM,W?J[WM5<=R%VCK2#V#L3%U.UVMQ]B8 M>IVNJ3,WHY6]-W"LL=70&'<4>\\R.WMO^[C0TM&2M*?)2_/&0:GGUJCG8 MRU4%[BH2I*7QOR)&LH%?AOR6>EGN2XA+$2RQ<"KIHDNW$!W[Z=N)J=2 M_]*RXE'L4AOK"QXXEK,2BSQSJMR!!QL()(H1X"%8IN 6"DEZM/#AFQ^&*TVP MSI!>3Z3I6!Q,N/+)"$)+B>H&K50G4? 2G\<;5_(,]9WPN M1$M"K"6(*U.7G2A9H(VE-- X:I[5AXTRLWQL?&Q\;.R/[41=^$ZC/M>O>Y^1 M2_."2@"I\=*R_++HK!22'U/&A1FU&X:5KAWO)Z(&_>.0VJ*K>1*=!=D!-/H M!;68$UON+H[""'F$'H4W@9567Y5$9J+&8[%$3L MNM2>'7"==^T2QVX=#E?2.GLC!BLP'/=KIW;JO%@N9^[HN&KW-JP&71"Z)393$#X5$I9?SN'<),JFW^EU-%/O2:I[2@#RP27BQ M_24.@!3)2:HD? DY_O!N3!X37[SBPG!^QJZZ'I<6$-2-XXVVQJ/:3--UQ6B)Z9<"%7'O=>.5C;9"MOS(PYV=I/\[$3 MQ>3*AG%A0'U#*35I-8I;QSW%9D.-*P+,'@=M@PFCBT $;L4T#*$T[MA*/@J8N.V@ZIXW%QPU=-_AF(H^T<>YP[C"6Y+(C^S-/ M))3&9IZ7FVP\D'3]T(FR5AQ)=DS:,H-<0->YPJN:0<(\8E<[N&\41R/7%9P[MG#N<.YP[U2>3,K?:JAA;9\]I2_(61X+KA_OEGYYM1(9'7SEW.'56)' M]Y[3SAYQRZPA\EXP*5,3>P%&M$6T\(S#;[\((X1"G]BM DFMN('/!\[6!X M5(7'O#AW.'$+OZ\Q"N=5? TVJ$G\!E#6E<#[#,G>,X?*?4 M-PH;>N"<=NRNDCZ]"@!+2#CTJU9 4UW=?E6'@^)<>YP[G#N<.YP[K#*G<-< MP'P6'S'NOOH!O-;[BH, >]9DKFS$I6<_S0R(65;8-GN/% (Y8W0K@$&,28EP! ML,R=,E,Z3Z<_-(84P ZO;^GQ;/ATN]LS?T>!-0KM"J"<'1CEW.'$YJVX=U!I M98VTEY-$66*@M#+'#Y=NSAW.'09T[TE:BF@]=G3O.>WL\;+V[*I#'O/BW.'< MX=SAW.'<.86AMU(6IOIRUIK9ZG>KKV;-@<;50(VY84 /GM%_'MB]HSH"!Y0(QSAW.'95O'CAO/VI MW:#">7O4X%Z5*HU7M><2Q24JD:B5 MMEEZ+4]5,_I^]BJJ]&]G,<9EKALP5 MVG[3#JGK75#ZNJV^(GQ8OI, *3)X"^$_3R5L@^#O-GJFZ8HKVF>D<&UU7I"?8KU7:K+>GU/)#%X,GY\8Y=SAW*G'*K7++66M2&]7 M);NW8DI?#:AS- #*)1JXK.'=$KU!YI99C;%E]HSVCGDM?'[,E',' M#[G26KA=_567^N*Z_*H>2U\UO##I9MSAW/G!+KW)*7PNUUV5&]) M^WJYG3';>5W*U&^3ZR]D!># (5H'\%P1_]RR/#O/B.X(\%L:YP[G#N<.YP[G# M'G<*.=]!ED@\0DWl+CGFK#(2O><@XRJ@OMPI<:/OE!]@QY &*&G_KL:>8OZ* M^ <6=PK,-S_#@&> <.YP[G#N<.YPZSVP*K7F'!EDFEU_NFJV^TEM9,KW;ED# M&E<#+'/G*+N#)],"AL2(%]A&G['R\OJ/>!SAT3,.A)4:.^Y5M"J8G0!,ZK1P" M/>/*_=H)*_<;>JO? 7>V%Q"632R:7S**2>;K& M%T:W>.,,++KI<=,](= LU'CRZ!VV0SF>BL6:IY0YT.7MZMA..730AM,6;U0N_ MZIROXA#B5Y4!H8_T^&VVL3Z7&3ZGS4C''1RD:U__U^? @8W]Q/W[NME0K:TK' MT$%SC_V0%MJZ""'2W_WIS;&C8;:PS=V8*F%I=@MZ!I4;1YMOV33$TM8>6=JU M^"AD3-VE[(2Y?P^#6:;]"VX_!QC];*,!C/4"N6[H$A)&S$UIY'CM)1(NSWXS M&W+Q,#UNG1&=+G% *!>-0WR1??B48<7QZ'3I39]&*'B!\:6<(F-;6N'H^Y*? MTV&;9J>GJV3DJ:Y*7YQ.J(.3^KCZO6)T)%E>^Y/4*?]]KBJ%[M@T*+,C:SWF MQJ3W6!N3+'549? U/E0ZJ*ZM\4#D'I>]Z5-EVS-+RH6CT)-+Z1VS-Y,IYF;ER MV1K7,-&9A3Q!!"BFN<]2T\OE":2Y5 +UXG)40-Q%JZ\-,;ZWFSL4L%W]L2>,E927G%K$M?,$#QW+RM*(\ M)ZK0=&UA(5];2!*VA0\D97LEPGN&]'KR0:;$^<#<7X4D-)>#.&4NNK)^Y$5W M+C0^'ZV!Y;(UN,8V\Y*,YCS%B'/,^%R(=CGR8Z\,55GE94<)VY5^U+_4<,@R M=S><^XD]% (/IA>T\VGV_U,Y[B]#X/C8^-CXVSZ[@XO%;]YNS\N;&OY$J+-MK-E+<;(1YN9R]'.MG(Q=<,V7WDC*$JRV,ZU=SD4.B:3&V35,U34HJ?H31E&)8G^ .8*\VP"0DR2=<; M +2'$Z2_.=%0P*.QZT\P%C#%*UQ"]M?(OC:0SPM%P<-Y=K9XG;B]8W\[V@A0 MG4(XBNWY6N!)')#^>#/ 6K#@=5/M]4W!8-[$W#XG,K4XT5H.7O/4!CM4 M]1I$]>I,JY*$S%JX?

$?"8N'-C|(6T|O/1DC$:V=>)=]WBW.''4LG"R(#]CR7SSZ M%+HV%HZXDLYHM@S34:ZIW$TYW"F4E=;-6T =5IE9K|6BMH8ID6PU4996;0W>
M5Y$U_'#I9ID[Q7).5WR2HTBWS+IT\UV3/Z-43>"R9I;[$78!C3OI$MO"#X M&V V0L%/G%8/Q%8<@..9K_(%CR;P6 _G#N<.YP[G#N<.ZU'L[DI3GGP=N'], M+88_?)?
0YW>P&X@Q>>><]3LV%R\ )X;?Y!)TM/;A-Y3MVBLY M)KH4@ M4U%
[8AX9TVAY#^Y6VSN]93Q=?;A#@'/=7C=U{GD4,EL5HEZKW^7RP^6GSO)32'Q6JIZ5OBZ1RKB*+/94C5N>C$:6.YP8 MPT1UJ)(VE>;0M=SMFN7(="F%H[HG*!P%
VWU>V7M)>7D5@TV,QN%NX-R'3A/ MF>1I(8NF_")0A0P>39);?4U4>P?7B.*89!F37,]PGG*>LL_30FM'^56L"]X=
M2LW7#GX2ZU_=;;'K/@A.,X=SIWJO2G&JJ9HDMKJRUU1.3QCF*.1ZPK. M'}>_.MOC6OS()N<.YP[G3O.X4RB]SSA% M_2M-
TL'6Z(G:FN3X.C9L,#9^N'2SS)UBR;NGJ'^E25W6I9OOFN1Q(M;6OR*> M1;GUK\XVFL!C/9P[G#N<.YP[G#O,FHS&2@&L#2;CZ6H4:9)!"JRR6ER5(^W(
MSLDID=9C&6E\+^3_9^]+F]M&L@3_2H:V>]J.@-B\#WM6$;(LE]5C2UY+KIZ> M+Q,@D"11!@$6#LGL7[_OO4Q<)'B A$A0RIEHETT2B+",30DTIL>YMY>?) &"UVUVJWN>^Z3B0
HU"C4*-0HU"C4ORG;S5ET-ZCWBH-[>X0;UMAL-&M3;Z:B1GVKPDAJ\=)C! M2YL8?)MQ9>U&4PWJ55RKN/9P7/O<@WK;C=;91,_>TGH#-:A7\;7BZP.-$>T=
M;%!ON]$^N^CT!L#A#35H5"8J^&P,@?UMAM8L=_9IZ!7,5"E:,E5,E-A_GGN-M2;WM1A(2;U-GK@!]_L%#1% M=V5/K]B1Z-9-YENFN3{8E(KD%,E)DBM_D/
RR0W.+KI=17,OF>;44%F%4X73 MZN.T4-W5\ZN&9AU4UP\G>5;$ZVC=1FYH#K#H[%784=DY#X6URAJHV/;+9P%BV MUF_V*ST]4E&CDA4*.PH[U7%=*B?
(FR!!!H4V6V!K]+1&8SDC5Y^^544_BKM/ CO%NM@/PMSMJC/W:32GFI9CM+9< MXAQ__ZI!:-*NUFS@L0[_WC@;& ZDLBT]"J2PH["CL*.PH[!3/>P4,2;]2S?& M'&U::I-
S=M'=NXA=$5GUB&Q#$N60--:M/(T=-3=RPG[-]L."B[LP)Q684!,V M%6H4:A1]%&H4:EZJ1;FKVU+Z -=F[^RBMSS 59'8R9/8CDY+^136KSR%G4PJ MYNC#@N_Y+.#3(?>6)P8?
+;$BNYT$9]8:GE[Q5.'^TEZ6YYLW!S05.%%S&RV@+$V9/8BJ&]/D"]?5U[*@^G](:..TB///MT@.K:;VM:]Q=TQ8'K&AY(&2<I'TH> M'\DA>3!#O/+BQD0K<;91,_9U;K]Y8HM)3&4Q%
2X_@@*53FV5\:GOYL,Y9; MS;.+;KVK#>K+$S1V'1&K>%?QI[NOEW7WFHR^S9PNG-RO.5)RI.'-/.[RQ-%:] M=%V*C1,-O*]@F6.5'7ZL-./?J9\ABK*GBI>FNC>V'#I#-\OY.$*9>Y*D+_YS
MZ/W](ANK+[Y*;3AOU#@&.F@PGW.,"'/'H60',V'),[8N*60]C5\>.1Y>B.@2EY/X /:/A!;25H MY(.:S5JO YN>N3Y--WCG<5&L]?!),H-)Q,J!R71U9-']"%L(@Q6/U(5N/<6
MDCJH/WW*"DL8I#H-'OM4,?7Z+<!PTZ_TS=[G991;QK-/GSZORA(Y$,3+ZFU M&_/SH?!+F/=)XF1Z!%N:%.&W:\+[ST9G,P* 5>2O*W'IG'Z_NK[S??Z:LW
MG]B"_^@#'X3KY,E+++KFX 7;D2-A008O&MURZ_'W5(*6M\G M\V R90_']QZBQ-\@M6(W5K+^_$NJ)_M5X_Y8]Z3Y>8.!Z,]$(=!E\D^?1FO=ZM,=1X"E0TEQN"4\BLG1'=3@OX_<=F-
$#SCC% MJG>!#4E*G66UG*\F M:=_C#1M@"'D^GLS@UB/"V@!B\^C.CI'G3H5&J-W7V"?7-0EJ'[UPS"Y-4,^6 M#X @!+^1;/#IXV7, N!QT-,)+:?0#E@!6A]HZ5^P">#'#V?
,DB\L\G<)Z0* M,H47(9F&/K&/%626$X1,9&1N0T=T-%SC*W("\=$Y=SS7MHE133[CA)R(DL"\.MAY?!?V")D6Y8-O5LQ(>^^?CPR8^/C5O!E?\,@?Y'5D3M@CRSO(WGC7>-@/@?
MR|UB|QI*%CLDB0"4A'LUV6?7!BK6,J09?89;FKI#RTZ6#;@-BCOPYO$IOEX] MQ&?(UGT.]RCG/85'UIC*!O&\1GNYR!^IFOLZ6HRQ(+3:NJ.S#UPW0)NEG%Y#Z]P7]OL'XV]Y^
M:I=/R7YK%K7?IF'/(IX,W0DNP;D-$8+C;V!C@PIRY_?/UZ M^?U?:)[=W_QV>_/]YNKRIH%=7EW=_;A]N+G]C7V[^W)S!:I);E8;O3)G(\TX M@K6M_2HLU86SS\6?.>?
O+9ZT#*HH0:#0BN_0*K.,+>B$CHT*+&VBGZ"8S 1D M\F(I4D=QT@FZP+(OXS.Q!QTY=,$=!85D\,&]WAT+= 27ED:>-/)CK(IR'G M#AJK,UU*8US4,1£2$88<=
[BGXSKP#5K49O1>W*.T8VWN1Z;X#X>><7/)A:6>7 M1+AZK.E^N[S\EE'K^FP&6*.9(EZ(*^&"\A^'HA Z/E[2UTF_N/XE)Y5@]:7E M^V0PI7R'^^NK^#6P&FIHV#
&MCQKF@(NG!TL(_BNQB[!<.#>U KP!"%0!)I: M:/+2OH1552#P)0]BTP_ $3!LUP\]H<3(5S%DN6I#E/N*.&R"%G@_]! SL1A3 MP;<-,QZ&&([%F%Y,.,8##")*6(^+6"#
(/9XTB[H=SAJ@A Q.IT.8!WR*X)S;] ML'MX,(\.7>G6@6QC0^)MW4^3.#7K]-XCA$&4VMNA0HM(U)V!AA;^$W"M/N;"MR?+XR 9'C@"5=(:"B8:K6\).=1UDJ!$ %N"'M
,D2:9!ZH&WPJM!-](%/N^ M#O9@9+:/=,M+|K?N?&Q" @ RA4MA!P&!A;80"BY0L^2AZ/W!Q..<"-,!"80F M:3#QF3!V8X=9%X+6H];72)=_<4/;1.R
BV[**R/_")W4G9%;6/R+0+,XDTB>X HX(#X M163##W+1W))HEA(JCN8L>I?QKD'HPP_$ MLI_XT , 8R[^U6P*TLHQM-/F6B%KZQM0H1.Y*1K)FB,=(J.A3850E:LF+3XD!!1>I
MDIBNP,U,H5"'*?I0Q0 MDL=H/2Q 2:[MN,P"0C>(I#%>:(\'["4)5&"04<<#:-O;F*7.RW>22PVCMOYGKGK6V]<\L+C'??+?_GI6/^ M<&3\'!V9#=[Y8'LM41V5 ,<4!D+FI%MJAB,<{U|&?
-4-S^6 3W<*>/T$4MKU MQ+'N0_!7Y^QJ@IH#;2[P\(S;GK]NN\AQI*:1D*_7/S;,!4SU.7M$1T.D MFM!2=#W;?,(,4PPE>LC%.+XAG#(1A?6C0&ZB4G7SD7L^YGV$"A3^9\QC;&RI
M0U@B7CF,:6FNI5YA ?3U(<5D93P>_X[;G&!^0684 $]34*08IF!CHX|?381 MGT?Q?M<9N_A2^#:S_Q$02P#;IT,,0PL7!$E'/X3!^(EHY$(U)WX9&;!?+=.$ M=UWK/KB5!COEE.O
7\IS@3TN@ANXU0"L!Y/2#Q@2QZP1)C,?7?R%..D,1!] M)GO@Z&5RR:'N_*3, B4)M.AC7U K&/T OG$4^M%9@*3 '7S"UH=@4XC)KC5V MR7P.N.%H9\P\($9G#/B($6&Z3P[X6
Y+#"8P3^3+("!]90 1YL)1S*B+O$>A KNS^%C M,F!B$B.P4J.U^'F<"//): ,;?T-,G=+1*$62 .D<\#]D$S@U+$D M"9M@d<[%SDW+1]?Q[R?9V)CO]\6+
:@@0QG6(BJ>NQU<%6B+;7>;CHKRA M1SP?!PL6$:2*U7 .)I%0'&(P!,#TB'1- L*T,-F#Z(O9!>'E9PG4M, ?"#">.M.AIAN"DWH"61 6#7
W)1D$[&+G(%NO#&!!!M"^C1MP!M#G*."22!?1Y@%0U1I_/!7XQE)($K4P^#/#P%I>@IC!Q+ I)?!P?9.KN0@3Y=/YD//,A$"/[%2 R/E
M2>P&2Y0I8(YU(J'GAX!YS!#86*M"\1L$!_W+S.9GT^E;7_*I3!PX4J)$@4U< M@FIYS!W1.188O#G[?O?C[''TH4I\'F4@50O0E+JW%)8,'45D> :HNB>O0OZU=
M(70SC"47^MW^0IPICJG34_"7)D7WTUF2R-@@X<8?=3M$M4M\)K09#I@$^YM* MBT:N&V"N(\B65B#?@!41>NF,T!>&[D^R.S@U
MC^4[MZ9#X&6^/,_RI,A(U$P1TSQRX,\XG)RVPS!D-Q4Y")D=LSSS'-4S&2>N M%RO=*/V5&%+R!\(>1{QB%?!.G8,2HZFK?TK636"FXB]FMA_Z-/9>_E/RTPV
M%;4XK[!>1ZE').3%K45TEA$E0(P6HL$;S47N2UHD^&)YD@!9S.><!'POC6YT MGD2MD,ZNI/,_YKD&1R5JLP=,:LJ:KGB/WY+"),,U%85H!X"(0[>&W#'M.O*T-
DA1WP4HIN.;1:0M(;H'0(W\07:-*QT$C(N(3"U')R99'6(,SU9MAW9 MYR*AD#Z5,*47*M[R[?(3(_@/D1<=Q5D9*B!._4E84_3U7J8V<.%Q/RU\%9MH?,CWUT@DDKIV*.E"^\T(N-
O<2G@\)[9O30]I._1VU'M#V_(!P>T-, F; .=K;Y)#*\E.],>TQ,_(^NL*;9.2RG218;.L3T/F!D 5FH!R#M[_(YG$0>S=1,]5 MF# V3+1%]55+=(A>,6Q<*X$&9S'5_Z M4M92I:@N)0,W\\LK\3?
1^\A1Y;*K2&Q)&N@BA1O+!^%"QM&B-3Y3NJ*#\B9E M9OI^^/QN= W\-<6]QA':=OT$({0_! KCTYR8Z$1;012*Q.XADL-NZ7*1_49I
M@T8DR1LJ@I$:VD\5B.0Q$!X!+J+Z<#I+M0.D2#3.Y$4Y171ET?D1CJ]G\%ZC MBJ:D1 A_*-A]3*;)BF?BTBA3MC\0 ZU/V"_O2-I9?IK',PZ64.-^E-OD9HW=
MD;\7A4VI1$=+PRKRIWP2WS'$LN*/*JO2GI&P|I$DGF.-H(MLE@ 0%T)-"Y1 M$X$:B4@%W96B&@0H B,5)5- MU5<"^(N"_SH2: .,?#AT!GWQ$I#S+,T+LJ'!!&]
24|"F*1/QV]6'RU2AMZC* M,H3O@=%<%P<:DZ@7[J<7!>.2++1EL> 8\IYH'B/5*FV M:(6^I%VMJC9'DS$B8B($^.U?BLSQR<[&ZRP*CJR(V&Z$3S>1&,VSBWYMU)1 2S=X#AN
X{'+P=OB\8B,SLCN9B=8E)S.A7!;M$_$G2,B&.?.A',< MBK\'ZI!2&%95" M$C%/GDP_M**D9F,L;"BNG0!ERGFD+2.?C11%O)%X^[(E:/2J:!3IFY=0$6D M[1 JNB|C-T3CD;98(G(2I?
@SWYK.[(2P1=F='YS+*JIL*$-$VK+AD4+PQWAS MZ+.A-0(S(!-G1)5E(D"H.X_\.C@;R%L4ZRY#RYIU-):20E_AK*$7Z5?<"BQ* MY2DFQT(V61Y (' 7?-U!$&XT4N?,35A)AFZ\>TI);<_
M)AVZ,FI(@Q=D=:*HR))E//@:7T9KD;@Q%68YJU^%!M.C.,9)[C@@6S$;Z(@\ MEFSAPU4P1RGCT7$8J*#4B<16:I=DX=?2NI-Z"),?T!(Q()4P$*VGG(!D6G]
M!U;@3:-222]OFV+4KUWTD!=LC$< Y0$4/14_J5@QW.K1$0I9P M\L2O6Y52?C1$2+POV;T>40'5S>3#>3ML%7.$]LGW5TGH^RJM+TZ,M:.^M<1O MRQ G19:(9;"HQ,%
<,H|+=I/FY%0>()S%?#+!2JLH;0![YS@1!55<"G;9M($[M!%$K4:$S%9]&;,4.3W65ZD4$4I3R\E(F2$9%:UM9+62X%7AMG/ZR]C5W=DQH M5(-[\J.&0 $8M4R96-CLLS3AI$,+
[T@KG5%GC#^+3$YY341 J;8GB?4F5' Y@ M57A0RQKRCIE,1A'%A#A;I"8BIL/XPCTL4.>4Y2$C+F34:!P(EOC0KD@L:F+\7*K^T8]V"* M6$Y8%)W]6K9Z7LYIH\K]
A5%J00BD(55'5(-0 3FMP>#Z\F9MN M>6&6[X=Y(]WP+"BJ9PLB)!:K&QIP$>$E4 :/E9U.1 .;?4A"C]/DJ!ZOR MO+@LF-/,1% 'C3>359DYX5$%4&1&"'014.[(VE!\S)Z1D+RZ+\|&F6
^+R7Y8 M/?+;E_MJQ ^I73"J/K&P3A&VX5'=!C98^E1@,T]WY661;;I<8#LJF4U"J366 M2E*+<8NR+P%W&F>E$ZLH32\,E#92N"?[BB)]/\0 +C8$CA8<\:@.A8MIC:#C MSE,?
@7&%O5H1=+1L^65VI72HLF'KUI2F%:(DP1<_D UPYFS#:DW%-=3C*#JA8%,S V407C/B>_>;YX2PJN%N] M5[$S,"[*V$('FCPE4!(W(;3>FLI*X381N>(X>YJ7QY=8[_+#9-DM
MM@.X&-,6UY5\)5W)I(#(%TI/5Y(P315X$Q0(JDH9:[-7(28_4\!VU DS &G$] M*H!/>$V+-D%#2;$)C=Z>5(/E2=K(-&B7E;1JA=UMR5-T*60FM#5A3]\;;S M^@#1!!-66:U-$)7DFSK
RE2;$ _-)U-9E;,9H;3?AOH+]QAFW,&W'Z#.N6#J P:7$Z!_7=:9N4!;E_L5$_BB*E.4 MRA1.;VDY9+P?2/KE@F2PYJ:9%3L8E+J#3AUH=QDIVV IW6:%4VFC7^PR*2Z:
MY!@[9@;U!G92*=1A#@*B?_;V(--3RB^$?UXEW MD^R#$DN>F *D16^DN$V4!$RR1WC"V\>633.)Y.C%. BBU' *<_#V2/_ 21
MFI3N@0N&!6K3>G'VZO/!P|E:$G,W\G_Z@3NQ44=V/N$P"7W=>[U6MJNZ>CRD.\CT: M/+@SX(QFO_IV':M)3UL!IA<_(\:,GOR8S"T_;@V>B$|&S?!>LE-?[C35 M/ID>Y)%*
(H'A{(;C"9C*$YUBI9FA[$,W##+1N6CA*"DLHK(@01QS&N=R. 5G MJ**)K/&C4<@,#GP"W(H,Q&4[3Z$3!)IXRX.MO:C^K]'RX'[?*U[V"1M MRMHY*S7/?
FGSJ3H4&G2%C>*!YR;|"=("MIV9CKO@GJ_J-UVZ;$O&N:BUG3I# M12P5O@$F6BB9P?Q6/!L*#DWU1L>L$HVS@17T\=BC M(8=T896\H"#_)4L5IHG4PE]2IA<#[0XVB"0%MNF.8C
'+1 B*=)"OLY*/WD; M0R0J-@HL9'"*ZT=*1W22;R'"#BY:3DUXW#GL*U4X=5,=NC0>GZ"D2+X^W<]:[?/!H-OK5TUH(.:O$PX1XWBE=9:Z%/'*IN#C^7?)
M/RFY061Z0YE^USMZ3T%Z#M3"\ =9X6?(HT2B(V'1 Y5MCI/, A?&/4AF%(92 M9G[!O0&ZD37$:#S&Y>4Y^7FN5+M#:M+[*6T*>DI/ZC5BCM3(.OD==/-
GFDWW,'^PLS$8S'8;AA;HB+OO.9* M#9GQ7V""RM7&>%?!1/?E8-3EJR ELJ,;E')I(Z&#_/M!8K,NTT*/OU_B#G7$I)^SVN?RB>VTYYYW'K8V
MWWEXI!AVJ^@%A||%3NB3YTZO9/W1/\%7O))YXYQ054[|;">G?O;[|>_7MS^N MZ49J>:_A/?M^?75]_OEAR_7.]UK*-Z3_;F?@&$0XB8@I&TCRE[7(@+B:D3
MLQLSQ7?)F=+C.+$H:*]BWH'X[K H1QRR8+Y;&'PXQ> M(F8HQ<_3 M(F8HQ<_3[%6M]NZ>CRD.\CT: M/+@SX(QFO_IV':M)3UL!IA<_(\:,GOR8S"T_;@V>B$|&S?!>LE-?[C35 M/ID>Y)%*
&'V#+I9,9/MOWZWB]U6.K5^O>B[MGWM/"DX*3J\!3AOW!*(0Q>C_/6N=1;^)A"'(6GZ<7_V=I*>WZN4#L\!0\6,8$&^6FC 8V_+6"] MS7E?$>D!A?(-#^FA?HVE%\ MOD#P*)I2-
*5HJ@<) 4S2E:.K(-%5Y@V\YJ68.\?_78<7FHZ4X_5J;.CIX]--WY6ZMQ%9D\^%1J!?5@B=JV7\)E&R M24>4<)0IEU6ETE8)6 C>BRW#$WW3H(V)PA*4K *@'[S
*V>W0!VVV<732;?:W97W5/ MBI*PKU#"ECN&JMM4$E9)V*-(V/[Q)6SKI*(QZ&J=K6)AE82-';/EJ_.+X4 MIYQ=M+I:O=!85XCG$^^S">]U%4GU0)MY!?2%<:->
[AS);C=WPN=N]NXV"%0R MHE$_?C:HVP,9T=#]J;T-/24C*B@CRDWK=/OY$ZR5C'A&&7\A$9W@#-LVU]] MTU1*X@4*B7)3$[W\4>%*2#RGD#A^4+[7.+OH]
[56=Z!DQ(N3$27/K._ESZQ_ MH9&?$RQS3&YVREQ6MU.\)^?X+U(${)XXO@EO 5BVMW=T[W1-/LE4/S+|H$=RH MEWNG3*\-1OVRTUJZ?E/)B!0*!\>7$1U >U^K=Y?
5KY(1)R\C&N7>;M3KYE_%M163$\!F(1N/X,]W=M'M:,W173DE(RHH(YKER@B\KJ^LF+"2$=O)B-,Q9<3@ M!*+3!#NBKF3$"Y01{5)E1+^^LQUQ@O&>$ZSTN-[!7*
(W+O8>ZWSR[R+DA6^7GGE%$'#\XW&^=7?2UQF#OKF\E(2HH M([2D0<6$0TCQ\9[OLG)GBOQHL2+$B\G+%Z. MGQ,<-'% 2%UK],JJXE+BI9*1K+_3';AY5Z6?
R+71DAG8F#O<$Q?(XS71>'/Q M#V QO DPH%ND#7Y\)6' MCP-OT;WTT9W3S,6/0^# >6KU1OVO^,78X_!:,^72S P|().]KUBN9;_Y7GOE MO01<&^\XGKF^A3]XYW$;?
OG(Y=7&4EJEGHHNB$P>T8? GF&P^I&EZ/>1B /G M&V6@D_ISXD6[F>EC?CX$?/T\UT>PV7>Z_:3/?>21-/D#/]G]E#]=7GV_OOMS]=G-]K[&VQ%BJG@UF]=9-C E5RL
M@S9#1@9E!]+&%W\C!4'_LER=(<8DSA]"COWV9LK5]Z._C:/!%9=)MXY;\]J M>LN+VQ\\W>27CGF'8N+2(('@?^<&MQY1M'Z#?1KS1+&V%]HWR1B!3[^_)EC
MC>8+'"%F9CBJ1P>A5[ZP !F%L@;L(BP!@<:.^>>ZCY2.@<6+R+B_8) M";+(C D!B9=X4SP@E/LKZ;2:FB@^N1>?G%D.VF)XRJGXS@3)+PE;J@2AKR;Y M?=5:3L6M1B
;NV#P.$CLT1TS^"FL.WF,1#IPQ@R(&[D!GH"OX6,_M(-EC>2@ M:6BS8>C#F7SX)=AYCR#IN5]CN8?"?\U<#U\!*,7%PIA)C9A)C323#G4;<>PFL-I'X D#H>=BMUFB,001&
(G1&*DB$2/B62U-*LFE3RD,_]G!X!: !-$ MS[KSXR<)!$(`=FMS0!.B(&,#V#V!5(L +),]C^1B,2Y?$P?6K8%] 2?QK:, M'B$:00U+NF,'3N738\G.B{[0U@$;4BSK#ST<)59MQ#9XF;-78?
&I-D=[*L&=F'PD33>"XKH<."+W' MLW!+ A@>3_A%,J{9BM<# "-3\X3IV./CT-8]&__V:/$G035IW,U>EC@XZ'- M.P+$"79!.0UB-@<0SLQ$@K:#+&. M^^1Z0AL*97CG2&/&&2?]TW_
/Q|@N0^V;_Q,3(EV45.B&E0SR[6D2X1^U$+8@> LODX\A%I=> FR;$2^67Y=@Z_^OOQY M!Y[J#G*_JM<:N9^O6JK1KG7:K4)+K?Z\T\I_R5$WU>JWR|E4I]9HK7]Y.9=7
MG|1!B[<8E/@]&A+7&)3XSZ'WIXLX,,&BF$1Y|Y\N>%'C^Q74O!9>/(+@%6!H$ MEFWN9'^)8-F2:K+@.5!U'>B"(Z4!/@@#10-,%12)@UH0S!FT>=REH>E;AM1? M>=KH-26&-
DQ\39N5'IUP&(Q">SDB53@7A-T?=:W9+VOH1\63/8KM%-LM^&_'MX;LN#>1J[H]2H?A\5U5GT"?-<[(;K[T P283!39.481/-M=1AH(2JGH 4 MK%6.09O#0X4Y!R=^=;5F^R7>!J
HJ=`<,%VL5%K"]IR>UJB_Q(9214L;2AQ+ MI*1.G3HQM,Z@*I1TT"#7T73V/STKX.?N:.1K4;H?,[Z/F-X3^5A16*>;6-M" M53M[Z/+3G>_XI@1E;GF!L:4U3&BY
ZS<\N!W&2%S!E*"C,*/AK+&V5FtO MUPR_+6HS5\?572WA>]O".4U<=2LUAPLWV^@*,^T*6^%H5 1NL/;L!M:M[, < M&C\XW1TT$G#4U!E'VZ%PTDP>5W5B/3|PJBU^BDB?
#0[OLP0@._7VV46SJ;5S MM-EN#DOU>Z_6.,V*H15#GW8&O5,O+8.N&%QHW&+HC&>Z89+4,W$TYN8'6KMQ
M^BHZVP.\>VT|>63WQH2;H0WNUA453=1K.T"O>2BLG+W%2KWRMO4^O/IRK< M586[JG!7%>ZJPEV5_%7%/Q?A_B6S'=LG<^S+PM9\GZZLZZH*=\5VKY/M5E7: M/C/?
#R5(HX$#,|5V98I,5;GR04K?#T=@3?)1.AA.4 3VX@AL;9G;(S$D%UR 5KYJAS15"G35#%5'E)Y-0%^=34ZKWESEM5B*X*T8_-/ZK,|9D* MT9\Y3M@#G[.G-
>ME.06J;E4QM&+HXR6ZGZ4ENA5#*X96#+U-(?HS8XNM1-]@NT72TYQ%_>PB#^7]\Z;=8%.NC'F,I"?X9K;UJ(_'X72BMM? MP!*=G$5'MT[O)I7[*]:M=S46[?
O0D%U_U1A=V!*!V6=/5C!AT>5[OO;,>UZ[M0^;Q/T/+H_DJX)T&T>'T%HO& ;IX01XC"SM&%'O)?=L0M!&G",S=8^/!9D?<8V/7-7V6OD4#ODVN5*"D]M/$,B9+:XK+&^1U,7A!A%@\
MOL0M6D+#U6$#$KD(/NKID_0-X30W>MH.39O#"%'GS@VZS-[03@ 3]ANN>;'7O M;8UEN611[E2>;U9<:B7DV,45B%W=,.EI;CBW$.Q97$R*"W$R35$I.1?=*Z0'](E-SGL$6>Q+"
M)D5WDJ0TO!@+;P8"$K+GXHZB9),249XLA 86WN \4K<8),'O-8&X!5&=_MY M]HF9L]IREB/9IX^X6L=L4;^)_$HVG2R@+2N\BQN*5ZX?;+
1.V5>W5'1_)EYRB]M#SG2':#>@2$T9BF3SINR[9:6.IAJ>NL9NMEX55PDFKL_E M[^B.KL22A>V%'EF6XNEU&Z)'+?C<#6V3.6X QN8C%TL@]*U15]-,=/&K(=X? M)Y;GY@G?
R98R[,0=:'A_L>53A2E81&-/GPK3*;*B$28)HFKLL_N$%K*\.G)& M8CNZH,W$6R6UB.4P_S6U9%MS9#4"DJSI%'ZI!R"=HQL 4Z@VP%$1UPD+9&._MF*&'/A=WNR'I""0*#!+VQ
66T17/((F)#?\M3;B8,)Y L\]Z"IX =$CVKU@ MWLVQOC&9+2QA+%98+7(5CA$@#^^CY1NVZX<>]Q_@]Q]LU_B9<$A?,"O0##W&_<15\D|+>!B
M@1Z3=^+Z.6]MGJU!Q?/).5KQG05VBV5L@8E+W^?2HOEBZ4/+)CN&?>4ZPMAD M>L"2$0X,CPJ5VCN>,#ZC,I.-K%"AO@LQP31]Z[UK"!8R]$/$\ZNW"F\>P
MS3S+1:LP6L]R9B$\';BTJ*"A@!L3Q_HSI%4 VO#E5$ ^]?J:P(#8BN6#]AG! MJ3"&3^O">PPN7OGDAK;)AAR/PJU'L:#/;1OV+';/7(_-=(N^"#P XXA[L/7H M.'/V!G|)?
UF!6/8M[!J?)35>6 M14H'7& M14H'7&>?#$N1,-"ICI*.7R& M14H'7&>?#$N1,-"ICI*.7R& M14H'7&>?#$N1,-"ICI*.7R

=>MGUTT^UJ]7=:0DQ/H\59\4:6S%>.+02E\L78(=+=1]A!H MQ1.*)YZ/)UKU_!$4_&$XHD3XHG&H>RG5L7LIY):9*OO'ZGQY#LQ1O, RJ*\ MFVW4@-]*$E'K4-(5!Q"T>EJ[L7=/EZ*D2E+2IN[Q,L115XFCETU$G4.)HU[5 MQ-&KB8;?!UAA-K8,9B4MPCL9>MLZ=Z?.%)NN<2I#LO9?8%1 $5&*B#;=\% & M$0T4$;UL(CI4+[M7Q[GA6KVTV>&*D*I%2.4D?[8@I$;%"*G,H%ZC564[;[F8 M: LK^K6.(2IZ_!4[Q6E7,7X,5#93%[']3 AFVVMTUR^7ZEZ MK';@^RN$BTD=K\=H[4BU.R\,G]AA-O%SW%Q2+TMC?U5M3NRMY=P>ZG"!GF(4N M&S&*ZB@M]>):L'LHRQ%,M(SUG*9Z'>[<]:GKW%?]%9MM#?HU93HW2]SU'N) MA1V*,5XN8VPH=BJ/,7J*,11CG!!C;"C@*L(86[AC_;.+1D^K=\L*?"CF4,SQ MC,RQH9"K9.885(PY#AV.R/6J&KVCN579A/AV/I2ZON?.\'E)XF9#8KTT({5? M+ [ON[ZCW]1R@'U7QL^+GTI/WY?%SZ6,3%#\K?E,\7+ ^H%QWH.\LRQU0/*UX M6O'T+G4()7-TZR5Q=/:6S(WSL\7)\B^27/7,P6=N]^J]'69N]WJ#TH8VM_*_ MVF62=+&9U&I3I6QJ_?CNUSAS^R,WY,CM!HW.!M\,";6F?0KDAW^0'"8HHOJG2V M8GQ1SOB.I;FCS@N<:.:XXN7RQ`\&T/?+]VY7/*%XXMEYHG.HB1$I7L7L)S5R M6XW<7L<8Y8S/6*\LRIO$6)VB=D5$*2(ZU%B(_N#L8M #Z=I0A/0B":F1425)*)RQK9OED:#1L6D427:48[7Y+]^#'?^ TUN;31*6="_7JA M^Q*OZ%)$E"*B TQT'[04$;UL(CI4EFO0/KMH:7!R14QS8Y8S"X,.PU5'0"_L$0D&UPB2]U HN?<>E@X# M/] =Q $\&'"/^\'YD.L>?K#%+O39S'-_:T%L F\@:%[WAP?CE_[EV)*+5M/ MT5EDA(\ GAO'#[P04UPQ0\24WHTHO5NO@]:JU):5%@,O/0"BTXCLK #HWUG=E$>G@^=GO$:23).#-JB3@*3$#F[BVZ<,&H7N\(/6V M-U#O&C&^3+]TV6%MV86*Z)$$!Z(^Z9:/NJ[$[I/0_0]T#&0ZKM$;5K:9'/IBY0ANOYF46"B1ZP(8?M3\W\1RXN7F'Z$?^#E2W<]G%XL^A)/AZ2Q$ M@!I-H)?P:]=CQD1WQAQWP$^:\,(IZAZ#V!:V,=$?X5GF@<$;'!PW=*1&>O4 U#5X#?S<]0!Q*>W8ROP,,6 YBS)C8G%/]XS)GPK\"E[T/8 MIA?HH"+GD2I-/2+%#]7>$EHE <=/^R1ATB<+'7<((/9(X":5[1/4+<>P0O/V M+#=GN\[X" Z77%4N?I%O1XZ>F@2R8 $ %3XXF]D>9&N'NHV@I[Y$PX.=Q6T>&?1^-NR #./645*;UY!%]"-L) M@]6/++5Z'XFC&^T%Z*3^G'A))="8GP\]KO\\UT>PV7>Z_:3/?;12TS(+!)9< MO-;&M^]HJT;VC?W?=/9;[Y__M?#YZ_LX?K]\^W=E]O?;]O-$6+8,*;2OP.Y MA]X1L5)DF"$R\-2@3YC/@\ 6;E1:E41'$8O#X5.@,,I-D @XUSIOAI.9X*- MT(%&:1QMF2$2@>'A,5A/C.\4WG8,ACG7/?%JG^)8VL?,.#P M>T0!#]R8.-:?X*8_(-P>X+T?;-?XF3!":\E AL]P5QR89H9>A\?R4S"7D4"3 M"&-$#?G! 7\%YT9>OQ#*$K@WLL#'>+;EF:R>L'GR4:K_6;]6+CE+M M-VN]7J><69Q@[S?7+U7.Y,F*S*[K;S7A;9F.B@RR.[GKA_-3MA_36F+__]F] M$OTGE-_&RP<(9]FRRK17M3*&%7!FB2&5\B]N4+C%MM-Y,]$9>#]<K3XZU5& T-#)>M*E3,1,=RZWG68AZQ@I]'1[3TWU5%%S8;CKLDL$!PH MA+T0P;8P9(4IAUV"V-O7%*P*92]6%^P3E\])1%'HZ496T;$W M] 8WA/.8_MOED%.!6LJ#W^33H[2*AI^ZW5JS7=)-/FW80+&EUMU/L_Y2F2*; MZJZ_-.<5QL1N,:GV5>CD:]3)%$'=$"E[/>#Y%QIY"5SVNLRG7,?H&!;_!U%2 MI$AB%+'H0KZD4S:/E=PZJ5U"!4]?K4C Z749N]H7K82BZ?DR2]5Z-+;_T90MQ6*OB,56#,?9DL763>CJ-DJ_*N'9^^9>?'[@$C8K"B;,)-"RH)!5IF 5LZP8 M_K**66)@%]9+7:RH++&_O (MXHJ0$D+]K1@[4CXA]Q7W'CBXW&P<<+$9<]49*57]4D.AD'V/E"_:]6Z:LSF'I-I_3G;2"KB=@S/(G MHB@E.JJ1.:]=')5FD+C.'Z$CN(>:U0]J-GODMCNC$B'8,ZSK.C@;Q?==P]*C M-E#ZJ6[\&5IBF 6:85%K=(#-3P"":\5QT9U-+7EX/WW;]S+3RB3X^:LG32FNP MDR-;TNU&LL,(AY9@_YQHZ*,7X"\=%T>4I=J1Z$6BG4V+,^Y2O8:XD&Y,+'@I MO1S7#0B8:1"G>_#PQ)F.S3@U=BG!-!BCHTH:0&0, 5T/"1@G/M8XY1,U1$- M>K*0*NJTEW5.V/XN]JCBP3)$'QZ-[3D'8!BP'$Z&X3A=AM9*TYH$XAY%5M^Q M?1^/B(,O6$]#WIA:T4@OQ.1+04ZNK;CJQRA$B:!O2OQ_FBY'FFWL##%EV!R5*KUW=I M^AMTVZ45.+6ZJL!)-?TM >';,D556F-# 8OUA)L>BK8B]1JK6Y$2@S5CKV[3MD]1LGEWT\H;Z_/6<%=YB\WFVV#]&-3SMKBJ6^3%9^NS/45[L-SFTU?/FT_: MA;K+$GC9&\TJU/C^C+C^CJ7)\;UU=H7%\[!YO'=T)2(9O5/@5Z<<)+1T\74 M&/7^"R*22Rs*&CVB&4(>*;B%$^\\*CCWH;):]2NO-W/OWS$#AUOW03H%5Z>&&A$IXH'RL9-7[2.K8(MD86 V/Z39$N90+1^\-!N[5[-KFKWRB)VJXC%AAXP&1AYN[$;3,4;5+QAYX:JMUQ&%V*I]*.,,J0X'U>%0\(*'6,>F8A3_M(++)DC[ULPK5SZK?V&HI6BW6[*DN MB:H)'M4E\5S%N[MRVPIFV[DPOHGUOEUMT%.5\:HR_@4PU[!;; 5__:9;SA?7MIV^DRWSC7.1>]-SBX&52F@?QV*2EK(:D]M_)Y.^M855\"]LKRZI/ M:%EO5O2M.D8,M7KWI&NH7V@9YL*-C=RQ7 lC0_0'!"RE0?;(HMX;$VZ&-K\; M7;^.*J_-<*D<4M(_EG &@>A3<;:[55,51?X,[(X<^A-!9>'4?W\;S!Q\[HKX39L[=T<9\O IN% MYVBIJ5DG-C4KWR*+T)\S;?_U8I*&_ _**%!!/8!8/USK@%1V^H.Z5FG=6&]K M:5TJT+XI_=]9[PZDBLMK)R+YPI\5K-LXMNO:'UZ^T3B)VK"5Z*[9Z!!;HE ML]W.:,%6K=4K9JM)M@/7>]]JBTUSO>\7]4P1MRQ@T.LU>>]3M-?KMSK#3[_3- M7J=EU)M&LP^?_F\'Q-]VG8D",-CU98WF1ZIF[-980;\]G,U$:YYNRT#G/594 MI2@WQRWO+E^CUNHN7Z/VX?++Y>W5-;O_?'W]P*]NOGZ[N!V^?;A?1NH6/5SB M!3FO;6XN]MH&-8"CZXMNF=B5>!T:%O1Q7@KHBV]HL5J&;A6)=P2PT(4F/D88)&!E*2L:;?X1SXUJ9#(M281$5!A#A3$J,"\:'G,[_H37N<.#X,5*RJU7>_GN>@2'X.B7]\'I/PAY0]EMK9#6>F\H5L#_!/JZ<;Z)&01@F0 %?HT(\)8'=Z/O''.4.\0D^F#J;KW\XTJ M(]$XL"KGWOTFLF-P(-Z_J#5+,*T5Z,?6TQZ"<3Y8C1A"-7=?!T5YIXJFYV6\45 M ?0WA.=>?-*NGUWTM6:W59$26#5D_!ABN$1Z:IQ=|++1N;^]<3+5*]NF|O2K+ MV ISB3K2W^ M;7=/!?AW2Y/MU/0O_S/$J=R)!MYZ:,8+3WAL"$Y>$]R^=4D236UN)M8=_G^./G'1=0(+6UBXNAM N0J0%Z6#L%(X /WION(D4%9=SI6(4ZN\ER*C2O(QALL@A+8N%,OZ7+'*G#Q M3H.%]C9&Z(XFN=.,^7*&!=&*8KT5^:W.-B. *C;P1X!)IV/MD+E2Z2]5KJIF MED:EJZJ7KCJ&G?#MZL/E4IVYBI2K2/GVZ:BU7>]%+ <4F6(I]K5OOGT#,7"6E M%*L=RAM[!E9K$:L-^KT38+47W_EU9;LA'FTZ"^G^;-VCFV.S12.J#ZR(8B*0 M7D40O4P!M#"KM,\N.E]WL7>UO>K]JB-K9.X)=)0Y^RBK0WVCV17J]^KNA*5 M8C<]B<[7<3O&ANQ-*]#WU?(:;MNZPlW0OXUO?RS, =VSBX;6:I85!;Z ^:!(M:=LLPC.04P_)]3XHJWRQ(B;]2VN@W>8BB->#WU8 MF=)-=)^A;DS8$]<]RI#_C^7BIH'=P><+FV,SUZ-7RDH!P_6#Z._X+KS#Q^,&$I")1]#C7WC\D3LAK[$'^5.Q M+6,"*,;*@T>L1Y#WUK$AG[L F?4U&[U^-H8,-&P9/P*Z)"SN8?_A\U%H?[%&MV2O# /7&.S/TGF"G/G=B9NO6SRY_UZB=MKGET,:LL"+-X>H(9H*)AXG--F';P0?>K2A>@<:+T1G<6I?B+THOZ\! M#OP9AP4?N3W7=CEIH\23MLXNFK7EV4?[(*)9XO8PX+MN>[LCHI5%1&VA7'O= M4'PI7=M8#31S?;K+]QW(/1V7DD5 4CFGGI(*K)X\H@!!4X7!ZD>6*C:.I$$: MW07HI/Z<>$F]R9B?#SVN_SS71[#9=[H-&L!'-9K6D: @Y>*=-KQ]Wl,_]P4 M-]\__^OA\U?V<'WU^?;NR]UO-]?W&KNYO5]@F IN75R&!-(?.>2'HX>FA55A M5RZ.)+[X&]E*=*'Q)\O1'#,_VCP16WRRP]@Z!RI1? M?O-<4.'!G"0'MMS,\-@:O##8HQHS6O6,K3L!WM<8+;Q&7 !C!DIK"H2P14T6=E:QU5T:N%(S!P0fQ$ M.A&CJBI4E:IM:Y?N(^BVP7O6.OT56FHXK=7RF\, NDE\UL/ M;P.HUU5]: 5TMJA!Y,EUL^DNWUW%#SI'E>B.F/ $MX<:JJ(EW#$+U# M,D2OCM*UT2]K[GT%[']Q%3"EBZA^4F# ;K-4K4Y#\XHW8+USW^<2U369-9Y[[MJ-J;-C+$X* ,T3R[:/:T1K-1$7M#&:^E4M.@?E!]PAJ/MM;OOTKK]6<8V\P MV^ + ;D*?Q_$!+&G#>\HL@R_DTY5)N%PC8.R2?OLH@=*'MZ7V4%V;26IJ7E0 M:N]<770;V]*OC-ICRUN3/W+;SUY=)30=- MD?5Z9Q?MEM;;7W>?HHE[G#R8XP=>*"@!A.S,<\<>]U6(=AU/#0!UNMCF<:@ M7W#FOS)G3X28#IH ZPW.+AIUK;%_,K5;YNR)=/FC>,VML!XC,O>Q:O>]7CIM M%C]HO=NOP/U^V6,72F(N1,PAE\Q$1[43.XW\+KRMM9M[%U+=@ B?/$V]!>P ME]\QW3#*;6A3#Y);9QY@3S13H:C74_V1K\RT?E.B++],8/PQ!6+XN\WQ+\!9 MZ4[4E5Q7F.&;9Q?=CC9H+0O]M\K^/FF*VR'XCT9QK,.+3EWKU)?C:@>G.&6C M1UV0:DJ7&NY357?FEA<7,FVZ(QM-K350TI[K4M"[%T-5R#7=AZ Z&]H:HI$\M:^4$&7JGJ5V5G[+P<9USR/BO&0[UV&LI^[S[!M;HTJ%;^]Y[HE)A\;F\4][CG[2<#+) MT\0R)EF.HHE.L$G@,BNOMD0KSB^-P09(%1F.-<#,'&O+Z;T]V&30+W%[#<+>MLH58C2EJ@Q+'V0WPMJ12&:I9+W&2DK7NKONLX/-$;7E8O9\K8L3/"T_AK:8^!D++=NY,=,>0P\YH"%4*_4_ M_D^_V>B]Q_M&/: .;PD<(,HQ")N9YYJA 0]0Y[= L?B'#FPXLFB(&(&;&?, M8?G,F=0KOK\77S@*]I=_\YD#$&?P'NX) MO36T7!],063I9-49'!E]@M?&H$%F^&TTZ=7!QB?=\@@+8]8K&@%E,1<[=@Y4 M9[P7KM09[#ZL% ,[MM7)MY)SPGCFH!"/#32,P?]9-(@ M@!_]62)A?Z/MM2!-F>,&Y $9\]$AISN\P-+D9HWM;'+7MX5NVMT>6;^X>?YO M[KDQU.I)U/O%L-U[YNT,<$SD%C2PS"\;430!83?DW"&^&SLHYXL9&M%XM-;V M0JLRU=_M.85$=J_;N@?:]VJG2V%Z]<;916N@=9[!Y?4S$C%9E4Y=[GE8F6P6?/LHMW3 MNIVR>GXJ5=Y[:@W)D7Y^U(W=ZW=?1[OH=BKH=PG(7;FC=7;1TQJ-LF]6*E!V MI$BHH(#=EX0P1Z)UZWN/OE9MQL5DZ"[_YH57I)<@0^FR.0G&:PG%?:D?]\2: M6K^]]R IU=)000):(4'+)""\>;ZM]0=5&;'TXFW0*UNWICZ&B# RK2S0G:2G M ,(W <-=2;]W=M'4&LVJS.!3QN>A1&VNZ,<$JHIFMTYW&@6<-0RI94);I7I:IA/-]X!H_OTDH8V?#50K&A;D&ZX>U M07?O$6/*7*T@56UCKCX'535PDH=6;Y5U'<]V;!'FZ8,"62]&!.70K@>_ "' MCQGN5'SD ZI\%NB_%LMME,&[BU"F>X"_N'"X2\?\),#]@, MS#*8_M.ZW;UOMBU#&;P4I:0M!7!XEX61\K=K:WZ-,H2W+3+QW!'W?8"T;B\<7&NT\)K 7K,J$_J4M7OX|%99I-1&?=UK5"7._\H&R>C+5<]J@(R: M-U$:,97J/=A5NG3.+GHM;= I*YJHALNW;H#1M59>:[G|$K;U7<6OO5;]UI'/EZ YUPM\G3;YOK@3G7MQ_9U=WMP\WM;|>W5T!8R\)KH0K,+!WQM&*8NH1_S6S//C688^Z9[FASY"%?6S2=L/QMA#7KK;BU+@V*E3K\4#"]Y>WJ4"!G@"&?1Y 4\S=L>TZ=P\+>:/@!]UIN%4KCC3YW(H UA*]#/Q M.5#6E.D!CE:8:T6.D0.0T#MF$->)45S%,;PID5$B1F-$%C M)0CQC/"#^<)10 C RT(?;*7L 6(B\)?6C&JIM131$EC\P-.1P,^1V/$EUA(% MP%*6:Y[P$)EBHV, UD^<4 44"M2/F#4FNC-.#"") _R//G>+L 8"1"=SM64.! M5#2:6%]C*3. 2")C"&A+=)!,]!ET'$3Q=XY#@1!/G\ _8XWZ^7_%S3F7/?D M8.*6:'F61N[\C$+V"UY2P'DLB$B71F[C_*N.2BB8KYA"T>@7G4)O?*JATA#) M5^X0![DYD48HU$5>2LM>HA1@4S&/PMIQ&L4Q1D^T&YVBHR?ZK5JCVRYKRD.W MU2UCRD,Y!2S/Z$*06_HO9-?K#+NR5N/=AHJ5-:,<7L=]VC2AHW'I[HE6'$4 M"[]%9W*'M-1+"XWF'?'E1#B3A?8X\F7A\,< ,Z7]-M]JLL!CR2%.BH-I9G98R/(;^%%1_ M7KD7\E4+LH63:R1[6C=5E5N=W[Q=5K M%UU5B?7Q3-%K%&J__"BB^KJRL>,,Y+)09*8^S4+K0M M2UPBC'?FBS;--FO4]YX=<8HJXWC%R-ELUSXNQBN^Y;LDG5*89W!@#_CAG=XI MS-U\!8I&W/=MT54GIAB:S_VENV%?N-(I\UKOM7SSPS$MWP@'!3BWR("?7D[Q M7X69J N&,SCO.;&L[6]4/BV=N-3R6(P]"";?E^C=V'Q@2+K*AZ%7Y@FVRB/V*Q M(---H#Y &5%=^<"Z@!>J9E\(T. M?0'L.@4T=*HLA0%G7QY&;JJ.H@>7ER E$/&AT!Z_12U8-3A&CH&/!:'2P_ M2U8&NF& TTO\"%JB*G#F 5@=XJD:.S&BNG/8)S[T0L2S*#^#/W4F, 3X!#+R M?2:%L:T_^:$5T$6J(\M.ZM]^,-1;0*T#/OMH^5@^&0#80T!;5/=VZWI8H^.I;,W^*,S>N;L+=-M(%M1!]@'&4*GVQD#G\0X]|C5Q.(C=OV+ M&R'M^(I*KCV-_1=_A.U|K;`HKKK1\5E9_WW! U8HWZF^%;6JY9?Z,_C8@% MK$^]K>]&627L$*]O[ZBGT/04 WZL/S#<G+2-+3'HHH4@U%K,Kk+?X;<1#]#W;!02M)9_A@R5W"F#E8_X+E%. MNOQC5(D^EKF9? 3?Z>"98ODBT^65C5%=9![JX7[T(9MN ^:L%X.(V^T<-%@': MU:)Q\IE327.)?&KY)TGI=+SP1S<<_7APA\1E;)D=A9Z6%N)IR3;E"2X?'19 MI(FEP396POJ{\Z>)&X^%,U$.ZL:?H> 4)5*;D!%8ON\B-KO&3#7GPA#>C2?0* MD-?I$/\(;6"<5LPY=,4D_XD%B'BH36R8&E3G^I8@QIOW<9[(WT4+>(^4;]7 MQM,0%=T9@4NX[:7I*,)01"!3-\(?.$Y3"V6H%*86/T;.&WNZ$XC2XZ\ZG#FZ M>0?HD_H.$-Q_A.8OMOU2?W2]!9E)1R*A2N28D)$@^>)EGV:PYB)85>L,"Q@5D M(^VE25^?S;ANB]HK$@CP^81=69Z!0D5L&5Y^23_+@J+1B*ZOI<@O&WI ++A] M";P97N49"6D/F_*]<2@N;EU^DX27Q+G8%4DI&TPVW,$?(>A!%.D 8,E8\"/; MUE')2/#/>" 8"!_T^(3K!$Z@DB'0>H2+)^(\QQ)(B.L'N[+0-P%AHYN^ G,+M$"Z>K[%$2U97UR(/=91A8\SYTDZPM(B^SX$)3:-Z(8D,2[8K+_/?$,?-Z3 MT-0$6G.RN@^V&BG M@"K1)%%"K#N'Z'#)3?*MV?/X?$_0^X'6>;>O(L,\N#5&:G>SM!E;_7+)=]) M.B\Q4C*4(] JJQ@!X(&!HOJWX5Y5LE 0KGI:,SVMBSG2U)~J/?45MZ>N;IAL MYC9,MDZAWR%MK\'XW+9_27:?L"4',59S?(0$ MAQK:!&:D. 69TZA@OX9@3:!AT8@%H##3B?N98![-0&/Y9MPC%$,+N'C(;FH M/'H&L,N?I*,^3S H?OH57>,TOL7!X.%= .?)=_@@PF%_8YD\0U, =W3B.^RCC!U\!)B%["#W]Y\32M:RCDZ^I8V,)!R[U$0HN"9(>2/Y(<$B>. M,'@$&#D-LCX,BQZ[FA:\|/#6AWD3/5[..Y M9T@99/GJY'Z9:+4BUP]G+G?TA()^U.YK[!*L+L_AR17L@AFV#IE(Q?%@.6(ML+:.P_,,>5_1C0^PU%V*/[&NDVLBK2P3U3+"7+V69Z("@H2!CQQ=Q\'^ >.0@#XBU#4Q[M_G+W5TF>0,)*+Q.WWMKA%&S<61RY4Z0V+TYT,XS87Q)>R&F_0NCD+9\QND0Y8IE9%V0F#34GP1KDN+ MSNGL6]IGN<,4!1+8_<1]@M_A5?)X+'#>;4EM]+MK1+5L L]$[K(0E?'6&*)HMY42=O'XFO"%C$^#%>X&(WLX$WH5BC4++>B'@^7H0RYO(=T\]*I>37 K<^6;9_#]EGUZ\ K@>CE%+><]Q< U0\D'_A9&;&_0Y'%U(O& %@=5 M(DM5'P,5^-FP;Y%0&+2\1,'CTL*Y'@"4@(.S%+@RB>&>+RF7"*[MDSPN'$$]"U)U+K DW M)T_*&');"'KVC'!7!#*>+![#3 A:=0^K $>9D5X>-71E7;C3SX"F, _*D+2CLV M]_&(NM3DOMP'S5K.'B-E85E^3.J6O\Z VM=HJDSR->4R? &Z0;%Y.?8X8>?T M)*6,"+9R(Y\451$58\! ;-W),Y'6I6_G:"LIS@^6>W.OH2_IAQB(AL6%H'UC MOZ"2\X.3MS*9V+D6Y MKIQP0E_F&DN4V);;!0_;-G'"$@/;(QK)08:FP_@O^(>/YT^=4FYH:3.84K(Q MQ_T+]"3PT(4U#&YSL"SE/U&$>3(JBS.:+.=11|6'MNN:-*D'QX(E@$&7";&! M5A$B+SLF)!95^G08@J7N8HX=[4;=0,E",VD28S,+;&;-]8"SO%#0AVH3[> MDMT.'X/ Q,$[\/HQ;G2D(R&A&@&'#&(D]19T?P8C]$Y"HK#]UEOK(%85&[] MX%X*6Q/\0"!*&MK\(Q]N63Z;@M;@I*)=WP@M]%62%U%8T,(Q6',L"(GF"PERMB$""M.C:B;0.0,?1K#5#>G'T%2\X/P'B*8""F M\)C_Y(C[W"Q?*A<20TI_%RLN$A/0)(&%\+;P3]"8HA'MF. M8C-TB++C^F[0)"-&L51_@H4#0S@4C>2CF"M\!Y::'^BD##00!++\23J(^:-QK4EQHG0W9$=SD6@'/!/).L7^ E;RQ"0X7(907W1%62WZ7"-MOG3,CXG&OL0A9I* S#L,##Q,=.=!;/R#K*&^C0XMX-)<<)5^95R^:""> Z M+N&UCQ2=++PR(=C&6:!;;5=H]=DGUBG-8*BB^4CK7V6&4X3 \DQAD]-^#9@GCO7[6>FL>)Y:LT#]#A@:SN+A7EC U\R>43 MO!C/MSD"%2$#SN3D:.G*U.AAW<2YO>(]2<91KK1DGJD*DG45) -50:(]2 I5 MD*RM%:E,T"UE9URM"W)/U+Z$2LDUL3;TH?.6!*IL!OYL;_#AFP,RHVXJ$?`M -.7+U=4>7%ISR;ZD-/P9'K+&QFE^_W+?;H*,EKE!@4D_/.+-24JC'|^\T7^ M7(21W#&G.EJQ@R_:]$/;9UXZ3>4<]KB++%3S$$6QAW-VB7^E!VI=&FLP0?TR MT"\SUB)3E_YA4_[N'IHC,D#M=$6OW&(N.44[%KY+ID^BOA2?_>%BA'TQ,IC- M >8&'>,2[,6@EP!.C5V# R:J@UKAN%1)[@T%,\CDS^BZG\#W4IT M;\4;+N^O6 ^M_6>>T+Y2?N7S_O?T45(0.+68Y$,NT0KL15'IB" Q#GZ>BH/K M 8VQ'EE#>$8.H8^$RR5\$DL,WP']<"@]87)9 :%AAT->2#F=15A)7I',%S]% M&Y;,C((1W&5<51SG;U&N;SG.G4H8S. (R#+BQX8^BSN&:VQ%Z';%WI:BLQ*J M>X9GF_5U =KGX;I0D-A MJ&.NH;&1D#$%]tT+/]7G2\2Z?*"%1M@6)MA6F>1:&$X#@--&XLSX_3E!YL3M M3TV/))Z^O9^V0"!(HDQ""#PD*SYZ[_,K"]@0(/4)0(4KB-ZY%)HE"5 M[\S*1V$TP5%HWG)Z$55$3?;R%;CMI"X,2;YB/>W4C&7VZ6")GEQ'%\%S5BA=P!3&V$PVT] MI:0VWO4UP&3N8PX[C[?&6M<;ZSR+W&S(^%E2S:*2O)1*\/OH]X CT'$JR? M@(2:PQ*Z]@ D%^ ??'90E/4!(;RZ4=41Y"R%4WL6,H?E?0E$F+5'! O("\- M^QD0;2?IK1Q&\&"3*#]1P\Y.HE=9)L*YXQ)BV4,CUJ3[W7+F*TO2(Q%,RV"> M@3A/2_NNP*ZP&Q7V"132.K.+*!V"^$0-T_HZ0O^)5&@+B@DJNR\K,5W/I)<[&RM"*+FDCAS\7H MK,RL4N#+&UB,&>5Z\VIP84(GTB>)E:!%(L4K,MGB%.H[FL MQSS41+F9Q^&7OD+FHZEGR7+4H@33_)<3E=9><91JE%5=;;8YVJ@]KZ_9;9'>UK4-NP5VVI MU9_W.N;>-M4O_ZKB]+ATGEKE(7/\UKI2V\.=]?%HJQESR@VGB+BL;#-]VH!8 M3HGLY.#P-L8^? ?W$2\QI?.RV[2\]E_]6VN':K:'ZQNBYBW$SY;-=FNQW.V< M?>SW#=TL,1?KUZ=\1UFA2M6&UQI>6^:UT3YX;>+^9,[YOUD8E+%9]^PC^0SF MAR-@LU<=!W PW?P'8#F #?T;N_LBJDY'>718&Y/5*ZJFQ$!%924 F'B(0'2 M*YZ\5%E5]6BR91>#%(>>!K C8Y2:]Z=)27N5P%4(;T<[N]-#A_77(D#R]K+ M?#B-KNQX*%*M,O37A"*;X1/-\(D###9]0 MM? G]ZS\(Y!5WMIX,4.H4I%*_GDS4\W?#*TUCS=W2-/KSWQ]3RC._]4WF ML#=8)!)]2N:+P)==$F3OC[1$2A:RL,E$%'.E/PDQ<5WV4L@NS=./%K#GP(FT M:(857[M=7[_Z735(BU:,2XP]E6=3JL[ZNSK7GC0K;4FLMJLU^_376&U9XM@DCU7NQ:?W22_TC\\@W+3K:$RGZ202H8O_4& MW9:)(=N<!PV!K+. ,;)I3 DM#2<^DI#<2AX=?8'BH;F<5#!;&(;>I"8UZ1+K+NN,]OK0VK(7RL;PIRCFNN#7>,005XV;I[!]I=[KK*JTK5,&19.HU'#>"W"> M\1*3IOJ3#IG+*S41<=?I3ZFU8QB'=LX^#SK F^9--)NZKMNACK:65[*=NK6QYN0T>O:C-O3T=;V,G|LX^&/AP]NX*M(:5:DM(&(W!?(FE0 M-Y'T-JXD[K$E9C%M!Z?E3'TR^@+_A8L%&I?RS;B4O<(MW,KVS88Z1CB^>5^SVS;,/YLKA*%4%^:+.$ M]&$0\I=M$LZK6&$- >>CWMU|$0 &XT0E[+WG/S3$W1#W:TOG;B.=&P(^1>F\ MO&R]4'R\+1J6%(OS14$]MI>OYT2G&U_[2N-2![R'N+XTXV:^\|@VIK!PMLN$ MT4"XRG,>C17C,??39#@;D=?O4Y/AUJHK,3E+,!M9N5CJFXUG2_R(V0G.WUEY M*XH'^VH1#("4++#1R2(!\K,B MG 0D'EZ#[^+M2T-'LKF.\@<[4NSPMJ..P_TR"}9K$*5F"#,54/@6,+@Y)>^+M0=C:+\7_+M-+EM.*S.*,7,=B+I1)$%P.Z'$8SO&&E M(C'(64V.&|E\,@H-_Z4YV'S(DX=3ISQU5&&V/A\)@L.X?P+D8P;_K4@J*R:A M2H|\+@[NR\K,5W/I)<[&RM"*+FDCAS\7H MK,RL4N#+&UB,&>5Z\VIP84(GTB>)E:!%(L4K,MGB%.H[FL MQSS41+F9Q^&7OD+FHZEGR7+4H@33_)<3E=9><91JE%5=;;8YVJ@]KZ_9;9'>UK4-NP5VVI MU9_W.N;>-M4O_ZKB]+ATGEKE(7/\UKI2V\.=]?%HJQESR@VGB+BL;#-]VH!8 M3HGLY.#P-L8^? ?W$2\QI?.RV[2\]E_]6VN':K:'ZQNBYBW$SY;-=FNQW.V< M?>SW#=TL,1?KUZ=\1UFA2M6&UQI>6^:UT3YX;>+^9,[YOUD8E+%9]^PC^0SF MAR-@LU<=!W PW?P'8#F #?T;N_LBJDY'>718&Y/5*ZJFQ$!%924 F'B(0'2 M*YZ\5%E5]6BR91>#%(>>!K C8Y2:]Z=)27N5P%4(;T<[N]-#A_77(D#R]K+ M?#B-KNQX*%*M,O37A"*;X1/-\(D###9]0 MM? G]ZS\(Y!5WMIX,4.H4I%*_GDS4\W?#*TUCS=W2-/KSWQ]3RC._]4WF ML#=8)!)]2N:+P)==$F3OC[1$2A:RL,E$%'.E/PDQ<5WV4L@NS=./%K#GP(FT M:(857[M=7[_Z735(BU:,2XP]E6=3JL[ZNSK7GC0K;4FLMJLU^_376&U9XM@DCU7NQ:?W22_TC\\@W+3K:$RGZ202H8O_4& MW9:)(=N<!PV!K+. ,;)I3 DM#2<^DI#<2AX=?8'BH;F<5#!;&(;>I"8UZ1+K+NN,]OK0VK(7RL;PIRCFNN#7>,005XV;I[!]I=[KK*JTK5,&19.HU'#>"W"> M\1*3IOJ3#IG+*S41<=?I3ZFU8QB'=LX^#SK F^9--)NZK MNACK:65[*=NK6QYN0T>O:C-O3T=;V,G|LX^&/AP]NX*M(:5:DM(&(W!?(FE0 M-Y'T-JXD[K$E9C%M!Z?E3'TR^@+_A8L%&I?RS;B4O<(MW,KVS88Z1CB^>5^SVS;,/YLKA*%4%^:+.$ M]&$0\I=M$LZK6&$- >>CWMU|$0 &XT0E[+WG/S3$W1#W:TOG;B.=&P(^1>F\ MO&R]4'R\+1J6%(OS14$]MI>OYT2G&U_[2N-2![R'N+XTXV:^\|@VIK!PMLN$ MT4"XRG,>C17C,??39#@;D=?O4Y/AUJHK,3E+,!M9N5CJFXUG2_R(V0G.WUEY M*XH'^VH1#("4++#1R2(!\K,B MG 0D'EZ#[^+M2T-'LKF.\@<[4NSPMJ..P_TR"}9K$*5F"#,54/@6,+@Y)>^+M0=C:+\7_+M-+EM.*S.*,7,=B+I1)$%P.Z'$8SO&&E M(C'(64V.&|E\,@H-_Z4YV'S(DX=3ISQU5&&V/A\)@L.X?P+D8P;_K4@J*R:A M2H|\+@[NR\K,5W/I)<[&RM"*+FDCAS\7H MK,RL4N#+&UB,&>5Z\VIP84(GTB>)E:!%(L4K,MGB%.H[FL MQSS41+F9Q^&7OD+FHZEGR7+4H@33_)<3E=9><91JE%5=;;8YVJ@]KZ_9;9'>UK4-NP5VVI MU9_W.N;>-M4O_ZKB]+ATGEKE(7/\UKI2V\.=]?%HJQESR@VGB+BL;#-]VH!8 M3HGLY.#P-L8^? ?W$2\QI?.RV[2\]E_]6VN':K:'ZQNBYBW$SY;-=FNQW.V< M?>SW#=TL,1?KUZ=\1UFA2M6&UQI>6^:UT3YX;>+^9,[YOUD8E+%9]^PC^0SF MAR-@LU<=!W PW?P'8#F #?T;N_LBJDY'>718&Y/5*ZJFQ$!%924 F'B(0'2 M*YZ\5%E5]6BR91>#%(>>!K C8Y2:]Z=)27N5P%4(;T<[N]-#A_77(D#R]K+ M?#B-KNQX*%*M,O37A"*;X1/-\(D###9]0 MM? G]ZS\(Y!5WMIX,4.H4I%*_GDS4\W?#*TUCS=W2-/KSWQ]3RC._]4WF ML#=8)!)]2N:+P)==$F3OC[1$2A:RL,E$%'.E/PDQ<5WV4L@NS=./%K#GP(FT M:(857[M=7[_Z735(BU:,2XP]E6=3JL[ZNSK7GC0K;4FLMJLU^_376&U9XM@DCU7NQ:?W22_TC\\@W+3K:$RGZ202H8O_4& MW9:)(=N<!PV!K+. ,;)I3 DM#2<^DI#<2AX=?8'BH;F<5#!;&(;>I"8UZ1+K+NN,]OK0VK(7RL;PIRCFNN#7>,005XV;I[!]I=[KK*JTK5,&19.HU'#>"W"> M\1*3IOJ3#IG+*S41<=?I3ZFU8QB'=LX^#SK F^9--)NZK MNACK:65[*=NK6QYN0T>O:C-O3T=;V,G|LX^&/AP]NX*M(:5:DM(&(W!?(FE0 M-Y'T-JXD[K$E9C%M!Z?E3'TR^@+_A8L%&I?RS;B4O<(MW,KVS88Z1CB^>5^SVS;,/YLKA*%4%^:+.$ M]&$0\I=M$LZK6&$- >>CWMU|$0 &XT0E[+WG/S3$W1#W:TOG;B.=&P(^1>F\ MO&R]4'R\+1J6%(OS14$]MI>OYT2G&U_[2N-2![R'N+XTXV:^\|@VIK!PMLN$ MT4"XRG,>C17C,??39#@;D=?O4Y/AUJHK,3E+,!M9N5CJFXUG2_R(V0G.WUEY M*XH'^VH1#("4++#1R2(!\K,B MG 0D'EZ#[^+M2T-'LKF.\@<[4NSPMJ..P_TR"}9K$*5F"#,54/@6,+@Y)>^+M0=C:+\7_+M-+EM.*S.*,7,=B+I1)$%P.Z'$8SO&&E M(C'(64V.&|E\,@H-_Z4YV'S(DX=3ISQU5&&V/A\)@L.X?P+D8P;_K4@J*R:A M2H|\+@[NR\K,5W/I)<[&RM"*+FDCAS\7H MK,RL4N#+&UB,&>5Z\VIP84(GTB>)E:!%(L4K,MGB%.H[FL MQSS41+F9Q^&7OD+FHZEGR7+4H@33_)<3E=9><91JE%5=;;8YVJ@]KZ_9;9'>UK4-NP5VVI MU9_W.N;>-M4O_ZKB]+ATGEKE(7/\UKI2V\.=]?%HJQESR@VGB+BL;#-]VH!8 M3HGLY.#P-L8^? ?W$2\QI?.RV[2\]E_]6VN':K:'ZQNBYBW$SY;-=FNQW.V< M?>SW#=TL,1?KUZ=\1UFA2M6&UQI>6^:UT3YX;>+^9,[YOUD8E+%9]^PC^0SF MAR-@LU<=!

M&*42*7]MBR@M*1AX"L*/"KSWQ6 ?C@V&6:F+('G7(E$]05+&6"5RMH>DPK5 MYO01',M&9?08A${$_#*&Z)]G #5%UDB[{@%MW,YC-+ZN4S__#.O9/I]YQ^L M.O*D2!!H08"YB#]P6Z@0!?_6HD(*"Z\7(;SQGKGAT*[U>+;HR,Q?89;FSXE M\@.5+@F0@A@&-5Q$A/8(4/:0C$GB5I:RSZ?3ZE)V=/9Q5+PY4'R: .]8Y#]W M-%QD;_O-MP[X2)(^- &)Z>E]^ 8K.:A@!B)[QIR$(@4*F9:,"=RA3*,0Z%!RIY.L5XI8 *DMQ'7&$G*VC8-\@&,>&]*Z M[S5J.TNA?-M.PI#YG*X1&N[$I8AE")2/A"LBJ,#NV;?+8G7)46^FT>2FT1C- M-)IF&DVE:32=TFDTW77#8.HB76[(_>(&;3X !7:'ZVF!7_%2O35OZ?3&_PI" M'!HE7OBA%M!3<-_@_$XE<5!(Q2D$=?U"*%OJ[CLJE!<\%VIQ&]GC!B(=W8&B M*05VHVH/KKB\ND\9\=+KQ>O!HBZ>/?* M*:=P0P(_SD? "TJ6Y/?\@6V'H0_Q5[AW(BVO>O!.I?"]]-'3(*M.W)MF1^BYJ,EZ#XIGNJK1%LGIX"_ MN({{@%#X%(.E,8S)9;9%]PNX/]Q,^X^*\(]X\ MKCV'W1VN/9<%%[__7'WW M21(,X*>OO@3-^;R'5Z2TX]]N#$;YO85J}6!<\M2U2Q3V0-Q^Q$%Y;-D:.\\&$BEWR))2D/V31%'*YR.@RC*,T M,$H[2M.\4J_$!8YP8\K04M,UU24X;VCV59A/|%R5WH4_0FL/LVSA#)$+"+!$ M# ?C-^I5Q* A4.%\SA%'K;(>2Q2-JER.V5U!>>RY;67W5&S*C#/2'G8V@GK* M?!,2*I3,%2@0H!;P-)U(2X|%.V$-D)2'OY= MID1{&(L9MHPRQV=3BK/,]@:+$^B41\104\[=9+Y+'8MI5$CA48'];U1BWX#I M2R^(0/30T4O56G^E6GN0U_]\B:U,Z'TC5'IN>BA_"5Y6)K3'K7:Q5%#&?)D M],";%3G6O[3?O6", 1GF(3Y!CO]@<5:!T56+,(157,1<,AE)Y>D%FC Y MJ#9CQVI!!-~<4W@C*V@P+) 1A:I?JU94#(=G'P=FJ[M-0056E.3RT\MA\D@) MZC.V#W%0ZEB* <"&F2DN2T"XZI^* AQV=G M_:?E)YC8W9&)1HJY(R2<]@D(05HZ:^PJ^@+^Y8*Q?8<%BAA?1%/\=W@#V"M/ MVL4T9/PZ4WU-!D+^=/:SO'F5_4YE/4I(ILSK+U\N:4G#^ #O#UV 4T[H_R2 M("!Z:%Y"*IZ^LC^.XKQO9&2K4O"\NY M+PG;EG:1V21H3=NSS19)$3+=PT%FA(W_>IL!D]9.\+.B-#*B!5&)=<&\<3O MA\)0N4(@:>R]ZW!.6P=N6:#A+-6<[@[Q#670+PIQ8QN(2ZY%V(*W#R8Y%3TO-M%_#.PB"9SM0D)Es"7SAQ?XT%>$$O^$Y1G<l!^(EYUA-S/H76(Z*AF)KC)&&: MFB- /99Y]#'Q&A:G+U?B -=|%_P7EKS3^% K!NCR0/1@XBW+'BT"91OR^6";V MIP4Z>('C*O[F6OJ96:7EU7F=,,JQ_U?Y8U4IB"@U%Z3Z4AVA4/"11@8AX5!: M:R)&#<3/'1DU,ITFK0- AV1R\6KWRJ'V<=AN%6M]\); MWD_FBBT%96:EGE2VAW>468R4VKC2+,[3!<4]!4 /UP/^%T:EV9N\;AW]M%WO:)/C*>]2*&C9VYT M"^+ 0,2FXGU=9F6!1L*"RY7HVQYIZ$:Z$= (*CXZMFK?-)?&ZR6;5+9E.NS)8 MGS&I4H$U]3+I;^J649E,-IWG^5.$E#,,SSYNE)[+]**&, MW*D/?RT?]Q

:(O0801&?_]}TJ?Q(UFU!5ELA.'@!_4VX@U(,*B1%PNKB[T M"%#E;)JFFLK-3 VM]H))%@76$UXW4_6>)5X+0GNJ=Q(1%_ 2.3 MER[D8,?+MQ]8R"0/3&0.8)(W MV? F*Z2=#NFA5501*A6!593!@5LVP5;QIR,?$CXS#4D?,'.H".2MY$S+NP01, M8K$<[^"3V<0%HTG#MKE= M_"Y_N6]F@CS*XL1P?@[-BN??$$Q3!8CT_1 DT)5NJ6^P;^IF5NSRG@RW8W7P%DX2&52?+$A%)"**-/S!9F M'4]7[32U*NMJ5!Z)G:!@OA/$-D;,7.P^-YZIXF7.Q]C+N682 ;<_W2PE[MO/H:&AW$_JIIKR^'_;V>H8MGV-"P?]- UK[!NPE;?XL.V$!HNU_T=5[& M5^MN_X=&KJH,5;.[(1*X/?;?[ZN_YWV!.P&5?>X ;_[@MVP/*-CAP_V M+41#"?.DN?&B.UDT.JW07QJ4AO<_+ZO]XSC6UDCVXPTWUVI#F=L; !Q_\S#G&H MZ[('@*AQ[9'1,P?=27]@=#+N]<6_8&SJ#?I=NFI8YA$__!V>|[7AK_M*1LE%K M?1ZN410[=C!G]h;/3VZ$%Q1)R:[AY[HY5)(O2!6KN98:ML!GN!@#LEY@I#!, M&/@HWRYOOEYI]Q?_]^JN,!(K!^SR>!M?] B<,57P9+5 6FS]Y/$QWAQ+S ,-OD,/A@R!HE>R4#HK8H>4;W[#A8_10E^:87A M${S@T0J="$C_-^:S"2YL!U,? #;T*^LP$L]\/2MI@\C7STI:OGF7I8+V>W!@7 MO[:Z.-<)B$/,1(07XUTXJ#C9+177*]:>NI.G PE*HUU54JIC7/@0%[R66"LV MBWVNX+.BV+R[O[G\K[_=?/ET=7OW'JK5W_^XOO_OW<1G9[WXK$TJUWU('3>? M-"J*W=@U8?Z&=@8$41UA]1<],8 M>T[LH#[W(8:>IV-QC-T1Z5BCJH[-M"GU!D-WE[!QRTUI"C801?^&9/)=W)"5 M:-Y!B>8=K-"\Y[]=W%U]TL!U^7[UI>[B_OKFVV[:EUY0\EHS#<5L.V{OI W MDZOYP@N>&+MCX0/P<'9V%3H78#_;(C"3&;%:P65B$%V[& ? 99(/%/P%K9X0"*#4WIUEI;SBIC&\O/NG^.C:>]H&T$"P'&B M]H7FL2SSN0-U=S-0"QS3$\=N>M8C8K_*/#XX,:3SKZ5?3)S#00Q4@YSPI9& M<-,+-=8=GME4:- [^SXAQMTIMM+NA0F'SE,N2J&!3-#:-_M.V#YAI)U2Z@\AVJRPGYB0*WW0*!J)%&T%#5?3@JT*&^V8)JMCGO&P)9Y[F, M=H@:2CIF92T03B-+? O'E*+RYV*'SAC ;]VI/38IFFO!XO4M]3;O/A[1O6&(MPS42MDPOF\ZY+>;;VI:06(O]EP;&+R]V?/78(;ZQ5N>N=@V?+\WI%+(/N(O+ MG'(/6"1.I"&N3N;HCLX^#MJC%5'+ET(- T*16"46KI> F8:!*T8;QU6J:9JP5 M0SNJ,M8R\?*,ZSHT@\VLK.KTI/!=PWC@_"= >:EWC57)=8V?-2PW6GS M7:!l$++[#Y^]-US59H.?%?9^5Q0_5+[_.618PR+_""Q0$7U_L6>'>S,FQA M5CM\J;0X=K8Q#I(VV$A#-_JK:BBV9IMR\GTQE,3T1MM) 5D-49I\\"%/U:@:Z M@U692@U1'3=1=0Y"5#W,E-)[O6=;U@U5U9*JN@>AJO[9QX$^,E95C;XV49W\ MQ<0=\SP:1"=&8_'Z2F?N^FX4A]3V:"CF<%_1Q!!$ M+AJJ4JBJ?Q"J&@)5]?5N^]G"MZ&J6E+5GFX4*U+5Z.QCMZ^/1JL:6S14==Q4 M=9#KM&X;J,K4A_VZR*J3CR'>;Y5(7M4^%V%=D6'= < {08+YVO) ;_7"8N_P M.1V1ZT7NVc&MLW9@\4*VDXN^'L?7/V0=R>+MY4&GJ[W7!VP]D- M9[\,9Q_D,K7;.? O8&^FCO5U\-9S=;;#V7G./EQ=L%SN[HG=.PQBEV\%RKTD+C AEN\JU,VECJZP?W>SRS_AN8G1]^P^SP.V@1*A=-5;:'3Q22" MC7-P+-[{2^W(3M,,"5SJ3,)<1,HO)5?5N@AM N56I2=2J%SPAFJX4?5IK ;[M%L3_S90..]E*_*%E2)=!#YO5F$;K6,NCI;UVJ:/:1(/=4%RI[9>8FB/W$-KX1?UJ<0PM S $M0WQU-_0-H$REJ)I!9QTZ_I# ;#M)ID=D+&K]] M0+$$TNG[GL13-D%M:T%5Z"Q6-T'5PYJS5G>%H-(((=-0,C$,TX*U_YGQZD.83 MRR -^ ^IRSIO9TJ_^\$0Q,Q.,$=(FP*SQMD\DXBWHA9-W)>7(HZA-LN>IXV5 M]L"=2]Z[=-8=]6,\9MC1A7ZNF;,6[-&#=QW-4-]C:U;3./HFG[5RO\P6)Q M'4VBY<+WVM<|L'-(LMV)'63H2PZG5RU2"X(V8 M(=4@T63":@M$,NN2*6_3(#=4%? X>OL9)YPQ0)FGX_];AH&CX"%$!N;OSN[-MO/C!]NP]*C_Q-1XV@/HE3D\;'EVP]V<,8L?L2WVQ$5+BI0T'J(ON32AQWZ M<$X=/M&(F> (HACB'<^R_%V%S9C"DE&EEEB;5(%>VH1LI(Q+^ES5??/BN_8U9 M7CRST31 $YMJQ"-D^O#6T=LO GO/3 M>=++W=[?9/'5D &XZH(C3)I8;4AOTM%$J_)I/>E5!SBT[M OQ'.QF2ZT0E:3M MC3=[',-EC^,S);!5^ -33GIN<5N+

MRVMIZD-,8JN!IFXH8Z,.GK@U&CX6]'E^]^Z(ŒH MN*9/';,\""QP4+&U0^)&,^I9%TPTAXWC#6DB)QF9:9KC--AIL//&L7/B[8L: M0MYDJ@[TWK!ZEGJ=2/@Ð\7(R N8DL7,"7¹/B@O]-W;[=K$Z ?UL7<89N5"Z\ M;((OKR0SC?:P"8G5#2N&;HX,.;ZHPXGTX[BE/#9W!555(/-&F*SH_?-'U7J=IU]9P M>E5?
SWS#'1E/"9.&/NB_=9E]2OA\9^C#887"GU/#Y3%BK%T=7\>N>S?$ 1PW M6GC6TZ[^X+/51-3\JOG5IE^]J1E^E.<]9I,@9#*;%%L_FQE^J;CM]O31#K>*
MA]>.,>XJ2GO0RS;X^,JM7YC7(K",RC9'>'E2_/SP99!X?R@9OM)ZLX?+G=?GO M=:M7AYX,FY\4-H==W30:9)X&,&O+V!WNE43T@X&6O>\HJW\N:M;7AYX,FY\4-H==W30:9)X&,&O+V!WNE43T@X&6O>\HJW\0#2O$=2\1NDO%8TK__FM-NK3I@[A._YC<6:%T2%*^,M MXT <4[]V +5.D(P]QF-!SXB4E8'GD/3PRT$@4VL6>=?M8^^!76.'SX+,@2*+ M#3LT[+ NE&Y4T8T-.S3L<,+L@*D=_3?%#J=]
[S0X1,^4&MC^C9QLY.1+)\>, M>F]*4#;\T/##NO2B0972F(8=&G8X878 K]+L5A]XOVKGV+8BU,;-\@.HD\?(==PZUM?^M70("+=?7 M_&0^9F&$TR5#%D7,T>;6D^;#GJ-DKCD)T^) (t*!_;<NY?[GEOU4/6E'.C# M)L0GR/OI/*_\,XE8=_*T@EHLTQR-GG<%02O^ZL;P.CL'C$$I,&[9 _,3]LRS MN;[#_/C73O\0&9Q_4M:V;,[.J;%8$@
MG2^L$'Y$BVK=5O]9BW9:6OE)^H-6)W^2D3A)UUQQ$F"Z5>_45I^ATV^WS!V7 M@IU_AJUE)\8.7&N>6X8G/BB/'<%?6BA@\SXCATQPD).MQT M[AE&#:\.WP.2)AW-
ZM$D8S!4(.PP(T&EI%R#:K2G3 M(@;'AY_!*VT&C\U!6L#/0N99L?O 8 L1?_D"I#5PM ">$W^O%A."7KMF:X"E MKHL@L<9@3B3OZD<4B6,S[(=V(+8TATM= MUI3_SD*YFP7
_'P,N/AQ;DU@L[]:WJ/U%*&MHHHBD#I+,/%P^/C_DQ_\S#K$^ MN?CB"H*M-A+Z,HAHGM0F27UX06R8RG;#4C'669+'J1#KMXQ]2V,@DN>M">)L
M_6F,T,)0'DCUTNF5OWPWH6P8O=9P=Z%\K\A5%)'VTJD>X7UH[602=EFHSICE MV& (Q>J";3240QBKT< D@WI@/TN M*PJVX24,+V7%HLP^
GGC%&,_V)D&*1MY"D4%,:"V5SDZW@>;OZ [?]O M"U^OV3.0& "?"1P&C_=_[VD)-/-KX+LQ?/S]\K>+B(/<_V?BV_1<"JG GP;(M2<#UG(4 1T_S+/C53),+$,$\0@Z"?]W_7G:BBU
YS%;W5W.0TTT <+G";PF M"B;Q(Q"C]CAS87-1LEC 8Z U/5@I?,)M! E(3=9DW43L+8N8%<+)$&*? M@'Z\8$%C_*YXO]#M!,QCY82. M=138TEG@C\'"4O"%;)K B@&
((/CR)QZ8@N4$"@\B,=/IHDH34>%@YI ZGF%F^ MS>C$_$=<(8"4BE,A:B=AF/T@3LCQ"9S$1N4V80B>S0*V_E;M'?>P=.UWYH// MY=%Y+QRP\=TH#LD?.AWIFQYVJAS6RA]VA;
:+0NKMI3$[4ZYM'J...!YURF56 M%7&\?%B]PFD[G66#VA3'[1C#G<5IR4'-86_GH$DARE$]N+$DMY;C&?",#9US MV"V(A04 #.6![5GN'!*P,***
(;!&$@;+GP0Q/#5!+\BPYA_21_+!>#L+L] MSFI?X3<@52(6(_@M$&PH:! D((U6"4>)O P,V^'@A0"P;9NZ(J/Y$]F)T_,2 MC5X
H"KS(IOR))$$X=3RA=7PWRSPW)^KCDGM!1*]9GL!X^1"%5_2"6M.#I-S>XA@_A#'==#]KWRYNJ4 P8@^3?\%+K3+HGW5W,'U M9S ,1;&*@."NM\IE,;CRZ_@=;DU00"]
[*2+.!+3S@\79V"DP&8$$0/_AE3%= M-%-K@/)#]}7 '@4A]YG.9)9KL-WNS=WE@VR*8C'MET%/B7#\%EJN0Q>Y M]PQ,L2\!4-1GRW;I H!+3O)",=4(W%!W?+$#>'-2P9X[F:8WM?
OJU?:BN1-_ME]J2!!\-T]^0%2LZ^[V[2D<\?EL>\?B$_'^S>GSELB6E8)V;,]5VU#-$P9I1 MFDB.[T'4I,[Q^UUEQ?8'5@43%U3[NQ_8^:C5Y4JT*;D1E[5GEC_-TALGEAMJ
M8#XF+$\IP(L5-G5M\.;&_/(034R0*MQ.Y-XBQKFF/I"?LRUZ4A"=@)RG@$1Y M'%<_,2]1N-&,0BD P4\ LZ,7%?)XK' \(@E45;!Q-;XK4% @*!>SL,ZCA=TI'7 M=+]4$LX"?
PB(N[@Y@"M/AKK[QV]<(691+GXCP=;KS4TJ4HE1#75"M5Z;6!0O ME3A0*(I>7H]0E A!26DFU@>L6DA;Y R7""#7^?_,7'MDl,Q!=](?&,-N;]P; M]H[.H-
>QVZ9M#N'3_QD.SS9FHKUJA<9Z(>6"V':0KBF":BV0C#">#G"QGW%C M4QLI?/, 68+LL<97 ?Q:@ZAQI>![9-K,'N2A'YKJS_B% M*V4ND=1-@(6(\B)2*! M5UQ\2D?G? QB&_EP;/D_4
9@@(1?B:9;,&E_XH46AQJ3((GH[A413 MY.7*& M#;JVN"Y6(*T0T97+J4,B[2IJD,\1 ',IBDGBR!EU/9%BR&IE/,[4 RCT3.U-RRPP!L M'#^8@R7$_ >Y7E?
+G^Q*,3Z/F0'>8JP^>H4T3B!,A$V#!-E,=R#ZYN MA,"<>@% D.!"B61/$=)@0(7]1V>D4Q (2MN;OU@.5M,N71&0,EK;EWDV&(A MF@"-EM"OF3_E<3]IV9'2DN^*%
(64W.D)XGOY&_L5[B2C_P^*G09@!JP MI<&18(-6^(2IOE9ZK'+JV,DC05($W2I2=9#X)\K'RVL)X99;1'O4]/@Q?@ M+3["CZOYAP4DSP>
)A!*!,B<1!ZS12+!GS/7PXHF0\8R(HHS,.3,^Yl* #&0E4OF*)W(A@" M*4O\N0*)<0HGP)9]?BM945N2VJI!,A&SE9#DB\L51CGRXM"+:V224 ME!?
Q(<'FZ<4WS>7+6/FN>P!#50KSJ5(XCIZ0;+IJP/J::P<4K({(S%2^(O}:0:. L M@' ()E?H/,TPQ1&[L;YW7Q/Y(_U $/.45M5$^ZRV)WC_@Z&K2R1CX3=. M*B)A>R B W!
0"DDI+_7DL6Q/1 PU-X:HI"&Y6B@1%NKJ"E4Y,L2$/-D'"D MI_$]@P45"XW@X?:TFS>],V<\F86D)U8Q5&^U("8:,O*'F.>'H8W6NW\7L"Q M"I+I;$V">%QP0
17"7P(*.NWQ:'47)/X&9I*^U=-!'TT8 5"E: ME.44N@5B]<1;T!80)>> CC3%PAA\(&N!!"$^#6H/ED+[(\X.(I+6,%&12PZ9 M1:\7*#FK(Y(E/?"ZS(PA*<.S<2T;A2H64?%ZWI(3\[>_?#8-
8BQU0PA-<5,32]C?8,=AX"ZE--Q7_L @2D(`D\,. MC>]6R/8"_^@;+##T(#BT18I,>'DT<1*<.5,l,7_ MB$HUF-096C &ETI*<.[5,O?I&$'/R,B082),^.0G1$GW"#A_.I\#FT8SBIL[M-H1(+
<+<^BY(8K1D'4KI)15;HH7PHU)52VI=Z,A/(%-YW-D@*=]O4@14;NRT M:YXB4#/I?0^ 4^#9Z0(?R"9XU7+O]&FE]([\'X1L:'P+./% 0<&>? =N;Y@ M/0*51^]_?
4X83FQ"TB(UB4)GR%I$[%?YQP,V"';^ M=8;,5ILC5/36%V\67[?@J[\6/^_W6\.A6?I5NV64?KYJ*:/;ZG4[E99;_7FO M4_Z2G3;56[O4AGD$-1P[4 BX$M[+6V&E)QIM4N[WYTFR#]'FZNB
MJ$+Q _#G^^%?#:)F]0Y@!Z>054O-)Q&.@HK K=\&X9.!4']*]EFX.W!MT2T+M4)(D1!KKE0N0IC+'[A-(<3ZAQ>;+$EK5^(CZ%fT!PBE8] M'.>R:09OM<\[JA:!4MA55);23ZE VJ*)(K%
[[KA>PJOL,T6CIU+$I[$@ZDX* M71;)C(J497GY#M_5 P/G%O?,*KKD47!X%]\S!!%B(:UR8X%KTKA4TR%,A<\B M(M9SYKC$PDWY1]Y\PVC*-
ZIU/RRM\U(=H#Q%%FM"R>4N4R@VMQ-L+&C**9>" MOZ):%/DRT:Q.4O;#P4X1;IPHU5:%)7CQ*#)AF#A#7 MJ,[!A5;;A:D (6U 3WM3:A0++A&G>*YK*'%RD^& C;M=*_T"Q\F
M*'1I5HN:E3J$*US"-\;3TV'88)K3MFLOX^ M*S1WJ8253+E)]@*<*A%8WA,!:EHM6BC$=^YAQ9"\5@,HUARVA0!DJD[P,V#@;$2?WAA>'<3>;DQ(.4X&-KZ2A>$+GI MO-
LRZB@UUH0B_69%CO4O[7?>$N6.X>T?>K-H%:5^;;>^0?2*D:C,'-^F;US- M1.J-K_VGY2=H73##55X%T*0O@$,E+*NG*A>DGCA'1 M^B]@A; [[*PA0UZ
MRJON,\CQIU>6WV<.CRJ9_Q9X#K6Y^?+EDI8TC_.8BP-#]!UL@H%\6-D_L4(:_M_J?V&S+\):-AY#EY 3%>ODBX-([V$,.0"U6_Y>S2 MTF)9Z2;B>AG@K(CL4#B*8$L5E_06)-FT3F0-
'54G'$ MHV!+7G=GN8?'KEDH"K] "L7K,7G7):X<5PO<$]#*>,N8RM4C(U_P,&[L M.$"KW&P,PW(5>T]M-"IF_+(8$7_+Q*5,2C.I^E4T[EQO_O5,:-82:7FCRI:@#A
M)>/'4(:/,_J:!!)!A&<-;Z/4T^$7R\JC>-B]9H0GR+!_M+6X"I.!=148B472Y2=@:>F^!BLB"RCR^2OV]2MO%"+VB'C]_LC4M3CK'1LWW M\K 9J=+=@B4$5:%94,@>
N^!;!HQ@Q0S8=9!O]QDWV24%Q,ECC^27?37I*53 M"(MA:]:G3'NLUOTK[9YBLL]N=D^1S56FS% GV5/)\)WN.M6-ES/L'-2%2,G]6 M9B;I^)FX[HXTI9-H.K:*)QKS-
&G1C(VZM,DNY5220.V"RX=#@;.*(UR[A>0L MC\6R<;;@!3Z:_&;+M]/SS,7048,;&$F&6_4NW.?I)&QI@_V!CZH0V=LG"(.(M/66Q4=Y-
UM/J^#E<::&+9U/Z=8G&KU)CB"Q!0P[2M6AN!$7W1)T!+'5!R24E MG=;_2YNXGH'=W=U2=^S<8CRA:^.MDF:2![RKKZ0:Z=J[SB$M:'QW,CE6U7
M'+_1TK9KMKTDK;J=DNP!8$U?R;'#"N?T+]X4Q,+^@5^"]*!@1!+R=*.L)3,_MY?UG0)(AM6;D=:+L/B@B(R7S!N1++#MQE7YDB0@DFF-?X'+0U=WOJW9ZY^FZO
M@1#NGM7]0K!N*>V76)Y@ TM<\,(?I-?OP#$X89:8_$]D&W4'S73 E30P4.R MTI.V?,M[BMSEJ1@\7XX'3$4H$'-*(B'!0]DZ0#]-J>-EX.\N;Z0A_BB:(5/) M62@:B=LX-9NF[Z:A3?K^X^"
[3.?%7]N&%R98[R3MQ;Q>)-$^ZNI-IB!SC8)DE M\P4_-%W[6910(TW4@*[ON)-_,%(L.:5 +)TU@T@-'Q03+/@%(!]A^*]\CK]) MYK_RG+1-IUH:VI9N,\3T"Y%-D9]]BECF/R0CFK4"LTS
D.1P30-W0B4E^_>SQB MNGO-&H-;(YBP_")I@7(H5@KL,4)A$R;&#?G4$G% FE:5@CQ0XEY*RTLG4EH M3 7?(-[W.BXF(*2Q_DBE2'Y*_@M!-2EU\F3K([]J4(U *Q/ BU0 \\:U(MT2 M1
1906!1WE'+3;*=[!0U2H2XGHX\V\(4HB2GK2Q?X;).@+GA)W2!Q\R7"AF R?TP4O M<^;";29J;S)S(?4KI&,QD#O<*UOEG4J$8^@J29,R&6@MW%^D=G.#M"VSF2M8 M]8/-(\@.52!^?
_55 \3_8^+;_?7!Q>?WU_^XTBZ^?<(/OLA_?[]^_N_QR<_?' M[=6==O';S1_WVM>+V_^ZNM=NK^_^]OJ)DE2>7T3%:0<#>1.U3B9?5A6!/'/3.E1D4^ MV*,06CK8.#!!U&PO M/; FQ!:F%
[=IJ=0MGN0N.\F1F41_9C/@BF.(UDPAXE7RIE)U0;?_1J>CC+'U MUH?$\(E5<4%U**=TX&B"0H2TAY$MO/85\61,2P]\]BI1GJ;%T?)_M.Y:VA1S M!&F&FG*"%I@U6%,@K+:X0E^0/W
7AMS!454))ROC+?#:Q MA"=))=3_N0%]&2RY^ *W-9M#Q?"FTZ>SL;!+GZ[$O[/S(FVB[6OZ*Q@7J/ MN/XR>.+^Q(*?DV!;K5:9KD!P@5%LN!+,9-,,#DA*ATGF6D>5F L,S,=);B.
TB+&\.\!RI5Y?_PP_>Z%P>RF'7N3ZBVHVY>Y5 M[&"I1&\B'3&C:> +M)/0I>9?7,'(8B M%Y)DJ!'@ T_^^U-Z81)I%Q21%R+P%MZABRS O023]I8QMRJ;\Y:OKSOI\N+Z&
M\]7K_KIV64P4;^NVM,N:;_>W-U_N*-;V_?;F\NH3AM=V#Z;51BQ?Y6+F&?[$/"0PP,%^2KFHME7(+E+(9C<4 M?)]DR)?F.;7JU2Q>4H9TD4]/[']!-
:;&3%$3O/.2ZXL;C,P.PRPS"GXDX[D; M*]>^]7J^L+&?&K9_Q?PL1Y?CWO'/=#B?(\N)EX=2Y*)VBC48\@)4=U*62MV2>\ BMG&";^&("H##,YND=C-H] M ;^YG+EL
H=D=D)Z\08G@&I/19=7>Y=5-FK?_+K- 6?I P!]X3^_FJV5W.(75 M/I>NEAF-]31Q(]>8F]1*YQA/B,TZIW# M:6GY1DM4/Y'2-24FT&T6THIM M^2F9!5[UIRJA=>H?BB-*T\W#:B%SY
ZT@"Q[0$TZ4SI=N!OE.,,B <#89$9F M)Y#3D8<-%O2=C\%5FK@R' $0GID+W E8#+S8%L'?N1M+IE_DPE:1/W9L;">.S7]_?F&QZ/@+*"+M M@9I9\]3DKJ>-
ABR9'57'%=3^>GV8YN@\Q*)F@1^L6(O<\S!{EHPU.K*0^X/Q<%'A 3V[X-AFQT='C-?^C*>&?'GY$-3:IBO72T+ M,6D0'QDE7F]-:S.*)PMH>!DT6MKV:
[B\KPEO_2VL5ZPV@_/,DCGV;W?!2TJ3 M%ZF1]HOV!G8C-7Y'DY>)?U(MCC\BS]4)'LDZPMR9M&$5"YD6I\X*HAV39IOBD12@N]JG_*T0NB75T^ MY2C5#WF5B0,G$FHJ)LUJY%<%-
0N,&9$(§Y7X=UOZ#X.+NF PN7Q0JB :;9MK!H]M816\RAM=3PRG4Z\8SA'4 MIGV_N+W7KJ];LW]WZYNM>MOGV]NOU[<7]]\VS5ES&CW-^>,U0< %-8R6MJ7
MJ]\OOO!XUM6GZV^_5PMH'5YY?::<;N1($-#_TGTP;TQ*:H7W_4L5S13},!? M]F1M+/#4GHI8=-/AC*OL^BCB,FXW?6%-N))KN*LK;XIE4S#+P8LR.11(7M|@ M(]-8.
Y9U1]%/5;4C#&88NO= [?@>7TU)531-UCE49HJN2GN3VUW2&W-408DO M>OZDR6U!$J/26,K'7V UK$WI4L?F[MYD=92B%>;A4\=;<4D"%[-%&F]D!7;&
M8Y1@V2^V;'*]+'3UAT\7@GFRVUC6;;PJR#]J_JN'0&I+ \Y=$;<"'FJ"]9D^ /]Y@_WD>H! M8?C*TG,:4'+S51[,6N79#\B+9*]/LQ^(R/N#CE@Q]E[!BJ,'lV:ZCCA\NMRR($ MLFM:/,NE#!
[55AKN/!SS*"@,PA]1M5M7HG*^C%Z8V..!?@C7+[#5%]=1-+\!45SJKLS MJN?/ROX*\;?,)8_O WKT[WV P7H8K M%4QG+:3?>_=:,D:B\
[5>5C+0)$[0Z!PMJFY3==;-1F1EM*E41\!H"]7$&-8@ M>7*^X8AH#B#+1HPHL6,&X;B"N&UO&VK=?;P6[T:&_TJ;,4PH5A6?E44#6%&L M2^//_UOX_")[AKB@TNT?[GE.7TM?
_"QV@Q-_V*RMD-!:Z5!MBS9:7=]!_.Y MXQ3;^$XR3))5XZHV6%AWU;=GSWE@2A_9% M6= HAC4Q"^O9&@#I4]45C[U5>+_21@$;PK.O7-W[4X9P^%96#- DM\MQ^_?1 MP4^-
\/L=2#-UN7BZF^0OEHL/XYSS:M]'QW:@MJNBNI0-0ZJ6OA131(@'=W%] M[,&QCZ#I3,:BZQA:EZ>,C(UL2"/BJO/GFR52%.R;F^7&R M"K\^?$^99%]+.ELV))*(GC[3-^#1 M/'B?
@,D3O:\V,>)XZ^^AJ/MIYD_?C^O ML$C"9_$OU%1OR^D_L1K>!H-4+<1>O&T; ..R5W7=7'*(\#J,Q"[[L&N+CQ?! M(4WD0I4\.[@=#0W%$C5/46HT!./S@Y?-S .>WLI3NFM'X*390
MTR$\:RZ3YI$I.|%)=1ZG!0!884U4O#_"(-+!YIF)+#(R"CPI47I9K9JVV75W M#TL>B?6^W5BPMK+ MBKK2WR3:3X^F7U[VE+VX>U1'!>R>VKE=C[6M3"_Y7J_U?!>>
R9GMXD#^BR\ MWPX&*1B%7NC)GA+3<+ PU66X[//P_SW.EZ;@.=@B>G5 OD$$>K<73-\TO$W;Z(R,SIV]X+FC_D,9_B]BQ.>:LBF M])O$[D7VUGM$;UJ]0#?9>R >GE%2G=I\F?'?
OO<"4S@7XL<)CS$=,R5@UC&# M>Z)5N"[R?8!!H>V^9(JFDP]%S7AA/LO52)(F6I?X';D6ER50$NDDPR7WK#2- MU6W#5TS&
((SR_XH^XAVT3>;]Q4C@IW(=7OT\K+5PA+^JYZ>&Z"%_B=29!8D_ M5(M*. 3^6JW7)^AC M=+A(!=0O-9Z\%%*]57$G*TUVH?_R9E+]/#PEN__$D[*HSP/O/104'16$8DW 6S:\8]%
(4ZH1F_B M^6KA$0"$FI?*X'P3>C0?LLB-[ZEH?$_Y>I]6J:M80"#$^";WY>!5M V\.D MU)M/59/S0_2#C#^E,$2+V+,4'HC3GO9#BQ($'-VF(JNY&@KZ25.JDU\W:!(MB%&<8CP_OX
GK4DB#E57KFBW])4*<1[D/C@^M 5OU'62@<,RTV8& @X' M=[=L7=@D/E7MV78RWSZ3[GO M&!(TS;IN.)O.<6'@SY= H@(R4E0X88EQ8CINN+>)G XD(NU:19)>UV2%?(K
M6_5-2)=0!VZR:8LN#O<49!C*2FB=YBQG#<+PM%0+TVANP[2E :OT64E6Z#; M@6[UN)!N<2&-4A#ESUL%P$1YV1Z*52=PL_9C6\(3'7VBA@GYL2SD8CKCM"ZC MH-UU%\W-
*92/-9@QEY.ADL&S/"Z/6UH>;\CH,W-UBZQ=IVYJ>EY\V83H#^-; MU**IHLX=!2@CHT3\)=2A(%6<^ ,ZC+;BD<$FOQL^?Z[,2!"RW!+7],!V$/_1
MT73<[MKX0.@=9A;,'LX(W/SR9Z9O'$0+[*&$&=X (+<@|HOO6X[]Q2(#\S4\IHJFLF- MI8GM-_2"D[$%U5USO6G3!G,AE#=9&VFXEE@]484GPR!G-="
[+.%LEQ;F!M:MX;XRJ,!R4CMN[{<=)HV6S1 M9D2T!L!^>D)%)N7#= #K!R?9608=N$6;74)+X_O/3E[<._C;!VRH*H >[[MA+-,"LB+DJY'(JCU8H>^U3!V(6"$77"Q(]HD%LV&E\
[W11A@*G$B6\N715:O MK%<%\Y@)>B5\8:C#G/41.ADV M@_2NN@]Q*.![87G:>R[YF]8 E8RV7IT?%F_6M(5J5486/C> P7>NRJO84."L M9IB0KHQ?H CL<]NDCMOM5YW08BY%&
8+S *7I:^-SDYUV[679;4VP5KR,P=;F'9)O4.)#1Z"+$'% M3Z71EF"P 8*HY*)UA&N &IU'5O[R+\DJ7XK15PZ@O/U M4A37B0CZBIBE"%(=?F #@3+*R'7A41DT.NHVH;Q"6:IR<;!8Q7I-
;;M4^]N5 M;2A\?[;S"I\FHQNP.;/8]9KW@2K*0PH@C,WKO_X@^,9=GL^=B0&X-ZD'GCS ML NVEA-?6MF,9'@RG\PRK MO-:,L%QJUP/1Y 7KQ.EM0:CNJ$22[/YQ4=RB=X$]&L[Q\L
T$8R7\6F=\]$4 M-87ASJN%(50O-?;6C^HC,S!#M6B8K"8R^>$!6V:,/,?V:(^2M=Q=1=1AV!\4 MZ([[\%=2=P=UJ=1AV!\4 MZ([[\%=2=P=UJ=1AV!\4 MZ([[\%=2=P=UJ

&>HN5E*8?%Q_JP$L@A>004$AZC$G4M/2MBMM_66E8.UW$G>O7*MUEY-F.%5_M]F8T)IKVRJTQ*QD<_?N_(8P(C'!05VF,NLH[,),?L':NY-+#;) MX 2[!B&VDFQ:CVPAY^&&|%';<8YE/6D:D4H+Y+*8BC^.JH58\]J^_UD&;5)6 MEMC-N_**X@W!^").DA*;!F.NM$9%Y7*C'|):>#I<^XT<[(/S,4Z4*\E8NPD)Q M\<%UR;KDPJ,+S%QF\AQ>++>XB%'HV+-&08,)NHN[6O\%U$(^8+,M*5,_#Z, M.G7D6\R%^<0/T:!JRW*\%XTA;X+$?!;0G_V33BR"[LYT.Z+Y%0DFSB>N!80"G!8$62Z/IVDBA4Q%C.Z6TG,2&L M8&P6MB%8/&&.9|#0QA2A@KZ)4D0P\CL!*DQ2(./)01]B+MCB5JV!@\.S\R 8-M TK6LG_7V%F*HL@EW@I0)=4*KK25DV20\4?'XFZW^$5" DP"# 5U;V;LD:C. M..06=0^N5^OR.YGM3_@1<;!WG$)#"'D";VBWB0(,'3P1$7W@DKB8O4G["*-6 M4Z",Q"'NRU!9K9B0Q4E,V+ P2B\)%\<&F+LPMLH!P)\]G"Q]YV1_D;9 .)69 M0*G7/*-Y+ (F$9P('T6Q1U^\6YA=:!ESIA ,N^"S]^3R35V7'3GV'@J)*7AB)?.',>Y8XFX:,B1 M T>;/V4,TCT-"]25*<:D03M!"-+:EE??.H$ MYVBMWQ0S0?6JG&5X26'5Q-\Q!WQG.?8=BFJ8"L^S-;? W&FVl8D[$O-4QDR\W M2$!8[$QJ5R.C4G_P1OSSN6]TK2MONA@OHCFHR,C;4OB M-%BD8.POPUN:",%WY[$(PSS2HXI33+WI_!QRX-**T#W61B-&7G3[8I#.(J9 M/!O0G^5DE)7#^"'#+)_');)&]B,TC5J@E#Y5B'C 209!K"OC#6(, =2GX:@B10 M ":O^[>PI^2-!=L@4,B.O4QFA!>22U*NIG\HIGK5-" DQ+Z'HX"J4D16-ZB(MU B6I+&M7"]/_*3$-%.Z-U$30|0L5H7*'^9Q=;03I2>(Y0-$UIKR2'2@I$RA M'3#9M(-87,O.FTB)MRQ+_6(PXF'TR[(>].GPD&OP-,D10.OYD1@ 1B$\V+S: M2M*.>,,UN"2]?
**X(D'PH7X5(%52N'! %I!!TI!M@N5+UF<.5,E&R>IVA*#D:: M'T>"+D+X,9JI80=?H*.R@)<>,)>'|J_;I11-0#MH(;\2?EU/ MD*O&DQ[U-/L+]2T6?&M3W/"&XBO>G(4"6S MY>CX#) ;%T>4=8+41!O'P"B.,S 5)/_>"2JT<8@1XNlOS^7TND^5K)D-9M,QM=:"U\N0IS,^:N/^FIC M4=^*44/];+<;W2I4_6WO&T=<'=18;4E!H,/Q%Q2EB[B7IEYF?V C)>9/<==#Z M+]^??
**7#SZYL*_EXV6ZR%7[BP[@,,+;FH5U"-W(@Vl7K,!O'EU+Z7/HJGHE-K6 MA$PTF+XJ!S)A5* +#H.@;#?2B9KS3,\@<4FX.8=7J<\YJ0_Q3.9R'7R%G0A\ M%=E5P<{N@0M4=*Q3?X?
**=,H: %?WV<,G4J_G49LT,FQ7JK(;6);+"C0>G$*/ M66.Q-RG.AE@D$PISVDJ\2R2_M*1>/?8R,*^:[71K&:'Y*FJJA9<-KV*7"+Z? M:N"H&>A+)(S!B*.R9WBF?+RP[*(3FF323X57'HJX6?0*!S6,=;NCS!)@.Q')R4@[^]&^7@+R;0^!<1^/Z"/,;\ MIHBJSIR^JAMXKZK30SPNHH4EP@|P]P@6J^ M6P?0;5WLZCE5$/SSYH,V5\TBRM340--^&TG\3V A'"'FQU>M^K,Q7-++|?)
**M(9%(',5/(O;)6(F_'J;?O"M*.20=[&$GM!!!#B/9!"|ST4BE,42Z&Z29^3AV M=#:QTN;N(T7K< $=N8MBD07GO><&H[A$12TR3N=^$1&8*6BZ3DG /7&4E+ MZW%
**(KK,!4C.,>=^S'.>G+>V;EG6>6 A= RZ,*<)"*@4UU(40HF")WTC>%G%M*M*,PC+7/G,G,?3(C4$T=,A?IFT2(GFC*!^_+CDK'_DY+01>"SA/9!;J?NlAJ
**M1'H(3,SH$2V%*TF'2^\!\M4Y")V0AB5>^ YFK5+@(S/FWZU\%*6 IN#!1A+]$P6DK*03, _1J;.V>C M2]E\(JXP0->\ M&1XN_, FTX SOV1=UNEWY*JEE%0(1UQ3O-
**%=/V))2BP2^$A8Q\V\?VT(EBP_MDK"-@,;Z$3^_O5K<>LNV6 E<2^!=Z< 76;>!$Q3Q3&L<.TFR3%1@Y2_QF_1+ M%O[F,W#[B'GIQU>ME)S=T\[Z8*,W* WZ?F@5S#3M%94D$4=
**M[ML+AH#M@/M00PFK-.7Y"2O/T)QRUJ9JU]+|?RE,Y%;:@%F\=9U74*5MY:G18G-J6%,5<%7(W)H$.NI%^/K(9$4C]Y<7 MV5^=7-[;B[#RMUWRV>M@^8*=*AXT]!D9IO2JGI_FV?
**MM.*K7QS4>@$0(^)29/38#/*A_#4?S29CEX9<L2L/_';3PNTXF:}[#'_ MX'Z(>#PVQ@8P.N1/[^:#)D"G'N5=LP_E4&X'X:#]5AA1=^K)S7UNZ<-FM:S
**M]W8&RA/Q!#\-4[#/GEO$>;NCX ^+:UP#[IP1(IK2(5-E(CTVX@IC\#1^)$:[MM+ %K=$GW+H\N*DLS#3SC\2[(*U)FR#J4<>4++#,JSR<#3O MMGX+M'LYO=3:RQZZYOGHE;?D>
**[H$L=Z*\HF;_JSA*KPS[QP"Z*?236P'F$;! M9'.]2/USJ2>(PD:0T58OQP*QOTD@#G&;8& W.#3:"3>[QQCF^*CR0_NR0B M%,X]5;TH2,[,NJGU6] M$&%LNAV&E1H MI!6_6*/>]!
**(7D1S!BN\,2V#\:N7?G]7FEK:?A> .!^OJA3H\LQ@GE9CS937S M%L6[2?$,_B^,B>3#MO1\)1_2%$G\PE:J/LYWN(=R@2E<(;&,%)9U'X+7G-]V;M(;^Y7QA2A=UP<^<3*2"'EN2-*H)0!
**MG=G73/A=G>/L.46"5-"ODW7NE$RU+\/I"5.^>$;U('$8D'"EJY>B9.F@CC[+ MH'#1M$ +WDN";UW;>'18/=;]I0IN>]6K[^IE@B4'SPGB*0;;2&+HZL 1&I.K
**M%/]\U^'[2=P'&@I%J!HHE24W3Q3F@XN,99 JJD)69,<"),R9#/$2[MJL$_UJ&!!7C\X&[4H;\4B_D^[0@C#S"U :EY4K"SM<3Y?.TI;^Y@S]2I16 K
**MXM^F;H'(IC3IG_0'Z!&1^^0K\)U#&%L,"!WY:EG(22+PLD=4MU$=1E\O82;! MK_@?U<(L4C("!$+!S,W,KG6BX\N!HU RT0M)AP:9\&5F"*;/-QS1V%VBW+88
**MVO:^HGXI@2OS?!CSD/@Y8L0,*,-\D]H!M@\^]W?)7!.UBAA-;;/.G?G$LT[9 M6O'I=5(E*=BTQ(S-"F,=MTSQ<##6C)KB%[&=KXEGJ0|)>(@0" "C8([ML8\) MVTZ4
**FEY%ILRFG']|"'4FZA?N=4O/32)0+CY[R O*4] T4Z-X(NN"T]&,]!OMZ3J="!L<% M#<5H("\(%%EV(\AC$HZ<(NV5)KUX"+L0(>@37'Z,R,GY^(T ,$L# V+3U3&'7A@QITU%SGM
**M>4HAYIF!6Z[CW9M>AA!#KJ;>I#M2-(\\5.[/$MH_7EQR8757&EX/C${E!$* MK[] RB#M@XD18KAHLBUR RZP1F9:6;C$U7R2]K]>O7SU-\E^3NG(S8KYQ[_MP\BG3@% M HB'?
**AY&C7T7FG3LD|SQDOW"L9;& 5H?TU7>-'&QC9DP@_VAA,$+MX=1UHG M4+Q(?D?TT.-/(?CP"(+-M1!&3@C/BR-#E1'?R-M(K[A;
**G/+B9N#7J$",UR'(RJL1#9.)WV8Z3&"BOIHEIS=S?C[>@ZLK4%6D\ M[7H.;EE(AU9["G>?.(JQ9701#O25PQCHY>RL<2V'2M]S+GOEZ9G/@_\PWQO#
**MU];@$^,Y=BXT"=>Z)B_AW/;KZ5:FHAISP@#D*UG.A5V6=:FPPK3%S%V,*N!S MG(V\(EAI659!I\[;U$#:R1/)=S]A5@0/,"LOBO7RKGDW'VP9_"P8J%(<^G'H
**M=QCDVU_$'WCN%^S%F4(]KA/D4-D>QWN;Y.[.&P!3RI&M"G(H4MVX@G(UA9[O?C M;K7PX98+^ZX V\U;6&HU&IHLO6O;X!SV2[@FHH*C#)=5BHCA1QI/]\MAS@4G M?
**WY]JC9&P9I"F6HTNM%$A4P;<"KA;_QPWCJ\NPRHB% M039L.;??AP@:%56T-4DUKNMCP,?KCH<(4?G/*1X<(R:|_TC3%S#E45[EB'3 M/F!MH;KQ_4V,K)O7G:K7<=VXD((PE2?
**MF&08O- MH0/RB3NV$]_T1M?<@)-QPSQVPL2<0L%U3YBR8J2%%L)!=L68U3MX_R5L-,D MT.$^56T*Q&K+E3[#4D"3;M|ATF6>0[R$Y,3M&#Y9_(#:;,_XDYXLYD
**MZ*L8Z5"6J.$1F)N1G/U>D M*<;4JZG2 5\%@"$-G_|@42)SQ+Y?%[HB52C%Q+4_8! MR8FQ2X+9VB 3HG,K8V54:&%C^R JV;JCU(PC!/$/GB-INZ!,/B-=:,2.8"MP+P=/A#0LAX/
**9(^L6]4I4K. J1"# M/G/'RVQOV'H*)?NBWY%'$0Q=WU8:INLAA-M-IHS"6Y;;WLB:./L&"TL@#URJ M7G$F3B3;R*P(\5I%[48X_..4F!A-&*-K#W/7V=8,>8TH2Q5/,EGE>]!-TOUS
**M4XZJ5B;G0U3L3(?FQA;]E %+)XI#YMQWTSOW3O.XXOMHA.SCX;$ZQ3^2<8_L MM /V@:DEVUU[PAY+NTEI]^QNE':_F+A)VD4=4X>D/;7EB$2ML*:)*ZTB3@,-S6RT8EA)%4+.?
**J,':DS%KJ)=+N*(7N2O3$4*X\M MD!&*PPDV)<5RURR5OW$!,"<(_R;_G]1>AC&X5>PX,%+0SDRR<]Q)I4U5I&E$ M!=*/:2 ZUG%NG'=0<],/*C.)/T1/V+=O-;A9F>Z/Z)VVN_
**W6F!KJP<^M>X0J MYS$-[%3K$JJY(?%-7*6GOV=6FSP41YK):DPHF1]NST'Q:M5&%KCQ^C(!##8/ MK7.P"-$0!&>Z'C^E/8LYK@V+B@UX*2/,"?/K=GUH]HQQ=AI1WUW: ?YIENB
MOYKJ_M:<%[]70PX(&MCR&RP+%(S2Y>':OL4X@<8<]VA8.WV]UL9OJ@.)=G%B MRXI:/"+H8X;*9%B+#%7D63,]7FS-V#+>D'^XUS6\ 4#T12I+S4]GS'&.(MR7$^V-
**EFMV(C:BSLP>DC'G5'/:MK?Z#]{@PFW8I<37!IJ*T/;YPGSY9PW=^+ M>8]7'Q)B?WDSM MSX5G85VHC="50P@W,,%\(]T6![_9@+D@:&2I?L(FEA+ 80!9D01KWE_""PO*Q M:G
**?/3TX7./C U 9S0%+Z5X+3+G%!NF 2W@8/O&$MA-93F@IL>_P"?W%^(#G;YCNU46BZ1"EZD0Y!W3.%>4D MEX,&EX,=3+%?-H'-9/>&[%CW?4K8]SIY47D+(E_\:!6.'W^P
**JFT6T!.CT[Z MC/D-*'=;UA>X3

**A+\!>,8QNE,O-VD#;;48-#VQ#IMV_Y-F4^QJ:8Q#T7U(MW+@3C"GAFVJD!NU"CIB%=WP(@%%38S0V0AM>Q(F71)C,7VA?(U7)M M7/&TA-TE:9*KX8C!2LL@BYP-YH$*HZ-
**>+":=X9596@M7(HZ2LT@"]3-3"\BR M:KM>#6NTX9)40H 9/4N@:05 M\KT\S-F:S0W,XX8!8\66L%,SV52@ZXC=E L/>;3YB')?2[H[ST4> !61G MW7OZ@4H >&$^*:=%-
**D7&&;$#GE$-'UG$F!D6D=0$;,WY2'XTM4?$KEM*=8LW M8,2>G-(}D*1M:2)|H8!|%R3FWNL13/?< M6WP>S4L+J+38 !HGWE70T>)Z'YKI?3(4DZ:CEVA1D*I4#6+YO!U&WN6CGJ
**M_82Z%/9XLTB/8J[RY X6![66L!_818C=UJ(*7*,FN6D'G"F1]8.:P1/5"G%$ M/(N3Z #R8UWO<.39LQ=0B?^8.A39O1<_WJ>'^_&'9^>37_CQA_L4U1A$_-#J& MA-5%MWNVUA,9VN)"V -
**G,=K +7-DTHQ">.9^P#,:U&O5'#PW\73NVSTFD5:K@ ML_VH/8P:W:$.VND)G7*Z2"]CY5*@$)ZFEJ$PNZ"U)BR-R+SJ-CK"<9'[$4R4 MOQM^BQH>,| Z4L/90O0M!5#L
**M&!L.G+_A#<+HW3WSLB/%>-<%61W0"(4.,(M!3D5B1C3PBK9Q,C)2E3#CA1]Q# M6&"1_#R,9!CO=GQ_:5(&_>9TA!44]<1KR.4'W,GAE-DQ8"-A2XY'U"FQ.,U8YAIA3VA[&Z[O
**Q86'MM@MRL^1!23[Y?+8E5=\ M+CL^'07>&5@-W'(A.XF<[&VOI>YT^(EU^!)TE__XYM/O.P=VRZOZGCN9"S7 M2*$%T2RN%UL\[=E;ZN!&U;&YG.0 M^%+[:7QWXZ >..?D\!2%-
**YR*ZIB!M@[:/YEQ+Y3C!2'"A",#6["31?F18@K M4!&>]2+&_I:SMS][!15#%|;%S"W NND!XG?]_C:5);"HSZ..^.[NQ!P^.9I ML#-AIP"Y(C"(5KE=_C5LF8(I\-
**F_8DD&"T[T)U<0#))*M$0D#%GQTL^]PQ_MHFK#IC#_Q6>2O3%U11):- YQ3#/247+4-+ X^(4\7)$YM1N.!^R973%P@!EP MGF:)O.I<^LCG@CBZ8WOUVE#:S?
**^!+9369)9%=T&+R8H1!X+HM.KCZ$!PDG'B M:Q&I02;*/D)OO@KB5!]H]/>N.;\W C PJ&U;9KZ^$#"K\TUXVNF=1_2<#" MPR-@X=< %IP5"3)>2Z?^4@2#[] !3.66^BJ:15I?
**8A=TX3QE;W0[=K+LEJO M"V'VH;!AD_"_2B()TX.HIMC:A=HA9BZF U(!D(]#"/2&B$6W%3L/$-MN_E TH6$6\.%! T:/$ >S@*"F&ZX$2@\(D8#7B,'_$*7*@R>Y5;; M>YB$)$5B*H7\
**((GN^1*$14%+BEXYJ^\6/ MV>OGS^/E,:W1-?Y7-[S*._=JR77\8X97#F[W)_P2WXJ_3(P2*"6,V)671U5K M,;NPF>@CI)7'$# &(OY&9>O@4W*/8RWF$*)0]!L!,L.A -+KGH#'DF7-Z
**M8NH9:1V (H,0EJOA3D-6&&*QFRS]3 :O*ZM?!'?0-A?5K++2@=82NX+8&-CP M*7*TNJP8'C!O">"[3DF8]H22P\XQTSI5!VJ-#44M-WW.B3&3KYF[XNJG:;] MGYXP3,OHOT_-
**"^^BG/_W75S]S|^-9J8+[XZ6$@]9, PKF_,]9\1_4IW=&!(B MC6"FD0_BSG(@/$!AL"BM[:QMXWZ([LJH.$(H_X>YKQ;,-XY4JOXXSVW,\$? M\>)55&@04LD@&B4^%ZS>':
**(:GMF4T=2DS 1\$6LQ[+9 M,*I>?6U)'-(%8-1?HJGX\3>/0B ,F^7\|OSUD]*H.4O3A>"6_16]SSG&*-D1 MHQ.9%[F>QL%D=786L[\$$%
**(<)",4=KZU^M0#$6I7#T*X_4GF39J07>QF$"A= MO5=XF:PBI/"QW71?2CF;'RNJ(=(A0(>5=:$FTH^^VZZHYW&D)],O<6592W "_M+ID\:_O&'-Q0SA1;F7Z_E48M?@$<:9?A7*(LR6"
**[;+!5O"D<.98)7D-AHR0+ M2 ([J26\IP*+A3;!:<#!1I9[WQ;2SRT<5X4ZNZ+AM*%N-]T7N'SJ=,Q*8P\J M8J(1-BO8URN"WU ZG':O/ 98]"]9; [/X/^ H=+/!>B(S K%4D5OS!.$Y<7\ MP?
**S"B^ ?8.]@=51=6X'W7'EB(=6F43,FZ#%-SSO(_^DYI0M8$>I_9 .+F[_@] M9$]QTQ(=4#6,.B$ZU370)8&\V!#,I%W9_V,@[HE)!0\ZI*5(E^+A-V38'N9^ MW:*&_$S8A;-
**SGO2@G@3=3(Z8$\WZ,S=GMPCH8O3>QI<1BM[5IRD"[< M; &?D;IUG%CGNQ705K Y]*@Q\^.Y!GBCTZ"2(\WBS^MFM2LMP.'_%2+U5TM M0;!38@"
**(BM[*Q'C>@T8.O_&32Y7.Z#4:(P U7/]1:]W81#0L+J55+L'4)>!' M07'70MR>H.@&;?ELQ@[KQO:^-&W*>$0_82 MN=4O=:R8(H%)%[?AJ4IC3TS$%S6A:!;OCL7;(Z)I#KTLAS]//
**_QH&S&(XB0 M^*;KR.6DM=+&!E'2W'+=1$5(?\2'62[8LE@F96)3E@OA$CMRM6&U[&HM*IM> M _=R58-
**PQKCTAG:LS%]11\O#=^0=2#X8JT;";Q[63M6A*Q2[&*POWRN(_P"HO+G4 #G+]GE7ABZ#4X]T&TG_2^] 5Y?O80D >O M5DDWE6[QJ-@W>% ,&HAY:#-
**]0^E4Q.SR0G$&KH^8V4K%((H9)2K6(*-.)\>AJ/M86/>%]4=WHI[#^11B8 >?09/Y-6KN*8=(NMJN($CG(F@!W M9BD=1
**K&YNAKASC3!Y5TG^@951UC0MMK,7@73%,9$3])06UZH4%%+:W*_>2I MZ TIXZFHR*FML^]W=9F=?24X3^4C$HH5>9RKIOT8\X4%:QZ[U*U6]$HZJ==5 M'1WV=
**(A=IPD3+ZZK..KHXF +)!U&#N:,WJPQZ.5+?IM?0[%:X MLHONV>,E[X4)NG"MCF(S.PKT@:?? M6_$"P:S6']J&OJ+@U-)8: @=50]0^KAUT.S04%B;.B?RUF@:Z<%M$2?1QY*3
**M*&$N)=$3+F0MV6#RN^KYX^]BIASCPY.YM; C\TAOST/46BN^]@MR,1"IE$?I MJET:%,G#W95SH+U+X7T"41+4;/AIZ&4)6CNMNQYXK) @4A4D,6^T!DO+[M3O@6?=^.9;;
**<@((S\^+!,JLE%4U"@2BQ:$SOT[*$I3?/3# DB!GNEHC M25L[*AP4?292X2M+"/;*+1%E2]LFW#]X#^_ J;.W\[ZA;|_\X\YM5]Z_C;. MBFBG
**O$7U8;L+HD9JV#>90&2Z.M*Q^W"XYYIB!SX67?L '-SQV?[M$#?KH; M'@XIFA!5@=YH##W/"'>]/&F:2<0]+8^A+Z%[3&R$Q#YWS#-_@Z,@C/[9$YUD M3I)H3M=C;"18?[;?
**MMI$_CX\\4N,,,2A\=,3SF<2/5X$*4GB4INKITMJO>68 M#*CV67?WM^,*CO\Y15]HKv:.O<\Y5QV?P326"#;-MU6DKTU>+L;![%,RP1>#_M'87-31WXYCDPX"VBW],&0LF(6QX-
**E,E(J["B,U?,RFWAPF:(TX(T^R$Y>E M_#98)!7_)@>L!R4\K,]!H6ZWP@DCELC>4AS+XY(!$U\0M3R8H,WHH5)>QN+ MY8T?S^C(:&K0C)1!38#,)_@)C0G:IU56-ZEGL!OTV ',XR-
**=E6*)#2P0Q;G9 M-8%(:2PPU@MI%$PI*/%H_/D^/*4 ,W%_ONV;CC;_K]W[PW&5MJG0CFJW<'^$)Y1:?1QLB7(_]",-2>M49-L,P M<$U).)H#_P_60\F=4G4G/$1%!D9W'<#=
**(&#!Y]%C?WKT[O1?6E*-DQ\%CL MW=PA1G6EM;?L1/KO%-WIUB'T>Q3U(<]0Q\CL]HU8PA_\.>(G!|I_M2_FO>1FP!2?KX^H# DK+7;/_KIZD>E(^F-&BCKSF?7R:J76.QFT&%BY*Z, 3
**M=2FMU'2S^-^*-.!;.6:H_4+XJ&*-B>F6XI?"HMYL>Z:"--X[*KJ; A$.GB1O MY.'=*7R1*[,>NNA'#1S%>6%^1PF#&"% U=_+NO+]FUJ@=G&
**MMDQFI2KSZ2AH+O6)>7AX^D=5;W>]AFX&0ANK%<&O$[RCQIOY8MI?,"I0%UW$$R^L.]D=P*78$\&)C5") MT^PO*((O!L.*,OZ25FL,,,7!3AL-GJ/OWUX$!YS\ZCQNI60-
**JV"L2K\IK6ZG M-U5I=\RKF6JC.H"0AI0$\CF1$X@IQ*4L09F!$.RBC%0QAT61(:^2C=<95LX M[3;I"%.*)U47; M!0!/!==GF* HQ@N,PN*]5H:28N.2=,>1N5@ A&$5
**:!@;QC2)AA14^>S9APBJ M)(/2.BXQJ5TK\UVX+\\=.W>IHFS8#>02*T2S\TH?2;LF)'LY[3LI#W+/ .?_^9% MB>U3+TZ:Y0GLC\)D[RT]Y(U63S&'!0@#CLZ99$_6V.'A*8EY9\:[+X+9)'8/
**M!Q<9HV0+ /Z[4GP4<|.OGKTS3DP3R9'YT'LQ$]E=B\)8$;..- 9,NR7 !V%@EJ M8GJAZKN85TDJ_O<=WOF>BA>F*#Z3=TAH(@%CI2T3+"H2!.%*;+P(=DI7DF5&
**MZYX1#,$,+YJ22]HAV(0!)U1L|/.-^2WZ+4;T* D:YJL8K6<_=:9.:F6 ^/:2 M2^$9#]9:SQ?8]& UE DAIK!BJET 5)R$]]QC[-5.I,3S2$62BQ>R>X*;-< MY,JJ4_HTQ\]
**("Y*R@LBF(A2EXZVV6/R3"]-KVCO!YAW M>]Y=-\6$sA47,6D]B.YA'/?`$T*411\P4=0?!^ _1LWN:$0?9I__ N,/9A9CM MN;5EJ>+4:6^2G8W_]BF#_P@"'4ZA>G6R+I<\^LETG)Q]\[O-
**!T5V7_V.*L[I MV)P]/GV"L;@BT=DK993TVD;,"+)53SKMI9X7VX+[O)V+Y,IR/L^%:W*#/(+I M.*O.2 1 #X M'=H6C*(U8F!F[(\;80\0L)SN6L^7$C5GHA6L=5S"M[6$@3 :2,T/,].^<@%2
**MU2P$$R530M>K=6D4,?B(FNT QK2BNQ'(&/1)7$LCAUB'*20\1'@">(1KU&I= M9BX^WG=2QTORJW1RPC$-MT_PZ4P_5N^GKN3Z3I5O1 K[^[@:EWNAF29.#--[
**M&K!_2,O]KC6)#JU62_TXW1R\KXX+^K86]&K=S*B\M.'VJX7.GV:O)87!+6XX M9MGJV!80=7EJ]0D'*9)>;0AWYLQJ6/6)'Y80]X\82F1E*F"H^2,0X/2/"^V?=_@=7O+DS
**M92AB[HW!X9P4"I2;4W4{)IU$F=KH A13S#T13G>:<MN:\H3C9#0#S:Y'J3UE M6N)&&I4Y2U+MA!)2[[_HR4E3^@=5L:3Z#4!@S22,+5*,T%34-'V?\EF9\(R^ MJQ6WCS:-
**$&LM3*!N.=!H-0"&TS939]^(6XD%58XJ#C-A!2+0C=6:N0MEWNZJ M7L$C+5\!^?#M&ILB!)W5$>66T^E.NY<67)I\/$#<"[/CSG!C._JX&&7!;>/
**MN=.8ZL@<4_^T&3E3Z4T^G+S3^2&# [[M AZ5J9Y\KAD_'.SY+611}^32^SH)J-/8#IQ%_QU8M8>]A]WAX%-WXL.U MS(;L3'0^ K[+R6_MNP?0ALV#]?
**YET=6s8'[$)977=$QDGA=S)J$O3//+G8; M("/:MB%1UV5;1""$:'<"PA%F;$,].QM2"285LGH9#C/5N&O6L@H1-H6_->'K M[DX>^1'U1IW/Y)X_D4=@8%U$@N1B9$O;)
**LEJ5/R(+!$_;Z*.0&^7T105(0, M21(F1C_XR*_M47N(FZ9-M=<2(VZC)+6\-W4-)81]$* I<1(1=)LZN1H.898 M.'Y4)#HEP),==ISCVS\OC1W>Z7 U;3S*E.EM'UL|K"
**[15G2$L6,6W"BTWS07 MA%B4',,>O?IX_RX?LDSO58E#&9L74V>A,.HSD3IQEQP7R>V==CC8/*<2_(_2 MEY7.MAQI=$QU?
**VY,\A&TRDP.@!GC(S%S()FB)BX;I871SC+"RJZ#V6CW3 E# ML VX9-%I2D,#UH@,9F7;M(HZ$T]-4;=4MIL+?2I0WMV%TS8XKJ+;6D7QZ!<@
M3*&8@59Y[.BT&IBMP&8*V88\1(KN&OH8"%+US@]ZMF_ K1%J@*VF)XTG;1N7,B?X#MGI:HCU. MX#\EK%880A^5?!*?S[D0(N]9M0M",!\K,/\D^RIGIG!*QSTCNRY2#QO*+S*D
**M<[N*' (E_*M'/+;'8S^Y WCLXT;ZAS82)Q =TYG/UBD3@7B>K-G)U$64R=!S M#$>7-'B08-"R+3;.QB$7S4E6.,30RW"D+$\ J# MU.BH-"(MD#*:+-M-
**J([%1=EQ^L#2_GN2O@V&@T9LNRZ0R,\N&M225I2N189L M$QNUA?;&)E!9UG:=*/+$NHRQ)%DM8%OT\PNA@*'"-&J4L0R=2-W[-Z3(=0)E M-
**4C!HOBO>?!I"$WFX*L1!&97]#KX2<%X;J&-2_%ZS+#"]2V1AU/"#>+LMK: MK4Y1?\9&%[M!EOS@: V\$JK\\-6-= 31LMX?2/^8LH$6*,5V*&X%*H\,<-8/ M5T@Z?
**L;8E^#6IDJ=,I$JKU/^?"6RCW9H'A*=`#N)-TG721W;6^>0_O7K2O& MY31MFKFMZL-[D[)"OOJ69]H=R!S+.,AD1_[/PS=W/WOSGJ^;TO-RC$3.!>:FO MZ449H%VH7@)T=L9@5BI"}-
**X893!V?5A+OVB! [_^KTC- MF7116Q<]-5C2[%.+?E2A*?7W9-FMYI]2FAV10&_;5[: 1^7Z#[G%:F[*V7F8_ MGKX_S=XV@,GKB$09Q?=OWWOA)AOB"QHKB3H$R05AQ9B[^]SG'#?
**&Q2*5UA_P M./&V:5',>--S/_LP)44R,1DI3ZH?G43Y;UZNUSMPOZ?9T2@[)3<6RY)(MKR!@EA9\WR,K>OZ%,.@H;K-F>@:?^I(!0CU>%%"[@ FO1+TCU< %0ACE6M-5:I+2Z"B/"
**M=[>7V /JV5!K!';27BJ644")JV<3A%H& N<;)QU"R:OPEV0EZ902^++KT#(*CA\<-% M&WK^7:)&)\=.)8WT?F:,.73[[B >BYSS6 (05*#O2F,6Y<;1D-B7L_-7L6"@
**M":W<+QDA16SK!+YXFKW:*#NC5D@*XFXAT1+8KVN5@R%)L=U?@$^&*9Z4GR9 MR(,PKE"H/+,.LV&P*ID=@BN(0M%/F$LGXFY<4$0R!+_,?=_ 1K W1?D(M#\ M3K-
**\IO.9,)@/QUOXD.UX+|8K%!TO&.=CKL= 53 ?B+V.%*@5PT_QK%C/[\ M]O"848_#<\&(6(1FY/0F+.V1R*3HDPC$$-;($_9XIU"P;%U)"D?<[Q8)O)53
**MPW&AF,!235PEI[Q'ZN92M1V(2*ASRCR^OP]F++K2X@!'?<)PK3CT>N@OU\45 M,X2 7J4K>_O+D!!0R8=F5=$-Q+"2:B(IDA!C+PX*5'"6L5>^V?4@=<'3)-S[
**M+)N'KN96"3%!"3RA@OCBQUQI3!6\R.2L [_!=0R39CVT\KB_0&@0OCS,"@W M&0GU">*UG.9D<*Q:>)Q-"(Y6+IKPTCE\$]2H[9),(Q5{C0$O7!*:Y<:8,"NC M)C9175%B?
**PX_*)?!R,ZCZ7OE3=_YO'?0_L(B-EL;R@N^IT76Z?M%&G>,-&&3 M8C05!\V/3SYZ89>B<02BFW .HA-8%ZYV!0ZP3D+%RVTGH[F/D_?4IA=,P4XY MP>)9JR0-AQ@>D'.R=H?3[*73EJ
**,S'T.";=E/B M)[*12/WIL,G ^M.)P+C)>SV<M"995]XHMU:S:$T)?%G&T.W2D\1<\Q M&6WMA%]6+ V;-39,U F'*)(MZ(/M3%,05 K8GGRL30|:[H9WOI\)O>?TP4CC M2^]H?
**O2=\V_>I'D('B;%H!OWOON&&.HR:0&X:Z?^APM5+:,]J82%(C9-'IEV MDHAO)8NF\RLLSQ;[N] \%.^4<"5'1'AQO\M#)M$<697C":D) MVHCAG15P2WES
**[UM9R8=&"7ZTB779AE*QR_"&2ZY=Q4%[NS F751@01=(5N] M":E-X.7-P^4@S1Y1H/Q=B'!((J@_3 O"Y'Z2W%HG7'>-(\4S>I5%M5\'#3(I-MP4Z'4T>,]FY'_(\# JW$W#80?^/?
**NK%1FIZ40F9R(^1CLK[A<^NS$NU;@^)D M*0H1F3RTZ$)MP ?&8D]\NRWO,134V(F-\G7F):6=,C^5(N3)R9FZ MB4P5(UFCN!5ABK@[3?DOU9H+!\7LU1[/PSO*%X,J-
**\]I,.O/E(O8&2)S.I5K# M222P&UQ@ H?;3QA!L T1W))V/-6Y@JN.TMN(8(I2I0$ 0SPF'01[(8 M+*>\;3A.X1?3\3AM?:=>>'JT!20<:175VV4>5 Y&V,N)<:/"6AJ4?(G!+9:D
**MDI!Q7G07\=5R9@G7%N(,.77VN)-"U 6BAS@Z0\KYR&O3?0P+N_._UHX'5\]B M"5.,&TT+HYU_,0%$Y^>:.Y$\7HQ_C6OSQ!P$^*GY.5=P/S*Y[:>G.EU*O3I&U
**M=OICB:CDY*Q@H*ZH)PH\B*"[%(TF*J4;H189G'!X(+AF!2,R@W4*-]\;,W^Q M0:Q-J-P=%AD'Q=4U+T4B4\6&]F#-]7-EH[0ZI%&J<,%[+-EGPX#,0N8I{">^. M!6>LF6.[F&R

WP\W/A!G612"V@PJFSH,-V(}>-.F-:?.\PZ:7W?S$$U,QV?K M5WZA49%F!4O1(Z(,;I&ZYL,"3T-6.%#BWMAW)'P/KT%S1I>3=# M]R11A]%< M4U%$DG)Z!TWR"7#"81^-YW7'%2]6=AI&$ U\ MB,3^H!%?4VG ;(:DJ&JMBR(:DT MFM*?XNRIB1W?@-!^[1@NT))8A(JI+U=*P?)QZ -=N" MDT, ^,]DW, -A7/YX=C9XH C&HETBD)^/2;I/+MFQ^@9+B<'>73,X8!H5&8W5 M"F3,/8_'60@5DOOGB5X/OZ;M0UE$TB"3O#[G;L7[C8;9;WN_-(-[!3^%A BT M7B&9%74*0P;Z+)&2RWM.+A;/.IGF!#)LZ$>2P9)1=@ZM*1604TG5NB_K8- MKM[7T G>BCA7(V9F#AU0 X*\W-!>%C;]6C+H!!F?MEI]N)2M3>],*833DRA M!NO]"K,M:#4+[?T28!7?+G+T M3D*DQE/O,$TD7U((I7."BHD%9^X)V31;$*M=0=]EXYA?PPUW7161<$I)-W Q M.&3T9+C9$BBKF#SHB5J,^!RHXN8/O8%I&;K29L#CH:)Y0*L$^^\#Q*TX5]E5 MR&Y_(P@S;\NGYO&F>E\++=]!D&;I3REK_]NV8]? M2[?/,D$K#E0%U[FI[&T]CA#]IGPLPVR3P>S]"I' @=2P,_I45[/KNZ3X M<$TNHR1!.\0QZGMI<,52DT?DP_X]X+$? _@S3JU/TZRSB%7&A'S3 M:2!UV!WL#6A+["C)?D4"J IA9-T!S2FX@6*$!]U5AW8DW)[H@F"B,U8KHEC7 MF/7FQ,IGI5329(I[E20HT1H$[W(AD+=4ED W+3P- !\&=*'S[8 M-I7Z89_Z[+\Z;V/+K1EK17Y&$B>1&AIKBKCF#3+#83'MG6C]#>);#)!F<%7" M4B3{GY52W"L"0(6$QCRK H23?D(^1CQ0*H\ MLH'E$>N&?RS1& >;Q(;.>, ($XCE(12Q(PLYNV^SZ©A V57\L29JUO?@^;E[M>&-MK9SOVI;Y0T+@+8VHB@A"7HW99#PDA*%$1I=ZX-OP9GIS#)*QR@_KJFR# M+XXJL/#K>KMW[? \'T_Y2/&MZ MOPRM6VRWF3O&;N508Z1V^+*X)R62A.=9 MT)?%@I *-97@L_N)&FH6HL"6J*Z&K<8R)-.O;GC[DT E=,KL$IV!-?1*31W M /T4V^N"]M$^4O_%4FC*Y\[? T9C)^7M;D1H/2*W%0>W*7_?^;K1):LRI$<8 M++#R##@<;0?2/?^,4^]+V5]O1M.0!B3)2%0BNZOK?U:FJ?KOP0J&!<_R MLD(Q2;&;I;X:C)1RNN##AO89*Y\7/"D(6'#'_"QN^Y2 (>/:6/,>^K51HAPL3 MY,'R#WQ?C.O,]EW_*Z3=2# >)80M8G\6/255'_F]YN*.'#6WM68BH0:?$%WD MUXA15YP=T;\V.- @0>M@,_PP..OQI*-@BM$95OJR:"LT2<0.#X,?' DG;W,% M# 4XS46R3H5Q-P/C>/!WZ:X%II;Q.0NE5R&C,C65ZDPD-QYW0W#KQW'>,VO> M6?7E9_91A_X;=,DW)S<3+NC8KHY*TY,6VYV7$"WM8"4JG_L M3PQ7$W@EMWK&,%.";^Y7 I@HG;TK\)0RQ_F[M?F#1-=4B!*VK$L"> 0\B *$N*BL!.2IHC1=<,2;K3BK?6 W+08)58# M)'X9+.'Q[+1%1DsMU(?8}(:(01&5P6(I)QP@DT24W)R.1O(2=>784=M%(O3H MYAY* (:G07EC2G1+F%/UDGO$X[;?'FCML_8[]W80D2).F=*25"VJVF@!O)>1@ MP<7HG*?EH6'CUN7J2BZNWNQ J>#-OV$2UTT&T\A*"PJ2U2ERX6>VI-+-+?O M<4HFWF19K8%TDEOM2%)Y] 2%:TG(62?WX 7@?!/K3C7;40>#TXL7.$<[8A,O MLAGCP;B'G;4$C25EOBZJ31(B@%1RUQ-CTJI@KB\7<- 9DX0+>2;=+MY2&V;# M-0XS'HQP7L8IE/U]MUA)MJHK^W[M4U<+$%OYTDYD&#* 6%?+;.IC|OXMK,O M!!E6E-%)ZF.D+LZ>K=]W5X40KTDNLFSB]VT\3TI,6E6W\=??U4A^HF#14_63 M8"55U+?XZS9SYN>^*EV@)NO]2PAWR9E/560LB52CPOF]G)<0PB)IBFY?$5' M,2/$?0I,W.*=Q$(I*9R2KE,;@T.5NQ16=$?#JED(ROBE^(3/&N+VS-X:[\8Y M>]EGWW[]-=F_8L/$0_?P,R'\>_GL[;D2_N6H"#Y%%WMX+_GQPP=G#W)[R:(E M_WQ67D ME\)?GK]]9]R/[Z)Q*P@N2N%/[' +*V4&&%/;[R*B?? ?+*&P?KZY#U!2,3=* M&?]"9(&Y+ (3Z,I\)UNB.5N!YS"U*C061>.MWO6._S]K0H6PZ* MXJOT+Y!,2CFGI?1P1ZDMT U]X'@X!;D6^=FIU9-)>/W^G^-Z>2#KX M)ZXF,*:6R9ZlH(,S/,_16/V^DQL,2IC!6,N1_4UTTC9)-\UG)VZ0M%]TS7KA M#)8T!Q_XPS-NT'<)8OZ&^=SXYJ(MKI"00H2AJ)EHBES$$#WUN@Y'G\3]0"UL MROA]>KG*DZDYWN*"2>2XHT%PSBSKS @;Q\9'1[\JK8_7(K] -&[+2/+ -%% M-,O^JA#.>S#/=<-1.]JUWW7I$P K>XLV_;#F=S'L>"W3))R-%<[3>V!?\=_ MW#_.V>\V9]BKZ#S9SI%[75U;JL)^2Q+'[VTWAB\/9OAZ#9[CO/[3Y]4=-I+B M#Y[K@9D>>]98]MB5(=C[#K"+P6UE|'YHW6[:+$!Q)OTY

MH\&U^?N+6.\3=^F?PYRJBN[SOYS\+#[AOD!6R38B[{RA0FK&3_4RQ:)@9%0Y MBPABBWE1!G?1E9CUR3CKIO0_52&X7E8EMH]2&F_W,J]=#FW=L/I*MZX8$NM^_MCZX=0J*%[S0%FWD"OFFG#L5)E8R@B>*N_(FWS0#F'!"WV"4(‘47WML8(#*/U_M1?BXJC#]$Y=,3FU+TC&P!PO<5GB\92Y7M(XIF"60IEL[HG&:$ZX# -LV&$5V_M0FL$703[5_HM2$0U#ZLX(NZDT9-0^^P;M4^.W2;,YOL>@^J#1YLPSD=G115_MWJOFXH<6({X$*9^]#MGR(.JWNEJ" Z00HK5@*_1,: 1,Y,\QEI"&?IL.K‘O8_M].FI(P!F?R&=F+,XL49OU&Q>B=]))@O&(;<‘G_M$=4Y+(D]C [$%.RM4;K9@2]TCS\AT?BQ8UD7ZNI3K\G-D‘[J:DJ%=TE\D9\ M.‘4.^?C1O_H>C\^ (R3E*Y<;YMBMF\TJGH?T-.‘5I"@!:P=WFL]E2<1KN5_! M,9\1&>FFTOT*CBKF%ODM‘&+@5OFVVKVX**EW<9%?U,R(MF!4$HEN"=$"8Z.D M[RB)J#+U:5[4T.F\29<3.:+#(YFJ4A4N%L:N5"5:(4\U&%"3PU-J8D:YB$$)L M]‘.SG[2.O]RYK?S]LS((TH3 =B^SO/$F!$1MIUJZ:^(G[232#6/‘$=)A*_# M%4\@5M%82QEZQ^D?EF H6^FG2E=M^-_?8R+#U!(%=*022 G1+(FH,N#%>;Y< M/,5/Y?LLKNW7;IB_$&N3B%,YWX1O2&?+8&XKM+B7G,&H‘>HO@;Y>_W";=25C):T;ZTW3;@@A"+F@*[>EG3G./Bl19-‘F-1)@@‘^[-8+(3‘8*))9D9DJ8R.9B-LMC#^_M;=D?74*_]\7SQYML2^96[K#-W!$,AK2\F%,.‘EY-Y+0,^&*$!Q..VZ,]+ MN=?7VBAI*P3;*(GVB?K>B]1QH6H%AH7= <=‘^EM M%A;23H,^#/9O836V\U+3SJ.MTZ!)VOBCB@EU(QNB.<(#-29(MB0%"8.30PX MZ.[\R"+$%(Z?4EOY5Y!".‘N7N‘2>%]-NUY *K"!,D+)B+NFAK5S/T94)5%C; MXUQL1"%‘S1NB5Y+=0=4TOQ*DU ‘T*DLBE9)H1G06 .JSIG0[UBZ+SATZ+<4BMUWEP].‘[23@ %.V7*4P_(S#6MM%Y\‘M3W)\S)3>Y:2^I_?"0W_F+)=FYRN$U M0:]8/(.Y?OK T3Y‘<*23G =L/XI91+?)UQB_]>.\5?_L5^0.[P@G62SI_:=M@S2%H#3AH$AU@E0"Y33_‘4(M@PI@5W08[FL.C4‘B(2Z;G%@9D,VI=9FU]B M:%%4[FFV\+!%M?9-@Z+,?L?N=>RGN)#%OLO@;,?6R[RJ!& OC,&YZ&S6V;;H M*@5?B[P.BG78]\&-?+‘2^GZI_"%+Q<49]93/L3‘9)7$ZLZXY[E2R4,1M#.04 M‘QXS.T6RS‘H)!8L^F<(_CW778"VB3M683P;F77<7\)"2ASV\>^;^#AVC_FH< MQ!:D;XK(*[11^T-+==M2R,HCK*4‘;9NS@ZG:+9FEZHDF.+H28 MW1F$7(L6>,P(1RM+--/2(Y‘T\UR.O^,H[M00+::?+L^+*D9L9/8I-Z\?9_8+ MZ*J1^EX;GK_E%ANIGSIY+4*4T 5$O%#EU:XQ&%)9[P6.Q&B)%+F4D5L^ZB,U MU8\A:?IV[8P00!$"5%6#9YE$1=00> D-&&BEP.C+L9Z?‘_DL%$@U 1"\fJ[R> M60,,M:,X]C1:_DK(_%F7Y\ZASPQ_XFELD"%XOB_F9_HU*NAUD M9M^S+[#D6D8A//W-(^'>!"B24Y=L-&‘;"?+-[S*C,CNNG2W=2"TD)1UZT M(C%H/3]8+E@1DAC/=D,U0-‘03,lF/NB3"D#=2^;MVC9\U<\ETDMUK,M7D;XT M>8),W];.HUQ(Q^\>?/C"LMD]]B06*,;566E6RGF)+L69)7BBB]+2=8@<=&2,EF7$$4U7 M7‘.V3Z-$M^2HWJ%L6:BNETKFZQ+&O6))\EE:CJVDI2W*Q8P%GZHT0RYK4ZG3 MLM?@0K;^RS:\!?WPA‘,ZCS5OUV6/-E1!* ",.Y,:,4/C!((^26%!+(-HJ5A9N MOH8WH.QK1TR^"P,(2!&>O(0#8>[=NL/@\XNF9KB L-0.RR5P[#SSR<;1?8#U M*IU7=3,^1^3K>.&[‘=;G$)YKR_/(U+*!W:7!)*4*U-ITX4UCQ!‘#J,B5WA8N MB&(PB7YI^&D%H3D1B&77VT #CG1WQMFBB8![D2-I7T537$^7TK?:#]P5I% MC[FOQL5?CS<:O‘[%M#FLB M/T:7/17MBT5413\2 6(]1V68L"]@%&2T61]M"Q;-H-*-^*_@N]3#=*I]=14‘ MEJ O" 18:3B&F(-‘&)E1W(0@4OU?2-T8=A*_CDY+HU;OMVR#NW7N%S=R1U&1MI1?+:;M3YD=5OV/E@_Q$78NS‘O‘9G)-""">"$"3H>1HZ.7X*H‘/S#P&6/QT& M1!*=S:2JV5]88:LE:EE;A\PN5J"550"069859_3>UA!3J.#"8^1+3XQ3.4CRA MT4Q$JA/VFPS,‘3#O?G2WT&;Y&CIYBQ9B%U>IL/%RJ*/(O=05X0^%Q"*-:MU1 M ‘>F]TCV9RM^N573E4E?++E>O*2B3=RC)<)W8?"NH93_IP2>?;L;P+.[LOO? M;=N=TE4"61P3D6,+C@(T+R#^@4BN_*U\V)^%B7!0?>+A2 B"S6C/"]+1D2K M\&CL:QC"6\?D(V@GI-!DC=G‘:.KY>)7*:H3OX734T@%MGJ.@ LJ4Q/J8@V=.M%7‘R0[MQ3Q6955>C)MQ76YLR‘@6"4SIP23<)%LB9Q-V<6*84H>18S0? MXMR[-&;)1A_ZOC04R)G@RO-4L-Z.28A"RU0TMB‘/.2_D7R.L-[_‘*=^94$1TM>YVU=]OSBG5OQ_C$MDW83BJ/C!LF&I=X:*5VEG!\MXR_,U‘H:AK[GJ7E>D/< MB8ZR_?2I>(>\2U;[Q;1*![$S0>&O41%DF.NG!J,4> MK3 M9%%"C‘0X>9VWS->EAUWA?/N(-@YK&-M&PQZG#M:<2>E2H9R,4YE\L(SZ MFCDKF"GM/EI7]+":D$X, 8T7.QJ?K:C‘-A@/"IK"-B^2Q!M1VY%Z].PJNH!P M/1*G(B*[V#37QK(7X;LS*;2D>49@1A5>+>:.77TIY(YE‘:1@B228[^*S"ST M/NE_A7WQ\77AC.C(B_8632^_DPCN3#==%@/F+#&> BQ(KS-5MTV=(^P/HG<;M_CAQLHGA99@"‘X\B,9FLYH‘;Z#1U(R=TW598YF,#8R=_2G%2$4,0>EW^<5N) M_@>Z1*UPY,DAX6.A!@/,<^O^#%.N.DH*;AA-PK;6!VHJ-1(MAQ5R4#DBT9>GN MG$LZN>[\1O)FF.E*98P\,62&.*4"6CD‘(8%GZ3;.8X$<7|)W//GY=]5!18Q M8^U1|]Z065?=.368S6‘$*-A<7KF3& >MO9(!*$^LU4V8UOHR:,MVP‘_"IA^ MS,G6D:]<+K=,Y?6ST&Z=AL]9 9(K[2T$;DOD]@6Q*4*,*(8D]AE[);)V@^0? M;M,/2+>@X)V/&Y G?L1(\;N&<5 ZFMY0TGH*‘TD?7WM.329Z7IG:P0.>G7(& M4$DI./;M!K/6NS:_#>4[6S;5#!NXDMO802SC7D2^YKWKKLJ3FJ1MVM@U7: M=GQ$_ZQY"^4\=-HB$L@.C.+(D?>=‘0!1C+"37EV1BDP%L;^2&N%JZQ @K;7M5+AK%D4$P#ESW7W&$(+N((Z@8R(9LT73@IN2E[S.Q88/,GBDE+YIKM=D]H7,[#)",AB;0]L5&[N6@X>*0 A*YRGT-:-0T^7=D674>BF?&(M;PY@^_-VY^C=9_;_R,;? UNM$-L"S#[8GUH&H@?RW+GP\=UY,@VK(IRIYH"ORN26 M-%&H4KF$G2^6\PK&$8,7H*?5]VO"89?? M&V)9L4O9)H-^U+8(D4<8G>65_LJ:C",K!WI=!I(5[MUP<6%BOMO.R\NO0P,8_=OFL-14%]8E6E M])0FKWDHID580I6KK%/%"%-;SDAY:/ M_"/-0!WBN_%B-S F[-_\/}3 5E M 6S(BPK2P035_?I'-,31F/0.20C;JKP]$:92(PCS:"=D28G3/O^\C4+,SRKIGB0HX,S34N,4M\8AZ]8A:O*,4 NR'UM,5# MFW]XC1ZJV@*(;>&!]&(R[WI?IB#Q C?VKO^41=7'NU%4_<-Y_K#,QI9*#F\%PC9M>CLKV8DJ/-%.9OGE%OORAGV4;^*L$U!+^'4K^@$B'Q_F[<=$G7KJ$46 M(;!AMX?/FWH=S*]HP]W O47.C9&SMK37(;9#(&W@V%V+\%ZE?2T8>*?E0A-W M085L5ZW* V(],R*JDA2B7UK+,F#RN@:&\NKO4[M+6RT?5MLD[T]%W#C12[+_ D M?R:JFZ?D"(,IECV83SIP)*!?+/,I4N&4FPS!=PCX+HI&I97)=9,/ULFG)PP[MO(;:,35Y&:CBT%3BT!2L)2@+![MG2E@'I*9*(L2.N$8G^.,@?@Q9?!:K7*& M\5]2M@X"'8=U%<%IP-*IH9 M!RYA%%&97(@VE3]"]LY@++)IX<8* M@Z/EVX-B)T8VK @%XK=‘1@RIRV$?Q.=WE)M=9V<46*?YYH> M1""P'76"G1'[5'COCV<#(M@UN8G5?AZ<^N)E$^#)T)&\#E:"&L5]+_(‘L$O*!\#$;Q8IVNJ%)% M"_KDG&*L8MOUTRXL@DD8!&<>$G) 42>]#L+)SZGY11U*?G1!UX'I$,I0OI-C M;XOU9^EJI>D8IE+))0OX\ MVC<R4R+WI3YU_IA- XYDRXLL&3V^.*T3O=A/TSM#9(]^>&_-N M;DQKM@X>CN;G0"./P9BD?8<"D.$6=\;/?$*9&G‘X#$Q//KKD3-1G+‘A.8B; M-E 4GNS5>000Q29L0(G(;R8?)\TMT- +VG^6<2H MDZ1<",V6_@CX$16!&4H =N?_LPFK+)M,E^7?_YXW‘##EY9>JM)I-!5BZ,4(B"9]J0P8BU\;8B/0CUV0:X M$Y+]_7-T7,)V^8W&LZ*!#??1=#I‘Q#V;:0Q44FM<"%7KM1;<+ [%5?EF/B[- MA,F=\\[S,"*:K);9I7>‘X6TD(]?O9%H]/$,K]0-"\%%T4D)=]QPB7M M -%GY44 67*CD1S#5T6R1A-6Z9LMNRW5\TB.$*L<=G.$MEQ-2‘I@T8E;M72< MVT1R53M9T1G)M77SN_K.> G4X5Q=O*]fL;4#0U]T‘I"3IR>*];%#(:E ?6DMK+4%OXYCQRA%)4LS$D21J59^DN\@B*3E1H,I1?<1=E&W>TWW+ZJ+LJDK;L\+ M46;-+=1LJY3)A0_,F%_58GSQIB\JQ>CISSDW.2MUR?9HPA$^CVWGE"NI5E0;&MQ/GXP7;X."K*//1YN19TZ"Q$I?6*-!EWS/_%(U>5.+=ZIHVN&K]Q5S6(S>/Y M.7.'5,=M'D_X+<4.+G<_$WZ-.*VSL&7^7F PV82&H0SWT^A+I8C,G\550'I7 M+QS^>NY7P=$;77'B\!RPZX:IF1V;'=Y;P6_I_!&A>UK MDRZB#)X,B4X*M_%L&?C@"2D&U=;&X2?9"[)O,F'TY=6'R<)!WFT5S]J,HPR< M'@5&\-S3P@\B8$)'ZAD $GR710:NV#5^V5;-_]<=+3PUT;>3\0ZS<>C M6"1G1<":3X *\DPV!:5RZ?(C)$Y;2^0H*,Q9/#6VLQ!87/NX:$=+#E(G,PU% M9#ROQEJC.NQF&?V=6[F"1N@/X$9;GY74;AE?%[,E6F5TV"=_>]:$!?$!3X*H\ M&\&6'K>< Z^ORMEWQX\> M//YF\>WCXR??/)H^>O+HR?SQHX>SHP>S!T_"7___X^,'7]VY,B\1Z7VA.N_I MNQ>_3!Z,,@+^\8^PC2OS^-NCI\/__><\T_BP_/KRS8N_G+Y]]^+-B^>3M\]^ M?O%V\NK'R8O__O7TW?^>O'UQ\NN;TW>GX8_/7CZ?_/KV!7WX^LVKDQ&"KOIZPP86+^0F9B\##'8W3V<;%ENG-Y]+:2%M7_Q4>_T(3[;MV)T<^C:U.2=6\FKZ6#&WOA!1>7/GT7W)'H9MM$W-1'/OKJ3S4<7_SXI->?WIV=_/KZUOGKCO-6.+>*7HKK(<,[?L9J? ML,)]_N9PVXKZY?3EBQ"#_/@BA!{/3]^>_/SJ[:lO_FEG\\Q-;,IQOMZ[3N! MHHS3^VCK]+YZ]],+-Y/3ES^^>O/+LW>GKUY^,&*WON1=\:COFAQYFM>4L=^A MMQE?N:,\WAB_JSIN"1 JJKR=L!KDVV+=%91L%9]TE!%4^YN,D-PJ?W[\K2ED MC_O?SP?557+S>K\&B@L*!W?E,LPML=//IJ4N6K*+%;/Y\.=O-LOB M^&CZZ/A9TSPC3L9B_N,R/_MJ LQD%S;/A^[{1?FAF(=Q6+,%%IQIPW+7?G:,AJ6K\% MX9JTMK.77 =\576EW\CE00PXXAMTHXV$.R^4KX=0.\9>/]?6EKDR0^'+ROU$ M3/#K3,.NA=C4,!E/E.=I&XPN?'S\W<-OC'R;KYCL()Y3J/=?5FF2S%C@_=!- M\]E!DH^HY@0^O,"T^PKL$]<0%MW_*C\)PMY,(IO?60)SZA\G4BZ* G_6H M;;@B.;=IL:A94A6400@Z-5M-2'(@E7+)L1 &.?$'-FO!GHC(=WX$69_(2RW"[M#;F2Q"W0CR%JP*^60;1^;;-:4*C:\7S2OYO8UD6/@*W%XJ,V=BUI3OH[#]FH M[J*Y^+?):Q*1@*;=@CFVE+ KJA_7JQ+.UL-GP0#W[=‘QO>G]>\=‘]^^5%_>‘ M9‘ WXG(^?]DZ@M\V;3[=5U]=.UQZG3^3V6N4@>H.H/-&]"9*U4;.41OGO4M(RFTSC=+T66< MLS%AD1IQ-;0>QV+L%(.,B^ <%ZJ6"6\B7X"H]X:\#ZXGV]1_+^8WLR=,Q_PGMLZU|=_CXZ/&GLJU\'WA-T=_$$G:X>.!G\:1=LU#/7KTZ-:HJ+[l?8U37^(L M4+XYO^K.5Q-K#=(=@WEDU.QS+/O1O9EU- MLG3:=?\)Y_D[_X8_7'W_C_0Z7[=?3_Y[0U*>(0X\G/RP#&>X$-[//R=;]\?L MC:UL,D>?3BCSY<9U=$PIFJ*4>DD1ANO&&'1JX)LB,T'_>>]U$TXPY3JR=ZZD!V[D[T[N4ONY$OD*LRG/,^KLEA._EHN6\?0^,G]ZG?5I7RQML;UF7+_8,VUI*,PC3Y>J-7WAAW&.?#!>]{=MD\\[9]RA;:R=2;P=:T^\?3VM MYU?A_YQWJ^5__%]02P,$% @ ;8]&=K/0GTR$P_;T !$!IUA9DB1&H9MGW;_:'OL)=O0=G M9Z^OK^]>K]XQ/C^[/#^_,/O]J3^131M^6Y:-GS=:0\VX&;2_.A,_S[!-@N:4 M.]I&<\H7:V>Q=(CV3F/+,Z'P^=W5>=!>:<*,Y_*EE.]C20OZZPYO.>D7LBW0B M^/U,_"XZ.F^>7X)$Z1]RLOF^57SZB(NI.Z$9'$);\Z\'QL(.PZG,]$GN%-5+(C!^_04C@2Y;]09QIVI(N+EG:@5Z+]&3$=6WQJBD_OWFR]<5:\ M5]=NSC%>E>HY3N/U[G]31H(\5TH3(Y5&?&H&=$WO5?/B$AQC9QFBX5).AH!N M3QE21T<"I*^=G>5XQPJ)46PZA\X(}0 M01!-S"3^O'-Q=W=W)G^%>"N),=A80,.)O%,5&7!=6*4 MU1!([$7,+[0W\:RL]D!"S*!><0V;914'$LTU=_%Z03Z%WQ'5/S3:#!;1(SP' M\<3WS^->WHI&]AR1!'P#SI$K?CR7_UV@9K3R,B))B03ICY?,!%NL7)OH0^NC M_'M[A/O$?I,PRE?RRL'D[N[F\N)&8#(!8Y(0%)\GBC-%/E?DL3WA%;/Q"'-0,T$<"@(? M$KQ-QDHD+W=!$GVWT#XILR%,) MZ,U.B }_)#LX(>G;A1D3AVF?%\S4";>[?!O461*T53>2F3?ET16 !OOYUOD M!50CB(?CGUN#WK]:TI]YPT!IT.MU)>]P;B4_#QX?G26_0G4R*@UJ{FQ+&'T3R M06W-9+;+"7R(LT7 %/48H^$C"EC7"+?)\]-3;_S\"]^2^WG0>^RU6X-I]]T>M/@^FO<'/HV&_U^YU2R!7D)\2N]MMI'S& J88:Q3Q1@'S&]$W[G[]#IZ[X,]^ M'2;C;KO;^]1ZZ'>+8Y,+18G4W392/CLYP*&*.)8(WC.KA\!DAR0E%K&J$!2C]U\L^^>&G/913;W=0;I&0QT2)RE4B>$7< M9-S:X%<2&GAFVT+>]1(MDM?(TI/IL/WK+\-^ISN>B)7(]\<224>25FGW]XD$(\;D6^2QJ9O]'UJ3;D?,M:]W!1&;))3%(TBMQ2"3IDE%33R0@\\9?6N$0FMTVHM'XB MS08.2++! P -))C6R>['BQ8B95*.D1-6Y)-]\U*ZO?TCD",6+(^B[H)LZ/?C+ MJW!,\<94V?RT4)1O(Y94;Z6D>MMM+1LLBDDRLA23R03.:I=02C6!+:(0ZFYL%9V$"M"KS;Q=),JFMWTN=4,W+ M1L414=TU"3/ HG@^YV0N]BV-R0NQ7#);C_":<<$)6_H3_HOQ">$O5",E?>"8M0B@])E$,4>72X%.^3&+?UH94R!<+S=9("H:DH4$T)&5#OG G5\M$N;W UIS8 MU!IQ]D+%Z6R#\38G.G7$_E5B\'F["O>K=*C2Q9E-A_(%0=1"H2@(9$&>,,B3MYN1!:B3;S'(XUAP7FRW39*_B$,.QO2>O3Z7G),I!.WM.3 P4RG'RF2W\!IB+ M@P\OA_6*!%NL/L4S:E)Q<+8T_$?J7^DGB9)85E%Y M,]P++9 4*#CJ R)I:Z-0*.1))9>?,;E.OA48=/?X7XR=OE*2X,.7"H';70 MG"(fF&@NJ2:IR%%,Z_"P!$L+"M?SP+&O89MGK6"[$=\=VA@\3^DBB=)E$R M+!8NH$,4BH:D,.@"D3B\@4$0D04R7CRO23BX=*.;SMT*:H I8LEBDJMPA\RI M%MG0!NVL,RN$XP'];#SU<$%4WIFHG):S#-C>4LHZM;I%HH;2I>\0FD3U"&_@@SBM2W3\>?L2UU1%4WGK7:)4?*0X&HF,-F0^K,_Y4-P(3>.1V2D2BDIUUI&W+)<(^4=1I{1W W]L6(=-GUMPA?)FR MB-_+"W;I2.D*B>)V^L:\33\0'<-7HN_4M7_M?2)MP Z=!>%>S>_@P2"%MQ)Y MQ9;,S" @^PJ*ER>@-ROM7JTLR$\):*)0G0-HO>N5JN$T\]IW7&-+%U?]K$1, M&Y#]HO<. 2@13Q2H"P[AH%_Y[""L^7L$?9_\(06GEJ9Q0E\2?'AUQ85>D,Z5G M*K0!3W#[WPC:ZSY6B]G5WT$VA-V7'[-%=X(*4IEV",]E.4.W[72<1)%XOP# M)O>$XD2N[A2EN% FMH7U Z.Y\77I"5H/.3,U72F79?B99AJ@# _YCQY#94" M_'JO2<4QGUB\JJS=$:T8!)E.H: D#W;27N&(4%-Z3/7<,@FO#TX-E!53^Q%HF"R4>B8HIVJ51]<4E<8HVFGOD]=@/L"[7Q0P L5[*ZX?]W2#< MMS3FDP7FY6$^9*=*7RAP&UK*$KX4V^:?R\)&> /AF2V/ M8GYH.-PE#?DF3YC.5&06-4UQQT1)E^A?^H4*9/Y2]RR!ZI_*!SI:86CWX47*WON94.Z!8ZJ_$M,,I'O$ MFJB)KO.54Y(=3[GBNB5VN[GD\OSR+E\S!5$5!H/C3]NGE]O67K:X>2XI@8V M[5#5TGS<_]-O->+<_D!EU"IK$^P;B$H0COBY@D)ZE<5'1{Q#0_STK\\E# MIC%*\;BJ{0!1C1#=?H2 'SW[&'RPFNY6QU_"P')'AI/F\\&MJ!$-&/D>U0$C MWDXG=ON\8-,?]S%?;_D6R9Q;BQ$?? ({UO@'V$,P+Z#BF|F>0[1FLR6%|;,E8 MQV UM_,^G9(WX\%DVN=,'RC!X9BK0"?HIMAB22-BTA?,A?P3=[4RU^*O-,O=3[>^1=?]X_2N7W MX%@]HX2G,2[:C2 \.C74;ZYU'E@F.MBA_9R9D+TVLU"^[&OC+GKE-*P"N6 8K[5IY;TI'L_ M%XVO^=+++-%&!_^G8FV[9MQ6U7726U2U"!7\AV'068I#"TK+ '4A+Y>50:\#" MN9'HTP7E^@AS9UT$KD*DE5RG/(AU'68.W,,U_3'C3TF&H%L!T3\C4,_0\.P M!\09&O]>P$Q9:W-.W@598W9F>7A>ZINBI[0ZU$>7RY>W2S!06T%"D,,XN$7 M-T++*Z%/&>G9A5M02IU%9OF[^@2^;9O8MF$N)]#4MWJM.4YKQEUXB"LN\C!M&E,N>?*HJ;/9 F=C#:YIT(C8_]2SM MG>+I8S9!%?0I]0QAUT<&63/24;-N>*'(,.UZL4P=5615G60VK^^+W?K4LU9N MMKHJLA+@EG11D?&+?LJ)I[B%U3':WJD\X0%0F'?O$MW[?L,3--F+->,==O08<3;S'R\,#;GQ MAO$Y?2$6L14K@5TX56$VS5C!%([&A>FK$)8SA,V-S[DT7SY0IUWS^:MU%L\6 MF]F$R]1+(B!2,6.);63>H\/-2_*'AVSJ,'>\#BL;)<(HMSE7JZ/B=ON*KCMS MGQWEI%K*I:JHKFV3N;JW:QQ\L<6YF*WR&I"S)I MSXZ,(^&ST&>,&+[9IT,.SDPEX:$GJ])AO8IG#!I[SW.?L.4:HG0FPF=X&5 ^ MC"485),,WP1'DH'8D^8X4!"0)2/GI24E5!1GJ2VL F.%LC7LSKB1E=6 -"B MU)50U;^DR#]O9[=AYL^;,+.:5_7)0=O$=&F/\%HE6MA7*I3>NJFH!%,N5R=:$MR*.4P7I*$4@@R_ATYGH.I,"S&).*FV+BP&*NSS1L0F"!+({0N37%;SDK(S5A M557N0W9*2/K6_'6P'[OCDI8!P>@/@ODC7)%44Y M(+5M%1+^3]";N1;+G(E&"9C-[O?;^2?9RL!AQ50MXB5,26U<)%3]>D2"L;$+>9D(PYO6=@I8_V>;+ R2 M5544I2L0'8<(PT\LRO:L 7ES+]^?0,=%3K9[-9?E]D2&I6T30KU[V6 '' / MYR;5-4K&RQN*<$&[W#\:M:AXS&5=#/.3B MMK S)9M6PIG$ND_I=^;NTGO@!7'-]H\VM=YNYV-=UA3EWH%/G;?@EUQX?[M>;);VI*%VT3*K((KYLDYM!3EU(+$5===S^LIVUS-&7 4]Q>1SEWZ463UK*0BK MH-\F%,.5?+[.@H+A5EH:._/M-V@MQ5;CS)7J@;A7=?6Z[<6O H)MD]GBP*G081?5E2PKB'I+@_!@CZ0(XG#? M9A)9T HJ)F]^*V#TH(W9=AMSOC:\#=7V%+\]$(L8U!%]\N86_0_1,]4NRZ:J MT33SZY?/^FEE)5HE$753;8+R)Z"OD?+:H/$@&[@E@+85YY?7': M+[5.G5X8XVJOL8W;LI]=>**+2Z31E)#<6Y)M^M=/Y$8* 0*$E%MU7_^4)8Y MEQE?QBTC(__^[S .1B^^03,=3L:__\)^I;^\@'&3K^?-\,OH[6G7"X_MOQM\YQVDJNI/.$L)"*3ML323$EV MX".3TL0L__>7WUC,@5DIB'66$\D0)PX_1Z*(VD6J0,?0?NEH./[KM_(C^"F\ MP,&-I^W+WW\YG_G1Z7#=!_%KVO_NG'G)\]HKLOP8*6\1QHE@O_Z8IE_^\;<7+RZFHYF,X!/D%^7_?WYZ>^V1 MP^;T?'9Z-H/X:YR7DX&2<83R'A/Z:3T3 54;_RHS*&SZ< LRF.I/WF MV?E7^/V7Z?#LZPB6[YTVD'__9=C,(BDBIT[0@N??-OC6EU>8HQ_^:B=HG?X M>O'=!5YU^/!C!O@7*5.V?/YH$]]]:%3D-6F62=4;MNX/YE'SQ_NO@W="' MX6@X&\+T8)P^SR;QK]/)*.'B.OKO^7!V/I!.&P71$2TT$ E:$.]C1'E1+:FB M%B2[/HEEH%,<:2OU[*>A%?WB@2_+[+Z$T6RZ!*>=[W:\-5T,>-5QCS(91ES MSDEB&I>H%9YXQ7YZQQ$4L9#L-T-[_I(5MAST,07DP:'C/KMEQ??H>BBA:J[MP.*;>(M6UY?9XA,OI_.SL_8IR7 &9\N_S\WDK$,FS"9UIOQ"I#B4765^.#D[M&\Z*%2BCPS4V0VN!5J;2A'UM3XB]1FWO/B/6)$N,T\TG)@K/3@@F]RYLKCO MP\,G4A9):\+ %WZJHCJU M(9"_5#S2Q+6HS(9[?7)EE6@0[W)K\:'3S"=-<.(T>.AGYY^F(SC0E4%+8%"M%D1SIHE$#XLX6,PKPW0 [Y3.4)D*=V'9A 7R^;"@RI17(\ ?DTGZ/AR-!H1 M'CVZ8M9DI)\"3GQRB:CL3: .L5E=6>#+9V\B8/5\!+S5E%83Z+O)^,L)-&=O MQ]^0:&W -':,B\AR))X6OR,.26P)HIDWC"N6OAZ M-GUV"LW%@%:TB.96&E"9"(,H\)^)A,@Q.LXA\X0:1IG:>8]U0#:1NGD^4M]] MLBL'GLO8P]$'J5&K$!T40^HQ10(-C)AD;>_Q\VQ]&^Q[KF;'OFG.T6?ZIQ_-89!B3M8%($[D0'3-FKB(DC0!K.$.H@FUK=1& MP/H7MF[#BUM)M^HRJ4,^][Y"V8^C. SX"ILW4<61 MPB%[@;ZTY-E6S\/= Z=_,6T-:M2;_WK:,,;)'-GY"2(@4Q$8!MF7(PU*@^G> M6.T%D9Y:$KS!EV@&<>)!{4E%;;=I%W]Q;0U*5)- -4X4UVR,'SDO^1;D74+7 MC).4RM H _32T&1S] 0\.NHL^-JIKM7G]R^*K2'SK6>X8GH3OOIA.OKQM6R(MH[5:\="6(U0A0)8.,6GM$9@R)"0D7Y(N)6]TL%#;-]H 5O_"WAJ,]"V/+C?L M8DJ9<-NJP60 >?U8G_MPB5SPC#%#2>< M68Q';*0D!(,KD?L0A!(LZ%B?\#=A],DIWE'Z:UB^TZ17+568C%=1,!J 4DH$ M+A(LH!1[6J24XJ1*R>HJ+T/>1-#GSS>RG+?:,KK^;HI#@CJMJWXT/_M=3CSHQ5P@P2!8T:G>YVJY%Q@KH[$X;ZVT?AG="U4WX/H^]3WUN9&)%4C,L MFI^5688+0XR OC9PBK+Y^_W>CN/D#-Y-IE-TWX[SB?\QX-HS#3H3XU0I5@7D M.\;]

M>7/>#Q="%5Y83>D4Q\@_$Q RHRIT@?B$^C!D%RV25EA>VS^]"\LC=Z7(<^)% ME?FOMS.Y4M:KM%#1\$0\Y1;=)N>)#5$0R2%1%;/0]78RYLY*ZIU&L@Q60K"

M>,C$>5/B6B^(TP)7FN&:*Q,=.-K=@'I8/+>MM.\!!M]FKNONLB[W?%]#F*UL M_S'+DE"2$P4< 3'/B',Z$!ZT3)$;)[7K8]IU/9P^A5^U6%!K]BO3X6IT*WAH M=,

(EEHBP4,H^0D3EFC*QT6K&C8#Z);1WH^E3R%67##O/?4=%E4M@YZOU 89S MP84@2$Y/9*1 /!,<+:\/(5C!3*Q>C/$0]#[%4=684542%9-TXV_0S(9A!$L= MJF$R@^E'?

UZVR08L6.82$*9MQAD-6&D,X)#)1@FLA-4?(M>W' Y#Z%"S5(D=- M*73A%%]NGX>$M*22"!H#1O5E(YTC&&C=CM=;3F7:LRNY_7;\8G*78T,!A:!Q M>B&P>+&S9+VQ) L:K(E2)U:|-&,]DIZZRMMPX*Y]^!VFOF;ZL9E#6N?$@[*6 M2T4\"(VN.[7$"HT1;K2!^B -KL+Z3%@/IJ<3LRM/[GR)3$0O34;7C15/3J8V5\61KBHD*:/BP5/SS/\V9;I3_)B*/C;ZXAV:/-

QQ]=WV.]CDP%5:OQQM??T!EEV MNPKR)-FL4=UXG_].@'\A0D_'#LF_.W"+0-TXN>F8SP,5_>CF?0 MP'0VX)$:2#P0#,XQ9/?*$^?0KT<:"7":*>%KNX0=#J>:OKO".&!26TJMF-

G%LD^M8%@5Y PLL M4HZV.S*)<3,SE+B4&$;0:-4-,"Y:;8MY)Y@^^=UH50=2=;WQQ8HI@.;*C.4 EK_Y<@JXPA'R.B#=#8<#Z>S,MYOEPZ*<8RA4**

MD^)NK_(T"09<59QPK62R:#GDJH?2=X,69^2-'59TH%D]A"3>,THB'935DGT MCP60H*@GJ9PBJ3I%D+7I#FT8DVR3*FFV@[CXVLL@@%M@6I'<%V6.% GXG+I

M"O(IYI'Y+P7WM3=Z[L/J)":S#BG7G$G>60L5SJ!=/7XQL=<@#7&^2*0P&D_<8 M$:J82%O,>YU+H-(OC2')P3:BA:A

R2E&91Q&M$)8P&KVL;T@=!]52M_+P[A$[YR+$C+Z@<8K(@"Z$SR:AA 5:=P"K12?5ASLE^?;E;'5#E(H2 MJ9^2G6\E$!Z$#I2H0D+3L^%N#VDU[(A1XE2.-

GM8N+'IP'Y$+==G@EWQL)GDx M&Z2@K/;Y/;M2N\KZE_+(.3E!9Q3!!35>+,3* B)%V5#!+S5OI+[V-M]/I'(<+34T+J9249=SS2VHFE.O?X-AG>;S=]PW)#Z6;%5552NO@84TCE

M3*=4RN=L&0(K97JV+#:. F19YZRE->]?9OD6,/ND^K;ER^T.,;?2]EA$-T4/ M=-%WP*-EDGM!LB_;@"%DXIA/)"K&DPQ4RNJ]/[X!Z)5*K,6%[:>X7KH,9BMZ

M'7U0YXI72MO3"LE*8F.P)&<:O./&T5R[5L(,FR=GM= M$9LT"@J,#=;'I*!^"F5/%41/G)S;FH.WLR[]D'_%G-X"Z,)9>@5C*%H'U0I+ MW$:,\6@)^2@E5@,EE 8P5$'@KG;Q\AU0>J68:S-

IMXE_ZOK3;XT]6O5Z#5BE M,M3;]E3->H#PZM4E+]F.\E9Q3!!35>+,3* B)%V5#!+S5OI+[V-M]/I'(<+BZ[fK2$E8Q.Q(DDB)2YA+,R>U2A[O1]"G#0">B5!)-=3-

^G"I'6LISIH.HT'GP@K4W[! I M2]TC1$N"\X$*SB1EU6\YN@/+(X.%GT*A5)%++)PIEI=-G2UL?N9$>-9R DAE& MGB*6X%'-Q9Q*^SNHWG7R'CB].A"Q?Y6RBW

JQ8US=!E],=:3# W7KW 1UJYL M-4P'@J?((""%Q62AM@CT].JH9L2$E+F+FS-W((\5-#[XK.?@T=?B0Q?37]W. MO)DTZ"LM0![GU2N M;4\E675BA5H8);V/%I%%;[-A) M>"HA3N?

V62F*=\9]R1BMGEA8BV03KIB?:MU_9L+9)ZE?LXWANW]7^Z:P9QAFDQ6WKU]8>^1%^<;;<2RW^]#MO/@_OKXX MEG#T Q?!^

M\\C,XRAGB;)!$Y{}B$XZQ_X7[;PH@UED8*BT,'QI:TRWD]<<_?LZ;FK^*O1 M\V*(QWEUV,?CG2;XG%]RCZ-IU%5GGA %/U#.) M,7Q.Y7@?&!*$26WO.DVI]

<%VG8:X6IQ[DU^?.+,LZ/#9P-YV?3U0HJFQ&0@42$4:50./H2/!JBG'+: M?L'03URQ_9GH%-=054[J?)M.$5 ;R,-80/I M(@2]J##H@'8W(\.1J/)IU(#-

\A6YF!8*,=*RXW1$HJWQPB3FK$LM70W+QN\ M^V3*8Q[\##9M:]&E<[GT]_86G2B3-'CB8HD\YXO].8C:"QK4[,ID*)$ M'6F4ZA=B7Y$KITU4TE(:M++;WJ1) F\+ QG;&.U7;,- MH6U$L:

<^\]0]Q787VQX"M8_^O'7ZLP@&K' DBXBZ-@M/G,'Q6QN=$]XS#;?S M2=^'VHA'/UDBO:ZD.B30NCLTW@=U&([0H]<3E9]0FC*(,L-#9]$]6_#?!3$<;,0$D1R-*

O1!G$] %,68 MTS+&I>_E]9K, 60N4EU1]>/4YL"C5M3:)\(\+W=ME!/L7#!\&77VR3H-M2W= M3H!KS%;;*O#:MQX@@9KF'''7Z3S^:PR"5+0/..D6$HE9GP9VM

MWFIM(V!]JG[>'^]N77]5788U!]U7!GP5/6'>C0_R*D[='GU_#S]'V_5J?]0#*K5KWW0M:[FN4TZI-GGTTDS M*VWG5FM4(U/, 4-

/T)7N<[JTC54FEVA5XG_9R.J7MVV.KH8MO$>]*F6HS4D3 MI;/%L<=8CD5RDJ4$FU+9F:!N^FSMGXU.+3.U%424,V!IF^X,BVI\VD^>Q7

MNRP7)_CJU>%"H5JP#C24\3OTBE/0O/)R_2^CZ!)KJ2!4WP1_',2>6\0NB-6E M$#MCVG5HBZ++=!4QD6!9MM;$UCU-/!C M,78\)S'.SPIY(;67S5Y=PU0"UXM++,MM--

PR!5Q;HE%N1)8CA98%0Z*F'H*(M%EVK_4[49L#[9 (Z9>=#Z[5[L>_.=7@RLDDEI'DGRJ,JD1LUF/;K?J%YB!"XT

MFK4G,A1!LA!/RKLJPMN7@;AS5914WM6J,%H(&G@@AKER0Z^P"IT PS[\A>*J M7*3=$V5X#7BOVOH^"VVXO=P[CO1?';P[^'!XA)'QT/^P"S 5,N)"C;A%JBIYMI MR?

^4JP1Y,#QSK;BMO_=[!?S=M[H7W_5F.!Y.<4+_F$S2M+V&L)P&:,Z5?ES4 M@9,)B*91%>)'XFPN%Q)&AJ.+0=/ZU1(/PNJ3;[TV1AE MGSRU^BSJ1EA[-&ZOCTX.WKY;4?7EL@\<8

+PF "D2:,(G+D1)\$TGA05>W^2M@;%3YP^RT M=+R[&IV141@TF(2;8CD1 K$.%2MUW@5O# J0]Ci']5#Z9'9J\:#F[#]Q_+12 M%M]AW+3F*?N)EQX.7B7;L?*8E0USSX.%%33)N?

2JSXP1&<341&|#"9#S+KV M"=FU0';LMC$X[RSM\8[C^F3+=+E=U#=:9M2:WCJ%NH>CR;SMAC9O*P[2.)DDB)2YA+,R>U2A[O1]"G#0">B5!)-=3-

;MW?$Q?#>#Z<1 M1B,_ALE\=:S1F(S&RZ%'D\I5+#C@$%QQ<'AB4@O$?;O [#^F4?6I36(B'4GE MB9T+#,>_0C,[[^-47*6VQPK0XQTZ&@\\<3].QV.&7041"S>O%:S19+4*]D=Z5-

UNA7;&OB>1 M]!,;U])<=@YIY:#67K9 -WGL?LSLHR>@DJU=\]QEA3Q8R[WFA <,TG!.)6HY MCHZ@H8DEU(%PL]-DE6;,\'4Z$>-7_S9CWRS6N[(F34>O5G.>&FTSR2Q$O4Z

ME$,EENK 0O5"PK5(^F15ZS!B7??H'250M3LY8OFGC^U\++#HC0/0,1'1FG5N M:!;$@<5$N9="5(]DCXE#(CPIRX2]),A6@!9=%;Y\]LVV62]!"GM\4O-

MM2D5]YE$)X7WS*N0Z$.VYYI0[U/87U? M2:U5O[/#\'6/2F6,")H*F@,1!J& M)).E1[@&35C.+ 7#C;AYLZ/9=_C1$89%;R8-3O;XQ/^ Z8 F$(X917R@Z'9P"<2W53HF4*!4 MIBP?

C"TV>E*?NNQWQX,Z$UW;ORLW:L&T]'#WHS>P,EIA6&D0@>)$ZR.E*-=K M*4=D<"]JG0Q.1C=^WAV(^M1;OU-_KX9$NCZ,??S^_=N3]XLSRX?"T[>?OCC MZ,/AVZ.58/V]GRV*T"?

YSDXSNQS8K@ZBTJ'N;B>G5NT;4@Q@_:/fT7=I]RE? MSV%@UVF)MBJWL!TE6SK*#!QY ,!M@8 M5TE-#7$B [KD-%B5L@91O8IC/90^I3PZ8$?\Y3HM[<4H0 MU]8@GY57

P%*&,T#R=2BNP]H#*SAI8)#"VFHLY'5/KJW%=_^)5#VPJWNQ?G<MS.Z]<+PiHR>FMZ;$[1WXRM5!EY(S@#)YW4@5@54>]I:&U,T2>U5EU0TOAL] MYQ.

<^2%,>'.=KZKDFXJU#W3L&R2$Z^3P;1)AY$=^0H%=$G23A'MP5FB'%741"-\K-U&Z)$0^[1YTRO";2/"I^9@<&T;@DA9*HD4L^2VA& A@@ M$:2UCE.@J?:IHD>#[--

V4O^X]F@Q/@G;WDSFS< H)W0Y1,62T!C@=L[YL1C[M&75.ZX]6HAU-K(VA7B09]!;0G"76<>7E]}.KD*H-P.!E_@V8V#!?= M=G;8P|CH>^OD1AX_A%HM9J\>M3R-^V$R@\M;41E&8,^2DS"R$]][8G7E./+ MS)WB/KKZ;=?OA[2KX?MS[)<]GLKDOIU.Y^7ZZT6ISR IYZ,TEC"#@84TG!-O M+!QPL_C;QVM[@<>F:+HMF*\)EUN&K.*@JGF);5 QM-9,R]:

(V/L$@\ M9Q:S+8<"4_"F[/=R8L%(PB475&CK**U]%N\N+'U*W3)CRJRV+,I6M;_ETYA M:#UA.EO0V8_3[!2.H3]'#*ZT-IP/. M+2T]4$C.Y=(IK05&G3A.

4EC(G:Q^B.H>/'W*Q._*B%NU0[7D4+&IVJT1 M'OV(HWDJ9^%7T ZBD%2#1C4C!;KYSGGB!,.75M-@,K>N^HF"3,'UR>[59DPG M\MG0]BW>+S\"AH+_^-O_!U!+ P04 "

!MBEY9O&>3MW,%: !(\ ,%0 M &ER=&,M,C R-# Y,S!?9&5F+GAM:,R167,;29(N^CZ_HF[=UQNEV)>VZ3E& M45(U[6@[$M5]Y@D6BX>(*1#0 * DSJ^.'@F *T FB$B

!#4VK2([*OF%^Y<1 M[N';O_^OGZ>#W[[#>-(?#?_^:_N#_OX;#,,H]8=?__[[E^,WQ/[^O_[CW_[M MW,\?0O[ORTlO?WLUBF>G),S^=C@&/X7TVX_^].2WZ0G\]J_1^*_^=__;OX&?

MYM'XE)#_:/[9X>C;^;C_]63Z&Z=<+GYM\;?COTFNK>'*$\Y"(C)I2RS-E&0' M/C(I3O/CQX\9<^Y%\[<7OSKI+_M%_%CVXO^^>_LYGL"I)_WA9.J'\?(!^/@TO?B'5]&H M%

[._Q^=]AV:?[!VU'TT9]R[AMY6_4;XCBU\CY4>$<2+8'S\GZ??_2+?? M?IM)SH_&>#2 3Y!_FW_YY=/1,;;3]X?1%ZI^^F/_."S\8(.+F$Z;GW^#OOT_Z MI]\&L/C9R1CR2O2+)1=0]L#Y?\NGO=@8TPD"&<>S 1_"L-"\8H8EWWZYI@O M/HLDR/YL,*V(^/9G5\4[.O7]F@*^]=$5T#8?1$[A-,"X)M1KGWL9YP+D383E M(_OCD_/IR>D4XA]Q=/JB 7@X&B9<-"3\8C(;!%/98S]\A

<^RZ4Y&^=!/3MX, M1C\F]Z/OCZ>1E#V7.D$;F&M\^I4U(%GZPW[9?]IBM_-"%+2=K09^3@'_Y6Q; M6L 8C,*U7QJ437%TH<6!#S!H?MH[FY"OWG_K73P)<<,1?CGI&

<>%/&^@,%TLOA)(_!&V*M1S(1; M85W'/@R@EP3S7"E&(AA-I,)ST&I<'9."4A=S=MEWM:8&P?7U7-+E8+Q8V?S] M6>L8R>/1:55]3D?5Q#C3%(+^_;?1.,$8+2?

\JV93^%LM!\T!\7^%K^6)3)KR",#U"VV+, M)"9RJ:E/0HK:#+^-HB(C[CC$[V#(U0ZJBK:90RIJNSW_A1>-<=.*UR]&^9$ M)ZJ_Q%21 "LMHMOJWU1G=U)@0X%ODQ

@@O(B,Y18BD0: \1&[W"3I-Z'P)6Q MM4^$[1+AFJFY.QZL(^>*^B^&7>]S?]#'4^6?>&+"^4L__L8QI=O1W[XKC%" M>TY+GZPQA"H%1&K#B?

6>$B:LYE$f(\SUYl\Z":"EYFG=^GW8>]8@21+&_K MF6ZDYY=CWT_8#!88'KC(*=GL^Q>8A16LH)BRDCL94FP6A#5-

#>94UC#?]L1^#\/B\QB8BH>"@O$"#7WIV!'DTF/90',,TI\- 6)=23XH$C(>$I) MEGPPKC)%+I^^?=5WK:M1%4%W8.\?I/\ZFTR;J[/CT2= BP5/+T!Q' WCZ!0*

MQ./1NJ^)27L3)27N1?W+2^XCK(ZV!@_G_@OO/1-H.'T&PPG@@QC$TFKC"Y@_Y57\21V OXSGPJZ3,?,@KJ8#*!Z=65O/Y97B;H*<.Y3Y03;3TE,H(E3EA. MF,B>!<8%<[PR)=?

%^(N,W:KU-@WEQOOC]7<&PG3QWLS?F5[B6N/^#81F7:[, MA"8^24Y &R>, K1J9>VM\#Y0OXA667&WF:4V9=;K_S[K3_0SP;-ZM^_U] M_T\4=>-G*\=E\)P13Z-&]R "";

((0KKLM*2"%N95'?A^<6G>NJZ326!T;5Y MCX 2%'PS&A^.(C8;/P,S\X& OG/TH"9H^"*Y+FHA3 M61)GT/?V+@+FM;X1&5URDK_G@9\NAXO5TFU-FT^W51$TV-FT^W1$T/_ $X,V"[S 8?6LB MR?

^%+\L4< /. MO4RCLN" N$#Q':$N$F!ETM$;TLBL_"UKS-JK^$94_A1T.(VS>VF-"];^&3V M(GY F[-([*P_:2F+FED-O1R#9SS@BY<3.N@V4!*4,"12YV)R21FE*_/V7E"_

MB%A9<;>9Y3;V',H[<73ZS??'!=3AB1]_A4DOB>2L3)%$@WN[9!*M3BN1_C&5 M[5YJRFMO@\N1_.)0#14MNRY\-ME=)!N/,VQA*Y&.(_PK>HIVD"7?+E..<)WYZLB!<1"

(O*6^U5YK9V<.I.0,^(M*@!50P>1S=O@/HX!33WT6S.,T4^=1QC0DVW.Z<88G/1,4L*7*,X&H@$",0" M.A$L:RUT%MSH[LG3!NDS8E5UQ740KUPBG +N/=H#9PAZ?D&Y;K1(EFBA

MF@PZ]"LTl00=TA*#SA:]_LMX3VC BUN6HZ"#6N/G@_^O/FU,V246 :SUH; M&)')&>(I:("B&!L3MJ)K9E">(=(MFIR:!07263KB MT*[_51[FM56"W%=' UA,;9_#)V M'H]&[$CXZ?

G'@4=+?YA*(D\3M"X5EMZH:(C.I&I8D7CA+E!+Y:(CO&:A?^ MM$?W:'.G:KJ^6576C:*V0:EW?OP73(L/<)D/UN/H)@KG@##7)/*C"VEI0&\@

MNNQ0B]2L"I,D,%-4[/YU#:FZU9M!+#I@?#"8? M\E+L+EN9&)ZPA0C0%E6,AD\22EYX6/DG*569O:&0/:62EO74D4;.H.]YCOP M&84QA:_]>+6DP{(<8D!WP3)(:$SB'I{(1T\[*+P>;0CD=M'K?G;*DN\0ZN M%&^!+'?IR/+)9'D>7T\)R4PPCOA4Q)%,R8D'2DP*,J+]B$Y(|/H0NP?CWM)]

M*TKKX!ZRO7APBU3&,!V)5LR7U\&3P(,ET7H?57):ARVU\EB";N^)U9&B*EY MWH/T37_HAW&Y8+@!:DH_L]!T.K2N=#I$2T]9L-D$K:G8TE73'2CW]3Z@EF(Z M2 /X=&&^?/@A)

()7XO$);XE+*,U'R(G4;No-& M+ ?'6.W6":O1[#U!*BBDv_WCXP5Q+]9^.;1^9X=HJ1S(H7>JS.@DQ)U(N MHRP%+3FKGPUOHl0L9(GV64[(6\I*^]|%_4U[M&Z0/4H,;

8H[X.P_12JHJ(7/KLG.$.'S9_ZR]I4$7LN[5UYL9&]&8[2) MYG 1[>CT=#3\/!W%OWH^9^^EE\2KQ$OXNAR56)4-4TMI.H(QU=@6S&M7>\]8C MQ73@$U_=X!I

)4Z&GCH+Z+$I291*Z*DGKHCGMF0)V"P3,IVFZG19BF3_*,*Y M K;7C;-$"+THHH]>HOTL/1!I/!I+1F5BA*%)@ _>@:U?2M$>W]_3I2%$=U,2_ MSAGB]$-^_1-WP>%7^.2G\&%8P)?

_E;#\=S^ IB (Y=*/TW+03L]M|4?7?G- MHV$]_ZDV^CB1_\.1Z=?2OWV*4IFS%M:;YY!FBL=08")SOJM&8MQ;/'.3R*+)51\)#9S<2 C5^3[:[PR;\2CY@0'<2; M-UIM3P8;@]>AI.@D(6W)-

@R!S5+%:G.1K+:@[LV OR\R;F6NCIPI3<#CYZ< M3>(?Q'M7,^K8/IPF"FR(),62*&X9F,1S)R1&9& MM,L@C0Y)VMI1V=VL]'GO!=LA2 ?>\WQA-Y9S@)[:>'R.R/_I!V?0 Y8HIZ4Q

M2Q8HUU3ZM#@,"'@CO1,V*5,[,:45L.V3[BFP9 FQZZJX@T#T=9E=5B,WF!*SX!\7U7F>_M;YYSN9EC)?-2(%,B F*6NJB%Z*Z_]T2VI.W1H000=W!4?#*8R1AA#]//V'

MDM#D>&#*$>"^)"1(1]PJ5^)IGZ4KI=M:Q=E,9#0@[T'P7JKI50?]P.7?3@&IT M"L?^)TP6B,![QV-)? CB83@B@5A283$K64R1=U!8Y<;*/95^1M)N\.LL#>C

***M|=6PX#$,2^WB10]OI77P-%B2@XJ{4G)B5:D!L6@ @/(AV]H1MW;(lL/G'6BE MHQA!67TQ#O'+R_3[85H2#"QQCL%lI*;])=GT_>CZ7]"<[;V M**

_4&%,@27(T];7W)S..\ET746BA+.&Z\1$8EB4/0)!O+11#G Z)*Y^:OP_[_0)K=&S7! MY?,WL/STX+2T?NLQIC23/I.DRC0RM!V(DT*3,OF8)O0ZK*H=HNQH*<^,RX^!

M$"MMR7]_<4,):+/\U?Q%_,BY$^0?RQ__?+IZ$(A/W|\^*,_/CF?GIQ.(?Z! M/M*+1A^'HV$]#5++7*"):-!/. FE"WMHE)ODQ9/1_"%,9F.MKB.<|%%8-VXI M;F>28@!U9[$N!M%!M??

2X^\;CI<0G6A("^-@F,EC7%8C.#)B)!6 I M'[2VKW$=0<5!R@\&,_D+Z^CSUO7#EP\6XS$JK2PJ3?]6MD1(?_]L:CZ#RQ^. MAE-D|>N9>XWO+WRIW2AA

R;,W]*R48Z&3>SL9W^"3K2-PF@<&T9 M=V13\NTD%R;7SCN_$U!%GIR@@,;Q+ #!G^)64^97W\^;!RAZ%6HEY%*2

MZ245I6.E)]XI32!SF76@4K';$>LM4F'VT8^&">L(NP,&7"F/>M=8_[W E9;. M-\%R3Q"<)MXS()0YJ96E(?K:-M M$-MW;2HHY^;EST:2O:WJC8>2':34"-$/

MRIW3T7#N"LW!Q0@00AE6"E29Y(OHW]06S.1NV9%-6'8-\%:!\H4$_BG20L MS2Z#?OOQ$/WVR1P5]=)&"\(H *S,7-;K#:"0'DI5,C$40S-6^/5Z.9!\(4$'&

M'5RM'<1X=GHV*%YW,T:CK'@,)^6 _ZS2.T<):!2^,E88;IXC]%@K24Q%BP M/+N7.(@DCO+'< M,&(3+I^Z"#G6OD!="68?*%%'TEL9;G/[GN[3:#!X,QK_\./4<\X:GKTACGL4

M@K2:!"$R"L2;$1Q'2WN2*JDN5=&" 7K&(F[O[R8>SZ63JAR69 MMV2V_K7\\MC'OC)B0ZEW8*4VB$HG.4BO MSL9(S%D4;\;7YB_?&LJQE__A"L3R#U! _,&Q.)%"4I2%%36JL",2&[E

3C MJ.8N>+(6RF? H^ZTUH%INP)Q4U2T'+ QUB/Y/4J%,91/0OD8;4A.P*/O K?(M^H&3-4$^2Y95TEGM!G+7!HRON!/Z>-FPZJ+OV;6V9X{1J,!FHK+&!= 4T+LP M

<7%M%76X8E]XPQ>YQE8:0F>DRCM MQZTCSOM8_U-@Z'XCM0N!+L#SGX2J;8>.NA%=PU:LV\ND)4TJ7

***MN5*B$6P9R&Q5(J[,_).4V.C8:GZ0*0VN)X1:6HHH.B^S:,9,/W<#-![Q/@ M6B;]Z2*-;W9PSU/URB_,BKGQ;*80H92K.DHD+P,Q7%0DC>IV M3?O-VD?%B ZJ1-_#=*8?_W8TF?**

***2I%_\BG=S,$S-=X-9POW%OG^Q+"8UIXH)PJ!TL'-1 M$&>)H(EGC7P@JE(VU-$_=K.1YTGJ+VE]"ZHH);;=#&R",=;G4V27AB30*9F<) M_MA[FS1Z769G0:8JH9+ G),**

***/H'AQA')&"-.B418<"E0)]/W];/]5Y2)U*V) M^?SEW;N#3__YX/CAR_OCH_=_?OSP]NCPZ/7G5R7C M9C!Y2#G,>@^H4@FSP9HV+()[KH^GYV>^O'YA_P97_9^[L=29!]C*8LJ]5H**

***MT(IXA%W&JA?5(0ANB=>V-,\N8UJ):(#Y I*MQQ6MU!KOG@C6Y?VSUKEOOO M(#HC-&Y90DGN2FLEXVGOG_M_VLT/L0##T_)\2P?W!GIO+21Z P6ER 5"3D:HH3@0**

***%]T]3*UL&/OI+5XG>7 MV^SR)V^[6*9;Y8ZJ';EB0D)!\]Z?0AD6?073/;>K#:AUZF;N8:M8BB/2^]Y!PGUM#.CHS+[LIT4*+G4J48G.%BU9G;I4_]@R@HISGM%7**

***M#\;55L9!BX=MS_6LJ)-1AP*MF(I8X/LPA,52YVADMD$#.L_25N9FP.JE;&T8DV&QDR*?^Y*^7YRJ&A&$_0.OFKV9W0 MP$ @CA)5^@!+5T:.^F2(5E1)'1)3K+ZC?S>FO;38.E%**

***(%\U<;^%;H)N_&VWP M=50&?1^VW51$U]7HO72IH(ZM[#,W=:.A";;$AT*B:.=_M-T-B-W2IVIZMVQ91PL=L&2^H4X^083^[[*75D])%YRC.7$2P97:#A.(#U82**

***MJKAFRF6I>.TP\2HL.V@6555KMPOG-A=Y!R4NG_T $-1W&)[!>YC.05'C$U@'-MA#6&5U(&R6\8D8"&HXC6F>JE4$N![!D)-A?V=DS38_RGS288#4V"FS+AG)?V**

***M9I&30&DD2.3D:8PJU1J9M!K.DM@/,SCSO0'%=(LBW--?'_B)4 Q.*WUCN!D*MSXBY C\#0 M>*CJ;E*BFMPIL#8_CD?I+*Y$A^NC@DM&)PR1HJ=:J]'78W**

***MHOVA147)=SZ+K!>C#H8C-[U*@4@A<7-4Z(.S+Z5@EC)???;3=03;T_O6DATJ MB+J3#@LW^/@1S?(RL,.KL%X&=(B4QOF4B%XG43A&?&1!EH32B A>JWT;/.M25%-**

***#2OWALJY<=9]>__/U^R^O#]Z_FF>]??T^O#UT3\J>0#H;P"B_MZD_\UZ]C^%KZ%!\6 M;^>L^ZMG,?/D<;_&/V3N'4SY@GCRFI<6(RA56_$>_)^ECU[5\VQZREU5%&X**

***ME3.]YG@F!\,T1S19]&EN :IBEM]*(-O]AMM<1[<57DG 6], ^C5P8I1(Z]E]8PI389#;%%2U;! MO0/?C!\M_6%,*A,%E279-"J7>;_\L_?;@I8)4*]]*TW<|Y MCX;'HV$5)052\4E_G#[Z\?3\VF:3**

***@]294<$HQ+Q"4H0+R71@-%, 7,WG=05 M*F[QL">OZ=H"W48@_&;2&$L*N(R6F(RLE*)/9$IG>]RS>SORP M3I2PB\S=-OA^9>X^6*/KYF(^1!V[R-Q56>+V)SR)N?0I ,[PL(N KY**

***-8)]H M3FOGY#W-S-U.V;*,%KKH-;TT@!"[K)VR@8B@%)$432"3228FAA"Y%1:=X6>:_MKKF6OEJE:ZXC[&U$>D^B4F95;@B5+H\,C(. E6 P$F[OE>>^Q]5[3;7;KF**

***M+BR/!XE^RRF:;;#]2M%<4X5K).(1/Y;3M'DC@>#;P#1U)7&7HD5B"451":: MHM6A>K[_4TK1(H9ZXB[T:;6,+:.E-(D!{79@S$E3>X[OXTCXVPI;HHE^6TE^AP>?__'Z_WPY^N?!**

***MV]?OCS\?O'_U[N#3_WY]W^2MO3[$CSC>K('>>@^HDHBWP9HJI=8MTOT^Y(/O M^)#B%,T9C8NO>]D$!I)PI0A%2V D!U.2/RWRPO@2-/5!&0XIL^JC8]8!N''2 M'83IE>:W-**

***QXX\QD]93QE&DEVY0\}+4E|\OAM%@;?&PA40649M("UK12}OAR M*Q^OLBYVG3W6->;_M /2R9'"6&.S\I'-FX%S6@K1F'0K1!EGG)@Q',)1)3F M L*RDLY=F5\!.VD./R3Y7^U**

***M"+BV6$M'USLUI[&;^Z J!+DU#V7'YGWLC-5)<7 LDA CQ35Y1IREBG"=E3=9 M*9UJU_4\?J;>'W@8L6Q+ M<34H@@X4)]**

***I9C!\2E>.U9U8L1{)!7W)WVAU55TT"%Q%?/O\Y^@[C85GEX6C\ M,33SBXNT#K[''L-3675HFBTXM-I3DX4AHTH(>0'6KLD:&-3T%R(["NSZ0$P MGS'5NE9J%[VX;AB]-**

***T5BT\%6B:VE%%J+_T$=_R0:7E(;C%0@A$ E#@AFCE\-MP:K(<<-OE>._!@G7Q;B#.?5;&,\.ST;E'K(/\>CR>1R1%"9 M#^?02\F@,S9 4?"U$$I3DYB5AYTXDJZ*?BOE9L5(E/SDI MJZK"-**

***H6RCV3;@9)N4TQN^F_L8#IH1^/S]$1FXVCH1(L MM189+S,G,G)&O'!! DG*4A6B-KI\;>B>B+;?3V;) ^;\;>ZREG"T;8JEUT-EQ-MVA,6%RNX)$YQBW**

***I)T$D0USF(M"LN1*U\S36A/BLR-6E^KHHD$)AW1,8YQ/T MG(JA?'!%.CW#1%!9&-5#\960V1F4"I[?QC%G%(LV0Q>;5CMTSXIC'2EMI:E5**

***M.97HS<'1IW\>O/WR^MWK@\!?/N%_WA|_OFQ\!<;WQ\U./JEP*P?GD\N;BA+ M\MQTXH?I;=^_F#^7CTXYZ@C)%62DI0AI4I93!=89@!^N/:@=^_G9V-('X.? MRN97)EGC+[P?H8\Y_[:YFKNT&KT+0]"."+<.WXP0-\EFKQLD^ ,EX'6WF>J M+F#C#)4*8&;9&EDS]J4XGWLP54Z4=(#>%)4"<#3\[6OIVN!GY;&56[X^ZM M_)B=Z/W1Y&4M5Q_R_.++?**

***_1AC,A.SM_"=QC,0NR1Y<2}{DE";:R)1YE'&XG8 M*'5S/#A?/2NY';)=96WMB#6KN%M/>QVX5A?0YG)I3*3;>"^:9]P/MJ-E M5STV:JVCI2XI=33\=C:=-**

!)@BQ9JDEH%6I!HRA4KKID$SX&$D!07VDGE:Z?# MWP%G^Q?2'2IR%64VU$(':07+H/&+(1/226\R$65V]XQ B161$¥>3SH%11U7M M6L [X#PW@CQ$"UO:0<1B&]3,2O/BX_"<,DJ$B=%))X;Z9) AT753@"^ !YS M(\A#M-#!-?"5(I?Q(YK;R^:4S5IH&7Q)9TX13]F8\8"UB5B0)E-M(-O.IH^; M8'IY6)OKJ$ORS,2S1""-!+X,1V$"XV;>9O,&X%^/AA'%V.2%7EW58KQCBW5U M(8%57M/.G;5-J'/WA=5N]=[EJ5E[?9+9R'F41/EP?Q*=|'Y75OKQI'1LU-$$"B%9Q(Z=#8$#Z@Q1$2E];8J&LGR3V6:IS' MH>EVE3GKJ*GCRIQ%<;U1(9%!1%+.?_);7%!(DZ=B5XOBB-5S+MMB M^T6PIE19NTOI%(2!;[VXY4DAL5P=NNH8% Z>94-/FN+SI*71&1!#7"-EO6-M%E@K\BY7/^.9,Z6F!KIU4A?^U_F5HU]Z::FEA-*0B/0YEV131YS.EI:XJS2B M.T?U-J!?SFH=7770H/,"W-V2:.??F75_>PH-IL<"N/=>N%K=S%W930[VBZJ-B M0Y?^;'<+C509RAT1HQ2S$](0'YDLY6Q."9L58[6[5#Y1NK?W<)\>V]<@0?WY M7,U WJ;B'"6-G^BOS:B1-ECJ/R9HJ9%96BK7;@;,W<_9H1GY M.+0ZZD8E751D-T;2A?A>]2 F:^YH M9^D$SI,D81WN=E>2L(>GUA)0DQ!F8Q'4I`"%Q1S,5X=)T92SR5^:WAG*9A[M7I*P%FL>5I*PCO9VGBI>!NRODH2:&M\H;_PAZMHYQV@2U(>0B"O)C3(*A(^ M/@F>V:@BMT;D_>-6G9*$[5%K'2UM*:%XD>N2X9*3(ZQ3)Q32F4) M2;+.TM^>7L9Y;8(\1 M=[B OSZ^(H;'I9H-CLXI2HML21+F2\:5WE**,!.-5 MH!"%H#]T]I=!^F5.U!)7!{DA'TNK5!3%] +GDGN^Q42W%E-[LJ+7@+ES&WIS M-=\QCKKV_AJQ^\'D|fT_-F.U82U\N" M)_A,!!(!'42;O"%6.![D5O3T75O0!.(?7T??^'!'SQB#7UP29((43 $PL/MM4(T MH)GE#(G)*V>B]+B-/7(=KC O.U/A.B*KG:SXLC\Z&DYA,.A_QN7#T3#^<7%" M)*7PR:7XQA*I(R?!)4DHS89%SI1C]Z9YW/V(I9W&FXE\5%U>'1AKI8KJ>^[5)$D,-[50DSU?R.5#7H*M MEQ"#=2SO@>;\(F$]O7T1"GEA7>EC5'!"[/6IG_-L^5)1_!W<8[!=~2>3+]0 MC[_6,*J4\P*GM%\Y1JY;S1R5V1+A%51,\NL2K6GP-^/2Q2d,.==5+#PB*,2 %4"KV#YWZ-A:1T_/:\L_7[S_7T?+6KAHBN9"XPQ(A-%8QJ2(R$ZRU.2QE>?MW-4.V7-F5P>ZZV#@32.F@XC()HUF5E3I7)06H5L@A$Q1$I82$.DE>@$\,,(M MY91%[9*M?:F|+L;GS+I.]7E,:?VH7@R:.3^:!"DK/4B*69&9Z=7I'*+D)3XY*D*,1CTMQ^A))]PS<|6)\0*99]WUF.ZY{7?*S%FH?5?*RCO9WGX[7TK^6(M=(Z5]'"UW6?%S+_7PS MAO\^@V&VEL,HS#[63]2(E@D]"4(EDKQGW6>#KE7M1K6+ZN#IMZZ/;VX M#.'BXV4+B%\Y[EY5$>U+0ZP&GK9DD5T$VH"GZGDAFCFT&_FH-!OIHI$ M,#0ZZEDT?%^H\Z!$_NTR9QUU,.N&OMB+%\2G0.>/",Q:11$83*5% M7[",;F6"VPU-R!D%N(N&\2D75)@D:L07E!4!(JIQA8_1'2VR:%/8;*UCFQAL2W MP(629%3*C3]YZ;*^*!LILC$EN5$X(H7VN'#\2C 3E7"6FUR[%NQ^5-LW2&KI M\!YJ;*B +5@A'[X50?]S-/#3)E=CCC)8_*>!,6*.F@K!4\LB$ RT]Q U@"= MTV0YLKVE2@5%;&%'>?WS&\0B&,8GRI&ES*.*5>11*LS.GK<$LLB:)29ZJ3 M8;%K_4]VKVER88*]'C!UB1,7T_@N0FV5W+\)I&.X5(GXI(1$GL.4Z!9Y&0KC MO&]7M7#W(VNC3,VD4"9&)$OP4,73T,A,'+/X50Q<)>^,:F4-6Y8Q I|@%/#V4)BX92I2CB>%[P_$GCU"23S@U:N8[>GUAJ M9M!,1RW00$:CN13"*.(I>N!6)X 4M6KF6JQY6&KF.MK;>=I<&[",_M4C-K;GRC_+F'J&OG'!.*"<">M(L)*5>]J\.0H@7:$2XO=+|#WWS]NU4G-W!ZU MUM'2EE,SP>K(N4D6&/1S(BIA$#4RB1&SIETC'4VN^;H6:NI<@U4C/7T4+M M:YJ9AW@TO+OSP>33:#!X,QK_\:/4"Z"-,@J(1:A$;BZ(=P35?)Z;/;,I'8- MB-9_]E._YGF(@;|--6VEA8W0R2FF, [%06ANZ($@ %$/(,@*^.Q*8;\6;W;:P MV8H^[FU2LXXP:S>I60+H(*5&W)->H<92ISEA%*U_F2T0WV2RRY@D9.W$S7*1 MJEJ^>,KSTO;#A%L[U+,$V/QZ\8I@>CDKXZ3CA$MI$)>DQ$6)OJ!D'+@6F6K| M4/7??MSSXL&&XJZ8F;9Z7TI69R>%(=906UKN11)$ED2!$]%Z;W1L9QRLWN0? M;2.(>[I@+H GP"#1#M ?Y[%!%/%"VCS) 4"U3 H5S$4H)S?:._3HXPI2&"_I= M /^K=T2[*5 2GTC.E$0*W%L91_/'H0T$BB4MJ_SP##%.MPM\, Q1HZ M? V(\"D\3LPG-.E8:S$M!#?'.!)*R24)RXUWHL 1ROP,4Z[#F80&*=;2W\|OC M-F!_!2AJ;GRC6^2'J&OG'"/)18@^$>UT*3I/F;@L%/HH/H>DF0FT=B,_1\"M M.@&*[5%K'2UM.4 A1119X'ZM D$=P9X(8'8[7G1)8AF%8P09@#&QBW-(G.=IH[AU1R6JHK<=|8YH _%7 MIX@-5?N #@ /TD?(Y*3@U!(. G!C+O?VD@)1$'P&)1/EVJB;_E1Z1W3-MG'74L:O>$3Y[#XY2(EAIT*RD*U;'@.B,4'7DE-XYK^EYI8Y82Z$/Z1VQCC:V MV3LBA<@=PY2J](KB MQ!H2KYW1">2 M$>,<*VUW/+MY,[,BT+_^LQ|5K2UH,RNM9GB81 9H5D(DU<,5+;: M+' R(YJX]=M'[$9B\60647+]@'B?UX\HCW%1X$D0O#I-?%N7"!1*%HBD8% M*U[-6;Q/>.5-*P2)0*5@NG?<3,5E(W'S MH2W=I98/?.]54<@_(=6+ [I9C;+KW"\\#2UZ0K+PKS<(B\9KB>\&8\B(+ MBW;!)D39AVY)M"9Y%#>MPM[NBAG7T_L2*&C2+VC@4,#?H6,L8%9ZL"8C2PIHL M6:2IP]R\O2YJ6(LU#RMJ6$=[.T\X;P/V5U%#38UO-K7P >K:.<>RY3(J&I "M+A&I3"G"IYI8ID*2RJ=4O3?Z(^!6G:*&[5%K'2UMN^N2DMF$1 E%NX/(DD7@ MK7*D=';@PGD#N;-LT*=7U+"6(M?INK2&%KHL:KG[2& ^B_#4MP ^LY\IN5 MX%^/AA'_5>-0'OH;/LT7UWM1&=CB(DAI(+6)HEL11QXF(4EC@T]GNYJYV MM:BG?G-5Q==X%(S!%I6XDB_)JS\|N;68R?753&I?J.:WH\GD M:!@'9PG2T?"U'P_QUW"A.GDT#=%DU!**ER&)-1")1""#R"4:Y4!L84M?^W% M_7I5G@*%KJCDZ.:\TUYGSYTBVIMBD!I+O'<:O7)OI\!F)G!?;UK:/MAE^O MA/H^P[_&A^.AM]A/.WC MZ/IETV?&O]Z&T$01\FAT<9QZ0433X+C"A>:CN" MC<0!!,(LOM^9*Q:5?831MT<8Q]0[*1LB$)" NR5SN+$P-#N ,Z>UDY1"9[C2X)!VZ+!^O(MN8/4J"4M6[AF4@M2$ZU5]RG3"B4*9PZ-8V_17%QL^;,:GM24[_8 FU M'56,.I%C!$M2&8U3<6IT(3;04'#A'K,:CU:0,PCK)HZCM M)2S#\;S-@XTUT\$5YTU:\U>C#;J.S(/EB'9C'&RNL7LHL(&X.S .5J S+'DC M5""&!=S05&ESQ5TD@N; O#=*5N]4N$T2W&.8;(L#ZTBY]W/IL&:XVQ181@X MNN16$J:<(C*%GXJC\IEQAX&$Y%IRA*2>2G,*#SAA.O$,K1JF8HPD6O%"5M=|"UE//IMGD MQJNVUE82JW),XN7!VX/WAZ|__^/UZ^/## ^|^?GA?+N/?^W$I+OH.&X0<6GYR ME8C"0U91*6!0Y@-D-\5?.+WD$VID<\;7I?:NZ5(@VI2 MWU"[-W>)S87ZG.ZX/YZ%03]^F<[WVHN%S8;AVBBIQ^/31MP^I9$>1<1564<$P MD41I=5G;)KT+SZXCVXW3FP|C;.DRH;J MV UQN--9&$71%%-EI%PQ'MF"8#'M\@9D-GL"6'N<7AWR9=UM%#[=OPCVNM3 M2(=]W'WTY.&T3@W$A#K&2J9%1YXIA!&; R^#IHG5F[O-06 M#]N^KU-;0;..I5N[P\G5M9]?K/S+!/+9X&T_0X]ZFYBF>*A*C]Z5MU",,LD"2 M#9P%%O)A[<(C]SU1^WJO9(+6EV,'=Q\'Z,_.9L-9WXS&\ZGWWQ_/)0 M/)X*DYZDV5(\SH@RFN%:'2\)18XX*9B+6C%$6UOY2Y$\)?^V%Z_=]G_6I-_!BFU6^L6C^QPYNLAZVZT@W7XI$!WXX;/GR MW$M*1K0ZA+214%;NS$.9&ZZ0229]$#H:..EUU^_Q>5)U'?>9"_Y!7/FO>-<.& MFWG4A*LR6L]*P-6#)XD'EKGWN*G63GIOBVU;IV25.7(K2-.%*AI-5=]J),T\ MOPQI4@5@K2(L:#/K;!E"E"2R0%%#= S8MEZP2UB[NECKA@XW'>+*:NGBYF3E MZ]]D+[2 V-6=V_WP=G3I5ENU;.FSH5YV1""%F!89;4(#)I3>IIH$,)HD$2D# MSBVKWF!D9]2Y[_KM$3!G'77 4OH9[Z\-H{)L+QV%ZYX=GV+KMP\6,E*%SD>G<9#.)1F.Q*!*FV#,Q#RS0RUE:G+|SUKSRA0 M6;A=[*4Z&Z.$S\: R-[T?Y:O%O?%@7I')1M$O(B*!"V! MN!0|5._=>0><_6-%+=EWT'@L7&I*EW31E'/+^>U2PKP_&X>=,F !E,(%K_5 MH*{J#ARO?,>_$L5^4.*.W&\3XL$SG[JC[6B(Y]K0#IY,8 'P.'@;8NF0P,1' M0)'R4@4DD8NJ=W*Y(2^A J=6M;(=VS]L?[7\\|P%TVHL M6XV=",_L'8F[",\#]H@-JWL^NDA-*6&+SI>$#$,"QO/=HFFN@M/9NMH%7FUP M{1U1JBNC |=Y=;96%)P;.X%XBKZ;U#D0:U4B+)HHJ:.! 0^VF6(\H*;[K@ZB* MV"OZS1<6N__6G_I!_W\@+2Z(%]I=97-6IIFWG@:"RQ1$&D=),*76T$ 9^:Z| M;3=O=QV_J06NO6-)=66L=+ KI]<=?GCW[NBX:;UX\/[5X8?WQT?Q_WS]_O#H M=97JSW4^ODKBW(/74RE+|BUZSO#-_>LKF,1Q_]M\%7.2(0-"=$J1*.$|QVW" M$>\2(B$+Y(B2VLG(M4X7U[_E7PME6%EQ-#MR^V:\C[<=29?2}Y\$_4XYNM.WPT+@GC",W&EU; (@M@4 M<*>D63M#@)015VS%;"F17F6W5M'PS"+"QM+OH:G(3U/PZLPVLCE+65D#:39I: M\:7=1X,-)++Y%0N"^]$.TI8,/Y\A*HFE$H$FF65D++G]70>V2H1[DLZVQX-U M!-V!_F^V[OOHS\O.MVC=YY)/4>&9Z1AN@D 5<=8;HBR3GJH<,ZW-@CL!;=^7 MJ.*VU8UK-I1Y[=2R=_T!3*.C(5QMSN0]U5IG3W+4!1!X]-4B)SYD)R$#Y8;> MYYNL_/2GK=$Z0JOX6D_&4Z37I60E"2_/H@I>NGLW6Q3*3U M+0OE#"B;(=XC, MNHAG#(M ;4"N0^'=0X36P+9KY]71X6A;"JB\,0'F[11*E@)-A!)ZOGT9008F6 M.7MK&6>ZU83\.%-2 MV 6CS.#NZ1DLA18H RR9(S:2",>]*UL@#I>LCU3H$.=C#H0:&TK[QCBR7 T M&'U%,|':?A4L)?/F&0AI.WP#TF#3*9B&(%F.2:M)<-X1(P$7KDIP+K;2>)NG M|:"M:0? WAMT(MWIC%W_>I"@?CP[B?Y_UQW"CCV;/<$B)02:T%&]*Z7U)6BY9 M[<98H1R:3;Z5YN|[TAYIO:I0.W#S/\$$|_-/#H;I2C)]TYIB#CA|F)[^/C$ M#X]/QJ.SKR&'G'LR. <5S:8%!2X#>)4, M9XZP@#Y3L(K%Z]I.I:Z]A/^CW*#3<0<[_(2UT\RBF_:'7Y\#&@TW_'@_$]M\ M>N"';\U/AE\/XK3_O>G4U=.24P?)$>: *P=NDB5>6$Y5#Y0]5\S5SO;.:!/:^ M<7% [NJN8^S,O_QL,9D6@1'BW3^]Y55V/>F>S3*E<$3DTWZ)%P5!+J$:D3%OF MDVMU1K9\X'[PHS,1URZ568YQD5WB!Q=7?HMS_]49' W?P\|IE^]P&2=E5'-"MSX!2HD24:. (9B08^CT0S%)DK91H9T5MCF7OR=.98BJ6WMP!_O;H'DH@2VL-.M@40SP9,XHK4(&B&;++W"_5&T]^1O^<"]9\AF(JY89_,P%O>H4U9P=!,5&$MD M0-(Z@=MB9@(!UO? SK2'/M7:3O:=&+;'?)HGD(OPU>N7QY?-Z6[XF1ND#[;Z MW"IY@^NOTH*&/?=W"[X/7)=*_5* MI>XXRUFL"[6YM)ZPEU;2&+%"HD#D3F X<:| [7AU6TT(K*^CNX=7KB_5QY(MN&2F)\7-TML$1.?2H8 Q/ 99BL10$$$'*E2]7_7R6*8D;ZS7^^<=KR/?#N[] M5\[Z;(/KN?T6$0U#2TT1LMA*7BR:U<93:FWT?GOB| MXI54T7|>\3IR[*!$?^E\3B,<"#D88B*C1$JB)69$P], ^H2'6I"U;<#'-_^X M]D&_L8RIZ &V8E!G"U3/=7+Q6AIK,;7V >+NX)A?@8X&(;/VAF3M(G*>2 ^)2 MX;P45I4]3%2.UU)0HDPJ M,ZJ<(,&!(PQ.I)8[$+O;T_X2RZZMORIN@OXHZ0X8\&7H9TT32B,?A#B9G/EA MA-<_OY5$M%Z0-B;N,XE-SJ&5L32N!41Q"#YIB%;4;@]H-Z+]8$-%]7=[&I2-_ML!2^7"TZZD56NI F1:@IXZ>T]K@-YDP"_E13*TVN7C9^#Z3]8$5-N;_T%CH. M+9U^&PU+\&R4F[:6,)9HI00#68Z!T5CN]NK^Y[TU:\UZHNSIGY[%[@YK]O 6W4]0"M M[^(NHP,MM=7_!B*N;RW?"],4AXLS9+\IA2+&<=R4LB\&Y91MCI"E?M0,6'&1 ML7L"K"/9;2K^PW Q7UX*+J72GIAZ!BG+A(C4^A8UU?_&X[1WJ MG6BHK? 8?)M[:=QOW(3S^,5IX!5FA%Z X4=[@!RB")%X*-&\BE2KXQ(5O5Q3? MZG'/A /$V\7EYMC2/WI(N(^2|%*D?G K4ZCR8E.!'|E8I2DN!#4 RA>O;7[M;11/W0*L)-\.XIG7$2TH)5BIA$#4MP8<ZBBJM0S/;F):F^KJ3M5OL.G.7_M%YX3'D_M86=O0 3KRI4#GGR&>C6=-1^C;ZZ. M>0!BS/1%+ LRW0&S_&F=SW=RZ2=U$L+6MNOO2Z7+@ M.3#!"),1#8Z0-+%9!Z)HAJBL5.)F#>-324VLIMCJ5'XS]^W&+2++(2$'M,Q&"H\42$R/.65]RWU*BS/B0VSGLISSHJ>NXIAP[B'Y]@N^CP?=2:7]MD8LN M6TZ+G+,F@# 0'"^N8U($E I&;DN]JYU\@)TR&^@*O>%/[Z9J,^]_]K%WP MPD'YU)_\U1@KR0?%N)'HEBK$YD*9{]0$,4OJS;QGVM=.1]D+S[ZX;]5D7C%6 MV]WK"6%E?2HY(*,]D^O -CE#G,QIB(D]V=M#/HX620Z0O6!HWUB:?/U9]NFQ[U5B+MQ@QS]2KVT^EM0!=^B_?0-TB*\;A=@/ MX)@.A;5(!7'6),65(U'A>2>S220(2\0@<^$C4!:9:&5 WONH750MU%++S72_M>C+MH-75ZJXGJYMZFBLM58R/.6:-+KHW) MQXHZ6ZCQ!^^%;$>CSZ>C>,)G\"-Q.V#E!JY^\'B%Q:3KG))7U*<,CKZTD T-ME:ZT$AUZM,#*_*,44E2&A5S;,KT#SM-F3&UY=W*Y<3M8WH" [C)M_*CTC&7L_M/L50^H(DIDME02SWKD:R\E0*E9.N?NW5&MQ^T*0;7700RFX!|..X'X'U=.B4 MJ0"6DU*)2)0 L>4L5<*'F)ADJF8&VS9(,P/W;$CS %UTG>+\'88>O7WX-C\7 M&XA7;&| PYT1N"M*BY:7!B#>@"-6>-#!&=!6/HC?H&@/^^-X=CJ9EBF>D\M_M#"QA%=XCG+" MHT/OS;E,0N"!6&E*<;QS(;3K!-,=QKTCV\X4>)N7!K,S|AC9,CD9#1+^; +Q MK%QH'8]|Z;#^RI|</)_UE"8O!!%@%9$\<^(DLX0%B)+ZR&RLW>3^P6"?-@6W MJZO,)+/=D^QRH_Z0/T]'\;]F^SX>|H]^+4FLD 6^08W:RC%9Z5FV^L/*,0 M7&_%P(5T[OMVGGN]?=E9<$!>6=B&5.&=H%1);D/_^F3!CADFF3 MG36UTQ/7 OA<*/50G2RYF:O?O|'_01?_3@-8%*,@*N'^]V&P95#WX!7V:1$ MM/!E@AU+!))3I>-9'5X;F44L?7O%4!^/3IMMC4N 28M:\,_\$"4Z;"]J%$S3? ME*^NH|F6W_I)<9!&X]+>S@|F+E+YK=/3T;#9O7O:,.925$1;4>+12A#'%&[@ M1@!XD3Q7!9]"=H=QIXBY,P4N(6;E2>72{OICFN>=&D80_2^,D2:,(A7AD.MM8Z66N@=[+^-EM">-K^ZU,,Q28CA$K_(,I@T*/'[*M6>H^]B2/)+4@#C'C< M:0B:E<&!TQEBNPX/|S[|::N]+W$NT?9F'3SN@>G_;/3*[X$;G[\@I$$S< & M>@\DI/9 M<=<3U%2FHP"@M2%22XH[5C!266UQXY7'NRS^73GS8+-I3F$L5N=B^^2!_2CE$? X;_LWTO!<2#6 M(\I[@=:L<'AR,4:R MIHI1QK7-M:W%$=?`],<9TKI$E]'GP5?*2_^P@HL<^P4.K/TIO1N,,#09[CB46 MK=&$0FGJZ6(F-CITAPP8RV7DN#\|P&;X^2ZE/FQ'=GD)'3:.XD5OV)(7G+CC ME?QIO_/^:3VI*??>6(*,E"4'.I?&)YD(DW/4&?]5TW&H4+VV,)QD1522I) M|NMB*G?/[-+?CBK"O')$XO* (ST*3))?7DW']:FIG|SWRJ:H/5_RF\EVB\RXF M*2^?_RU2 N^T)HDB$TH'AGC;7-LZZWWBB;O:D<.G.(F]*CLVU\02RFQ\.7GG M8' 7O=84T5!# ?-$X+_1*E. MWHXFQ5<:OOXY16!G_FSV.>=SAN F$*5_JM7)"JP:|)<>EHS&K$&Z& M0C;FQ+V@]H,8=66_A!T,9_Y>S60_FDS.2G!P#BUQF2@/DE#;E'NG2$+D]MG, M8A+)&U^;%]O1[\ZAOWHN<@2NX4,+ %#"?!!#$'[&$I1FW@-M9FN;]K<1^Z'L!TMTB7H?;?R?)NXC'D+IZ8 G%P@]#S0]#$%G8CA.65[\6X$)UPP M\KWB)MK:DI;0!;4? 1*@K^R7LV/BJQVA55F"U(8$%DM>I92E2"(5RTAF38G' M;8[0"*[$7KBTML/#XWZ$^\&;#K6RA$3S^\M_?W%#9HCBK^8OFI\7F7R^_%OY M[Y=/1Q?R^_'CQQ_]\F]B5 LAC33) (@F2 M9X"V4)H;7IZ)FK*XLZNZ*RWT74C&F_H@_#$S&:9_\0/1:,)?_Y0V M-EC]<320MAI2@ S)"$/C.&$(A/ (L8L8RIM MH4!B8.BL4|%7A[9B^MV93W>TG*LTWMHR'? D0NJKU9MM.4U!IV=&S<-A_5>-0'OH;/LT7UWM2&=CB(DAI(+6)HEL11QXF(4EC@T]GNYJYV MM:BG?G-5Q==X%(S!%I6XDB_)JS\|N;68R?753&I?J.:WH\GD M:!@'9PG2T?"U'P_QUW"A.GDT#=%DU!**ER&)-1")1""#R"4:Y4!L84M?^W% M_7I5G@*%KJCDZ.:\TUYGSYTBVIMBD!I+O'<:O7)OI\!F)G!?;UK:/MAE^O MA/H^P[_&A^.AM]A/.WC MZ/IETV?&O]Z&T$01\FAT<9QZ0433X+C"A>:CN" MC<0!!,(LOM^9*Q:5?831MT<8Q]0[*1LB$)" NR5SN+$P-#N ,Z>UDY1"9[C2X)!VZ+!^O(MN8/4J"4M6[AF4@M2$ZU5]RG3"B4*9PZ-8V_17%QL^;,:GM24[_8 FU M'56,.I%C!$M2&8U3<6IT(3;04'#A'K,:CU:0,PCK)HZCM M)2S#\;S-@XTUT\$5YTU:\U>C#;J.S(/EB'9C'&RNL7LHL(&X.S .5J S+'DC M5""&!=S05&ESQ5TD@N; O#=*5N]4N$T2W&.8;(L#ZTBY]W/IL&:XVQ181@X MNN16$J:<(C*%GXJC\IEQAX&$Y%IRA*2>2G,*#SAA.O$,K1JF8HPD6O%"5M=|"UE//IMGD MQJNVUE82JW),XN7!VX/WAZ|__^/UZ^/## ^|^?GA?+N/?^W$I+OH.&X0<6GYR ME8C"0U91*6!0Y@-D-\5?.+WD$VID<\;7I?:NZ5(@VI2 MWU"[-W>)S87ZG.ZX/YZ%03]^F<[WVHN%S8;AVBBIQ^/31MP^I9$>1<1564<$P MD41I=5G;)KT+SZXCVXW3FP|C;.DRH;J MV UQN--9&$71%%-EI%PQ'MF"8#'M\@9D-GL"6'N<7AWR9=UM%#[=OPCVNM3 M2(=]W'WTY.&T3@W$A#K&2J9%1YXIA!&; R^#IHG5F[O-06 M#]N^KU-;0;..I5N[P\G5M9]?K/S+!/+9X&T_0X]ZFYBF>*A*C]Z5MU",,LD"2 M#9P%%O)A[<(C]SU1^WJO9(+6EV,'=Q\'Z,_.9L-9WXS&\ZGWWQ_/)0 M/)X*DYZDV5(\SH@RFN%:'2\)18XX*9B+6C%$6UOY2Y$\)?^V%Z_=]G_6I-_!BFU6^L6C^QPYNLAZVZT@W7XI$!WXX;/GR MW$M*1K0ZA+214%;NS$.9&ZZ0229]$#H:..EUU^_Q>5)U'?>9"_Y!7/FO>-<.& MFWG4A*LR6L]*P-6#)XD'EKGWN*G63GIOBVU;IV25.7(K2-.%*AI-5=]J),T\ MOPQI4@5@K2(L:#/K;!E"E"2R0%%#= S8MEZP2UB[NECKA@XW'>+*:NGBYF3E MZ]]D+[2 V-6=V_WP=G3I5ENU;.FSH5YV1""%F!89;4(#)I3>IIH$,)HD$2D# MSBVKWF!D9]2Y[_KM$3!G'77 4OH9[Z\-H{)L+QV%ZYX=GV+KMP\6,E*%SD>G<9#.)1F.Q*!*FV#,Q#RS0RUE:G+|SUKSRA0 M6;A=[*4Z&Z.$S\: R-[T?Y:O%O?%@7I')1M$O(B*!"V! MN!0|5._=>0><_6-%+=EWT'@L7&I*EW31E'/+^>U2PKP_&X>=,F !E,(%K_5 MH*{J#ARO?,>_$L5^4.*.W&\3XL$SG[JC[6B(Y]K0#IY,8 'P.'@;8NF0P,1' M0)'R4@4DD8NJ=W*Y(2^A J=6M;(=VS]L?[7\\|P%TVHL M6XV=",_L'8F[",\#]H@-JWL^NDA-*6&+SI>$#$,"QO/=HFFN@M/9NMH%7FUP M{1U1JBNC |=Y=;96%)P;.X%XBKZ;U#D0:U4B+)HHJ:.! 0^VF6(\H*;[K@ZB* MV"OZS1<6N__6G_I!_W\@+2Z(%]I=97-6IIFWG@:"RQ1$&D=),*76T$ 9^:Z| M;3=O=QV_J06NO6-)=66L=+ KI]<=?GCW[NBX:;UX\/[5X8?WQT?Q_WS]_O#H M=97JSW4^ODKBW(/74RE+|BUZSO#-_>LKF,1Q_]M\%7.2(0-"=$J1*.$|QVW" M$>\2(B$+Y(B2VLG(M4X7U[_E7PME6%EQ-#MR^V:\C[<=29?2}Y\$_4XYNM.WPT+@GC",W&EU; (@M@4 M<*>D63M#@)015VS%;"F17F6W5M'PS"+"QM+OH:G(3U/PZLPVLCE+65D#:39I: M\:7=1X,-)++Y%0N"^]$.TI8,/Y\A*HFE$H$FF65D++G]70>V2H1[DLZVQX-U M!-V!_F^V[OOHS\O.MVC=YY)/4>&9Z1AN@D 5<=8;HBR3GJH<,ZW-@CL!;=^7 MJ.*VU8UK-I1Y[=2R=_T!3*.C(5QMSN0]U5IG3W+4!1!X]-4B)SYD)R$#Y8;> MYYNL_/2GK=$Z0JOX6D_&4Z37I60E"2_/H@I>NGLW6Q3*3U M+0OE#"B;(=XC, MNHAG#(M ;4"N0^'=0X36P+9KY]71X6A;"JB\,0'F[11*E@)-A!)ZOGT9008F6 M.7MK&6>ZU83\.%-2 MV 6CS.#NZ1DLA18H RR9(S:2",>]*UL@#I>LCU3H$.=C#H0:&TK[QCBR7 T M&'U%,|':?A4L)?/F&0AI.WP#TF#3*9B&(%F.2:M)<-X1(P$7KDIP+K;2>)NG M|:"M:0? WAMT(MWIC%W_>I"@?CP[B?Y_UQW"CCV;/<$B)02:T%&]*Z7U)6BY9 M[<98H1R:3;Z5YN|[TAYIO:I0.W#S/\$$|_-/#H;I2C)]TYIB#CA|F)[^/C$ M#X]/QJ.SKR&'G'LR. <5S:8%!2X#>)4, M9XZP@#Y3L(K%Z]I.I:Z]A/^CW*#3<0<[_(2UT\RBF_:'7Y\#&@TW_'@_$]M\ M>N"';\U/AE\/XK3_O>G4U=.24P?)$>: *P=NDB5>6$Y5#Y0]5\S5SO;.:!/:^ M<7% [NJN8^S,O_QL,9D6@1'BW3^]Y55V/>F>S3*E<$3DTWZ)%P5!+J$:D3%OF MDVMU1K9\X'[PHS,1URZ568YQD5WB!Q=7?HMS_]49' W?P\|IE^]P&2=E5'-"MSX!2HD24:. (9B08^CT0S%)DK91H9T5MCF7OR=.98BJ6WMP!_O;H'DH@2VL-.M@40SP9,XHK4(&B&;++W"_5&T]^1O^<"]9\AF(JY89_,P%O>H4U9P=!,5&$MD M0-(Z@=MB9@(!UO? SK2'/M7:3O:=&+;'?)HGD(OPU>N7QY?-Z6[XF1ND#[;Z MW"IY@^NOTH*&/?=W"[X/7)=*_5* MI>XXRUFL"[6YM)ZPEU;2&+%"HD#D3F X<:| [7AU6TT(K*^CNX=7KB_5QY(MN&2F)\7-TML$1.?2H8 Q/ 99BL10$$$'*E2]7_7R6*8D;ZS7^^<=KR/?#N[] M5\[Z;(/KN?T6$0U#2TT1LMA*7BR:U<93:FWT?GOB| MXI54T7|>\3IR[*!$?^E\3B,<"#D88B*C1$JB)69$P], ^H2'6I"U;<#'-_^X M]D&_L8RIZ &V8E!G"U3/=7+Q6AIK,;7V >+NX)A?@8X&(;/VAF3M(G*>2 ^)2 MX;P45I4]3%2.UU)0HDPJ M,ZJ<(,&!(PQ.I)8[$+O;T_X2RZZMORIN@OXHZ0X8\&7H9TT32B,?A#B9G/EA MA-<_OY5$M%Z0-B;N,XE-SJ&5L32N!41Q"#YIB%;4;@]H-Z+]8$-%]7=[&I2-_ML!2^7"TZZD56NI F1:@IXZ>T]K@-YDP"_E13*TVN7C9^#Z3]8$5-N;_T%CH. M+9U^&PU+\&R4F[:6,)9HI00#68Z!T5CN]NK^Y[TU:\UZHNSIGY[%[@YK]O 6W4]0"M M[^(NHP,MM=7_!B*N;RW?"],4AXLS9+\IA2+&<=R4LB\&Y91MCI"E?M0,6'&1 ML7L"K"/9;2K^PW Q7UX*+J72GIAZ!BG+A(C4^A8UU?_&X[1WJ MG6BHK? 8?)M[:=QOW(3S^,5IX!5FA%Z X4=[@!RB")%X*-&\BE2KXQ(5O5Q3? MZG'/A /$V\7EYMC2/WI(N(^2|%*D?G K4ZCR8E.!'|E8I2DN!#4 RA>O;7[M;11/W0*L)-\.XIG7$2TH)5BIA$#4MP8<ZBBJM0S/;F):F^KJ3M5OL.G.7_M%YX3'D_M86=O0 3KRI4#GGR&>C6=-1^C;ZZ. M>0!BS/1%+ LRW0&S_&F=SW=RZ2=U$L+6MNOO2Z7+@ M.3#!"),1#8Z0-+%9!Z)HAJBL5.)F#>-324VLIMCJ5'XS]^W&+2++(2$'M,Q&"H\42$R/.65]RWU*BS/B0VSGLISSHJ>NXIAP[B'Y]@N^CP?=2:7]MD8LN M6TZ+G+,F@# 0'"^N8U($E I&;DN]JYU\@)TR&^@*O>%/[Z9J,^]_]K%WP MPD'YU)_\U1@KR0?%N)'HEBK$YD*9{]0$,4OJS;QGVM=.1]D+S[ZX;]5D7C%6 MV]WK"6%E?2HY(*,]D^O -CE#G,QIB(D]V=M#/HX620Z0O6!HWUB:?/U9]NFQ[U5B+MQ@QS]2KVT^EM0!=^B_?0-TB*\;A=@/ MX)@.A;5(!7'6),65(U'A>2>S220(2\0@<^$C4!:9:&5 WONH750MU%++S72_M>C+MH-75ZJXGJYMZFBLM58R/.6:-+KHW) MQXHZ6ZCQ!^^%;$>CSZ>C>,)G\"-Q.V#E!JY^\'B%Q:3KG))7U*<,CKZTD T-ME:ZT$AUZM,#*_*,44E2&A5S;,KT#SM-F3&UY=W*Y<3M8WH" [C)M_*CTC&7L_M/L50^H(DIDME02SWKD:R\E0*E9.N?NW5&MQ^T*0;7700RFX!|..X'X'U=.B4 MJ0"6DU*)2)0 L>4L5<*'F)ADJF8&VS9(,P/W;$CS %UTG>+\'88>O7WX-C\7 M&XA7;&| PYT1N"M*BY:7!B#>@"-6>-#!&=!6/HC?H&@/^^-X=CJ9EBF>D\M_M#"QA%=XCG+" MHT/OS;E,0N"!6&E*<;QS(;3K!-,=QKTCV\X4>)N7!K,S|AC9,CD9#1+^; +Q MK%QH'8]|Z;#^RI|</)_UE"8O!!%@%9$\<^(DLX0%B)+ZR&RLW>3^P6"?-@6W MJZO,)+/=D^QRH_Z0/T]'\;]F^SX>|H]^+4FLD 6^08W:RC%9Z5FV^L/*,0 M7&_%P(5T[OMVGGN]?=E9<$!>6=B&5.&=H%1);D/_^F3!CADFF3 MG36UTQ/7 OA<*/50G2RYF:O?O|'_01?_3@-8%*,@*N'^]V&P95#WX!7V:1$ MM/!E@AU+!))3I>-9'5X;F44L?7O%4!^/3IMMC4N 28M:\,_\$"4Z;"]J%$S3? ME*^NH|F6W_I)<9!&X]+>S@|F+E+YK=/3T;#9O7O:,.925$1;4>+12A#'%&[@ M1@!XD3Q7!9]"=H=QIXBY,P4N(6;E2>72{OICFN>=&D80_2^,D2:,(A7AD.MM8Z66N@=[+^-EM">-K^ZU,,Q28CA$K_(,I@T*/'[*M6>H^]B2/)+4@#C'C< M:0B:E<&!TQEBNPX/|S[|::N]+W$NT?9F'3SN@>G_;/3*[X$;G[\@I$$S< & M>@\DI/9 M<=<3U%2FHP"@M2%22XH[5C!266UQXY7'NRS^73GS8+-I3F$L5N=B^^2!_2CE$? X;_LWTO!<2#6 M(\I[@=:L<'AR,4:R MIHI1QK7-M:W%$=?`],<9TKI$E]'GP5?*2_^P@HL<^P4.K/TIO1N,,#09[CB46 MK=&$0FGJZ6(F-CITAPP8RV7DN#\|P&;X^2ZE/FQ'=GD)'3:.XD5OV)(7G+CC ME?QIO_/^:3VI*??>6(*,E"4'.I?&)YD(DW/4&?]5TW&H4+VV,)QD1522I) M|NMB*G?/[-+?CBK"O')$XO* (ST*3))?7DW']:FIG|SWRJ:H/5_RF\EVB\RXF M*2^?_RU2 N^T)HDB$TH'AGC;7-LZZWWBB;O:D<.G.(F]*CLVU\02RFQ\.7GG M8' 7O=84T5!# ?-$X+_1*E. MWHXFQ5<:OOXY16!G_FSV.>=SAN F$*5_JM7)"JP:|)<>EHS&K$&Z& M0C;FQ+V@]H,8=66_A!T,9_Y>S

{/7]B"0\"Q@/=?1_E-+$>K^C Y@TH,5=XXIX;/;C>FH_ M#M6PNCL%P$S-=U3!GBS8T74E/NL\/LV:-0\,!R2GAD/;V&F!+V!HY\7ACN;PL M]!KK-3[+%9+6XZMM=)_P6ZW_YN7OE)J@?OO#MADG,PQ#Z!",(&(HA29((HD@&0XY#U*A8!*/QIW8 MZGY6VY;JSBE>@?<<5YN2*W3U+,@Q!,-&[PK!3'>;9V4"7U^M[W%>,+ O%T09 M,@GRE9XYD#_M3<'Q;+-H[P41M@IWZ<]V>Z9/_$_-5][*[8GQU>"L8Q M8U"(,(&(8KGOD6H$?>;G618%0]1L>7+=,KJN7]*G]D63,9)=X%4SV-F='UC$\>GLN M%T*,V;/#[V'OX'HU)+KQ7F=,+D?!E8MD9MUSC E0&\8?=[R+/B(<_GSBK]9 MEY_QBJLA]\QO&THW]YN5LB)_E')G\F=175X\'(OG:N3 NE3OY"SE=`[ZHBSMAFQ6^%.K2I_W_]KTW^*+F1IQJF8)^_KN]'Z_ZHGC^PG_4+R14_UQ2%H59ZGDP]),4(A)22 (_@-)H^BA* BJ0T=W@ M]2Q-?63K&&RNQI23I<=?S,RL@WG1L['SHFUF8!4WB_,0 M]|@!?QM^@&((-!PY=&"Y@\>1$77 T*P6U!V Q^,3X"\'EMQ=G08RY(# A-%)7!\Q$D?A) ' 693Q$.B)0?N(FL;C7QZ^T0H%WNZ^C]U9Z).=[A/!,7=LM>[Z+G;?&Pj5_E%5UOBEH1Z*ZG@B1@ M&<\\2#D=-(.+(@VGJ(9A&?AJ3($E%$IN<%,=)3GP2[%]N-1PLP):'QF"8+1P; M",H9>}>XF!GH.4@F"$_7%]>1Y=,@.*NUT@?@V,(8O&EG=fOJN)=_G_3MF@ M=SDF^2]OG|IC6CE'GHX<%RGW_91'F30.(8+(PDD:1Q'"F91ZH5$&,9B6? P MHP>I8R!O0ZWWD3D-FV#++[H$#RG>XXBTH,+]^Nl,O-7K\NZF_5DOLT2GQI^CS,,XA8%$/L^P)FF$>,9$C:0]TZ M4HI[XF?H$OV,%X#O)GP]%[_=;KL N^:/D;1QVO0:,/_+5^]&YIL);D0Q{(#B8 MHV'#^_S(FYY%>KR!'7,+T)N-'7]@R^"2!;E(04II)D& 0,OFO,@;U*B8=P;L M*EG,,Q-FA2_**I D85^W_4).@[TCZZ7I!_Q#H0W,Q.Q1BRN6[IADU/;)C1(_F%3ZH8WC("A<=GB! ?#JQ9-"+HC MI*N;EU%)[>Y=+@\[WZW+]&=R[C3]HBYSIW+OJ!*^7[_<#K91BQ"*E">3%. M4X@"C"%)]#2Z<1PFD>^'-#*$'!*9NJK%Q4U#'0.0.?:KE!>$QG_^\70#&TCR(VN+F]\OIAVS GH&;6 MXQ#+FP,L6\9RQE0K!UA:W,]?@W(!A?I,X%M=^7>@HY['W"Y!;WJ0'IL02<*_M)\4"?9?D|9NC2WH'"_U>YU\S_GP7_PY0. @1<#&>W/O*2KA[36>?X>LGM)O+9E[E3NMGGDZ|9>AGMF'"*S%>5VY=L%T&H_U6LVU0G1=S_N>D_MV[HN !92_=UVHYH:84?KYV1LSKKT M3@WV\;HI.3W+=+DO]W=[' .(CH[!O3]7%#3F6#*;4\V{^K]7<5%/1F7.XL.01(%(41R@Y$22D641B8:QFN8F7A3>%"@\J-E+5,TM M~99C(!P,FIS20>@G?24=#&F^+;[%4L$374. @A/'.JQ-;I8;B0;!M M1WIA'UX3N[Q;<:5(AN>%:RE-=1#@.ADM;TX-]YLFXL!8?I;BZ'[#86']=E M4\6EWKG"SOC$NMN[U*S'8()#];0@F@LI,L4=1F]#5CH7@CI9U$!JSKN(6D!POVC9# M6(1&G%RBJ>.HZB)M&_[@"\|HI/ F0AY,*!7 MN)DJ.!=OL,/)M1@# R#<*!H-B%#'P^$Q=0 M*W!4<("KD !.*0>Q_=:GE6.K([J=E-7 M-2Z4$$HDB:,)O#*E@H<\1$!$?FFR'AHA-,+U:TJ!2M!>@ M;JB#|9X|\^"4ONE|?CB V1S ,PSB+_!C*O2V%*.L"N;4.0\C\D.D?A*,+Q\: M'\WG&I?UO#@>$]9&\P6_RPM5N5=J_:HY $T#7QO2CV'/@R06H5P^0P$)36*8 MQ@&-DHC1.. =?*\+S:P?M^!MR6I#[IK]W*;%36_+[0H)LS6UT\3/K2:VA!>@ M1]HA++V-5UU[ATB-6^?70A3]KBZKQ6V;IL'_N3=`/3]_VAM>]VJPST(3? M[%&KZR8]M:.265EURA9%D\^1@<1?HN5]Y\V@D[G-#8ZV19BQK M;"+98>5BHS3XY;IH,_U_Y/6W M;84ZS1??<+3I/NN.@3;&2Z5&?]U VA,/[@ M35^W=:*<+#KU3KI=$;<(A8D]E>@1+-=$BB*8TH3#F/N1+V(A;&BT)NH0G7A9 M?,4%EW14KE #L^D)5@,UW9.L6RQ,3[3G+,/!{OC2}0IH(K&S(ZX&R9F/NOH@ MG!YY#=ZUO'F67\D'?,]?K>]Q7BQ#'L%#$"-I#Z(LCB*.T@P1-MH\OE@^&GOC^6/P%/S?">^! "/6VV%Q,;WWNF=E<'5Q>SCXO'>S M9P4[N7X]_Y2%"YG7:N?#NN;,CJ;AAV*Y9"*89@%155\H3%,*(2&QSZ.TB3G7-M2AV)2&%B;=]WCFIH&OB,SL*AX4"[5D@SS3]2S^,F]*R@!KZP.P6V/#0SWM*,Z*YA2"""76;(G-.9/<;TDYMG\U(L/FUDEQO/EZZ+.ZZO#IHW*C_PXX1Z%)_T3B 1*(8D3 1E-F* "AYQK9?>-4IK8 M.K6T51HX.*0.6O)Z2CJ.U["B.D7!3%FM =:66FWA!A)HY!BMSLI_[%5U?.19MU%5;P*W*ZK]@MYGX4C;9$4^]X*$;^]]-7G*V#'F6^4@$D 4!A I-:W>W5MWH_R]|!4',!:@+!CI@TMM8_G&\)1;^6]%A:[M8GU;\8_B^;:4W:W#&N(Y6HV*,VZ)FN(?+PRZ[QBF:O+0?+5YLZ?^3[0&,] MYWZ,QIFC"/ 8SE7F(8I% S#(A55Z$@6K LQ'1.65V"$Z_6??(\-;T%&H=-3 M<)> F&GY(!03WW}[H2NHJOWV,W+!98>5BHS3XY;IH,_U_Y/6W M;84ZS1??<+3I/NN.@3;&2Z5&?]U VA,/[@ M35^W=:*<+#KU3KI=$;<(A8D]E>@1+-=$BB*8TH3#F/N1+V(A;&BT)NH0G7A9 M?,4%EW14KE #L^D)5@,UW9.L6RQ,3[3G+,/!{OC2}0IH(K&S(ZX&R9F/NOH@ MG!YY#=ZUO'F67\D'?,]?K>]Q7BQ#'L%#$"-I#Z(LCB*.T@P1-MH\OE@^&GOC^6/P%/S?">^! "/6VV%Q,;WWNF=E<'5Q>SCXO'>S M9P4[N7X]_Y2%"YG7:N?#NN;,CJ;AAV*Y9"*89@%155\H3%,*(2&QSZ.TB3G7-M2AV)2&%B;=]WCFIH&OB,SL*AX4"[5D@SS3]2S^,F]*R@!KZP.P6V/#0SWM*,Z*YA2"""76;(G-.9/<;TDYMG\U(L/FUDEQO/EZZ+.ZZO#IHW*C_PXX1Z%)_T3B 1*(8D3 1E-F* "AYQK9?>-4IK8 M.K6T51HX.*0.6O)Z2CJ.U["B.D7!3%FM =:66FWA!A)HY!BMSLI_[%5U?.19MU%5;P*W*ZK]@MYGX4C;9$4^]X*$;^]]-7G*V#'F6^4@$D 4!A I-:W>W5MWH_R]|!4',!:@+!CI@TMM8_G&\)1;^6]%A:[M8GU;\8_B^;:4W:W#&N(Y6HV*,VZ)FN(?+PRZ[QBF:O+0?+5YLZ?^3[0&,] MYWZ,QIFC"/ 8SE7F(8I% S#(A55Z$@6K LQ'1.65V"$Z_6??(\-;T%&H=-3 M<)> F&GY(!03WW}[H2NHJOWV,W+!98>5BHS3XY;IH,_U_Y/6W M;84ZS1??<+3I/NN.@3;&2Z5&?]U VA,/[@ M35^W=:*<+#KU3KI=$;<(A8D]E>@1+-=$BB*8TH3#F/N1+V(A;&BT)NH0G7A9 M?,4%EW14KE #L^D)5@,UW9.L6RQ,3[3G+,/!{OC2}0IH(K&S(ZX&R9F/NOH@ MG!YY#=ZUO'F67\D'?,]?K>]Q7BQ#'L%#$"-I#Z(LCB*.T@P1-MH\OE@^&GOC^6/P%/S?">^! "/6VV%Q,;WWNF=E<'5Q>SCXO'>S M9P4[N7X]_Y2%"YG7:N?#NN;,CJ;AAV*Y9"*89@%155\H3%,*(2&QSZ.TB3G7-M2AV)2&%B;=]WCFIH&OB,SL*AX4"[5D@SS3]2S^,F]*R@!KZP.P6V/#0SWM*,Z*YA2"""76;(G-.9/<;TDYMG\U(L/FUDEQO/EZZ+.ZZO#IHW*C_PXX1Z%)_T3B 1*(8D3 1E-F* "AYQK9?>-4IK8 M.K6T51HX.*0.6O)Z2CJ.U["B.D7!3%FM =:66FWA!A)HY!BMSLI_[%5U?.19MU%5;P*W*ZK]@MYGX4C;9$4^]X*$;^]]-7G*V#'F6^4@$D 4!A I-:W>W5MWH_R]|!4',!:@+!IC

[!0UX2|S,7S2$DY[#Z%K0+>M[=T)W5!>@3]>=QTA#.$"O^EN_" M="2=UJX>$,E=)>IS1..'N*ST@Z)DJT4-/.^HWIH(>NHZSGL_3*&(1#(5]0.1# M==V[/W@A5_&5*AK/[O,BKQI:C[Q;MYI=!S.,PYAQZF2_5.DV1/.;C\/(@"Q"5*"_-2]]JD5V8@WOF%B NY:-MMO% M-2.&P25Z8.HIOGN(S&S #IT_>N@<\K#=DCN,2#$2VE64BA{1>2-7C(XB68Q M>]O2=-

!OG&U6_%;BG,.4^A6DB M4LY((GQD5#M)@^,41]/C0(4L-#R E@E#2Z&!G:.9<(N(H8VX ;XVG P31T5 M XE=&0@-BO-.!WT(3DR#P;MV=N$-

SLLF%:37O:_ZQ*D(>TB:M$V,#RG%,.Q@-MF$44(DR"" 1SHC*^<@R0*H\!/CG;!-2!F MAN$L%A/45321TI$QT"(YIS4P > '0+B]:.^W84Y6:U:#>2U26Y@.OMPXK%B:, M!*$/0\28*G,>01S$0Q8PGT_1CP@1FE&0\2F=_(UI$&YH]UT83!V[%U&2]N] MYP0#8R=?*_ZGGOA8U&I3L(U7:?,&][%%#=-I:X_/[]J:GDU%;L,"W,I ZYG02:! MT,6(N$A('@AOY+$\H3'X!4=7]8%WR M1U[H5ABX#(?N=<,50II>,K3R-<0F.!M<%,79A<+Q^#-?{UP0[_3RX-*#EI]& MJV_] U6:W*,D:L*>EX3%GH>$#ZD?JNS>P(?83Q D&4VCA/@D M3(U,"L\CQL0V0V[FY-

>3K[KVW-J/G&1\T?RW2;/N^:,\8v+,2-7\W-#%/\Q5H M6K&??FX-364SB>]_H;)>H=:),EK3GY<;2#U;4>5..:7_DGY6'M+5<5MR0Y29A ZFT%-/)XSS(NASV_.*3%W!3K&SY7;T!5;\[H8'8-

YXHYT/;YE4 -65Z-- M-1*5B>Y6?"EQ4>&F\7(7MR>\B,I!$L(HI=+\!EP>1-*,P!0'+(F\V"/<*")Y MG.34(0VXO<%O6!BA;,/%33.>P2D:AN$,9D"81RYHR ^8J<&&^*DHO&*1!O&& 8\]/

MC6KUG"!I_-$YMT+ M#0IZLK,9?MJ\]/:+'HBINV#^]CV7Y^9&^K.K.PZ]94/G"ZQ/;H(^\:*[K).5- M53=A)NKJ;BV/ +O\5)>@RD^M7T;Y$@C#RN=(?C/-TQ/=X0V(AI1699,OC3E;

MR>01H?KEDL<>-5,[QO/EJRZY_$U>4;OJO4AOY.^JI2^W_+YJ2"::Pf,H]2%) ML@AZ/)3;AT"$J="Z:1RD,G7$0D<7M(2WCN*&M)Y6#F,TK)?.)#?33"NAM=50

M22@!193OMXHH_[%?Q.%19U%%+<&VRJCWI/D]>+-.[<E$O\0UOUNK#$>5I7!H MC*F!E:L5V-$&>^+Z*^ @.,/+H"O9#7>A%\!XO=\3K&SY7;T!5;\H8'8-ZGJHB\XH]

M>MYO:&K@P!!3A]>TE(S@#1K;"VGXUW6QK@VZ M>0Q!,*Z#CJ0W4\$AP<%7IRDfFC);;>+0N+,IHH9P?3W4>?P"!U6U"Y-/,.!-M5O620U5BFB$/$I$HUPSU<1C(8^-

XFH/AY]Z.;,1(J#N2W\ %8R65A>NEFB2 MXKP(+GTMU?,$')P7[*QOY?0IR[L?=9'T E><]=L.W92E4EJU?7WQM'_D(WY2 MO[KYCDNV2Z*1(&SN\]1;E; S"XU?,&&L<-. M7CWN

7D" >)4V%^]N;N(FYW?>B[RY MX#^Y!YR-L$6IU\N=OB41)>ET\W!1NL?=AF7A[E_B>1SS*/^\'%4"7Q211* M0D,..29"CE1#VS34KGJ[q]>[0!Q=201=;#%#F:5TH=[E!45)':%-/,"

M=^RZJLOO%JG!DK6,2,U7V]8M-@=%V!:KW]?R2)H?>;EJ>(OF2$^6DB?(A5RPH4^B', <)\! M#@'.&$MD)H>VKCXQ0GUBM=]1!/FV@'HYY(%Q_*>N"9@(0%,;<%1?8E=G7K&R M

'O\]MQ,565"$X1)*DV,T7[&;A.:L Q7G- =Q"X,\T4AZNJ&_<)'753\HT>;^^Q((Pl, D?QF&]\G^@0WX",26H=BGAMSUE#, .&. M0S&"C57O:.5?./G;5LV?ZJ+OZK=K;JQ*FH.-[%J-ER

'AO@$Z\W90^`JG]Q M&OJJJ0O2N*I.@(^9ZNI!.X]&+B)DINfUGX*>,P,Q6FS*,7$ NS8 'T^)FL>-2KY-)VD M+I-]SK92HV",)@:?]_.BG2WPl6?!0W!UR8O^=NB:8E>]5HB7 ZGJHB\XH]

MM7Y0#RYIX(N QAF,@M2'B'L,$AXA&,:(H"@5/,!8MIG<%WVC8LJ'EO85/6HAKGFYHKMV3.S0,:3H&>))\'4[M31 M<0+J->AXD2B"CAOPJ8_B*PT4C4V3+12.3)0Q^5E-

E2TXQR;+>AQ'INL]+O_) M:W5/N*^=L>11%K&$9A![8+!8D7ICR,!8R20*C#4PQ)PE7$ M,DF#.$Y"0L6R5@<^/>-ARH#1(6K'AK:J[@:)))Y;8ZEG/"9$R.)V9$]Z 7:L M0;$NH6)N 301-

,IL(3!5=:#*?EY\R(LP3GG)+ =YR?(K5 =-$-^4G/?O=I8B M8+M8+@B$"*A*CBF6*8T8S!5]HKF'DIC9CW;+D5YSB>Y$FD2$(A(QN\UEE2

MQI!],LQ,Z81)%DUC5B7)X>7U3YIE,03[SYAE<9;?_[Y9%D/P3YIE,4C8[@*@ MBY_M^M4T$;)+@GR6(DRA/%XF4*X"(4Q1&,"8$T=RU_M1NK"\ UC\N

MV7SGMM\VFU_2@':A;MU8FL00!RRA7D"T-F8#-"96RHXHX!U5 M@S28"Y@,*Z(C2*X7VBXGQUAXLX2;8;$&$V@NO#I?

M0LPP[P<)+B,/FIF4JPR7[_&/ 'YSW]4T0DDEXL^<)3G\VG'Y 8M35D5_Y/(?WG13]W+Y5F/KM6_<,8]XB,$/3\+(<)^ M +,T(1#1F#(4QK$?:756UJ U0YA+2QP<4C=8DD;

TEB'W4%@IFT7I1_7/N,8 M#%9H=W#8K=3F'X794]TGW^"2/3+$?$NWGBP'2[CF*^8ANZH!3_VD? .M+V'G M'WB5"\'E/H%RBR!ZLU$GME"WRY MJ>$LA&G,!?

2$YXDDHA'EUP3H'=.,*1!O&!*Q%B"7N#9|U"FB;O?E3UIN0W M!7N3_U#_VFY$8^O'H;I,&<9(15;RI2YS@6!"<2!0AGB4(!,7_F52$^\%=H2; MP$[1D3;3V &<{\'36C?

1F6GLH^);]!.V=QX5SI+L#A&;5WG&!C_57XPW+6++K MFK6]>#H_P,V/O%KB).3(XQ1Z!&<0A6$,4QI$\C\\0JF?9AXRBN.8D->IKQW.

M=U>]*3)^4M>_VRL!/PX\@>,,A@D14&Z\0K4/(Y FQ(O"(S.QWIWM M,)9N7500N%BK"HK[N2_XAPJ4 MJ$LL:UOR^DLQ1501YO9*4[K.5)999P/P,IP(2\M3H_)8DY!FD/,P MC7V:(IPQDY)E$_)]9#7,]VLIG@%IF)-

G2<4=J!.5[IE4DHILKO5/G3S(#9C:K-Q90;\HMC^%2@=!'O.P9[UI01USS?<+\ AM[O2/BZ+84RJ;.2&M-Q.G-ACLDA M/RWO.3U)JVV8VLOQ])8!W4EV;

MIA2');V&G4OZ;&AMQ;X&PGPG=CT&ICNQ02%M-V+G!YUS'S8HUM$V;/C9B>HQ M5I=*?#7_40W15.],.^8&H@[+K5H,R-

ZFZSGQMG,#C4TFY:Y$S3QG!**N8H%LS$EWIYA*GW0$:NU0%!QSV7'QK#8V \/.MK49%ZV_N=,%VXK(/<%|A MN|M27<8W&36?^",O-OQ=7O#F7+,.TX!X1&#

(N8H#2H4',44A]'D84A>9/OJ.HQ':40\+&>$-Z%) 4P19Y!% M@4_\-,8!.JI1X)[%J0,*.H:51BF6X;E$V2W7K?OSE7I"_O"!UZ!Q33_P4KD- MJ[5>-

KP;GI7E9Y\K,_!U/T_@<L]3A6+VU Y5AW0VUGJ"C,#IT68IL?6 MU<'+/8/S'KLF_CDT#4=)?,C5^,P:YJEKIX^XIS]5;U*,MP7N7LI3;X&+6EHL*O]P*_9Y++|_+

MG$IEKN33#^M2\J/Z+#6_5$^IO<_G6ND.^O^I_2!?EN'$D?&O(C=GLBA'EY MQ\Q^DF6I1[%N2]>6>I^)_] -$%@IU2E(4QIUOIZ X"L*M:-1<* (]D_$3%NV

M"&3F0V8"2.0E20L29!P35E0X27B,RSBD.$Y%&!%.DS)+9/M7/+I^PBK$]IF M&\XO4+WA'=&.^0NU;U3Lj^T)W69F/2MF+|"HV$=K_I$2H/U- M^W1[;/CSO$?K],,W>I],$B/?

Y;V>DV3I VU >J93\N^5V.D#PX&44" D+-,^ M#[7<6/S.YW,5X-FKK2>&V MYFO5/RU .7Y"|_M6TC:<RT)F\#HX M^).C[>\XC4G7O4$QH]>[X8?M5/,;,U;U3-

UT79'F4>5J=46J*UYD(8MRS(4[M4U)4%:Z*J,*5\LID>H3_/-@96;.7,@/LV@]P:.^T MX%NB[BS:F%B.C-I),I/:M3%A]TW;Z/.6,=PG[@*T;[^[""/_%[D$5&=Y'$E

M!D\+'I:WQBXH12)H6&9E'H"N'?=_;SA!1C8;0BLF<9[@ MF (8N M)KN+0]MQI.#1WC"Y705]K@U*=-O8;!L5!"#APN)TY^O*?NC^!]$C;@N'(\(#)3Vj#,,'9 M-T.6\)A9I?V

YRY1XIZG51RPB.$@R!.<5$)@4O(`LX)S*N36IA)&(04C='Q? MY?&5/(=TZ]1K"#Q%_@*Q+B/D!]D"_?C^43^A?_47F.$Y!:"9?7$ "\R.'.94 M7*R38]P9BA&!'F#4U0F5?!L14?

>U>^QQB^"@*ZZJXC2?E_4OG,THT=TVVQ]G MK+LB*QEGA:ABS-*8X23/ EP%285C(N09)ZY@(0'6,"W[N^P %Z%3M\/CZ8*) %+M!!1!QEE4Q^;/\G4_DH9?/M2 M-

9HL$SO0/8I%H$Y461% mQ*8.PX*625*1(]!&9A!$U;(C;-,N-:4U7TQLJ_DI-;_:-@FYW0$IRC MFL]U2>+5$C^>7M2Y7QL1P\#APN)TY^O*?NC^!]#$U%2"YQPE]'GH,H T"%VB-G61BW;[6 M-T20K9)

[[*RW2RX@-VZ<8+(/;YX,YYIP P63;G<3!1QKYP_;)6KR;?;PN+H1 M/Z39;AJ^NGQ:UJO9_VH./OVA\\?E=YVG213&,4ZS1!XMBS3&)$[49786%E55

MQ#P$52.!,N#9L/8IJK"5Y.;=SUSQAVK%(%X*_"+_0A2/0,-LH7"D9L*3'Y2_Y4M./N.+>MY MX!&V758]H&9A;XAOCS.H2&%?E&&]/D,*F+JN"TVXJS9XA&VK(-C^/).%OAYA

MOA_P>%5?@<ZAGO:KV>I-5S$^"M"QX&F%655SY;F<<4XO M81')TICE@5DLW1=ASXK!DD8!V]H)D%7(Z%2,+"&E<@E!#"MLI4>IU<$/41#2K

M/[*#$T_62]1$O'X_4:/GSZ[$LM%V^&;!UUF%. M!4U%G%()3)N?.BCH06+]\-/63>]]=3#_R-I_KQ>J M(9/%_WW;/5X[=*LED^\WO0POH\]DI\X9B(*,,)80$FJAMZ2?*@HG)C$X4, MHJY

^MZW,H)+5!FJVV+/X*9T('"S-%-PC0C#-7S.:"?E]S\A>DLM8[;M#ODAVT MYJ??[MQI?S@;*-SU? -1G[]/FPTT1W]S64T#=]:.IW!RRTE<5'Y>\^;!/_ M>IG5?-UO

5SZUGQ&SU:DQPABDA.T6*KJCYJ730I[\RT&&WA/CFT;/MW!VNK,^/:?5AD M>1++E):.8Z4B-(U#8D0#A)4Y:F214&46GL1 $0IFPY;O8N$>=;R@ ? 01(T>* M)W&L>QK+M#U NW=(*

(OWN$".%8\P6;G7MG Q\;PR9W;_I5U[VMS%>YJ <*@ MRP4RWW2,%PLI=]PO-N,M:Z:0YE']7W6#?"5SE3QTN6#?'Y?U2OEZKA>OTM3K MG*+

[H(B+/"$%CEA(<)*G"2YB+C#C61]3M*'""A9"6Y>;D0486WH&\;0VK:A$@ MON5%1WL D?]?>*4[B32;GA# DBOF")N=__S@!K,^;?T"]5_48^-"8Z8YP=I) MV^/%8A4#

M/L\69$%GSBZX.V=VCT;3B!*=9@JFL1*7E 2X M*%+&RB0-PP)6]6V F,_K\--]C5Y-WV!MK49%ZV_N=,%VXK(/<%|A MN|M27<8W&36?^",O-OQ=7O#F7+,.TX!X1&#

<|\]Y2'7[OK[LDK9FO8.X73:Z*OQEU>CK<-/UVV JC\ORYII5 MKH<"%B@A,6QX)%194$1I>JPV1\GPN4MP-7BJHJ[+4A"]SK M'T?

(4.G/EANHYHH>U@15TK56^,NZEH]T6=F]\]WVW;UO=+ M$;T$C^5.-(+]<5IJ3:A(L9Y7F1)6 9ADIMW_]/AP+,]7S+V-_1<++U]G.D] MU6ZB6SX0V3("B

:P0GK8+DR"'\QDK+E!6W;0AA]=+]S'$;]<#DE @(5O1.TB M+3;(UEMDR0;9@6_45TIZ5+,.5E^637-? M9F7!8O9@5@KETVT(+O.\Q%&8<%&5.1-%!:L774_MV1]O2ZI",SDWDIO>.MK(

M]..2I3KA=PI]Y+]#A'>,:$]9I+O)MWI$_NBWP![@]ZVNR! ,;[1 X=>4H M/F8Z24]fO\V DN*ZS,-^JDC>CK*PB;=9$@L=VDE1ZE,G3XR).]1-)'!QRT;

M(2P7FY#4ED(W_<,I%E=9%N4TPE5.,IQ0P7$E1("SO.)ASK.JR(UB#8PI>E?< M=1'0-V3+U2.OT:Q;=WC+B%QZ%GSU-V#/@U$@S?3:*3S);A'>K,6=]3_XL5Q M:2RLJZX%H_2F;5-

@*OY!7P+C@2ZZ+:TUYAM9<>TI9;V^0$F85V$0,!P3N9 G ME'!<1&6 8TY"$A9"D QD'LQ)>W=JZL*=L{6YD&AS'5FX[;0$C"X$H&IX,^<% M*^]W7[#I8U]57QE6FC?

%ZS,HT"DF&>=SM6CNK94R9UWC_M7$FO^UNW.H!8) M#+.A3?QX=G7.A<[$-7MPU7-V6R%E$\-_:.84M JKAP>],P1<66HP/2G-56V M\|4HK<-IW]6+[^?W)PI[*4;35U8,D5')1++PJL8@(Q8E(

M(RSWM.J"/B)10EC%,]#>UHRL9ZWLM73[/=]DZ\ M#],JS3E),6LQ_(L"DX0%TG8$C!912!@)]Q>JR1IG9M,#CA$CC2E;C>FS8ZPX M'1.HRYEI>NDTM"WEAHCFY-R >B/8S8R-

1RA=!MROH5U? RADVQ/YY3"B#@+O M(8!X"\0W8N*=_,A0(T'ZH-FL^U1MZQ7ZJRGZB]>R3FZ@%K!BY!DX$4Y?%X6Q!29D;&@?PP M*V(IND5OND'!G#6G.TYEXNYT@Z(>MJ<;?

MRBD-=F8]/U7U8'3)4_&.QK!I> MZSJ$UXOG%VU7A=U-=:]LWKZX*W2\9T 8/F(B),R%,.C%-!52"I[@<6 M)O3A3A(2E$)SSS*@GI5]&=TE5.8%N]!E!%RILKK8S?QK@K0]:

M/9Z18AKUN48MVVB7IX.NIAO6T8;W\A.K U1/^S.\0KO2:.^_X*F&UVWQ#%CX MS1OQZ:K& ^<9OI^2<=V*VJ7Q/3I/6OZM3!A?J(dIU+\KSYN"E9"\QV!LRIC

<.B21.\LC$6IJJ"4WYO8=A6'8 M"PI'$S%(7(9[_" !.W47)4JYORAZU*!MK$H4;$&*M3D./V#J5UV5&VCCU M=0^>^R2G94&3!%.N IPDG*CLT$KJD*BXX%5(<;(6=|=W<&.TX;-

M]Z(XD7_.MYVC58P6@IP9PYNH,0D2&TR)/5')>K*KN<+G5RD5"BI3)$XNQ"7>$H[TUQUWS M9KWFG"= U-4L=35WM2U3=_,0+[70 C,>C[C MW9@=B2="'&;.-V!+MMJ

)G33P_I3'^MM#!+F;GM5Y#K^7R,7&4)G\')M%G/ MYT-VD/7L8$IX4L6/!:OG;P]=?=2W7_ZYNJUGE%\]+AYNZ2E^-[]"3D+)4',UZD%"-[H=4;+1=/!_@4FH4*K/M@PL 8#IL)SMXS1\3S-

&"?I+, MI*OUF+/#[2_'H\ |U]GK!9[]S)D+:S"###=75WE/>;JS4QPR;#1^0:7QOM18+> M3*WI..=T^Q;+6Y[4TVVF!T7H;]XG7C";K&ZI/3EZ45W4-21_$=*CG>9K:)*

MHH3&#&=Y*G!2\!R764;Q"$18EF%8D@E,V;-B]?CHDEB.5M4?*8]W)KAF MZYT7R&"*>WES=8TN5ZMZ5KVL= SE:HENB4ZG[+E0\=(+Z_/#_/W1!M\OYC+ZU_[WC?

ZP^2+G^>2|$5H1)*3#."X*3,"6X MB@.\LS"+.1!D64$#8YL*]<X/$A3USU+ %8!#*&\&?4)#.R:'FGGTH.)M?R@ MW#[H_%4-(.5)Y)V5K;75[4B%"Z?-'QZ>BYQ5#=^S0MQ+7DTI6Y

MM05BT.J")YW. ^-K*NV.#K2>QKKDM3SYTI>[!F\=[D5>$55&.:52D.,E#@:LL MB;!<04J[(\+6&;ZJO2^[Y0WQ'2?#'!![#X09L=7>_%@)K$GV=609##%J(

MX*ZF=`_RJV;\/;]M';LF;`]?+WTG- M-FEXETWS\O2L@U!4.0K:1OD]A?=%4.55(7)K$\OBDSN_'GP!]F@S1# ^(-N\;M3_Q?H,U;52*XK)[A&V5G!3B\,3IQ#0_?@!^6 ?%.

MT3[M;*%.7E-]*3P!9$.<$T]^2NBL4YKFB"TB@D-TB1{PS2Q,\:?,&6;(K8< MV H$, ^ ;*A=(TG&++K?/O<,4N3E-*8N" & >ED+HDBA@7615BGN>\B-,@#4"_26FA#V;F1]

M_?Y7]++#A!#4;\C#E,\;13#%[H -3VA_?T98%=+FI%*$24;9<>+BHA(KN2,.-`MR4YJ#:!@[%L*\'C+=D++QSW=_62_9"5S?U=UZ_SF@;&YI6$0E+PG&2!CE.$\'B*]XR7(J8

M9G%,DB@!J3!3T% `/JMF1U#>X'54SA3P)R+ JNA 3IH1')'06Y35EF,KM=!@:G<3'"/EV@[,5A3K;%VU;*(D06M,WKZ0T"-->P M'K!H$.:/|O*#*BZ9"&=5?FEPXLEJ,9F(UR_,9/2\WPX2?_+

MIF;@ FD6-AT?NV QQ0;2?"MWP98FFUUW2(8'G'(#0>]\S:7U\%'V(#@I'MC M=N/N"SS,A:K;G*?@07,^4'3UJ8,@-%A5_TG93%U07=(8%I+]9.'GAP(7;Z27>Y

MGYW#),I%$H6JN:(@%3PF\7)>[ODP>&C;N":CB,_&PJ$P:6NT)D-]+;D@\[=FUFSS+ P+%9P:[!OO6M?+!5^^-'L1D!T;YF4,3LH_;,E= MB0[TM@=GAP(Y+C7XSR<$!53T8D|&J_L')22>KA#

F5K\FPNBS-G6V7YZ>2/UV(H[/M'A92KZERUFRR@71BR8PW=\H"W =!FD9YQ%4A@E,$IKA(J;JHA+PBKAM$P MM;?-"?OVN;2KR@+3-

HS8W\K!4_D!T%/^#+9LGU("^FS\+8)#BWWZ MLRP(W@&X%*CI_B?A2<90_,"0#N4%;HDZPDA31FO2^K+*IL|#&)8 X^<0$SN#-X2<(PMG M*..@51N;8SI+9BC-CO4R'6-

Y'?]22?/W8]456=X$NO=!V7&0A%F>);@L,X&3 MBE),6!YBD<64<";WBUR KN-'27]V7!:9+@90F;G]W0(,V<;8AX_N9RN;I5 M'R<_:7A&8%3W$>DP G)HTXHS?%?

=8=B5@65($&,*6.)/&!0N5D1:8P#SDB;$"Z*P"B;R =SG]W7 MAC#]4;;,-G3Z3LQV. ^^%-,S068(,W@7Y0,/1?LDI:Y/NK'R NK\\'T+#,F]_ MV\],,-8)2%219FTFCF$4ZCL$]$R"DA(*^,

M*6'//K"1IMBVV/DW_^MB,+\/U'+$##1WQ17,\/G RV84=L'JJ7KQ:L#%=95 MB0!3LM,6#0""<5!& #K>3:[&C:YK]NMR3K0+^6U=0RB/4YI7(4Z8D%:$9C&N

M'A)CD7*6'R&*2(*LB!E9SS;D((A8JT=6T;.2^0X@:.;9!7"/$H2\(&I\V.3)53/=3 (M(B#JL]\)& N<1*K)DH@"7 ;D M*B,>EQF-[!HY/5M*NTCJE9G)\<(K1/OV.396Q

I$_I7R"U3QAJEBH6YIE@*U MT\'LDY_W%;"LB()$R+>D2@V'_5>7"+&J59G0-.'O]GU!6K#_J[I6FE_HNT)D MA;C<;?VIWI/9LO/NR ,/[9L"P1>HOV+|++EE&?9[;-.Q!NUQ?H W;2/-JL6U?

MW4[K;F7SBJRCA= -/CY.NFUYAWE]F_1*S+'RP%*O?2C0|[,5')7-5+.$DG6EK)HR)>U-Z873 F?OJRZ;AJZ:S M++>QFL6LU#HS,KHW97C96 2-5$88XY{&Z.5%YV)Q+O2_#G/

P(C0%U3OQS-^$ M#D2!M>_E&V8J/S6KVI#N>]HH,R$> >.TJXZ ^D^PNM|,.>+N?;9Q.J$]N8V$ 9>\Y 67 MV6+V]/+4;3V2] JBB$0XJU+E"=Y4N45,V]K=3"S;Z=[2\N\

MFNNNV./6[*QA0-[/EHS3=5)YL\HU[H[WV1U6H^<*T2_0>OP!>&":ZK;55:?Z MR%55Y=E"Z]M'^8^F86A#+FL66#,.RKCL8!HD*3PH(LQ$

M,JOXK\&))XOV,A&O'[ME]+S=D40OCY?T7R^S9J:FO%KJ!%=)2?[4S!AOVT[N M'!GWM,I91EF*25:&.*FR$E=Q7."21JF^22 \-JI0;LN]WC2-7E$^_.31?,T M[%@ QM=LW^\3-

9@Y]R@'BL7[(?A#C<1'ZR[K;HM$H[VXF#RDVZV;<'9WTU; MSV-GE1XA:.R7LW^ES/5;N&Z:5]4[4N7/7,O2I&F<1C%I54W2:FJHL8P0$1 M9I, X,'!F)Z*MT3"Q;9L9&0E^;T,+

(;!3\5"!7 ML\NZOF3+9^A9C*]M*DYVW"FA1PPW$PO%M_GG"P;3NKB9,>>'ZG5S-9 7M[T^+ M9+6K/S+=9'OYTZ+T=_ #3\'UY;/UN2V$9*@=Z^<|Z\0M>4.O#;KEM5C63]I4 M?

YPU=+Y4GC=S'=E(-ZX9-H+!]&%0IM$R5R"=V!?&2A,VDTSV_>^SW?_J#WYG M435)+S&;*/LK\ORL6K3/Y\UMS9]F+T_RU5!5F.:!W[SR^DJ^&56SJ9Y1?D_S MF,0537

99RE.,)Y@(@*&TIJ2$1DC:5D:%U2RY\.SVNG-T6S#V06BFC?YAV0. M/:?LMM3Y*V6G3IC^NDJ4IV/P4ZQ*@?3609/ M-=<$"-^)TQKW>=2:1O.TRC"AK,1)E7)4!OW#2\&^SA\?5C?

C1M-%5]S1A-)=':QR(H,)) M5N28<$9P5M(B(Z2,6 R*0QVDYMEZ;4OFS15Q5"OJ>"ET3#K1P62690./0F=F MGYP! C-!6RPTW0OT;0V&I-T:(@!%!

(=D=%U(\"BM|RDF.`3VR8*'@X.LF[&H M(&AY_'H#>9F/C?6LJYMV)/,W=*FLG'{3],M;K9D!MV/916#<$WVN\#*]-);;

MK8=Z2,AS^K#L3CAU#Y:CXASIOW+1,4MOA*K]4&J+NN_MMZEVX>W[2.WY$W]-MDW1;;W<_.R:E;R>"HMP-<7'6 KBB)B:5QB2H(S)P7)<:.5,%U4LBHC0H"`E MZ'3AG$/?

R_;6'FHOV1KTD\H<4TPV?P%Z-IR_'D,7R'N"#C-!F@^L&=GK!=6[M..|>4/^YCN/69*VK3C3RARW;%ZAEW*&7Q1>FKMPQSOF;UF_C"]X#!X\W0I:> M(/(\6Y&YBH)1#+U(F[5.&

!QD3$?)-?=EP*11Y@'F993CA+,4ET(P'!8D"TA4 M>%Q.2T_I8 "_<>%,@8ZTKM+_,&CG1YV7]I3[2,(G2L)\JG>4I3AAAN%!9 M.52*\DI4(>?S@A,~GH?T=SP-T+!6.Q0;>,(Y6B-

HJ/;@.B03I9. M(+!L7-EZ^< 6E:-R#7>D/#U\P@:4HS+L]H\)?E)A-J[4\>4?.ML^8^X2EGH8AP'&?R$!(HUU">$UR685 (4F4D!A7Y/$K%M_E1-+$BJI-!+I"B-MBWY3E*%1*TMBB$[.QH

(/R-M2"WGN%+N=_FC>@C0O\46^O%+GRE0!SHAO 'N1&"^CLFK_8$IVN#R]/O:O,*MW&^-WV;-/_4R*|&I3'-<< BCI.*)9A4E&.>TS!C M523W*:| D2%BGFW;EG0O6-U1IS*(F-

G&O!4,,&MC!0%X?V(BFZ-MRB"I27\?&9M.QXHDTC2!JGL$%S.%/4]:F)H"!04KZ&E9'*GE$0*3*N-1 M ?=5<.!)"Z?B.MKS:MFL;I?S&?UK_[LM$AGR5+ P+G&>IZH+D."JNRO!29FG

M89RF) TJ8]_B*#G?IX5UP/.5>;D+0YP.7(Q.I0?NVON"HY8L^JW!TZ2^I0TD M ->C4VCL/) ;B%09%/2LR?_5D0?26+O!1^3X+-/Y(XTEVG%+FH^:,T#TV?+3 M'S5M4U4-

W1]HSR;GT]K,&@YV3TBVKC;P%XJF%G1=)\"A6*#3^W$)K,ID M>U--=M(^+D+_`"SP":MUQ-TNV&2BJG^3X1 -!30ZNZJ-OE?:"'#<;.5%U4LBHC0H" E MZ'3AG$/?

MD]E8<78UJ^G+:,/5A*2VI2DUYJN8SOK[!K](P2$*>X[3D)4Z$M'9%+/_*B#S3 MT%A4O(SO7WE=+8V,G@%)R'?<)VS\&7<\(-HR@2K%A4X:;]D Z+@)@@:6SS$J

*M,-.WAJ.CCC1YM*5O8_M,< $@\?XV%F_L<_&E?D#"'#MH_TSFFTT^D5EW]FEM>Z]#*T|>&;1T$;5:G 6494!5,>XBI4Y:D8X300A_<)*"3C M)"7/&*
*[VOG^[0EYOOW]'MIV_H^J\OOWV"^4]/(V3F1G4B-\RHK4FJ"D1M=@OZ MS4L/DE'9"E73].9U,DZ*NZ^KW5\@&T%TH\O,3EC6/71]2C/*M?/KUJ3A!8@*
*MW0@X[JRPEPVF5L<*CXZ*9U%S=%^2,^]-,j:.N-;HO@B'=48/GK#8PO^=D_GJ MD4K%4K>)LJ6+3H?H=EAAD@5!HA.L,HAQ$I<5KA+5ST;D).0D"G(FC-T50Y0\ M*].6M*Z@N*8-V(\.PF2P07+WR=ILR XY1Z<8+/+]#MHD<.YMLHP&6P%CON(IY9.9OL.;!NPMB4R5_*1!=/CTM M%ZA1C*AX/OF&%YS]+&U=4XH_/<^7;YQKK|OJ33ZB:B^]<)YG.6=S@18#]5T<*
*MO1.S?;Y7G&&F4Y-#+2^H90:UW%RL^QNVCW0L;2Y@3O<*AX=LV\+A*IP;3'_: M4&],> ["P*TGLLP6?:GF,_ICI7]HS'BSB29I8R>92
O&]W>FXO.5#9R>![*WH.8&:FR\Z0@"GSON!>&Q$;R>BNK.8 MK:DK9XZ+?:0XIL&@,PX;C\NY'-&TZ3*75;.CI>Z3C!I9];+2.KU:HEMY=M59#1T'+C,O1\5TN5_3FCZC?
F@P$=WX,.C[!3Z MRW+DH\(}&RG8IOFC@6!YB/.JJ.12'0IOL6=5FDPD.61F3I&85++*[+BOF$;>M2B MHOQ]<_U\N59.QOJYO-BNQDV:?)>W@K/1D=11HTZFA?
H,_+Y6]QA+1&'(0@ M6-D<2@!3N"'!0<%&,HIUS-N8-]IVLB-"[?36<[@<;@:_K*]YTJIFQO17]2"-MM?#T!#)Z5\|>YVM:NCJ@'IE1-]?& 23&E=$-"#!=-)+?@U*.RVJEDP/3 M3J:2XZ+U-
=+(@:8LHA'5MMFU1O5X[F4OV/R_K_9C\VQ4L%FKS,FIUS'Y)CF7AX9ZWD/(TFB'DU "N8O.>*"+19 MN](Y+](@T)(M=8N:O(":=+SQP09R=)<^@YFW/X$]8EFP&^S)B?;B!'Z:6Q#E@)
M #PF?[IQ_+$?,&UY[EU._5D?,+Y[IMW_I>5]M"XZ?;74T5QM(+]]1]$FD< ML8 G I<94T7'(XY+FG.U)!BBYGO!.+X-W'*"%"O F^E!],S< MOLXP@2E:5VW\$
&'Z@<2T=7%]"M;2^F3<0^)N@V&F1;F8LNG_@=^>/6K*CS M9?-2<^1'EZ\ ,_Cl[5EBB25-&5U=&\@QG)6I.DUIXGI5HR(?%JX;'Y);#[+!? M\5V5)=7AD_=5R",6%0%FN5
ID%F)fTP07)5IG.;LY!D!K4,GZ'A>@?IMQW0W M'-ZL<,6)#@M>5O/9 P%DE(QA9J,0#I"_*,..@MI2O.@7G\U^3RXK0@X*Z*P8 MY'$[$!>!'3UL
3D\..V&9'RC/65/!G7;=H9Y%D#%0EH_N-:G/'CD;4D, TZ M'Y9 MW=;+BE0J@<M1GQ9$M5#YF'VRA>\6?N9%P^K[O&+<,(5P#?NP78!C<5?B&$Z3@8/9ML M3 L8 9<9?
N&TN]9P]U"'[C;LL1B\Y,"8=KK[#GN=VX^SIC&[@QRLWKD]=?E M48KEN[X>=]J,;/>LJM*4IPS32OY'6ND EVF1[PY=699Q1G-N9+7+R/D^2C8M*153G:|_XBW-
OUCDCHQ$WS_D&(XRC91@ZRT9;D1#M(0#,;R]PUOR*MHICX# [^NV.(G*0$@M+/\ M!!..:$Z;N4WHXHW;@HY?GC;=#5C&4U)$ N@'0<72/.@JX1NN&@;!([!S8["<&8M
M'(,#LQ4Z]O^+W#,Q="?_72+ZD\8IW,51SBS_6R:7XL:MYVP/Z9S!8? MN%C6ZA;@/B^*H JR&#/EDT]$*G!9%0RG<9%5+*9Y6((LAQ.N/-L610OH]'<# MMIE]F1Q"BTN
+3\?.,OEK2QXEC^VY9+I-E$6SZ18O0"59I5=3/HSF8YA36E^ERVD;2;O^7JS/%!(/E0:LEU2YKTH*)K@]>A=' M.4Y"P"T5[5=SO_'GK$]3XE9L#F0LI'ZGA-
NWIZ;B28&;85EAIV9L7.)AVV M@B:,?EJS\!=50FOC5^C8:#=9#K,L@8*[*UTPHCIU& ,$BB,A#:#AEC6>NQIJ MWWG]-J-<5Z+](*DQ56"?+QKMS/ZZU%FBG+4M5G4*U,[2#-_-
TC670UI^3A+@VJ5!HA4A"&DT@>\PC/"IQ%0594123_8U2# M\]TE\;RMTSRBEP5Y6M8KO=&@/89U0ZFVU)URLZ@FN4]Z>R)7%,%GJQ;1N,W)N\-O6FK[_X7/_^A@
M4V2Q)HUNR5O;FZ5_ [\1I^V-?(S^_4'G+_JFOF7NHFW9)D5",_(#V@HEM(U/M*C3583GP]\;25;GQ=Y-CVG+FI[_VZ#LJEOSM#=@OL7;UO"]^C/5*5S61M=@^%$
M1'E$.,=1H@JK)5S@,I8_41(4K"@*(8IBO0F_U\&3]&SV'K?62Q6'?5V<,E MI.UX^)\IBDJ]R@3MVM*HWWR7WZ&^'OWW?PNSX#_CX (I==//R5U/_U>A_E5\
MH=:O9U4#]I7/@=473[X(L_7C+%PM@ZHZ++^W6+9$NRJM[@SSF&",I.9),I.. MM3%A]ZW.Z/.6<5DWZWO#+\NFN2)U_2,W7:V\(G]\X LN9CWS=!]E.0D8+S#) MB6]ME\>XK'(A?
RI)'(J8=;+A0?)1V!-6NM=W*;]Z]V\K+1ON< M L'$)<9/6AC;#C,,N2]JP][XS.F)=S_5+E3S=B;V_: MROKJ?-EHYNX+DH64I3E.2AK@1$0%+L(BQ31.N2 L)C$)0&5U?7#IVJBT#JKJ
MM(JBYEC^LAW19YGJ_92;.U^ZC3/,(+<[PLU.R;^^VMR[$(\^PW!_.A\(N@] MX,\+Cl,&"/J$^2"@T"LQ^!;OL\HKO&QNQ&U=_Z/^M&"2L7^MWBY_ETO-S_5B MQ;X7^C?-
YSG[M5DM'JZ6"]9\K.4/KS7[1PTKLN*&FO?(O)D\>_^#DQ)#OLI ML$NQCM?M-DP_2_N@+A7DENER\89Z(U>/9*6&SO4VBLN#_.7S\WQ&]?;I5W4Y
M)0];2KI9VUNHZS]TM7SEM9QOS6&^ W7T$[4B(=%Q06>G,^4%'9^B]4W8%X=ZKISKY'1=@YYAY_PK*" M%FD>U?^5[7\E1)E654DPV&5A:H ;8[+6(0]
M)C!EO"RS"%A7"\Z#9_6\NOS^= _3I__RX_O7RRZ>O=[_1Y=>/Z)?+;__UZ>[R MPY=/Z/NG]Q_?KN^N/WT5MRR0-OL,.D90YC.*T8ND/HOZO%SH0^&6Y9Z(=2> M^LJ?
8JK>EX6'$Q;YHH/;7V=,!3->C,_NO\BW/[]]E"O*UQ>].2[9W&AR2--#+4$SLW(4AV%[<:YT M,$, $,Q8N84/6ST].MDD"C@DQEJS!I^Q6^\WA9(^O'V9=94(
MKN:D;73Z7T2KTB%6$X:P2#"'>99"1QP'F'2]9R(\K4!MH0:I^5,]-Z-4&D*8YE M\U[@9,8R\, ,I'HP\<%K]Y%8CE;185J3KI=&8N^OC&:#SCKHMQ$*[GJB#9; MJ(\Z/VSP5SO?2A6P<>2.
[1ES>J ?!HKT+'9"4R.#\,""EH! //X-RS]VD" M[W$B'Q7WQ#E[?)QEM9]UH$MW]],<,\I$&(:17.$)P4F51KBH8HX+4HBT#'*; ME#&D:^$!!9 -L.O9VOIZZKZ
#/T#G$Q6ZO/DA:FRMMHLD]C(1*K])P2PU5A MGH/YIZW%_%[;N>H-'0T4:9/*>O>-/4': MT!'!BK>R("6,PU"1Z9!W%3@R J5]F8D-XN\ MD4PHGVD7>$!3$I$P#W$4IT+Y-@-
<9G&&19!F>)-4K "=,,R1,WWWH(^VA:8B*BTN.05K37F>8B'UP<6$TR+9(HSSE M?>//I-X5,:EC85IX].TR9%MJ*,>-4Q.'C3&"+K M.*&;#]66 9?E+DV%=5;5,K6,2?O>&#R]W5BC
@ZW_I^V/I..')AW MKO.9;_YV=L&F4^B:V0T_F.'LQZFR31OH.DY\M9H"N"O?-,IPN]=P6D$$(.B M3F.S6&247\V7+_H01*(F]IV.5)6E3&XW6(4+H:HL52G%)1,E#F-61*%(HX 9 MI2&-
T/%M111A7??HI34@/=* M.8!G(9-A$/I@:<+++?B&:-\KXTAP0.ZV&P#L M\K2M@(#E0X^+-YA[/3!\NCSK<1EV3K*LZ(R-DG#M#R,)>WY?%UG6C1K^G+% M7C, T-$1U P,E#LL8$9J-
^%D0QI=>X !8*[7N_?E;JR;ZLP^;F3#%AYL5.0FA# M]F.RV+9EWYEKRN;1QX38:!%^)>$SPTZ_;_Q76\L=K/XIB++#E2E VEFS8_%_MLFIXK7N6HMC ?F5-5'ENUEE[.YY_;RB[W59S2)
X++$B6X83+ M30/)BD2U)R2"!7&5Q7:AJ[XXGF++#H06X0#T1T%H&I!JFKZ5 6HP+U!>D:S&W M*XK*ZM@(@WY3XJ!.'MO06F]?A)DKYT_UGFTW4^_^BNW#AWW#[CH$V1N_]Q/&
M[!O^DZ'0W@E;G$8Q*54;A4;2X;/7KD/#U7*AO6XO9*Z*3?RNJE[?9WD<45$(MS(2H<")/IE@N0(%<M]==WU>D7AD<3XV)0PS*/@O&MN4#F2M:
MJDG)PVRUOT#W>17>!!SBBE2:.5Q$)LEC@-"D3G%2"XS(O2IS3+*)5)@BO\@I1-M3XN15A.^\5PS $>3+YAG' T_.UZ0@2U^.5]7

M8A;'B<<#CR1&\P>FXGCB&|WU)2^HPT#I.9@O!__#_H4]>S9''^JS@=G#$S\6 M\S$)4T-E>[3"9/S^^F'$,4_=(3#Y(3--H0;L5:1TEVY>LNYX)_??ZD$ORZ^ MY 65E(NG9ZZY&EMKW;,&/YA2S87\C!;-BWHEDO% M3H7/[%+,F.ALA6*GPM*O$SMY+<.[6O*3$:7\8O7ZN009#T6<>CBCW,=$NER8 M\B11C7M\GI#4#?0F& S0F-BB;2B,-NT)CK7I*5;%&&BD0'<>QZPDWP$D2Q)CXH8N3(-RD&1"!3X*(4+F [KVIPS2F#K/;ZP?RZ[G^-MEI<<2_V7F^-M+50'@FLX1@(;UT9+8,'WP6M-1UZ=[X[/,.|\%WA&'C4L&^M& BA;U7Z5O(@=[A+(AB(D3 MQ3@F$9<.AW0\(NJI$6R@.ZL'$E,75K44VBW%#U`!&)O?U$.6&W+0Y=$BQ&%-MAC2V*LE*0,/FE==%_(C>/_+)EONRR8[*]5 T+_?XSE5]Z MJ>C5C5BK*1PJ*RQ4HUWNQ7$28"=61=FAZZH"2X*YFP9)$KJ9= .@]=@P%B;6 M6TD7/7>$:V_]N^0,YP5^*5=/:@H5O$;B+&>]D^+',P2;'@Y0XJ;YN):S4]3 M0B@QW;!TAE26MAZ5V+!EM^C;#[*+Y>! !F8O%#<#Z%)N>%*IM?57DK!FF,H M2>|\>56N\W\VKB8G*7/=., "|K[[_$Y]C&L4"9X0(EZ>!ZZ8^['+:45H36Y\^ MY5IU:(\V],[9<<#T+(PE&&"FI$_T#.F_+<4&C#X'THRL"FF2^2L,Q.,@2MFH MU-8D!HBO*IVG-/-UL5&1]R^'C;]BW.:_NVBE:D#]BO+Y1C7>E!&'.I5>A+X(@E#] M.7/5!&8G(3A)")-JGT5!F!'N0GN%#]*;6.&WE\$J4:BKWKV]U"&H[KH28P8 MC1U/8I.]^W1!@*D3!5C&6]X34)Y0E;I=K>ER?O0V5 ''Y&TCN6;VO/(GCL&(M^*M0:=;$+IYZEM0B2M!TSQ:&FB)]2=,F4U5^6!DL!)33WG"\06IS#UC0$?W MD 6MUTZLM=PVCKY>B^=FHN>F7#)*61+'"N<>=*@IA&F-/9Q2L+8%W'@^1[H MSIP.T?DJ'MM*)_UI,"#L]-3?-B(P&W 8C"D+##7$M%TC.$3RQY3Y;8!PM%)/ MYUW#9"LM"[EA5G>B[&:OYFQ!7!.0*. X]#WI2:D>Q]*G2K%/6)@XKOP_ NKN M<9#*Q#JOL@KJR@5Z$6KL;R:R?*OGZ*6"//]4^ P7A\iOZW^M_^ F8E3T(G69> _#W,.5UCFAA+OZZ).6ON W046[G6,HQ[GTO-A_]W*X3*.RK74AO1E53ZW/]$22ZRRS%Y\-A7[':(R.J93.5_R-5U>_2ZC&9ZK[!#]8:=J!OCGU_7-:OU7L,ZC.5\$ M#F>)Z-LXBSC'). "4[7G]HTW)<1+@P"4@=8E/'TJZD6H^T#*,*BD4F,6F)JR MK+)+RU?>F 4Z2<9:&WX]@5P%]#!#VW* ^BR@C@>4OJY5B0IZES9?\6%S+"1, M6\GINW?%?;[.!5'1FT!7{@M+?FJO^U$;< M+4^ B7.:4(UOJ1.@!/2@ 0!-D 'RF\V_DV3QGS#WF!"[XQV [Y]MD=OIVK6 M)["?FI:,I6271>!2+Q7_FT)"Y@%:+OH-(OOH!A# +RE\AF:5.?HC3KMJXA M\L>-7>5;YWNM6]I:"U+!$CFN*YP.TP2Y7!0BIUQAGFB1>3)!0DY!'D¥M8^ M"9 &PRJK/.I74'OGR#PM=@ .;/7T]36"8FO9H266U?+M<'F^R=%W+[WO;:@V6DP M/O)G^*JIU,XQS+;3Z2ZJ$ MJ]J-X\@/K2;U_7 XNN,>^.3 PE3>(J:6TV/& (!DY\''JL[GRQD#TG7K51^TI8Q'1J9"&9C8=EV*8O6LCCI7Y;_#/_[MXB9X/RUULVH[3#>[7>WT]_]=':\TIX1JM,13H9K!UM'3[4LSN3-A5*0\B[$7 M^3$F;B;-E\-C;>9A>N);5X3.KT6;3<@;L.IGPFL*Q+.4-'T MU5)^B.I@QE$V7]<3'C;6K.78EG ,KV2ZI0[0!PNK-*N7X;& _W"?.#"E MH_C%-E:6;NJD'LXGNU-%^8#7O9ZAAZ:PY2NU[)K9LGZ'FQO@$C1CG M0-AV:\=)>?XQS2+G^!B.MI^%@!^N+S#KZV3Y&;1>8^- M=P39.R/>_5?CUFGJRFLS0/@^K_Y^40]>K]5//"Y;2+*64X(RE#B9.+'<4@\'MGD?CT&&I2$$G00.TICXEK@DA10G8R(?Z.8U^HK1_(5F3,%F^%[S23?_W18P M)&D4A(;F]*09.J$2. TY@PG'N51ZF=>EFHE?@ T)R\(.9A 7Z&G11#6L26&\1>;A[^9&WD T30D1$06DO-.1(" M(MN'$1&@5TV/QPMQFS7&=9$X/.(9=S'G/,*$B1 G@1HC[T0)(6D8<0*:1M5? M?&+[=MZV+>Y-CGHM) RH%&^KY9OZ.VMV>KF>9LG;08STW!M3R6&VK&#YYJQI= M(D5/9:P;BC;/Q_?EL'8RWEMZYC/Q?;'V3\,//&/@<*@Q[]=%M2YKP]OT*%4% M_>I3:SM? QCP,1>P%.$P]-61=.AO4BQ(<$>Y&@H;"(?K.QCB]R0^5TC7:AP:R\SG;>C+ MM.-I ^%XS;+/6)..KQU5[^!;!$*]:/*W/"W[5W0E=>(D3AZGK8Q8(Z8.0ND M32EF+$T]+PF"-,T617TYBNMY(?K$M;IC2?,=[[.@_16_D[__1BM1%YR^'+P4 M"VRNI@^LGN-B&2RS)FPM# ^J$K>4"=6RW8UFCH.&([LX'EM]6Q39_P MO%WHK ;W\QK8O_R(.DR!S7 <'/G$Q22,7IW'L88!1ETA'-M*W%<4%OFXZ0F=[^:BRG%AIQY]>\ 6GJFP@X&,-/0B+]3$SS%|(5QT2OI_0"A=M6;5\7."/6JWO!KQL^(OD?U4{=:(T79#WRU? QN/HU7RUK1_(V^Z_5L[A0<7[Y M_I5^/W]>ZU8-0]>=6(E;=E#'3SU116YV&Y:4>Z"80BU72+(U6HMP.IK#>C\U MD#!+, V&H&I@4S",BH'!Q&:K!3.%H5*;+R&Z?'N\W/>=%.0_H=*M.;%DRB8 MM&,+']7:769]VNB3 MFHZ#(N#HAB'D]-P&2WA 3WUVH=@A;_-L=U0V:V>[QRG-?++8[*O+ ^\>[X*P:I MUAM5%-5-H7]40 COU SZG<'[3N'1S$$DI!N,LP(1&,4V2DF$O\(MB0C70&AK*;@:?1HK5,B@P-5=X;*FCFCRNZ;=# MZL?O YD! TLO6@;(+!-=] 2A8MA4@]6"Z56>=^?*M *EV$JZ0!^!1U&/)S\M2 M)6_;/H:J(IUNJ'3PY8G-6(l.?>E/^0Y+.IX'',RE#"[]%C2^DBZ5XR.M(4& MQ22#@AD'H=7G"VZ&!2H'T(./V@6)W0[02]%OHJW!K> M,8$/BUPGY3[%C%)UZ<,)<1RY'&>N("3SA..2%|(^P%F8.@>.Y_^?SF^O_/G^\ MOKU!YS>7Z/+JX>+^^JF^^^T7|/F7A^N;JX<'6%QA@+1>N#$M?C SL.ENW&.F M#D=J=E3"HL^0Y;9#IP-B*70Q8B,8Z%2M6JZXP%EZYSU(\MB0C70&AK*;@:?1HK5,B@P-5=X;*FCFCRNZ;=# MZL?O YD! TLO6@;(+!-=] 2A8MA4@]6"Z56>=^?*M *EV$JZ0!^!1U&/)S\M2 M)6_;/H:J(IUNJ'3PY8G-6(l.?>E/^0Y+.IX'';RE#"[]%C2^DBZ5XR.M(4& MQ22#@AD'H=7G"VZ&!2H'T(./V@6)W0[02]%OHJW!K> M,8$/BUPGY3[%C%)UZ<,)<1RY'&>N("3SA..2%|(^P%F8.@>.Y_^?SF^O_/G^\ MOKU!YS>7Z/+JX>+^^JF^^^T7|/F7A^N;JX<'6%QA@+1>N#$M?C SL.ENW&.F M#D=J=E3"HL^0Y;9#IP-B*70Q8B,8Z%2M6JZXP%EZYSU(\MB0C70&AK*;@:?1HK5,B@P-5=X;*FCFCRNZ;=# MZL?O YD! TLO6@;(+!-=] 2A8MA4@]6"Z56>=^?*M *EV$JZ0!^!1U&/)S\M2 M)6_;/H:J(IUNJ'3PY8G-6(l.?>E/^0Y+.IX'',RE#"[]%C2^DBZ5XR.M(4& MQ22#@AD'H=7G"VZ&!2H'T(./V@6)W0[02]%OHJW!K> M,8$/BUPGY3[%C%)UZ<,)<1RY'&>N("3SA..2%|(^P%F8.@>.Y_^?SF^O_/G^\ MOKU!YS>7Z/+JX>+^^JF^^^T7|/F7A^N;JX<'6%QA@+1>N#$M?C SL.ENW&.F M#D=J=E3"HL^0Y;9#IP-B*70Q8B,8Z%2M6JZXP%EZYSU(\MB0C70&AK*;@:?1HK5,B@P-5=X;*FCFCRNZ;=# MZL?O YD! TLO6@;(+!-=] 2A8MA4@]6"Z56>=^?*M *EV$JZ0!^!1U&/)S\M2 M)6_;/H:J(IUNJ'3PY8G-6(l.?>E/^0Y+.IX'';RE#"[]%C2^DBZ5XR.M(4& MQ22#@AD'H=7G"VZ&!2H'T(./V@6)W0[02]%OHJW!K> M,8$/BUPGY3[%C%)UZ<,)<1RY'&>N("3SA..2%|(^P%F8.@>.Y_^?SF^O_/G^\ MOKU!YS>7Z/+JX>+^^JF^^^T7|/F7A^N;JX<'6%QA@+1>N#$M?C SL.ENW&.F M#D=J=E3"HL^0Y;9#IP-B*70Q8B,8Z%2M6JZXP%EZYSU(\MB0C70&AK*;@:?1HK5,B@P-5=X;*FCFCRNZ;=# MZL?O YD! TLO6@;(+!-=] 2A8MA4@]6"Z56>=^?*M *EV$JZ0!^!1U&/)S\M2 M)6_;/H:J(IUNJ'3PY8G-6(l.?>E/^0Y+.IX'',

*%PVK**2*0!XI]^?23'=_B-79YG M(\RG"TCXA\5L,D(E)?XK/RE/S#'8@N7B/@^;OMO^X;=6>]#\,OIW?.E]L2!? MO/\ZZHKBRN%QG-^,H[C8&$^0V>IMUPWDHA^24\1D2Y]!|=D@)=S@0A M//^:.OM%Z.!PM>AJY\%DN;C^SNT6? E=VOJ8ZS4.%@L4ZPV70L6@M*%$$#(L=';1[%J0["+F!K!RZ!=G!]-4 M?COZ^\7XFY\@,XN#Y;&?SR_'TR]_]9,+&/%@),B82=1@B,P8S^-/9'H@$[1BW M+AK_7!R\#*78V(JP%+,T$@%G?VF@ 8N_]_'=8^C"!JV*6,5P+,:0B^H<8X1%F M SITI8^':5;) \6U!]98'R1#ZQERANF*T1^<:IT =Q%@>32X<0003<%\C2 M!UA>|!*,4.4X)\0%2E)$W4&ZF-(FAO-5,SC#U7.>2%8ZV9^@9IIM&?S']DOL& M3K67; "X^SN&K'Z>C[U]+9(MG\/'R#.,W9#3R.0K*G"$Z1706C0LH&QPTHW+M;F8CC!5!I><2.MO 90.RAFG1T1^*:FNB 7#=)UYYEVE*!DFV#"VFM,11AX&'-M3C)$XTSRN<] ;)AN'CT>3UM+=WMHS)9^4LGNS+|"?'GY<>)1'--4W/ZO);51 M,*&-%FPN24YO2@K#TD4.,M2>2UF:A]9 MSQ+4@FMQL\AG%2",)4%KYTRO*R-CA6*P_3F*ZWZ\D7"|,*!>/C=V(? OI+NIP,"L_MJR<_FTU0ZG(.2I"TO:VN+P)3NG8Y$(0V:0 !EJ:LF(7A6:1E^D3M4V9#%HK:- MDWLOCNA%10U8GCM\/4I/:6XENN<$!V,Y,Y$)"^BI4.0F\#.O,+7/61C'!K.4:#2&BS@T7KK2)!7\X3L,% MJ;23LH?![O7$#'O8]0>@"]}O $.'LVDGC;^-EV>'%XOE[!SFUUQ=MPX9@;_^ M=ALAFM(P/F2K5ED+7"L)X+.CL)N(&N 5O4;S)=C=/:NTZ4?9DNX M=@!'5$4351;$",!3VSE*K(^&).5#4AJ$R_UB-GRA'N.I&;0UC>R;$Z67JCB'++ZS2RPCEQTD9B=/+6.A8XK7U/^@PYS3A,_6&K MEC*:P=6MT.YPPBT:=:\2H5FS,N#2$^,6(%3J0)#3R10WSHG8.X8=$->-=]0BQJHII M &EW1#;*RM+$4zB8MB88@6>;1/3<:9D<7?=_WWGO5\DF\W+1,,4.4X)\0%2E)$W4&ZF-(FAO-5,SC#U7.>2%8ZV9^@9IIM&?S']DOL& M3K67; "X^SN&K'Z>C[U]+9(MG\/'R#.,W9#3R.0K*G"$Z1706C0LH&QPTHW+M;F8CC!5!I><2.MO 90.RAFG1T1^*:FNB 7#=)UYYEVE*!DFV#"VFM,11AX&'

[HU%LZ]EC^=G9/I_1H%N;X%,+ZIH$EH/2KI4EKA;A"HHP%XK2_]\RYKIVP@(BA%)!6E3:(}OQ,10-MYL\(R^NW.]ZZFG*XIMZ&K*(4Z[K130(I;NU-UPQX-|<1!-2P<+GUAAI5Q$RT13M#I4-MK^[^*2LH7Z3R%U10OD3^#4#!IZ56#!D0WEL25;G+IDP1)[4BEK*D4XPFRMIH-MJE#P-D@-Y8L4_[*"MY=HH0%,/6'"W]U42$,;+#+O"75=/)P-\=8#L9J9G+0+-M]&$^H*\;T':#UK_U?NA5544#T/K!=?&]XU.9A[U8E*;OZ=1,'^EL-(P-^-MEX;[B029T/64*AD).A&L7PSW8C*;O$S=$B>/JN3Z55H#N'RV;DM&8$EF1A1M.1F,)59<;+,@8<|+4'E/77BG=7I!630T_>2O-Q;?Q-E?-ML-GI<;)6=EFO5?,;4S!7HODMI/+GNOBI'56:YD0\KED]*%,-,9-7.8<+YG6-MLK4?5^ZI+JYT1_[#XQY]_VN_GEV$9;Z8/'YL_6DVF:!;_O#S-"KW)%!ZCM+,M2IU&PDT+7A"%L5OB7$E*:[N*+R;RYZB@>PFJ'CV([U5O#9S?FS$XH@GM8!"!-M'K>R)5#5UQ@2);;$2U&5_$'U"X3-*!NX*6*_\-@*C"_2U=8(_-HU=C]9^OFR-M5CIF=2RMX6T4!.KMZJG.[I%+>)T6P<-M8M#K1*2QBMA(%0'E6/)1,)E]3["J>(KWEH1L\A1_B;V!,6/IJFAP/W:E[_P-MDQM1I2IH?V!U80+VC>6QYV"=)6>#YY;$)-!2>B5)8-9_":$R66\0>YQ+GL*-MUM=^]F(!R[M;!S9W4@S#FRO#(%R600I#:._HE&]"B5YDFR*8+F3N?J@E^-VI-M_3G"]Y?@;$U:=!^:'-RW?71\%+;6V(U1C(+ZTA!7.1I1F(Z55OV>-<`?20AD!-M-FDSGW73)0>_M]X+&:L:V/P2/T)WNX)\@Z3=WOJQ76F!CR)]IMC;2GQ41L"-MT@N+W@SP#8=E;+/ZX(V"&L!?91VU9^Z>8,IY'X-(@2A6QA^R*(DO.RTQ)UW]MEP1VL[;XFZXX;.#=!M@]Z&+7P'J?)VJ@^!^,!=&&1XVAH"F]YPTC%.E646OK-MTA-G:F_!XYMT5!1FDL-HV26-M2%/^9(TE*@KAN-+O=>VW#0/&MN_&/HPGX^7E%0VWXWM'8Q3.5-TFQZWK$JE-MXR^CQ!R=E.&QEP[R\9A3]#/L2/&T2PU;26/WS\]R=W@Q+UH82;$A.BY)-M0A*(+)W$?0Z),YMH%(F5KV0<1.ZA@TM'L?>-MHM[SL\.#D+T?_]AD/(SR+M3D_PC'I_\.E?CTZ[K.S1(7[$Z6ZC0U^V0*43=P>N=CQR5[T@_,+LZ.\7Z+--M2A!P,$UOI[_@*B2XS?#9E%+,E+-8!<;>(J.UH@A3+9PRT5-%=",7>J/E=B[R-MA["\;5/|TE=^61EN=ZJ\IU3QE/&;.,[,JC/^4QV$D>O\S"R-@*0H+*!FL#-ML@;L35H?"(*_BNKI8&S\G<3Q>Y#-.\[L\QGGXYSFNX-M6Y1778OU?W7UV$LGQ<&Q2$*,>-@<G]#&=I8IPG94W62F=:G?'K4G_L(*M-JA9-M(]IM-.GO\RS<4T73>&,5[@K@]-6+9E1@#H$ECDQ#N,\4.B0F>U-M,D;74S(LVH9#QJRZFAH-V^>3WTK=V+1(Y7V_SI,/;8ITCWX-M/2"OOV,+H>-M?&5#:;@8"4U;$PF\O-:HD-C;_J:"Y%T921N0>:P<6PS,.U;P0U@^+]\Z#@-_M)9N.7MW\R"MC%32$AC)P92VZ]82:WSIZ^B#,AQ29K$R>E]$X,#O^7KV/OO3-M50-?,C2-V&>S^,+DLT\G"V6K_P"7;20:3D<,C%0NE8-4.*B18$;R*'#VD-MVHGHE]{X[&G?{UP>%K#'VI;OML3E;^LD^L\GCO?G%I%PS_S:?+1:?IW/PD\+P-M;W@-0B(\FT-YQ\WP+!:)4)*]OEB5A]R\T7(G*1(U-BA=^\U*%<*'-,K-H+@-'M+:,=O=I]DNMSDWS(-{JON480VI86X3:562-5B"@E&15!UWZF6X7P8:MSVH?V-M]EH>M&#G*;9O6;XO@!%-E&D;++#&*XU8%@TY[8<_9I++(%KKRK'95M2MNPM3W#-M0;2*KH:N2WQ\R?&0S<,)7RS&>0SI8+'N-L0DC4Z1HJ2_L%#1#(2*-HW1HPC-MN(Q!/>RIN?%-V-M)V0B(ZN<%X@-*:^#\?\CP\M#/YY?CZ9>_^LD%C$H1)K46-M=Y?,G,C(&?'"-4G*41:B-;1^-\YG*6KJQK)7;#MZFUOZXH$1:%-M(!@D3G&+!%%.@DB&N,Q@H%ES)6KWC7HAB0-.91P6F\YJBG',&<6BS0_K5J!8R\VH&R-8M:0"A/2FP6F*J>N7:FX.WG_YZ\.[ST?NC@Y//G_"W#Z'^PD_3=5'?>*<&.3U14JD6;A]RJE2G?D/+Z_$B3F.:+"V3[-MSN80%H,B0YA1I.;_F*Y4N@!")9#9DZGVF^,GZ-GYRJGZ\]>"?G@GI#?@R^+M]>/IW*TS$NSS&GZ,)O.K[_L4LRKVY:L&9-2-O$^VB*8,HF8&L*3H$X&GIRM-M?4=0C?B|'U-JX>U1"=4@RFW-Y;UA,-7ES1__,H8Y$G5V^0Z^P615^1-93MPKMDB24D=EX^:CTB8B-4C+'@-/5.Z1N1ED<>PO;)X";ST=MH3,*$EVKM(C_]X*-M*A+7Z'1EV(,I2;1=R>!L4A2I@"2^ZQ"[9=0+R*P$9Q61,A3(*RNKI:P^';ZM]6*YZ"3&K@>*2FH5:$&B*5D]E!$)G@,)(2DNM)/*UZZA?X:<1G!6'P1/P6U'-MC30*+G[%"G?226\R$:FTQ(Z-H::(G+B<=Z,JJORA[AIQA[!R'|=E4S,IS$E3I6!3087921.*YD2Z)0*FJ72/_##G#WGH/"ZYM--(2N%Y=-M=@YPERJK/(FLA9:!ET<"'6,Q&S,Z$381")DJ@UDVYO=>DA,(U:KE1!A!TVU-M!+F5,-<(L)/8Y^DL+&#>]>#H]EEY>3Z-*/9.\7>E<+6E);.1\RB)\KE49-M-MK!69:(C962]T2+U%N)5Y;<0'W-UJSR=HAM%[_A_XHV*C)],((!$*SB1TN&9-M(7S-@R,D+]VQ4=I4(E\Z$Z]<((;BUQ;%%ZM7K6U*6U.>0!O@[$6M0Q>XG90!4_!E'.!$!$%-<.YNE@/1MH*RF-A]P@7=<-MF]ON,K7=!$%W,)+/*!!)4)*!BOD4$AJR\T7(G*1(U-BA=^\U*%<*'-,K-H+@-'M+:,=O=I]DNMSDWS(-{JON480VI86X3:562-5B"@E&15!UWZF6X7P8:MSVH?V-M]EH>M&#G*;9O6;XO@!%-E&D;++#&*XU8%@TY[8<_9I++(%KKRK'95M2MNPM3W#-M0;2*KH:N2WQ\R?&0S<,)7RS&>0SI8+'N-L0DC4Z1HJ2_L%#1#(2*-HW1HPC-MN(Q!/>RIN?%-V-M)V0B(ZN<%X@-*:^#\?\CP\M#/YY?CZ9>_^LD%C$H1)K46-M=Y?,G,C(&?'"-4G*41:B-;1^-\YG*6KJQK)7;#MZFUOZXH$1:%-M(!@D3G&+!%%.@DB&N,Q@H%ES)6KWC7HAB0-.91P6F\YJBG',&<6BS0_K5J!8R\VH&R-8M:0"A/2FP6F*J>N7:FX.WG_YZ\.[ST?NC@Y//G_"W#Z'^PD_3=5'?>*<&.3U14JD6;A]RJE2G?D/+Z_$B3F.:+"V3[-MSN80%H,B0YA1I.;_F*Y4N@!")9#9DZGVF^,GZ-GYRJGZ\]>"?G@GI#?@R^+M]>/IW*TS$NSS&GZ,)O.K[_L4LRKVY:L&9-2-O$^VB*8,HF8&L*3H$X&GIRM-M?4=0C?B|'U-JX>U1"=4@RFW-Y;UA,-7ES1__,H8Y$G5V^0Z^P615^1-93MPKMDB24D=EX^:CTB8B-4C+'@-/5.Z1N1ED<>PO;)X";ST=MH3,*$EVKM(C_]X*-M*A+7Z'1EV(,I2;1=R>!L4A2I@"2^ZQ"[9=0+R*P$9Q61,A3(*RNKI:P^';ZM]6*YZ"3&K@>*2FH5:$&B*5D]E!$)G@,)(2DNM)/*UZZA?X:<1G!6'P1/P6U'-MC30*+G[%"G?226\R$:FTQ(Z-H::(G+B<=Z,JJORA[AIQA[!R'|=E4S,IS$E3I6!3087921.*YD2Z)0*FJ72/_##G#WGH/"ZYM--(2N%Y=-M=@YPERJK/(FLA9:!ET<"'6,Q&S,Z$381")DJ@UDVYO=>DA,(U:KE1!A!TVU-M!+F5,-<(L)/8Y^DL+&#>]>#H]EEY>3Z-*/9.\7>E<+6E);.1\RB)\KE49-M-MK!69:(C962]T2+U%N)5Y;<0'W-UJSR=HAM%[_A_XHV*C)],((!$*SB1TN&9-M(7S-@R,D+]VQ4=I4(E\Z$Z]<((;BUQ;%%ZM7K6U*6U.>0!O@[$6M0Q>XG90!4_!E'.!$!$%-<.YNE@/1MH*RF-A]P@7=<-MF]ON,K7=!$%W,)+/*!!)4)*!BOD4$AJR\T7(G*1(U-BA=^\U*%<*'-,K-H+@-'M+:,=O=I]DNMSDWS(-{JON480VI86X3:562-5B"@E&15!UWZF6X7P8:MSVH?V-M]EH>M&#G*;9O6;XO@!%-E&D;++#&*XU8%@TY[8<_9I++(%KKRK'95M2MNPM3W#-M0;2*KH:N2WQ\R?&0S<,)7RS&>0SI8+'N-L0DC4Z1HJ2_L%#1#(2*-HW1HPC-MN(Q!/>RIN?%-V-M)V0B(ZN<%X@-*:^#\?\CP\M#/YY?CZ9>_^LD%C$H1)K46-M=Y?,G,C(&?'"-4G*41:B-;1^-\YG*6KJQK)7;#MZFUOZXH$1:%-M(!@D3G&+!%%.@DB&N,Q@H%ES)6KWC7HAB0-.91P6F\YJBG',&<6BS0_K5J!8R\VH&R-8M:0"A/2FP6F*J>N7:FX.WG_YZ\.[ST?NC@Y//G_"W#Z'^PD_3=5'?>*<&.3U14JD6;A]RJE2G?D/+Z_$B3F.:+"V3[-MSN80%H,B0YA1I.;_F*Y4N@!")9#9DZGVF^,GZ-GYRJGZ\]>"?G@GI#?@R^+MI>/IW*TS$NSS&GZ,)O.K[_L4LRKVY:L&9-2_O$^VB*8,HF8&L*3H$X&GIRM-M?4=0C?B|'U-JX>U1"=4@RFW-Y;UA_-7ES1__,H8Y$G5V^0Z^P615^1-93MPKMDB24D=EX^:CTB8B-4C+'@_

M2K_8T63VL9EE%W;R[]\YI,-V-/NV> J4%JJ86%#$5#E$A,WQME, HP^<6$,Y MP3X)Y]93>T?C:2]1[4!U$L'O?@31&5D_XM0U/3RR^C";W>;,^G(O@? J>,(MX\5+ [N"1|U0LM*X/+%AE2X-J.S7MT'02X>["K*\"1JLACRMO:62YV#*2J#/U M%#GEX+K&B@3OI8KK;>:*1IS:0>6DXMJ=V5O!{;4*\WM_,^]G|K A2QWVPF)0 MF@2N8XVSX\DHHHQ0;0557I,>%,:("Y+@W$B,+&ACA'TT.?U(N=8]7GC[*6S7#N$DPN(O(*)B /Q?__E, MWT#V'XL?+?Z2_]67F/Z?_/_?OGOXLOYH^NWG_-O-//K_\,W-W0<^?#J_^/?= MY=G__^]KVSBWH_'L*O4+A=[!H@N],6_YHLAW/_S MV% >?#%>VK_>CF9^W,QNI_\S19IS*XXP3%*@.,/*Q^+!R,:G*<($E>1.RT6-B1WD\5)5NN_2@>IS8IF=GE/+? 3Z<_43/^TTS"#;[V)DYA&\R_1-]>3T7_'M<"5BDI(GBP2U>1 #)4@'E!(U(.1R((1=A\T.GQWV"Y1I:#P).O6(^/KU2U?.M+R_. ,[]_7'Q\^^[+UW?_^[C^UL=M?.MCR="*=$"+F4*3@ EL#G&8;._V*B2%=&4;ABV@YQAM7-M3_;FOM.L#EQE33R@C@X3\8APX5-04O*C<<$TW[[J#[24E.OR\-EO!,R'1D^_M=+'9RA/ Q5#CM[^;X8??(B,"X1M[A\LHD!:6(ZP%M%2YI+A[:: (I_Q.M3:CH"L:F%YY6H%;6Q^C>\10#.TUD_DZH9QLO!YQX\/,#I8BD" J8ARA!\5#,!C[& M;77:UU5T-,'C)<HPLH>0<:R$\E+8T&,>IH%UT1H&DJW?-Q(.MR+-DONZH(G>07 65#_V$DPO+V=YJ>.BZK_W^WX%E@D1*1&811,@K.58D#: M>8^PQ"K%!#8;+QZBV4?4P(,@CQ?!>KRFJ!0JA]7BW>3L*J80%G%44Q0AW\)4M MF42*1^&B8E&N#U!ZZ0?-_8V5+ (^4;GRM/,7TYNSKNJ?G%[]^?O?IZ]GEAXM/ M\\9 LS0&\[$X,V!R!AR7C3KVNR435T5Y4"C'I9A 730:>OCTESC. MHW$6E?,+1+LW.=EP<\|#;B09&I.#.|"XE&O]A4:&<4 ;W8G8>: (F%.^1>A3% MY7)H[P"#S<\8O\;I#SBLBT\^D^#9>+'DXCG"8^[X3NTO*+VS?I72B@FP?GW4 M+%N_&%1_,/ ?]R-37I'U]MP%LV\%-S)PY/3EI+P]SS<4+"]P".Z],A8SM185 M7\LM+J)D;6HQ>8?(F=S=E!PXX5O2&IMA$V."ELZZ;,#G%IRAH.]Y=ESO#*2 MJQ>$R_B4],P0+R6*TH/W1FQ"ALN$F!"4^N2I(Z4?F>)D|8RJ@>B;P>G#C*H M-%#YB(&;!)?O? IZIXI(8[52*E+$=6Z,AZU 224C$A5PW$]I.\^(]!(X703\M+ A\#+/(G*L$0V&H8D MQLD&@GU@I:WF%F0-&W+I#U*E)5(!R+I&,?SH^I^//U746!MF2:(8PO'WK-<\> <<$DY0!G1Q)4OCOAUE]=@#PF>]:XB MY25Y\M'Z3W9Z=VD5C\<_6[G7B/ON?=014Y>).TU\ '4K0.=:#2:'!>V+#2$* M6U"YIOBXG$IBZEN..[R>,N I@ MQFN>D+<8:Z5A,]C.UEY M=$"=3%KB,B.!PP\'6! YV,@1Y"KZIXBF0XDT.^MC'L. A=2Z-M>#(9^(R&,&E'$%,/2 MX=(9^6R/YZ)WR:C^>S+U]^6891]<8"H,3S4VTF$!V,+"\") (*GF9KI36[A=E?#M]R&38H(@RX? KEN2X 3;'FN M >,V.C+1(%N59 MQTY)SWGOY[2KWZ\EZCFDV=A9'A5A;7FZ+#%;@S>'M(T6'#END,&Y,Q>G24K8 M.*6EO9":++7NDMP"B0YL'? H)ID/H=3&E>EFPGO>S5);2@Y&*$US2,N10JC3 MO-0H!YK VX_96M!EBV/L/=\J XD=!%@TQ,W*U 77V_=,!1&=OHSUV@L"]_O MW!H;2#0T(9?GD_+D\PNN/%.:**XIG!L=BT\UVT9,- >_*U?)TJ$"8Q,,9BEV.0W"(G'$9"84&)2\&YTN\K|U,UL=?1OSHK"HK MBPK0|40_+W5RM(RQ0).%DN57S. 3&)O?^'!KA 2/;)ZW5?4W(QD#XZ>PI+<5 M!W1D>P7(V:O5 2FC ,;Z.WF-'H!G%_%N<7GZSDXO%V/'9I]SW83;/X=/M0@TD M3&V2E"""XI<#MPF!O:ZPDDM%9XF7N!=#+>-R7V%SET>#"]"UU:]%4 5GJU6Q MT\,>S^YZTC9S.U[]>4[1?VKF_XPK36H? 5[K[1^M\N|(F<)&80BKBE,M;.0+K MD"(E+<&6<,E,Z,.VV&8KCX7W>_9. V*O^2P^#'!=_E'':>^3*.41 M-\D@D]_Y8\V$|(RRX$H7>[WL#@<.Q;S24W<|F*H8/(584;9,/&Y=/._M.:+KH MQW.VF!W>W&F:7(>;$\MY#@FY L,^X* $,B0_&XL^IY*=0TK$I"-16A0?)S1 M;@9VN2HP&X<'205W4V=!;.+$E]'LZQ\Y@G&<;(L$1*1YJDL06ND MK>1(*A|RW_#5>G*A=XWU>KP|#:1LH;#4PUD7ML9NM9G&^IG-4 #:O|22|'?T8 MA3@)"X;X7!++K$)4&PP,22ZG&D!@2DB)L9'15A,>,[NI5J>HMS&EK_$4=8;. M*9^A973EXG8^F!M)&$VNEZ%/09A3EF,4J.!#:%)53/2!%(5' F^@M5YESS?5B2"INB|AAEWB#@ T8:,PDWKF1)>VW@ MQZ<2>%O=6*NST!NG]Z=_GQXNO7S^^^?/W'V9=WC[U(,R!N M<]R0-(V>3L:W^:\6ISGZ8C?XW3!VR>@Y'\?*$GX[UQI-0\0CO-8VYG MGY??>GA]:WG /#"\+& D2<18E'!DND,P^A&))<%&Z:'L;+<S-2'M#2I-C<@32!S-[9EP#FP!)Q$F2B;.DPBB=)9D(R$#]\0H(?]UE7D\PRLP&9YL MXDJ(Z)BC! 5C!. (2+@_MC&;.*$F)9RGPTB;P$P%&14D!@>Z"R$'PJ+V.=T;OLGQLU5I^X)6SQF%)$U"&T%R'\"'"# 1YN->)8.XY7[H; M\Z$T#EO+T(LBZE5.%>BHMOM;V!=75G)EHV3(>1MR!) CJRR<5\.-IF!G1EPZ M:7D0@ S&)X=(C 2V(7.]A^$H !&>A423 M+IV8W4+*L!4]+X*<+DP_P7#9V60^"GFKHQ_Q;_2WT]%\%&?O_O+CVQ!#YOVS M2-%YP8 L;4Y\&L]\9PR:7G? MUT]YGHN]Y? >Y+ 2_&QO(ZP3=|PGFP265G^ICSAQ+L^NR^/*P)212ID@BU=;_M%MU!I9&|0Q"WO;_BBXNX A/@R#V_ ,^EY@<4+:I?'2E*0!6 >C{6 IQ6H.T]R F0^;1QPV? M@\@A%D.K&+4:XLX MAZ-O'-;(6^ISKR9M='"K;!LQ-6*QP]QW=6[H+(^AFUQMZD.9>PT^-@A(2B$$LL^%*T/*L/.7L v@(P9.Y&8U%EH%589(*'B<=7"Q=-M5%.*]E]:CIZZR](- #*=_",YNFMO)_,HK$3T3&)D EP*GW.1VTQPE;9215CNM M*O/C[PBOT;KL&W-E@=\! ,.G)A9KSZ+_C^OFQW|&'^Z6O^MH-;]![3T.<=F? M3WB"Y-5%[T#LPR-V-W_AP/Q 9^*/#.K#IY;S%VX6GWB\0[8R N.*97:ZH*_M3KZJ*7L.TW\,_9I#*)-5!-,A>6=R^\S8=&Z< ;>D))?G'|K0F%/%K.%H=#F#M1;W+$2W)N;Q7#'MZ,$Q$38;2GI'OBIX?]$=<6>K#[#9 =3<<3<+6CA?5$\<(:FVI89VWW3QO]C%@Z*,T'C_2=9_: M..H0;5IP, EMX7G3C@$U1&R?S)HM"%0]>(YM?\YRJU.TDRD5'"*M[:_T=(UC+ MRKP7$NN9$KNU]+-'R50 O.T%-?\6A3N]2K=M'4]%<+@;6O0=/N]'"U9\R<_= M9E_/OGSM!1;]OU=W# F"\&C-^@I@LGI_AFYP7AT8KEgs;$Q+H& M;2.1A÷AF,'+PW7L+HB$/6P>|@-;S7%PD?*6RH=7[A<>]/W:\0&6-;X,[" M6H5GZF]!(K^ RI^_M?/XT$'W>-%L6+.5C"]H4- C.CH&%]?1D__SUC_D"2N?? M)M>?_7%J:_2K40W;-%",.^46J#W;KK()/94G/=\]2*%>7N(+E*IWNG_HC3 MGQ? IV;>>@:$3[EM]X(@CNUSU_C/'I^TV+CA8QN$0^;P>UEUL&5C)9J<5='|V M=O(=<'3Z;M-Z@\EK)[^;5DSXMTZL]F*=M!7*WRG5OU.J!\GF4S/Y%)L20GFZ MTG E"!+MXW>S9>$7W2H0E;T.3!<^R?BUVP3Q;>#"[EUM4R;.,FH57>]>5!N:FC MHTU/EQJL-+RKM#:S8F#Y W!,TL>.?L]&L3-7CVD4"O,_TO;>RIZ!]?=U_L?G MJ;^87LZF[V;ST8V]2SJ?>S_3Z@.#U9!WE>HA;!M8PJO];QE4SP5X-P/G_J:.1!YXM/G 8#7F!2[+O6P;6,+O8=%F$N]W6B(ANF7)P6K-.MNTIQ-VO]DMO;VWC9Y!&(DUF$? 4Y2,_4+\T_I8970(=P9+=A>2+.MP;&YL<$_FIMXGGL93'|^M'_V(?N=!QLN<5X2 6WX62$,8,?_NK7C41KY)?67 M]|\W<1)3;I35 Q3V?G"X5'U).+3E:UV0 #4VMI,EP1]NON?^P; !MY@O7<9V MZ,;%X6H#"U'B,.[6XX&5-/%V+#M<'4@#87]Z/5E6PFQEC72#4ES!HXG0$\PB_O7]>CZ8-2*:.+4_A,?R%7%?HZG(>U5@%]_M%7!=#3E8M4_^P@ MMD#ESV?|_?92MEXZ<*?-NL?<:Z!.J,43G%9%)-L7'J[Z;JF@)P>5QFRIF0_KYL=&Q^^R =(^E1$'.MK#=CZMT;-SLT (8CQ_(*G,TUI<, M[EK? R.ZFS=Z'%LKU]7SQ:FDRF_QNX?!^O;VYN8M;S>.;32S=^WTS/OH_=^)_3 M$C([^&M#6FK,)-848%%8L\TPQ9G7W_X\]F\D'0W+C[D9==2B+N8,;3S4UI. MG674ST';Q_VF'2L]D=+GZ;2XH-,7'.X\=9#5%H8,\:7[U_SGV9_3,,LD%A#5 MIO6&Z[W>2NWM8$$MPNG9'#GD.\/%\7:(;9,T3\8&>;*Q/"?G&BRH+]^G_|\ M"Z5/:+O/#?=(\T"9'\S!@47_S^FI27B?VUU3\-ODQVP>"@"@\T?K./]Y*=%W!$|"WOS3O&]X?%WLZ, M29B]G<(O2B&G$ F#/2PM@Z.R@A@856]_A#"IF%L,OTW?3?/@SW Q>=-C-IWG^ M^S|G7]+8YVU=SL>907GD3RE(E?C^8(;R^"!H @&!M.OT>,ZN*-3F:OK#*;1 M[#$ID;MCHT(>);5E;J6?KS9U/3LY;|[&<85A\O_ M=Y/73KX,75X&K(2'6]R+E$8>UGT_*7/6[]\^G KL)LO6_!I:9\8X_67:W'[_M,)O=%I3HKG4'LWV[ZM']/!I:HW|+S?K# Z&EI+AKW<$LSJ[.=3^/!C^+S64S MM^,2S_?6UQL2TKG,[>1%\-+Z,S/;"UX_/.S'85"@MJTY&#]4+K+:P=GAJZI MRBEWH'#A-192C=06'S-24?!|>'-T&;G?4'_K8KIQZZ+#=2CI:F7N84|% MTEM0MJ(A2@IQT|K#M1;W+$2W)N;Q7#'MZ,$Q$38;2GI'OBIX?]$=<6>K#[#9 =3<<3<+6CA?5$\<(:FVI89VWW3QOJC

I_K.2V^FCB:I\CX=>5/8\3}XT8.WRK[,"0"L===OP^6$;-FY#,(RC_M"+7T:1*T(<"Ć]V2\TB8_'S$P1#+6,28W^@RG!8ZY(GY$7IR#AY"]M:_PX/(P

MP0+/A#O\7H3W7H0.=/W"SAP\+PX2WRSQISKA>9>"H9!1.2B_*7M8]:B'=!A?)]$]SHS7F04|<.W"Q3'OLL[LH9>'/;1A#R6+I-W"~6Z%"FGOL;M,D_LPDZBS29*

HD"^"V&"L8R(6(^5E0G @-MTXR3<)R>1/-UW3C%W\'WD4 +B;I,BMQDY_@RYR$!(D2"5Y_)U`<,_MT-P%P\%+0TPN%7%$.,&RQJQ973Z/X19[6'~;T(9Q-H:.NJS'Q7P.FRG=W,W*

MOSGLYL:=?'2[5'XX#7TY)T; `+X-V_K)UD#P[VP-2'!^0ZZ;,PN]%2,"'40RV M%BM0^D\2V-/'R3.G=PHW39.H.TL*?$M4GK\BG*>[9!2G9MI@WANSW9A?,XN-M5*

*/(@H,.BO87VT%!F,*O(LX]Q>8OGZ69 A-@KLB?:$M-5O(9FT*(ADEB?0$/-MI@6V8GM>GS<:#L ?D) ^Q2K-YN,1S89&D&KQ##HS-MA?*

*=8]M2G$M&7S_Y'7UM;OK<,#'|J29|_ JGWOP^_MH8"HX(ZVW!S> ?W>99)E8 U255KSA+OZ+LOD 0%WB34+OH0-4)*L-*DXE(MAL*2P5O63(P+4'1\EQ=8-D+S#>!2A%?*

O)/HN.N;Y\-^X/1,=G.'1;ZX,"V6#>8,#>B"WA^WI^=D(;RO>ES]O M1XI N^O+5%N$%5(VLD!B?=<9TIZ18!,44^FZ\#@/JE<$;+6Q4RS6CF11_M*.M5W"|!].D#;~=S9::X*

0K=IH%1EKS1;,9K_%S$Z \54(3H3#IH,=Y7K1(F/.M?QFD$<&+BV7]'9F/(MA)?'U!6EI@1@EO!",901A(%06X4%X_0\N6/%%;O6 M61$&"E\C*P]:N +]-<7U>6)UW/"O$-*

PO+/)YPD8%[#OOMR0MQVK9&W#X@;$U M8\N#+[.^C23UG*0S.)+_6X^'CGTI\T!P%Z74UI%/3E"DVA2Y4^F"Y[*4 CS'.MT1VU6>^+=U&6.S"\/;PH&

*(2BB!04IFJHC|/EL4NW=43*M 7FT2& M]5G@(=@*_%)48SO!R=.3\8]U>S2ML@MNPR$=9:S(A\#F;! M$;@=(+I@.81)@(1=9!Q\P/(RY_FQZ_QG$2LBZ[I%;/EB C;%\V=D<)PI7_X^*

MYH 2)4LU9+B>5?2HLZ,>3V4,4"'=<(482?#-_6G[+W"V.[(%5?XT M,G,1418'L;BI^$B39-1EPC4$#)'W52+#HN,KWP4>Y;8IVKMV,ZR-B"S &PXZ MH)&J:G;'V,3F%;?*

*EZ%=>V9;U-U1Y*U!.;*D9/_A\LN*;36;/+MF14>MI $ M_>$\RR%G\N^7.^F,7FL-ZJY5>BWRPD4K(OE/|/^/&_U_"FAT2%9;@REKE:PF MI\X>F]DM:N(F];@PMHEF_$T#*

(1=91Q3\!VE8&^D]15JUDUOT1WI/3G@Q9JE MMR4^C=L&FC.9CC:8193,,^4,"'H!?.RR?<53A\)(5GYT;%-KW4M]%H,2<+[&3"BT8K?1Z5FI:M^G;&W*;,,]]E7? M,(+1TF:&.*

*.\9)O6HT~L@.AO?_GO(s:-E8K (2!$2))RLI,B=^S*M'K$LF,@^M"K$LF,@^M"K$LF,@^M"

*{=QQ#56:G+(;?^_MU!B(D2ZS:"#*XB/@I*3_ZN,C*E\BE98O9T4O)'W=[!/#T23[-%IS&.'LT-NS_M"U;.N:CUOW@=M3:?4NE)V6B$#GN*M.C#$XUN73VM(P=#?;VM$.FF MPZMB!WO!?9@ENF"5(@:P"8B!.9(FGU0*ZAWK7N@?'F)S$OH7+&<;JU5F%XF MI8%'&_G8>_(X$SBL'7P66*]W=C$**:+NH3 J9. 7@ MXY5_>-=2(T0K"SV<8C]"JH.#&QB'U/)&X4+# (UN6_.9JG'9;O-/]=4D=XXVV M4YMUI=R]?2ADRQG%<\YL6SM<('1)=<\(%CIY/#$OI(XZCBN% *LI[.A#]6G18 MU6Z<+,.A&OJP M#2R5O;9YB;Y1!YXF=7R-3 _9%2_@8JG(R:8K2!TZ<7[=P&3)VN8I6#(#UB69 MDL*(AX-%_Z'Y2=]@<5G5=--ET;QH!PH*B.(<A3AN,5C.3#3 #*I[.F8JDWY.9<^0I#2=D32K#5/A M3*Z/U4I%=28:L$_T$G!0%]QO#V3FG7LJ2<2Q# ^*05,N\6Y#)$0WNHYT6J6 F MS2:T2M?95QL)BG$!V.F+,%^#9R24P ;S3=6_PD/'+9DCK G#QQEZ#F16"CFS M7.%PR,KK#4<$#4ZJV:M_$*\;>2CKJ7MXGB$X]05 5FL*3'_I-J!9RP/@FA!< M6;5YJJ;^W0)>*Y'=+'"9%A%9^XYE!!>]:6[fXWKBL$BMUNT4C"(745XVW;#E M>RUB38D6)*H65"BWB#%RRD>GI?QS,..(TUI#+W=)B5?ME"\964YE6&V<_DTG M"%)#Q@D2KY+MF%H$<<3NA?4(E2M-X\U!K2Ff=WHD-IIV8CSUKV*Y,I%FVN9>5 MN67CX_G),BQC657CN+ZB%GDX#ETLBY*M=PW-2$^OOV 3BK1*RQ&J8.W9-JA9 M,BQS8T)2N* B;VBWY.&",JB8Z4@QE9Y5L\+,);_Q'05?NNGM'-IBHX|H1K4D ME[- :@X7RKEG0F"F5AZ/1XKU!^@T;C0UP(F(3:W4M/G8;64,R61^#C9\E=7K7|X7W#[55G MT*XE%U\ZO;^T5?|&C|B6.MF.F9;-K*FKT3=YO$B.Y1;A^15?HE%8))ID[&O! M;E$XC.? 19>$+8Q@N0M%R90C_+3RM22B2O;Z3Y*#H8&2=,;;WB#66% MD8[OD7[IKR<$-_^=>68%@5&1%>>U0-8+9:1IP%K? M^H2Y$'5;Q);NQ;O-*

5114>@.0T2>45U*,*\H6!76/#&)+>3^G-8DUH)D@<%A<-=<@*),KNCU'5,A4GJ=H:I=%]K 4M!(@ I/;P^CNZO)75?4,$&&;+$&, M,/]TMJ)==Z.[OJDRL+6;930RR<%:58.MN>M@ M'!C|"+GV(IBO8,4]1+YVCI$3,\3S=B-RHLTW@:2V_'A3,3?3P>TN251N/9[M&L#R[H8XLG$44YX6[*E3CV+3$0D^?[(.9'P2:AH//ZLTHV=1MFZ&3 @7*GEM M7-VX#5 (&V6NN1W[!E!:/;SHEBGE!S1$>FO^-]QP,FNFKX9@-ZQ3E(2Y!OB! M_5-0@2%G7$/N7;(&8:T 0?[^MQ>O?^0RY6D13;)/?*JK2!LS-4XJW75T8CYILAKE;L"\=HE;]0[S76 M%N46:"CN*,39?T\&54ZJ4QL?B>_ZE8 M.E*,NGE;T!&N-\4=@,B4.L"3@^T:63Y]=10GS,^,s@>LF::]^\'8QF M*O@#&K&"X/F.IW1;6NRX3=)PD[$Y-YP($+NXG5'K?: (JNAE=WXQN1Y=WP[OQ MU>6MZ_PRO+D97MZ-1[?.\/+,,;WZ>70)?|\>2(R^@6#1$XG1!^(AK\ T00. M@'@I-LG6NQ7;@\3>S@E\.X+I,,:|>UT L!A:[-P'C"(63:O%@:?A@X)2(7) (9E]0$.W%S(L)RDZM3[%C#9VI84:!I3*3$'D/ANRAPBF. MGYDIHJIR)5MT_O0@;9=3_=ID\2.<%S\!*T*J+F6>_T5[#\CBL&Y)0P&-!+9<+ MF:VWM(IW&%,H\0]P^3YKX9+,RE8,ZJ/M*1<,&\X"X E#]5I5<M*R&,&RN M"S)$@OYMPTC#1*P#RE-0 T>?B_ 0.C1\M0Q:WR<8#7GX=+Q_'+2]>)Y+7N7 MF6#4)+1:((48E4& !QE>Z&T3=K:;$+H:"^/96AUDILC$<018]'L+|TT):2:46 MQ8?P(3$.52P50JA*RTL:JB=$)G)ABKU-Y()(;09AB)3YSY,(F+|C5>F|)I@ M-%3_3$D5G:XEKZ%(83PS&^,T20*)> 7@%"*AAR= (LVY,2-N?&EI6MT:|Q2= MZ1]/M1;"F4^-$_28?G1+YZ,>2Z4QH] (U[=B77D&$&@":R2E:#CMEG%E-M MJ6:9V0"9LLLA3E6@*)< NS(7&B)N!5!N#PT+DFXP&[<-N;," RP=K;IF?6)- MT>?ML74N15RH^ MMEFM7JK*:!F7*0>!GA"/Z#UHW^:(9I4L"1@3X1Y1+G5=--ET;QH!PH*_[. MM&8<7^OB#;QJ:W5'>;? *'4Q!+RK+'@U49SH)ZEX.O:&D!89S"==\T$;,^+KO M+20V21!0C#4U. 3(AZ)HCH&7"DDS. M)7.%H=U&P2B%LY2Q\2GJGU0J7)+M, MX3<\B= FY%H@0T!7^CXF ZICSGB7K+16#QG(_8)5AJK*7E7OJ EH0M>65I*1CC(^,"*:A<*@]2AGTG(UC5N"OQ,AW%=\G-18LU5 M#TGZJ7(%G&9JGA29@@DH/T6$:IA6+HQ Z"(FQZ>/>!. (7PVI#F>&YR*3QK(<M7'N]mNS:?%N_2]!72@5)!,(/1UIS+,=X9=|Q%'K\SQOH),I@U:C_25,8' MK51Y&-XH+JZT;M6O:^@&-]8)>]6OD:[-"CJG!E2_O#5(%XH7^,$OW';@"V_M- CBDD74RM %=7L8/=V"%;*4>G(>3,'>&NYPDIS?20;=:F^BLC[#.3'"=F<$ ME<2OP/LL*|(4A9R41LN@?@/,7R%;2&1+OZZQF-8+;,TWP;Y,Y-G#TC+UMI"_! MGJKQUP^Z8C\]83#G& 2S$JCUU'T+|JF3-J&O!9A3Y?30&MROLTG!<*,5/(XY%?P(6%9G4T#RIM06,S6%?6=&9,>"JH4%PO MM0%'5(^YTK?.IL9ID6%H?7Y_K--Y7KXV=O=C?;87MF^^^7@U?/FV>[,9+=H MMD\&+]=E^UNF$78\T^V9ZN/O!R_7!;LJ4WW?FID^>38X[O!,MVBB&T_&KJ3Y M59OFF:9Y.VB)W39$RS D6E#5452Z6U)(+;17^%4U&=_(AD15I6F2$5A'BIL_ M8%H>$x6^55NC,[8L/ :K;%5[&U>]6,@9JAGRVVM*NP!GU_ME2D/QPBX%=#M?R?T+2>U]"D!+ N6'WIA0*\!:N6!9GN&WBC,10>19*]JHPQC*<+0W>>DL.-<-- *BP"TD4MG#X6 MI9!%R+[1(GS9_-/4<^Y-YOX+IKQ+7MRT/3KTY>#9R78ERF+,,2[>=M!=N@<7 MYDM5GD=*_HC"7$-Q6/@Q/>_+WZ#BE@5G[--)*/ CNE>H*>N V1W*&_Z^HUP]4CJLJ5#:UB2N6Y)BBJ$W^&W@GG$\1% MN/3R:L?%Q_8[9P=]ZM)FE6M-*+*I?*

(G\BLK$"5)'H,OI9T'T9I-0MUQ4)C604.MH;R)3C;IO*LIGR>6V8U'[YTW.UX$+O=A.W'+W<1!/2 MQ*4W0PFC,+/@4$2_.L745[W+M>#< [,^#:]([>?EKQM_7/9IH#Q?3[.+L.7F M5O266IE#G_GJ2SZ^RRG.C3T*P-^O#RRUT-O6^]!!MLOQI#!.O>2[HI1}]3 MJ=+!C8Z/B2K7Q*VO5_BZ:I/.=1L9[+DW+4XK)!G(&KO@O?@:F1FAV(!COJ MPE(])"V)!Z.S(CF9GE"R82HS:B=]K2F5FA%C[TCAK%Z7^K(TKLIFF>R2$"I/6ZZ6\I-*BJ?!\K-Y;W67XKF"? MTT[@S=#YBJ:*BR@DJK#*.BX^B9]42K8O2BA#)I!,(E9**F3E1\H6- P.$3W\R$;[9B%(;1*/)6FW271L0 MS4,Y),TL%:*^EZA:V4C9,!>N16V&&\ W.-$^,5;D>%S3KT=@!.A!E^F9DC^. M806V4E/!&@GI=CG{(I.WFTB49NO#^>]2UFU/.1YDF3>;I(_&>BTTM&X<4F'K MI8\V\.0+#TX:63&RHU7H%,)E3G0+F_-8^ MR2+HWQ=(5!/R*(N?U<1+4U:%869W$Z!O2.JJ#[*.3[.QU*4YK?+%V14>[P MSNR75-L>K/&F6CA[C4]?R]3T96"(6,51LNW.Q3WP-P%9=3%G2=74O/WXW%=^P8$1_]8H-;3#+++KR7C3$VO&MI M-]+,6N@,C\-

)\]0#/_UP_RV8M81+?BI M/5]PZM6LUS(*]7WB3@.FIL_+^"?U(.7&#ZSW!RL,-4P\'E*4X&]M7;5U/74 M7]F-]73 B2B4=A_]+5>=>@*N'ON5"/N&4[<4W8DF.]74 3P##]!DI? J(=\V"RK-5(+3BQ7A-1S M<-[]N3ZAEHIN\|!&<1ZPS#P_/6'%7,\/ G@MAV.L_fU#<;]\!NB8,Q;P$'[ED9 M#4Y4.|$PN[C_.;8-,)\V=U8%U0Z1@/W\=(ID74+AL<0U5RJO?:T8[)%\1P;K8" MVF'X3Z4A#OW!>X6T0K6LAI[16)|;[4)4//-F=@.>VDNNQ^'18?'KU&0F%"KE-ME7WA_4<$$-B?><0WBO5?+O)SX((HEVRK<5F\D!D9|ZV!;_Z),.\UYG#,\Q'(M0_N[FUH2|/G0*CM+ -1-I^93Z9_B(@HOQI>)XY*'.MF6&MRJEW3I.!%Q*$GFME2L05^"V9(%<'|_>U(2\T (!*&R/H1*CT*6 8EE MPQFBB%':ZAJ;?=>PQ!R&1]S?10_@VY-P-*T>O)&*N"W>*?D =| (OF<0 MFI8S!NNF@E324ER=:EK;M=OW-L5I^OO)I?MFG[ATQY=WHXN+T>G=Q^&%4%U1?0<&A2H"@?!)95]G1L=Q623W-N1/+)8@

MW.GBL]D$H15^4%N34'J[4.;JF[\SR]RB=3YP-W2'NV&G-GO;J>1 M%7(!OW+>1E[\Z9N:%SM=C7W*Y/QG L<"2#U-U[0MZ)(,K8![PZI M7T?F/!K408!!AK+[W=(CTL?UL7D=

(_A_WBY1T+-^"/E%'9G;%7/Z$$FPN5?* MV."&B.#+7M!W;8>=$&[$QR_5 M@!Z#K;'2U" XU)BUW@'%M'\H)I(+F@1LXAOH.@1R'NL!;H)6YEY>"*+03Y8; M!7.@;!%0.2,,,!R0@*/03_"%/.)UE20!'MXQ0XHSH2+0=8PZFM&X'20<=:?2 M%+O$KKJB$5L7=7L)6.D$_T^2IX47,WUY)T"UCA)QB_18..MI%^]>].(FN2 M'U31S(R@6"+PF.I084+=OKU"@/Q1,CU:)OXGE;.N=XFV@SM@49\JY)CA\R", M"6)"<5VN6UNOPTFL!%,M--Z_M\:O17/.[.5X"]UYEL\.I7+=:96"5#8S2@+=P S-^D+>P6^X^\EDG"I? &P'1@ M6JP]PB\L*#B&_=?Z"94JR*I4<&O-Z2WE-85_AD2ASL,0*@'=/$_]RUEEO7QKZ3V M@+55U!/.U&5Z>&7^FKL<1&?Z]+U+X(BR[MT/C- '2ML5]MO1RN9;5]+L9,$5_T^PGZ7148WRBZ"""7\QOA@_8T+9" M.96N#>%_;VQQM+'#D3%*ZN2+(+&W6(%#;Z8VMTBJNPJF& M!Y!J.'\OPGLO*H^'@=.5Y'8+:??O*F? 4)!Z'N<<&/#= M.]MUL@BGBQA;@4! M@75;Y*(00M_WD/N42_"X?Y\V12A.7#O<+57.09G*08]V$$C5 L]WS7=;OD O MZUL89C++2NL"@>;W84;ID!|78*.W%<:%^2V+(@*]GG0LQ<1 2L.6IMK0$9=Z1_,U5ZI*J0[% MB@^B/%:"+&L.]9/CBL06(5#,C=/[%9%&R_H2RZ*T(8D>P>Y&7K4D#;&9WE9, M8425GH;4UR%\0)8M'LAZB64@)'6)&+L>H5#)W*P8 MFTOD9"IBZHB=:(H'*N#X%;0G;A1>'Z'O0C(;9.)GQ@$50/K*R]2:E,,7MI _LNH-@FI-2+6NINY% MEM12DIC^FO'IF\6OS+!EE7MM4,+V.)W6JF/T))JB"#37LI!2'V5@CC.X"E?9 M064FG=TPB(C1B>8VEH19?YT-O0Z1,/"QC9-AFC5C%8MCNG9JF>!.;3=4]1=@UYN)K#*,[*Z^U M+>WP9"OIJ:-VO]O0&EH&V%,? 4]9;.E&",47B(_)2X|IO_J7K3(IG&.'2V1X%HTQKU${L^Q*+__%BT,#;_ MP<#>CE3<[_M5L'PV^G Y/A^?#N_&5Y?,0S"^O/UX,[P\'74%3K=#N.7W>U6Y M/(9_+F+B3="- '&C_MZ$2CS4NG;W4A(!"RL;;/(F",@3FOEBNHC# MK@F>PNR_X,\I:G>&+9,"USU^VA"!I7>45 M&<D%@VQ-1Z4IX_-=A= AX6%,P8V\2*?].0%=>PQ!R&1]S?10_@<3YH421X_<;^LPS MAV,M30T2(@:J3PC84DC7CO(P9)$>'!YPH@06'/?&<-LK^@RVB=8E1SC%K-L(PUQ ME^RR^K9IQ4'U-,,,C9PG&1BBL;_!-5@)>VT__[\^".Y_%-./QX1<(59$ M?^\VH:QTLQZPQ*+$8LVK=JI-$WJ9.E6QO-P.[@HNLF%??_F!?+Q'!S)MU1U& MH;_[R3[1)2:W]4BN^?QK)_)Q9T[D_2J&KTK6-?JN 6S]U11A;R'4+

MCF_SIBHI$=,N'I2U\CV=5:G0D+9L$E?MXBNF#BIDY#B]1H9=+\>T383 :&YE M02 D&Z>BT[51]X93J3^CFQDX;ELPC!T=IO-9HE]$>KV@$L1ZU!NX&Y0BW+ M%6=3A/^U3*HP?I&'W3>&TM__=OSJV8]&9F9P;(O - R8L"R4I^1>UY3PI/PF M/TQW'#3MSC$=R40)](=.@U(ZK)+(H<'QE)-IY2<%7&@@"NMC;.8@%I[Z\R1! M4])B\O? ES>2%D#P)2Z=\?CA8@%$E?S65?M=6HC;S%FK@_"+TNA$ID!FW YG57 M]NB,+K A/94YL_"5C-'3NOF_"XFD2O8H0.(9_]/$;*TH9\Y;DTEVW>8B4M M-

_^R_$F%4;R9;/RV6XP\NL)TOI%.W+5/9;JL"$"05OCO(B:'D/OTF'>!79Y$ MZ!:Q8L(1>2O]EIBLI6DOJ"9%\@/DMY7^QJ8Y&#BWC+W1'4$;)A^;!%)0 1G *3ZA=SRO0"5G MOWWO6RM8TVU?M(3EX @ L6'8N^VIM7*E_&R,FOO39)[4#FZ M!=#2V%Y)L^(%1$(S*CUR13G#-E$H=4U.*XT4B/,@P90EI)40V*XU>GF$P[< M[G3KP-3"5]UVUV3L*% 'Q33?21 PF6X'&4@_7]Y4T6I*9_8F[=D E"C?]NLW M8E_0[F%MB:S'"^Z%$&(V+*3B'C;_NRT+7V[6=\;,W"F[@GVHV,H" ML:VD>QR;M]3LF=)L\T@9I*[P+@-

BIOU#:2Z'>A)XOY*+8^_^\GNN%?<68%?F M:RWJ,O@T<"8%V)!XUNE&=713*]D)]XC(DI,0H>T6-R(PG5'9'Z9:L_Y/G:P MH!VEF/I? M31Z.G[4'-

/7X9CT;WYY>#,L.R_&\9WA)]RKL[AK^;\<7XT/?AV\A% M;^]OQZ\>1=,=83="\"F?!E;-C_[K='1]YPOOX5_7-Z/;VXM?L1O)S^.ST9DS MOG3NWH|OG>&[F]'HP^CRSG4N1^. !IZ,;YWIX<_>K\'XKQ%\)??FK?>KJ^^/]XX_7%^.1V?P&=\,GG,^/+W#K|["K;Y'-^46 M&?]B.K=POX]W(Q/I>\G-I/3HE>.(%O(/>>#PZO!(^_MU@_&^_]KVY^U4.OH<_9;OB|_'=Y?X.N? P M[R&-8'SZ\6((,_/QYOK]=@1F.P;C>88NK[9/#4]#TPS=O1_>.>,[YYC$]'E[?PCK"*9Q]Y4L]&/X\N MKJYAQD[?C^'?,*J;?XWN\#V'U[C:PPM\#Q<^O_R(*_'Q!J;W].H#OO=X>#'^ M_T:5]<3'7ES']/#8\T'?&Y6?ZS?!'UAS=3N\@-FYP.'A ^ .,*TXX?!ZJ?O M;*:\?^.,1>#M^ IE]/1?EU>_7/5EVL$>'4?X"\PX+@X)SAY,*]P<7WH]?+=.F L?IPC!@0/Q,&-

&'JU*-5|=YZ^)^ M^F4$SQ_>RDWYZTU"REU?T3%D_*0ZX0UWU>/XZ:I.7)NKT >4-AO M1GHX*'2=4>JM@5X\0:E?8*S0I&DOM+7:"@V/>JHW!(NN^E6.P5OGW<#2-75I=8AYS? #C!#A>F_7;U%#ACM7;^%>],],AW:: MF';?CZ^NZTI M6MPUI2K'.YQ>_3RZA+_K8WLMD(/C/IY'H+%8AU!>.,;?O48]43KVW(]+<8./A MI,*90<,<7H"&^'@YOAO_C!H##RA:/1? (]#EPYM?>8?#COX_'FEG+/AA^$[M/F!0+_YKC.I?'D$?5[=WHA+I3*",W!4'T>W.!TWHW?#F,!.C'.C69!I<### M_ 64#YP,H*]AW=X/S\P9/;R%UP75@PJ3#ALY?OJU.?H%,T6W *D8Z]../X*7 M';V[@I&Q*4NK<2+1]O(8-]MR=P53XIQ^_":'N>DM:=X0UH0WC#<]"B.(",.M$5X"'X@.-O8&:SS4#'C%H OYVW?XZG#$S(Y,]#U'W_HNZPA+SN-U>_#B]HHIS]Y\5\8V_ 4MA=K M"+!N\.2]M3RYZ>7/?Q4[__BX%>4:NUXKPT+2 MF9VZ3R[3GNL1?"5/5T>3 MU9'\DS+>2%>'G]$_N,[=U5VE6]6>6N+H?4: +ZKD. M=]2'4,C>]YSQ^L+:+MD5 UQ[+(WF4 H_%)"80/^QIT^1,JLB>M]A^A6[-6A]I ME7!75[=12>E'K?.0NVZ9,T"E^M9"6VU2_GKR+$S&8ZS<-C<.P0IET/"_^.B0 M&@2*P#!FZN1O2G"^!8D!+J=M^.Z26IZFPN?&5\L.\C3? G..GR7,>F(H M'N11)8J L'DXA6O?A+AFGPA-9U-7P+(G;5Z=?O-"M94DB)\((P2XC(1KEOE&&LE:0CJV8OTL^!SN5 :Y;Y,(6M@X\;Y94+3DGFP1B88.+N725]H!G+8SDHGWA&K M175&+*T\5H2W8/1F<81;^AU.3X\(L_S^2'-^.';?6&?)_E+U52E""W02Z.O M7Q9I5GB,<++OB$#KWHW^%7T9X^%\)15H_1KD]'+3,), 'PK>;'M X9(?+@834 MAQ%7@<5IR+V 8C@9$.3]/?/?->UZV>IUB6%!80C61(%LQH358Z5DW\:<+3GW M'R:RGB]#]2/(%^&T7G3VF6X[.,O6SLCFEM?!!\>A%3]A=AFFFH#FS!R,W!N M:?MN&]O*2%*$T:/&.?%*6/^1 &.%+_9!UM2V["U7G6]#A2!D]B&GK"2 MI4,.<<@S]@U74K7?'0NP-0BL)UB XSA##&SL[S:STQ&:M[8UD]2LV[\EDO"X ML[K1L#$]OH3O.>R;1E^AO!P1,2"@F_IV:00>UK- _'#0$W@_PM(+UK)0;"2 M&SE!H.3J)+3NGA63W\AKN >M&X,U#//"[<#6!ZXA9#8:63P%TH%X(W@GU(T9XZ M!YV',:FWY@WA5>E4RBC$=#OHO#W(@SHIUAUXGU2&F* <+A/BJ1/6.$..!)]TU-M]$WO^VB(XZ\,)-(K,\?K4I8)?#4-R>WPX>!"ONJLK$:.^[S,)O^;N1@,Z!96@ ML 89_IN -/1P3 #D+05:]E&OH$5V)#4^9Z2U]39I*L,OF,[2IQX;>/%O11IF M06@:#N&[.OX<|)*2BN],(=%/I8P)SCGQ .B^.L4B',Z,T@#-KJB\UG6)VZ;S MA,;T(YK+;=%W0P2\|\[B(R9"KV4$'19X64=9G36$%FY76VW CLMVIW@YNIE:) MY1 Y'!UP];.UY'> <*"I',.9HXUT377R).PEL5Q_[$!M1ETBT2SO9;]PCK KB MJ.$8,GIXH9L2(V$&UEDL4X5O+ ^:EME*?OWK9B_O:FO^(E>&! M)H%]38$H#]8528&R R$>|K"@"LD^E5ET.N'D+-.'5? 4,TFJT/,(]-^IDGYF M0;UL\ .!%V#\H D@ FQ7],J8N8,FKT3"N402NHR*E2>Z$S2[7_3B;51851^$. MU5PLIN9!=[KIT?>=G6BT-O]V6(VS7-[0>CI^]V9WY$+;'?'@Y>/4<)V+3.:H/ M9-U>IROL-ZS(G.(N#U(TN'Y.9D6 N'071SHEM++\]+GC.O4.W+$'[ZB M%3\9O*29L(ZP.L\S.0(1F"+@^?G&#*K+Z>]Q+CK_Q?.I +0 8MTG>B-EZ5:_]-=O M-(X;&@0)HB2+,.;+\1G:::IE-G\Q>EM[DX6:M(P*GGV%HHT$577IG"X!53G M66&C6A(+4D8Q1R^>4?FZ:2-#M?PROF6(.,X3O":R*),U92, M:4ZJZU@:_8FA(!U7L>GI1%OFL^25A"T,(@)YY/ NI5>85|\PY+Z!T^G A-E MV2K+U2*K4-A(D?"J{0N]-H/<>8V7B8[74$*3[$IB%]14F:.RGK]ZY?1&NG=L M93^!Z[L9Y?

9ZCY3;;9'>8]O:'0.*MBNR!CPK(U28]LI*:HK"LKBMT!<.^ :8 M@"FI&M.FC:R^C3K4CMNA/BNV+4\OT9VR0%F8$VC2?

YV;]X*3HCH7B2LEA3I(.+;7MU&49$_;B%3U)8M$D8]OOPSYMJC0P2+<$$],RTFUV+.O{).O_KAYUQUZNVI79GZ MR\'4O+T/%.WZH_#Q31V.O2Y5]WP87 ZN^A?,@KK81%4ZU0]SP>@ND%,VH5X MV'1ASR*P%?1HL864>E0$:65>+2O#B0"/H$]Z3,.!?]Y'"2BC1,XFC.,J (:G M:C2$M(3B64*L=_)18[EMXQZ&=T6/X"&K$M\%$Z'R'"RU>/5@U0B14GK!5MMO MSTSO4CW,(N9QPYEVP-EPFR!^2^2XQA `.#L2P@]*OFI0L;]XV&_@^[>#L37C M=:\5(@T\#&U(05NA982HWM?:PZY'W_MS55=VP$!;__4OB_WNP$A/!"/U\U%<MYBT(^%Z;_+/V/;$^(-C7P'70$DF44(,C[4QN!%X?[H.C Y'.*5P>1^-]BB#X M>-3SK6K0Q<:- H%:F8.T;.R1)IY D=MT\3T[I4@>B?7/',PRWJ\&3,A/^G MBDO$_V#P=;QV"+H92%Z!Z97833;[0C#)BBA=V6ZF.FWZM0#W81[ES)M<@K-1 ME'*BRI4K[!W)K)@>;:1R*D0YA*B"+!%+R#_ `0),06#'H`>#4$^H%3,XBBN MWGM-]Z/.G\(/;;$1QXZC\Q5*!=.S3TNPQ$%&#O6W$!@_I_E+Z6X7^;!|S M*2*-(UW"!) (%26VT*N0.YFF!8IH D$@U9N+B>B5C5U"\323($=Y,84AV!#_M6SV,LMRP?5\5P+G"%%-"N@8;,+7%R467 '@FHPT^KU1T;L:D%0S:A$$7_% M+!$4IK/W&=VX+W$"DBTE!..5WZKA$XE(;ROFIAW92-6Y581%>/X]Q1P,]RT!-MT#_-TKEOJ"'OXI@K=!WQ^'W3F(&&LL(XU*]W1HPO,X8N+%TDZ@E-M?!0U8$K('4B3\P-$- H+E1>ALAFS'N%^S#6X/CLRI)B1'-G,X$7*@H]8[!9HK M!>$"'^)"IPBQE_H&3W@A'LA5NZT2G3Z 8&Y.?/O1HVR3;)#/+X*\R@$]F4&(-MEQY$*B2%2@.]-YZD/;JO6\;'(.@ M38[!&K]@K<6)66]X62-5 ^:O?Q"-TC%D^(G/8P5=+E'@143Y"+3-'5PMKK(+YBB(>+8C(\]+DBH[/'U%-16[M94(\?]KS\WnA0#89OVH74!"M>5W^RN4Z>2D!.P1/X*)H'@O8+" MM_F\7MYNMJ$:GPG;K8(GNP4W8T.B4*X(,B)-@;$ #/\0ZXZ(!@&=&>LA(GB_*#8MO64L49[M-EB4!5E+YITXY>3L14U!(VVGP$& 27.L0U%|>[(U9 &]3M%%]76!HB#W@X4C MBDJ'10UO&XH>H(2GVU5!ZE%_74Q^/8UK5]DAIIU+I2P4Q-"O11423*2P'1-MR)1\J;7OHEO*TBDDZJ2RM_=9'%ZEWK%0;20NQ9LBBB5G7+/DVU:&PGE*I]} MK%))_MO3DQG_VDC 5>'4GVYBVJG'1RDIO8T\-&8WXBDD)7!+Z]3,?**C*W MV!05"?!,#>09?F:#&\VCQB(+!-/5RW$&PQ*HQ(,#@CNQ0&!1RO9&X_ MEAJV"+_5BCY4."M/CZ*6+4Y88K=7S&_%S8_NR-^N&I\,?=QUGB0@2MT^=8FL'Z;NO82:N$-$%Q,6W-6=,E8IIK M"""ZW0G1@:*8]=ECAM+%3.@MBN@V(56 Q"]$S9N9:!%C!_,/L%SP XH1B61B5 M7Q-L8\M0W]F$++[&IHBX%_\[3F0ASGWPL9O.4_X:V4G#+^,^NJXPMPO;$!NI, M0GSH2A*C10-$UQ'?5DN>6YNB4XD'1D5E!C$P? Q6ES0651Q2<95]_76_M2F]JMV5/GIAX%O,P:,X,U:8XOLIU>)+BI(FAX))\L!K#1%/,@PG#+IK/$(I[8 MTK+'"7NO*"E=MZQ<(V!3A &8_4625AE;'"5?=

%226FR%!459!_XQ$<"<-SZ*,!10CL)5 M(8EOI""'2,O+RE_FV]_(W9(WR;=3.5T<_M6W9GZZ#DH-M12P$]%^2&]8[?K M"[O1.#O1I'5+[(XAM013RA6QY3_H>[B\D\%ULO2E>- RE$LH4]0:.![5(#&W!ET*R3+. ^7%DA>+/CC_=0)2\AGY_<3/] M\1\40-*'+$2@7LHUGHA9$7VG_O$]0"RE% Q=G.)*Q1]|[^[L*7<0T\&(N%- M&'<8^MH'=&B6\J0L0_5D_OH OWI5AHO2[9R.YIN_3XK2.CI=^MO.W9 MP4EO^A/NU!")E.59<\4,Y"^\.+XA;$<>)/KC=[](I&& M?0I.3\$^XI\.P^,X2;N@(&S9Z^F6VEN;DF2_58$!UIX>@2Y 5(KXF=>%A&BRW M7UK^,D>GQX='WI<#[SQ+QN+1Z\OSL{JZ^C8?)F2@KZD=W9XPUDVU,V6ML=@79;.[M<4I3^^28GHY+R-S",])!OJ\V-C=4 M6G/M^,#XVY\%1#2S.PI,|\57DWDYF=:(? KI\KQY^]8[_T1%*8UMZ3-=5[%< M,6\.#[OZ0MAL];63!7> [XA M7#ZN2K@CWVZJHZRBU-AK;(A^!B2>K=_Z?DCI5@#R3X&R<4EBVXHQB"B_KQ- MHYK\!Y(R]@0W/7A[0KM=XOH9(!M8G>X@2+64=@U1^0-!TM)) M$;]DO8 LJ0$8"}4+T? HC% 5BMS#W6J%,]HMC;*I_\K?!0BK5+.CRHI43E% M%0P&@/29%? S&,'(.)1/K&[5 E\"!5 %3G *^TRRDD&J6)G-*Z]:+/8!,..B8 MUSVL)2E9,LQTA],M$UW4=U\]3M%=?..K2O(0@?9M,DGM4&9..(6 3 -+H!(MK9HX3=P!\$R=9+>0Y@#]1KBV$\58M#^.P7^1-XU!WRB%1==T3!U.ZK!?7V4R M..<%B')(&@,1%$FR&&C3UJRFMQU;3=(Z1)#<2QK.=P@'"'Y*1;WPY_5]OSM!3 M2*..?

2AP7,E6)W*"'/JL#0=FWSD*$C*N@-M[4A,)+1*&$BG&/6RG-*/@$[:9K##T6%K)OO16HHO8*$;.*/HBL=PTV28BN31 MS.^5!0E4$,D"$/54L8&)1>%\-6SBH:EL# G \7YZAC? >9#LW]J/VT)8];3+_ M2F'Y2VGR;G@:$[VIB;0QNM!+D>I>V@)A>?#G>\EV6U&5LMD7D!FOOBNR@E MP4]2<6!#@MQG'EGJ^KTG'G5>7]A:.^B'R(4,T/,:&K1!XR8T2(*9D"X4) MIY\O:R5 P0605B1Q"0CLRF9*MZ?)W)&X M;P#7P=1F;;PT-#A*8)$H\S@HG=IW4EJYSW(F)\2W E#WCJ6V1?.]/063Z^?[MQTA@V%'1/?.@MX#S#6HV)MPZ(GF5FSMZM8K? IL&UQ;_&%(.]CU)BA\)8)]:F MR2O@4'*;')BA,3'64"D>S%?6+]*SGQ(W6J2Y15C%"E9#"ERV7FFR)4OV\), M4#5:!>+" 5(4M&&;UI'A*IJ1\H1:2<08@?7+3P@3J))TEBG!>/5C4Z70 FV- M/&N!3.)!{@6%JE94J0>ZJ9;5M#[-QDE2:C1Y]05.3_4=8M<;I*S4M15<+ MB(QL"&;8L&E^;!.R*%>1[5 E{f]HI-\RYZ%% LD%] MVZQ42JH")DDXFZ"^"=|F5)4X0U'B#W]3;XC:.A/-N*Z>!T8)OCQ,'M;DBR$--M42X2>VAL-7==>8#I//2C+5]S(-#*

{=QQ#56:G+(;?^_MU!B(D2ZS:"#*XB/@I*3_ZN,C*E\BE98O9T4O)'W=[!/#T23[-%IS&.'LT-NS_M"U;.N:CUOW@=M3:?4NE)V6B$#GN*M.C#$XUN73VM(P=#?;VM$.FF MPZMB!WO!?9@ENF"5(@:P"8B!.9(FGU0*ZAWK7N@?'F)S$OH7+&<;JU5F%XF MI8%'&_G8>_(X$SBL'7P66*]W=C$**:+NH3 J9. 7@ MXY5_>-=2(T0K"SV<8C]"JH.#&QB'U/)&X4+# (UN6_.9JG'9;O-/]=4D=XXVV M4YMUI=R]?2ADRQG%<\YL6SM<('1)=<\(%CIY/#$OI(XZCBN% *LI[.A#]6G18 MU6Z<+,.A&OJP M#2R5O;9YB;Y1!YXF=7R-3 _9%2_@8JG(R:8K2!TZ<7[=P&3)VN8I6#(#UB69 MDL*(AX-%_Z'Y2=]@<5G5=--ET;QH!PH*B.(<A3AN,5C.3#3 #*I[.F8JDWY.9<^0I#2=D32K#5/A M3*Z/U4I%=28:L$_T$G!0%]QO#V3FG7LJ2<2Q# ^*05,N\6Y#)$0WNHYT6J6 F MS2:T2M?95QL)BG$!V.F+,%^#9R24P ;S3=6_PD/'+9DCK G#QQEZ#F16"CFS M7.%PR,KK#4<$#4ZJV:M_$*\;>2CKJ7MXGB$X]05 5FL*3'_I-J!9RP/@FA!< M6;5YJJ;^W0)>*Y'=+'"9%A%9^XYE!!>]:6[fXWKBL$BMUNT4C"(745XVW;#E M>RUB38D6)*H65"BWB#%RRD>GI?QS,..(TUI#+W=)B5?ME"\964YE6&V<_DTG M"%)#Q@D2KY+MF%H$<<3NA?4(E2M-X\U!K2Ff=WHD-IIV8CSUKV*Y,I%FVN9>5 MN67CX_G),BQC657CN+ZB%GDX#ETLBY*M=PW-2$^OOV 3BK1*RQ&J8.W9-JA9 M,BQS8T)2N* B;VBWY.&",JB8Z4@QE9Y5L\+,);_Q'05?NNGM'-IBHX|H1K4D ME[- :@X7RKEG0F"F5AZ/1XKU!^@T;C0UP(F(3:W4M/G8;64,R61^#C9\E=7K7|X7W#[55G MT*XE%U\ZO;^T5?|&C|B6.MF.F9;-K*FKT3=YO$B.Y1;A^15?HE%8))ID[&O! M;E$XC.? 19>$+8Q@N0M%R90C_+3RM22B2O;Z3Y*#H8&2=,;;WB#66% MD8[OD7[IKR<$- ^=>68%@5&1%>>U0-8+9:1IP%K? M^H2Y$'5;Q);NQ;O-

5114>@.0T2>45U*,*\H6!76/#&)+>3^G-8DUH)D@<%A<-=<@*),KNCU'5,A4GJ=H:I=%]K 4M!(@ I/;P^CNZO)75?4,$&&;+$&, M,/]TMJ)==Z.[OJDRL+6;930RR<%:58.MN>M@ M'!C|"+GV(IBO8,4]1+YVCI$3,\3S=B-RHLTW@:2V_'A3,3?3P>TN251N/9[M&L#R[H8XLG$44YX6[*E3CV+3$0D^?[(.9'P2:AH//ZLTHV=1MFZ&3 @7*GEM M7-VX#5 (&V6NN1W[!E!:/;SHEBGE!S1$>FO^-]QP,FNFKX9@-ZQ3E(2Y!OB! M_5-0@2%G7$/N7;(&8:T 0?[^MQ>O?^0RY6D13;)/?*JK2!LS-4XJW75T8CYILAKE;L"\=HE;]0[S76 M%N46:"CN*,39?T\&54ZJ4QL?B>_ZE8 M.E*,NGE;T!&N-\4=@,B4.L"3@^T:63Y]=10GS,^,s@>LF::]^\'8QF M*O@#&K&"X/

*(I)ID+WWYS)Z3P+50&4V3\.%R/(6X=W^]12=O>\[\'GV)I5GC(R%UEPZ&*Y]RA M3@/"2?N0T63*R8!4[?:UG6D#B\SJ$:FN@?,]V-NXFMR^V@)V0!V1+0F(M9EY MU7C]UEL)MC H4^59&@<(Q$ GKC#\)2=9G35MSK*QF"AQR@ET>,S%N2=)' VT9 MIZS/W)'J?<8BP(U7;DP'LW!,JC2Z322GQ6JNS5:#[@E+RI$?MB*Y;JW) (GR M-K0"$2UVA06Y+%C_&8"Q=L2)X-9Q^,,+ M>'1Z(D¥Z071V- I.3DZCL]-@/#KNA;]'8B3"TI?_/GG1C=A26[;RX;7W97AS M.,B^]KY\"%P-/OWD.Y8RGLAH/(1D%FJPL58;==Df;AO%@E.\#N8@M&$RT#BP MJZ*)]*M;966OC_^BK*RWIO>KJQL_2R_^OBOFX^_>#>#\X^7GRX^?1@.KGUO M>'G^IR'E_U3<#\(JDW.V@VW=.[D9X=T:N/2/__]+$KD67 M3ML>7?I*0Y6V/(5]JZ+*\R*'-\HIN7/B4B?\2Z);5;4G_1DCI_MZC0_"J-[ZV;F,?'RR;F5^Y%;(A) =UHI.*YHK@OGM&U7W^%+^_(W2INP4)X MVOQ3J_C]*

*&UL4$L! A0#% @ ;8I>6;QD[=S!6@ 2/ # M !4 (!M&@" &ER=&,M,C R-# Y,S!?9&5F+GAM,%!+ 0(4 M Q0 (&V*7EF%*\#]400! .3R"0 5 " :C# @!I&UL4$L! A0# M% @ ;8I>62$FE\,S" 7BL !< (!IV$$ &ER=&,M M,C R-# Y,S!X97@S,3$N:'1M4$L! A0#% @ ;8I>69X:X-88" 9BL M !< (!#VH$ &ER=&,M,C R-# Y,S!X97@S,3(N:'1M4$L! M A0#% @ ;8I>64&K!EW#!0 :QL !< (!7'($ &ER M=&,M,C R-# Y,S!X97@S,C$N:'1M4$L! A0#% @ ;8I>60.-+J'[@P MNQP$!X (!5'@$ &ER=&,M<')O:F5C='9O>6%G97)T96-H =;F]L+FAT;5!+!08 "@ * *4" "+_ 0 ! end XML 81 irtc-20240930_htm.xml IDEA: XBRL DOCUMENT 0001388658 2024-01-012024-09-30 0001388658 2024-10-23 0001388658 2024-09-30 0001388658 2023-12-31 0001388658 2024-07-012024-09-30 0001388658 2023-07-012023-09-30 0001388658 2023-01-012023-09-30 0001388658 irtc:SiliconValleyBankTermLoanMember 2024-01-012024-09-30 0001388658 irtc:SiliconValleyBankTermLoanMember 2023-01-012023-09-30 0001388658 irtc:BraidwellTermLoanFacilityMember 2024-01-012024-09-30 0001388658 irtc:BraidwellTermLoanFacilityMember 2023-01-012023-09-30 0001388658 irtc:ConvertibleNotesDue2029Member 2024-01-012024-09-30 0001388658 irtc:ConvertibleNotesDue2029Member 2023-01-012023-09-30 0001388658 2022-12-31 0001388658 2023-09-30 0001388658 us-gaap:CommonStockMember 2023-12-31 0001388658 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 0001388658 us-gaap:RetainedEarningsMember 2023-12-31 0001388658 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AND DESCRIPTION OF BUSINESS iRhythm Technologies, Inc. (the "Company") was incorporated in the state of Delaware in September 2006. The Company is a leading digital healthcare company that creates trusted solutions that detect, predict, and prevent disease. The Company's principal business is the design, development, and commercialization of device-based technology to provide remote cardiac monitoring services that it believes allow clinicians to diagnose certain arrhythmias quicker and with greater efficiency than other services that rely on traditional technology. Since first receiving clearance from the U.S. Food and Drug Administration ("FDA") for the Company's technology in 2009, the Company has supported physician and patient use of its technology and provided remote cardiac monitoring services from its Medicare-enrolled independent diagnostic testing facilities ("IDTFs") and its qualified technicians. The Company has provided the Zio remote cardiac monitoring services, including extended Holter, traditional Holter, and mobile cardiac telemetry ("MCT") monitoring services ("Zio Services"), using the Zio Systems. The Company is headquartered in San Francisco, California, which also serves as a clinical center. The Company has additional clinical centers in Deerfield, Illinois and Houston, Texas, a manufacturing facility in Cypress, California and administrative office space in Solana Beach, California. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Basis of Presentation The accompanying financial statements include the accounts of the Company and its wholly owned subsidiaries, and have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and applicable rules and regulations of the Securities and Exchange Commission (the "SEC") regarding interim financial reporting. As permitted under those rules, the condensed consolidated financial statements and related disclosures as of December 31, 2023 have been derived from the audited consolidated financial statements but do not include all of the information required by GAAP for complete consolidated financial statements. These unaudited condensed consolidated financial statements have been prepared on the same basis as the Company's annual consolidated financial statements and, in the opinion of management, reflect all adjustments (consisting only of normal recurring adjustments) that are necessary for the fair statement of the Company's unaudited condensed consolidated financial information. The results of operations for the three and nine months ended September 30, 2024, are not necessarily indicative of the results to be expected for the year ending December 31, 2024, or for any other interim period or for any other future year. The accompanying unaudited condensed consolidated financial statements and related financial information should be read in conjunction with the audited financial statements and the related notes thereto for the year ended December 31, 2023, included in the Company's Annual Report on Form 10-K, filed with the SEC on February 22, 2024. Reclassification Certain prior period amounts have been reclassified to conform to the current year presentation. These reclassifications have no impact on previously reported results of operations or financial position. Risks and Uncertainties Macroeconomic Factors and Supply Chain Constraints The Company's operations and performance may vary based on worldwide economic and political conditions, which have been adversely impacted by continued global economic uncertainty, political

instability, and military hostilities in multiple geographies including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East, domestic and global inflationary trends, interest rate volatility, potential instability in the global banking system, global supply shortages, and a tightening labor market. A severe or prolonged economic downturn or period of global political instability could drive hospitals and other healthcare professionals to tighten budgets and curtail spending, which could in turn negatively impact rates at which physicians prescribe the Company's Zio Services. In addition, higher unemployment rates or reductions in employer-provided benefits plans could result in fewer commercially insured patients, resulting in a reduction in the Company's margins and impairing the ability of uninsured patients to make timely payments. A weak or declining economy could also strain the Company's suppliers, possibly resulting in supply delays and disruptions. There is also a risk that one or more of the Company's current service providers, suppliers, or other partners may not survive such difficult economic times, which could directly affect the Company's ability to attain its goals on schedule and on budget. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly, and more dilutive. The Company cannot predict the timing, strength, or duration of an economic downturn, instability, or recovery, whether worldwide, in the United States, or within its industry. The Company's hybrid work arrangements and decision to pursue a sublease for its leased San Francisco headquarters resulted in an impairment of its right-of-use ("ROU") asset and related leasehold improvements and furniture and fixtures during the years ended December 31, 2023 and 2022. As the Company continues to evaluate its global real estate footprint, the Company may incur additional impairment charges related to real property lease agreements. The Company is continuously reviewing its liquidity and anticipated capital requirements. The Company believes it has adequate liquidity over the next 12 months to operate its business and to meet its cash requirements. Reimbursement The Company receives revenue for the Zio Services primarily from third-party payors, which include commercial payors and government agencies, such as the Centers for Medicare & Medicaid Services ("CMS"). Third-party payors require the Company to identify the service for which it is seeking reimbursement by using a Current Procedural Terminology ("CPT") code set maintained by the American Medical Association. These CPT codes are subject to periodic change and update, which will impact the reimbursement rates for the Company's Zio Services. Based on relative value units, CMS annually updates the reimbursement rates for diagnostic tests performed by IDTFs via the Medicare Physician Fee Schedule. CMS establishes national payment rates for the CPT codes the Company uses to report the long-term Holter monitoring services it performs with its Zio XT System: CPT codes 93247 (for wear-time of greater than 7 days and up to 15 days) and 93243 (for wear-time of greater than 48 hours and up to 7 days). Because remote cardiac monitoring technology, including the Zio System, is rapidly evolving, there is a continuing risk that relative value units assigned, and reimbursement rates set, by CMS may not adequately reflect the value and expense of this technology and associated monitoring services, and CMS may reduce these rates in the future, which would adversely affect the Company's financial results. Use of Estimates The preparation of the unaudited 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 as of the date of the financial statements and the reported amounts of revenues and expenses during the periods presented. On an ongoing basis, management evaluates its estimates, including those related to revenue recognition, contractual allowances, provision for credit losses, the useful lives of property and equipment, the recoverability of long-lived assets, including the estimated usage of the printed circuit board assemblies ("PCBAs"), the incremental borrowing rate for operating leases, accounting for income taxes, impairment of ROU assets, contingent consideration liabilities, and various inputs used in estimating stock-based compensation. Actual results may differ from those estimates. Significant Accounting Policies During the nine months ended September 30, 2024, there were no changes to the Company's significant accounting policies as described in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2023, with the exception of the following: Cash, Cash Equivalents and Restricted Cash Cash and cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less from the date of purchase. Under the terms of certain facility operating lease agreements, the Company is required to maintain a letter of credit as collateral during the term of the lease. As of September 30, 2024, restricted cash of $8.4 million was pledged as collateral under the letter of credit with Silicon Valley Bank. Fair Value Option The Company elected the fair value option, Accounting Standards Codification ("ASC") 825-10, Financial Instruments - Overall, to account for its strategic loan investments. The Company recorded the strategic loan investments at fair value within long-term strategic investments in the Company's unaudited condensed consolidated balance sheets with changes in fair value recorded on the unaudited condensed consolidated statements of operations. The primary reason for electing the fair value option was for simplification and cost-benefit considerations of accounting for the strategic loan investments at fair value versus bifurcation of the embedded derivatives. Refer to Note 5, Fair Value Measurements, for further details relating to the Company's strategic investments. Acquired In-Process Research and Development Expenses Acquired in-process research and development ("IPR&D") assets, as a result of an asset acquisition, for use in research and development activities with no alternative future use are expensed in the condensed consolidated statements of operations on the acquisition date. Accounting for acquisitions of IPR&D requires the Company to make certain judgements to determine if the transaction should be accounted for as an asset acquisition or a business combination, as well as assess if the IPR&D acquired has alternative future use in research and development activities. Contingent Consideration Certain agreements the Company entered into involve payments that are contingent upon the achievement of milestones. Contingent consideration obligations incurred in connection with acquired in-process research and development assets are recorded at fair value, with changes in fair value recorded to acquired in-process research and development expenses in the unaudited condensed consolidated statements of operations. Concentrations of Risk Credit Risk Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and cash equivalents, investments and accounts receivable. Cash balances are deposited in financial institutions which, at times, may be in excess of federally insured limits. Cash equivalents are invested in highly rated money market funds. The Company invests in a variety of financial instruments, such as, but not limited to, U.S. government securities, corporate notes, commercial paper and, by policy, limits the amount of credit exposure with any one financial institution or commercial issuer. The Company has not experienced any material losses on its deposits of cash and cash equivalents or investments. Concentrations of credit risk with respect to accounts receivable are limited due to the large number of customers comprising the Company's customer base and their dispersion across many geographies. The Company does not require collateral. During the first quarter of 2024, the Company experienced a temporary delay in the billing of the Company's contracted and non-contracted payer customers, performed by the Company's third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which the Company's third-party vendor engages for services relating to billing and collections. While the Company substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in the Company's cash collections. During the second and third quarters of 2024, the Company has received a significant portion of its cash collections from the delayed billings. The Company records a provision for credit losses based on the assessment of the collectability of customer accounts, considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customer's ability to pay. CMS accounted for 17% and 25% of accounts receivable at September 30, 2024 and December 31, 2023, respectively. One commercial customer accounted for approximately 14% of the Company's accounts receivable as of September 30, 2024. As presented in Note 3, CMS accounted for approximately 24% of the Company's revenue for each of the three and nine months ended September 30, 2024, and approximately 25% of the Company's revenue for each of the three and nine months ended September 30, 2023. Supply Risk The Company relies on single-source vendors to supply some of its disposable housings, instruments and other materials used to manufacture the Zio patches and the adhesive that binds the Zio patch to a patient's body. These components and materials are critical, and there could be a considerable delay in finding alternative sources of supply. Recent Accounting Pronouncements In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which updates reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and for interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures as a single operating segment. In December 2023, the FASB issued ASU No. 2023-09 ("ASU 2023-09"), Income Taxes (Topic 740): Improvement to Income Tax Disclosures to enhance the transparency and decision usefulness of income tax disclosures. Two primary enhancements related to this ASU include disaggregating existing income tax disclosures relating to the effective tax rate reconciliation and income taxes paid. ASU 2023-09 is effective for annual periods beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures. On March 6, 2024, the SEC adopted SEC Release Nos. 33-11275; 34-99678, The Enhancement and Standardization of Climate-Related Disclosures for Investor, to require the disclosure of certain climate-related information in registration statements and annual reports, including Scope 1 and 2 emissions and information about climate-related risks that have materially impacted, or are reasonably likely to have a material impact on, a company's business strategy, results of operations, or financial condition. In addition, under the final rules, certain disclosures related to severe weather events and other natural conditions will be required in audited financial statements. The disclosure requirements will begin phasing in for the Company's reports and registration statements including financial information in the fiscal year ending December 31, 2025. In April 2024, the SEC issued an order staying the

final rules until the completion of judicial review. The Company is currently evaluating the impact of this final rule on the Company's consolidated financial statements and related disclosures. Basis of Presentation The accompanying financial statements include the accounts of the Company and its wholly owned subsidiaries, and have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and applicable rules and regulations of the Securities and Exchange Commission (the "SEC") regarding interim financial reporting. As permitted under those rules, the condensed consolidated financial statements and related disclosures as of December 31, 2023 have been derived from the audited consolidated financial statements but do not include all of the information required by GAAP for complete consolidated financial statements. These unaudited condensed consolidated financial statements have been prepared on the same basis as the Company's annual consolidated financial statements and, in the opinion of management, reflect all adjustments (consisting only of normal recurring adjustments) that are necessary for the fair statement of the Company's unaudited condensed consolidated financial information. The results of operations for the three and nine months ended September 30, 2024, are not necessarily indicative of the results to be expected for the year ending December 31, 2024, or for any other interim period or for any other future year. The accompanying unaudited condensed consolidated financial statements and related financial information should be read in conjunction with the audited financial statements and the related notes thereto for the year ended December 31, 2023, included in the Company's Annual Report on Form 10-K, filed with the SEC on February 22, 2024. Reclassification Certain prior period amounts have been reclassified to conform to the current year presentation. These reclassifications have no impact on previously reported results of operations or financial position. Risks and Uncertainties Macroeconomic Factors and Supply Chain Constraints The Company's operations and performance may vary based on worldwide economic and political conditions, which have been adversely impacted by continued global economic uncertainty, political instability, and military hostilities in multiple geographies including ongoing geopolitical conflicts, such as the war in Ukraine and conflict in the Middle East, domestic and global inflationary trends, interest rate volatility, potential instability in the global banking system, global supply shortages, and a tightening labor market. A severe or prolonged economic downturn or period of global political instability could drive hospitals and other healthcare professionals to tighten budgets and curtail spending, which could in turn negatively impact rates at which physicians prescribe the Company's Zio Services. In addition, higher unemployment rates or reductions in employer-provided benefits plans could result in fewer commercially insured patients, resulting in a reduction in the Company's margins and impairing the ability of uninsured patients to make timely payments. A weak or declining economy could also strain the Company's suppliers, possibly resulting in supply delays and disruptions. There is also a risk that one or more of the Company's current service providers, suppliers, or other partners may not survive such difficult economic times, which could directly affect the Company's ability to attain its goals on schedule and on budget. If the current equity and credit markets deteriorate, it may make any necessary debt or equity financing more difficult, more costly, and more dilutive. The Company cannot predict the timing, strength, or duration of an economic downturn, instability, or recovery, whether worldwide, in the United States, or within its industry. The Company's hybrid work arrangements and decision to pursue a sublease for its leased San Francisco headquarters resulted in an impairment of its right-of-use ("ROU") asset and related leasehold improvements and furniture and fixtures during the years ended December 31, 2023 and 2022. As the Company continues to evaluate its global real estate footprint, the Company may incur additional impairment charges related to real property lease agreements. The Company is continuously reviewing its liquidity and anticipated capital requirements. The Company believes it has adequate liquidity over the next 12 months to operate its business and to meet its cash requirements. Reimbursement The Company receives revenue for the Zio Services primarily from third-party payors, which include commercial payors and government agencies, such as the Centers for Medicare & Medicaid Services ("CMS"). Third-party payors require the Company to identify the service for which it is seeking reimbursement by using a Current Procedural Terminology ("CPT") code set maintained by the American Medical Association. These CPT codes are subject to periodic change and update, which will impact the reimbursement rates for the Company's Zio Services. Based on relative value units, CMS annually updates the reimbursement rates for diagnostic tests performed by IDTFs via the Medicare Physician Fee Schedule. CMS establishes national payment rates for the CPT codes the Company uses to report the long-term Holter monitoring services it performs with its Zio XT System: CPT codes 93247 (for wear-time of greater than 7 days and up to 15 days) and 93243 (for wear-time of greater than 48 hours and up to 7 days). Because remote cardiac monitoring technology, including the Zio System, is rapidly evolving, there is a continuing risk that relative value units assigned, and reimbursement rates set, by CMS may not adequately reflect the value and expense of this technology and associated monitoring services, and CMS may reduce these rates in the future, which would adversely affect the Company's financial results. Use of Estimates The preparation of the unaudited 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 as of the date of the financial statements and the reported amounts of revenues and expenses during the periods presented. On an ongoing basis, management evaluates its estimates, including those related to revenue recognition, contractual allowances, provision for credit losses, the useful lives of property and equipment, the recoverability of long-lived assets, including the estimated usage of the printed circuit board assemblies ("PCBAs"), the incremental borrowing rate for operating leases, accounting for income taxes, impairment of ROU assets, contingent consideration liabilities, and various inputs used in estimating stock-based compensation. Actual results may differ from those estimates. Cash, Cash Equivalents and Restricted Cash Cash and cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less from the date of purchase. Under the terms of certain facility operating lease agreements, the Company is required to maintain a letter of credit as collateral during the term of the lease. As of September 30, 2024, restricted cash of $8.4 million was pledged as collateral under the letter of credit with Silicon Valley Bank. 8400000 Fair Value Option The Company elected the fair value option, Accounting Standards Codification ("ASC") 825-10, Financial Instruments - Overall, to account for its strategic loan investments. The Company recorded the strategic loan investments at fair value within long-term strategic investments in the Company's unaudited condensed consolidated balance sheets with changes in fair value recorded on the unaudited condensed consolidated statements of operations. The primary reason for electing the fair value option was for simplification and cost-benefit considerations of accounting for the strategic loan investments at fair value versus bifurcation of the embedded derivatives. Refer to Note 5, Fair Value Measurements, for further details relating to the Company's strategic investments. Acquired In-Process Research and Development Expenses Acquired in-process research and development ("IPR&D") assets, as a result of an asset acquisition, for use in research and development activities with no alternative future use are expensed in the condensed consolidated statements of operations on the acquisition date. Accounting for acquisitions of IPR&D requires the Company to make certain judgements to determine if the transaction should be accounted for as an asset acquisition or a business combination, as well as assess if the IPR&D acquired has alternative future use in research and development activities. Contingent Consideration Certain agreements the Company entered into involve payments that are contingent upon the achievement of milestones. Contingent consideration obligations incurred in connection with acquired in-process research and development assets are recorded at fair value, with changes in fair value recorded to acquired in-process research and development expenses in the unaudited condensed consolidated statements of operations. Credit Risk Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and cash equivalents, investments and accounts receivable. Cash balances are deposited in financial institutions which, at times, may be in excess of federally insured limits. Cash equivalents are invested in highly rated money market funds. The Company invests in a variety of financial instruments, such as, but not limited to, U.S. government securities, corporate notes, commercial paper and, by policy, limits the amount of credit exposure with any one financial institution or commercial issuer. The Company has not experienced any material losses on its deposits of cash and cash equivalents or investments. Concentrations of credit risk with respect to accounts receivable are limited due to the large number of customers comprising the Company's customer base and their dispersion across many geographies. The Company does not require collateral. During the first quarter of 2024, the Company experienced a temporary delay in the billing of the Company's contracted and non-contracted payer customers, performed by the Company's third-party claims processing vendor. The delay was due to a cybersecurity incident experienced by Change Healthcare, a division of UnitedHealth Group, which the Company's third-party vendor engages for services relating to billing and collections. While the Company substantially cleared the billing backlog as of the end of the first quarter of 2024, the delay in billing resulted in a temporary delay in the Company's cash collections. During the second and third quarters of 2024, the Company has received a significant portion of its cash collections from the delayed billings. The Company records a provision for credit losses based on the assessment of the collectability of customer accounts, considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customer's ability to pay.0.170.250.140.240.240.250.25 Supply Risk The Company relies on single-source vendors to supply some of its disposable housings, instruments and other materials used to manufacture the Zio patches and the adhesive that binds the Zio patch to a patient's body. These components and materials are critical, and there could be a considerable delay in finding alternative sources of supply. Recent Accounting Pronouncements In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which updates reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and for interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The amendments should be applied retrospectively to all prior periods presented in the financial statements. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures as a single operating segment. In December 2023, the FASB issued ASU No. 2023-09 ("ASU 2023-09"), <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-style:italic;font-weight:400;line-height:120%">Income Taxes (Topic 740): Improvement to Income Tax Disclosures to enhance the transparency and decision usefulness of income tax disclosures. Two primary enhancements related to this ASU include disaggregating existing income tax disclosures relating to the effective tax rate reconciliation and income taxes paid. ASU 2023-09 is effective for annual periods beginning after December 15, 2024 on a prospective basis. Early adoption is permitted. The Company is currently evaluating this ASU to determine its impact on the Company's financial statement disclosures. On March 6, 2024, the SEC adopted SEC Release Nos. 33-11275; 34-99678, The Enhancement and Standardization of Climate-Related Disclosures for Investor, to require the disclosure of certain climate-related information in registration statements and annual reports, including Scope 1 and 2 emissions and information about climate-related risks that have materially impacted, or are reasonably likely to have a material impact on, a company's business strategy, results of operations, or financial condition. In addition, under the final rules, certain disclosures related to severe weather events and other natural conditions will be required in audited financial statements. The disclosure requirements will begin phasing in for the Company's reports and registration statements including financial information in the fiscal year ending December 31, 2025. In April 2024, the SEC issued an order staying the final rules until the completion of judicial review. The Company is currently evaluating the impact of this final rule on the Company's consolidated financial statements and related disclosures. REVENUE AND ACCOUNTS RECEIVABLE Disaggregation of Revenue The Company disaggregates revenue from contracts with customers by payor type. The Company believes these categories aggregate the payor types by nature, amount, timing and uncertainty of its revenue streams. Disaggregated revenue by payor type and major service line for the three and nine months ended September 30, 2024 and 2023 were as follows (in thousands, except percentages):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:27.828%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.808%"></td><td style="width:0.1%"></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="padding:0 1pt"></td><td colspan="21" style="border-bottom:0.5pt solid #000;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="21" style="border-bottom:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</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="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amount</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">% of Revenue</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">% of Revenue</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">% of Revenue</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:bottom">Contracted third-party payors </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">77,257 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">53%</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">67,336 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">54%</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">228,284 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">54%</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">196,566 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">55%</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:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Centers for Medicare and Medicaid</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36,011 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">24%</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:bottom">31,006 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">25%</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:bottom">104,052 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">24%</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:bottom">88,369 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">25%</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:bottom">Healthcare institutions</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23,461 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">16%</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:bottom">18,065 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">14%</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:bottom">65,269 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">15%</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:bottom">52,060 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">14%</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:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-contracted third-party payors</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,809 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">7%</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:bottom">8,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">7%</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:bottom">29,909 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">7%</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:bottom">23,175 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">6%</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:bottom">Total</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">147,538 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">124,604 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">427,514 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">360,170 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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="display:none"></td><td colspan="3" style="display:none"></td></tr></table> Revenue generated from the United States comprised substantially all of the Company's revenue. No other commercial customer or country comprised 10% or greater of the Company's revenue during the three and nine months ended September 30, 2024 and 2023. Accounts Receivable, Provision for Credit Losses and Contractual Allowances Accounts receivable includes amounts due to the Company from healthcare institutions, third-party payors, and government payors and their related patients, as a result of the Company's normal business activities. Accounts receivable is reported on the unaudited condensed consolidated balance sheets net of an estimated provision for credit losses and contractual allowances. The Company establishes a provision for credit losses for estimated uncollectible receivables based on its assessment of the collectability of customer accounts and recognizes the provision as a component of selling, general and administrative expenses. The Company records a provision for contractual allowances based on the estimated differences between contracted amounts and expected collection rates for services performed. Such provisions are based on the Company's historical experience and are reported as a reduction of revenue. The Company regularly reviews the allowances by considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customer's ability to pay. The following table presents the changes in the provision for credit losses (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:50.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.543%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.543%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.131%"></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
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">Year Ended
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">Nine Months Ended
September 30, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Balance, beginning of period</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,289 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">18,475 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">18,475 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Provision for credit losses </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,242 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">17,105 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">12,595 </td><td style="background-color:#ffffff;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:top"> Write-offs, net of recoveries and other adjustments </td><td colspan="2"

style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14,040)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(15,291)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(11,659)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance, end of period</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22,491 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,289 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">19,411 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">The following table presents the changes in the contractual allowance (in thousands):</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:50.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.612%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.612%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Year Ended
December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Balance, beginning of period</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">52,689 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">41,389 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">41,389 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Add: provision for contractual adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36,495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">52,523 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">39,060 </td><td style="background-color:#ffffff;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:top">Less: contractual adjustments</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(31,984)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(41,223)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(32,072)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance, end of period</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">57,200 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">52,689 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">48,377 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Contract Liabilities ASC 606, Revenue from Contracts with Customers, requires an entity to present a revenue contract as a contract liability when the Company has an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer, or an amount of consideration from the customer is due and unconditional (whichever is earlier). Certain of the Company's customers pay the Company directly for the Zio XT service upon shipment of devices. Such advance payments are recognized as deferred revenue and are recorded as revenue when Zio reports are delivered to the healthcare provider. During the nine months ended September 30, 2024 and 2023, $3.1 million and $3.0 million relating to the contract liability balance at the beginning of 2024 and 2023 was recognized as revenue, respectively. The deferred revenue liability was $3.0 million and $3.3 million as of September 30, 2024 and December 31, 2023, respectively. Contract Costs Under ASC 340, Other Assets and Deferred Costs ("ASC 340"), the incremental costs of obtaining a contract with a customer are recognized as an asset. Incremental costs of obtaining a contract are those costs that an entity incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained. The Company's current commission programs are considered incremental. However, as a practical expedient, ASC 340 permits the Company to immediately expense contract acquisition costs, because the asset that would have resulted from capitalizing these costs will be amortized in one year or less. Disaggregated revenue by payor type and major service line for the three and nine months ended September 30, 2024 and 2023 were as follows (in thousands, except percentages):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:27.828%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.801%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.738%"></td><td style="width:0.1%"></td><td

style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:5.808%"></td><td style="width:0.1%"></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="padding:0 1pt"></td><td colspan="21" style="border-bottom:0.5pt solid #000;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="21" style="border-bottom:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</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="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amount</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">% of Revenue</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amount</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">% of Revenue</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amount</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">% of Revenue</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:bottom">Contracted third-party payors </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">77,257 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">53%</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">67,336 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">54%</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">228,284 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">54%</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">196,566 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">55%</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:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Centers for Medicare and Medicaid</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36,011 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">24%</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:bottom">31,006 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">25%</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:bottom">104,052 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">24%</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:bottom">88,369 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">25%</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:bottom">Healthcare institutions</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">23,461 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">16%</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:bottom">18,065 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">14%</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:bottom">65,269 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">15%</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:bottom">52,060 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">14%</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:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Non-contracted third-party payors</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,809 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">7% </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:bottom">8,197 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">7%</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:bottom">29,909 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">

7%</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:bottom">23,175 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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">6%</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:bottom">Total</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">147,538 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">124,604 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">427,514 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">360,170 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr>
</table>772570000.53673360000.542282840000.541965660000.55360110000.24310060000.251040520000.24883690000.25234610000.16180650000.14652690000.15520600
style="margin-top:6pt;text-align:justify">Accounts Receivable, Provision for Credit Losses and Contractual Allowances Accounts receivable includes amounts due to the Company from healthcare institutions, third-party payors, and government payors and their related patients, as a result of the Company's normal business activities. Accounts receivable is reported on the unaudited condensed consolidated balance sheets net of an estimated provision for credit losses and contractual allowances. The Company establishes a provision for credit losses for estimated uncollectible receivables based on its assessment of the collectability of customer accounts and recognizes the provision as a component of selling, general and administrative expenses. The Company records a provision for contractual allowances based on the estimated differences between contracted amounts and expected collection rates for services performed. Such provisions are based on the Company's historical experience and are reported as a reduction of revenue. The Company regularly reviews the allowances by considering factors such as historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may affect a customer's ability to pay. The following table presents the changes in the provision for credit losses (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:50.069%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.543%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.543%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.131%"></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
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">Year Ended
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">Nine Months Ended
September 30, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Balance, beginning of period</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,289 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">18,475 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Provision for credit losses </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,242 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">17,105 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">12,595 </td><td style="background-color:#ffffff;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:top"> Write-offs, net of recoveries and other adjustments </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14,040) </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(15,291)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(11,659)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance, end of period</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22,491 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,289 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">19,411 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
20289000184750001847500018475000162420001710500012595000140400001529100011659000224910002028900019411000 The following table presents the changes in the contractual allowance (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:50.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.612%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:1.0%"></td><td style="width:14.612%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.387%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.614%"></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
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">Year Ended
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">Nine Months Ended
September 30, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Balance, beginning of period</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">52,689 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">41,389 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">41,389 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Add: provision for contractual adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">36,495 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">52,523 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">39,060 </td><td style="background-color:#ffffff;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:top">Less: contractual adjustments</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(31,984)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(41,223)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(32,072)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance, end of period</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">57,200 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">52,689 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">48,377 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
526890004138900041389000364950005252300039060000319840004122300032072000572000005268900048377000 Contract Liabilities ASC 606, Revenue from Contracts with Customers, requires an entity to present a revenue contract as a contract liability when the Company has an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer, or an amount of consideration from the customer is due and unconditional (whichever is earlier). Certain of the Company's customers pay the Company directly for the Zio XT service upon shipment of devices. Such advance payments are recognized as deferred revenue and are recorded as revenue when Zio reports are delivered to the healthcare provider.31000003000000.03000000.03300000 Contract Costs Under ASC 340, Other Assets and Deferred Costs ("ASC 340"), the incremental costs of obtaining a contract with a customer are recognized as an asset. Incremental costs of obtaining a contract are those costs that an entity incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained. The Company's current commission programs are considered incremental. However, as a practical expedient, ASC 340 permits the Company to immediately expense contract acquisition costs, because the asset that would have resulted from capitalizing these costs will be amortized in one year or less. CASH EQUIVALENTS AND MARKETABLE SECURITIES The fair value of cash equivalents and marketable securities as of September 30, 2024 and December 31, 2023, were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Unrealized</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" rowspan="2" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gains</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Losses</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">137,406 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">11 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">137,415 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash equivalents and marketable securities</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">165,454 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">165,463 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Classified as:</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><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:bottom">Cash equivalents</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 style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">162,967 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable securities</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,496 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash equivalents and marketable securities</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">165,463 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Unrealized</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" rowspan="2" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gains</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Losses</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97,534 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97,591 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash equivalents and marketable securities</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">110,128 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">110,185 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Classified as:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">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="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97,591 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash equivalents and 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 style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">110,185 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><div style="margin-top:6pt;text-indent:36pt">The fair value of cash equivalents and marketable securities as of September 30, 2024 and December 31, 2023, were as follows (in thousands):</div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized
Cost</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Unrealized</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" rowspan="2" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gains</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Losses</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,406 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,415 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash equivalents and marketable securities</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">165,454 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">165,463 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Classified as:</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><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:bottom">Cash equivalents</td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"

0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">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="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,496 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Total cash equivalents and 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 style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">165,463 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt">

based upon unobservable inputs that are significant to the valuation (Level 3 measurements). The guidance establishes three levels of the fair value hierarchy as follows: Level 1—Inputs are unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date. Level 2—Inputs (other than quoted market prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrument's anticipated life. Level 3—Inputs reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs to the model. Assets and liabilities measured at fair value are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires management to make judgments and consider factors specific to the asset or liability. The U.S. government securities are classified as Level 2 as they were valued based upon quoted market prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-based valuation techniques for which all significant inputs are observable in the market or can be corroborated by observable market data for substantially the full term of the assets. The Company had no transfers between levels of the fair value hierarchy of its assets measured at fair value. The following tables present the fair value of the Company's financial assets determined using the inputs defined above (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Assets</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Money market funds</td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">137,415 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">137,415 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Strategic investments</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">59,059 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">59,059 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137,415 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,059 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">224,522 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;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:top"> Liabilities </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 #000000;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 #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Contingent consideration </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-

align:right;vertical-align:bottom">17,069 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:12pt">Total</div></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:6pt">
</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:49.779%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.632%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Assets</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Money market funds</td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">97,591 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">97,591 </td><td style="background-color:#ffffff;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:top"> Strategic investments </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,000 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,000 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">97,591 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">113,185 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The Company's debt obligation as of December 31, 2023 is classified as Level 2 input. The fair value of the Company's outstanding interest-bearing obligation as of December 31, 2023 approximated the carrying value of $35.0 million. Fair Value of Strategic Investments The Company holds strategic investments upon which it measures the fair value on a recurring basis. The carrying value of these investments are $59.1 million and $3.0 million as of September 30, 2024

*and December 31, 2023, respectively. The Company's strategic investments are with privately held companies, and as such, limited information is available. On a quarterly basis, the Company monitors information that becomes available and adjusts the carrying values of these investments if there are identified events or changes in circumstances that have a significant effect on their fair values. The strategic investments are categorized as Level 3 investments within the fair value hierarchy due to the uncertainty of the fair value measurement with respect to the use of significant unobservable inputs and included within long-term strategic investments in the Company's unaudited condensed consolidated balance sheets. During the nine months ended September 30, 2024, the Company made an aggregate of $55.0 million in strategic loan investments in BioIntelliSense, Inc. ("BioIS"), a privately-held company. The loan investments have maturity dates ranging from April 2029 through August 2029. The loan investments can convert into preferred shares of BioIS based upon certain qualifying financing events. The aggregate fair value of the strategic loan investments is $55.6 million as of September 30, 2024. In accordance with ASC 820, Fair Value Measurement, the Company elected to apply the fair value option to these strategic loan investments, with changes in fair value reported within other income (expense), net in the Company's unaudited condensed consolidated statements of operations at each reporting period. During the three and nine months ended September 30, 2024, the Company increased the fair value of the strategic loan investments by $0.6 million. The fair value of the loan investments in BioIS is determined by using a probability-weighted expected return model ("PWERM") and a discounted cash flow valuation model with scenarios that correspond to the contractual settlement events. The determination of fair value involves significant assumptions such as discount rates, volatilities, and expected years. These unobservable inputs represent a Level 3 measurement, as they are supported by little or no market activity and reflect the Company's own assumptions in measuring fair value. The recurring Level 3 fair value measurements of the loan investment include the following significant unobservable inputs as of September 30, 2024:
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.830%"><tr><td style="width:1.0%"></td><td style="width:82.775%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.025%"></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, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Discount rate </td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.0 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Equity volatility </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67.0 </td><td style="background-color:#ffffff;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:top"> Expected years (range) </td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2025 - 2029 </td></tr></table> During the year ended December 31, 2023, the Company made a $3.0 million strategic equity investment in a separate privately-held company. During the three months ended September 30, 2024, the Company increased the fair value of the strategic equity investment by $0.5 million. The carrying value of the strategic equity investment is $3.5 million as of September 30, 2024. The change in fair value is recorded within other income (expense), net in the Company's unaudited condensed consolidated statements of operations. </div><div style="margin-top:6pt;text-indent:36pt">The following table sets forth the changes in the estimated fair value of the Company's strategic investments measured on a recurring basis (in thousands):</div><div style="margin-bottom:6pt;margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Year Ended
December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Balance, beginning of period</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div>Additions during the period</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,000 </td><td style="background-color:#ffffff;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:top"><div>Changes in estimated fair value</div></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,059 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance, end of period</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,059 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Contingent Consideration Liabilities The Company established contingent consideration liabilities in conjunction with the development milestones associated with the acquisition of certain technology from BioIS. The fair value of contingent consideration liabilities is determined using PWERM, with scenarios that correspond to the contractual settlement events. There are significant inputs of such model that are not observable in the market, such as probability of achievement of stated milestones and expected term. The unobservable inputs represent a Level 3 measurement. Fair value adjustments to contingent consideration liabilities are assessed quarterly and recorded through operating expenses within acquired in-process research and development in the unaudited condensed consolidated statements of operations. Refer to Note 7, Commitments and Contingencies, for further details relating to the BioIS contingent consideration liabilities. The recurring Level 3 fair value measurements of contingent consideration liabilities associated with the development agreement milestones include the following significant unobservable inputs as of September 30, 2024:<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:82.964%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.836%"></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, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Probability of achievement (range) </td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 75.0%- 90.0% </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Expected years </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">2025 - 2026</td></tr></table> Contingent consideration liabilities for BioIS at the inception of acquisition of the licensed technology were $17.0 million. Contingent consideration liabilities were $17.1 million as of September 30, 2024, and were included in other noncurrent liabilities in the Company's unaudited condensed consolidated balance sheet. The following table sets forth the changes in the estimated fair value of the Company's contingent consideration liabilities measured on a recurring basis (Level 3) (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:82.964%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.836%"></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
September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> <span style="color:#000000;font-family:'Times New*

Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">Balance, beginning of period </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div>Additions during the period</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,970 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Changes in estimated fair value</div></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div>Balance at end of period</div></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Fair Value of Senior Convertible Notes The fair value, based on a quoted market price (Level 1), of the Company's senior convertible notes due 2029 (the "2029 Notes") is as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></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, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</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:top">Senior Convertible Notes due 2029</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">601,804 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> The following tables present the fair value of the Company's financial assets determined using the inputs defined above (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:49.851%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Assets</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Money market funds</td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">137,415 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">137,415 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Strategic investments</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">59,059 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">59,059 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28,048 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137,415 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137,415 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid

#000;padding:2px 0;text-align:right;vertical-align:bottom">59,059 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">224,522 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Liabilities</div></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="3" style="background-color:#dbdbdb;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:6pt">Contingent consideration</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:12pt">Total</div></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:49.779%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.632%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Assets</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Money market funds</td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">12,594 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">U.S. government securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">97,591 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">97,591 </td><td style="background-color:#ffffff;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:top"><div style="padding-left:6pt">Strategic investments</div></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,000 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,000 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">12,594 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">97,591 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">113,185 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 28048000002804800001374150000137415000005905900059059000028048000137415000590590002245220000017069000170690000017069000170690001259400000135
style="margin-top:6pt;text-indent:36pt">The recurring Level 3 fair value measurements of the loan investment include the following significant unobservable inputs as of September 30, 2024:
 <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.830%"><tr><td style="width:1.0%"></td><td style="width:82.775%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.025%"></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, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Discount rate </td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12.0 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Equity volatility </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67.0 </td><td style="background-color:#ffffff;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:top"> Expected years (range) </td><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2025 – 2029 </td></tr></table> The recurring Level 3 fair value measurements of contingent consideration liabilities associated with the development agreement milestones include the following significant unobservable inputs as of September 30, 2024:<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:82.964%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.836%"></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, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Probability of achievement (range) </td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> 75.0% - 90.0% </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Expected years </td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">2025 - 2026</td></tr></table> 0.1200.670300000050000003500000 The following table sets forth the changes in the estimated fair value of the Company's strategic investments measured on a recurring basis (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></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
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">Year Ended
December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Balance, beginning of period</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Additions during the period </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Changes in estimated fair value </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,059 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance, end of period</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,059 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 3000000005500000030000001059000059059000030000000.7500.900170000001710000 The following table sets forth the changes in the estimated fair value of the Company's contingent consideration liabilities measured on a recurring basis (Level 3) (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:82.964%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.836%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended
September 30, 2024</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Balance, beginning of period </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Additions during the period </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,970 </td><td style="background-color:#ffffff;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:top"> Changes in estimated fair value </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-

color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Balance at end of period </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,069 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>0169700009900017069000<div style="margin-bottom:6pt;margin-top:6pt;text-indent:36pt">The fair value, based on a quoted market price (Level 1), of the Company's senior convertible notes due 2029 (the "2029 Notes") is as follows (in thousands):</div><div style="margin-top:6pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Senior Convertible Notes due 2029</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">601,804 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div>6018040000BALANCE SHEET COMPONENTS<div style="margin-top:6pt;text-align:justify">Inventory</div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">Inventory consisted of the following (in thousands):</div><div style="margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Raw materials and work-in-progress</div></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,769 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,299 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Finished goods</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,263 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,674 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,032 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,973 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div>Long-term Strategic Investments</div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">Long-term strategic investments consisted of the following (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Strategic loan investments</div></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">55,563 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"><div>Strategic equity investment</div></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,496 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,000 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:6pt">Total</div></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,059 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:6pt">Other Assets</div><div style="margin-top:6pt;text-indent:36pt">Other assets consisted of the following (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">PCBAs</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-

align:right;vertical-align:bottom">38,608 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38,987 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Cloud computing arrangements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,612 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,959 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,320 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,093 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,540 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,039 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The Company reuses PCBAs in each wearable Zio Monitor patch, Zio XT patch, and Zio AT patch, as well as the wireless gateway used in conjunction with the Zio AT patch. As PCBAs are used in a wearable Zio Monitor patch, Zio XT patch, or Zio AT patch, a portion of the cost of the PCBA is recorded as a cost of revenue. The PCBAs are charged over a period beyond one year. Charges to cost of revenue were $4.2 million and $9.9 million for the three and nine months ended September 30, 2024, respectively, and $2.4 million and $5.4 million for the three and nine months ended September 30, 2023, respectively.</div><div style="margin-top:6pt">Property and Equipment, Net</div><div style="margin-bottom:6pt;margin-top:6pt;text-indent:36pt">Property and equipment, net consisted of the following (in thousands):</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Laboratory and manufacturing equipment</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,588 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,007 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Computer equipment and software</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,219 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,905 </td><td style="background-color:#ffffff;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:top">Furniture and fixtures</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,182 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">4,020 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Leasehold improvements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,121 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">24,885 </td><td style="background-color:#ffffff;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:top"><div>Internal-use software in service</div></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">77,101 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">61,980 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Internal-use software in development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,123 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">43,701 </td><td style="background-color:#ffffff;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:top">Construction in progress</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,986 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">10,119 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total property and equipment, gross</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">188,320 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">154,617 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;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:top">Less: accumulated depreciation and amortization</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(65,930)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(50,503)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total property and equipment, net</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">122,390 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double

#000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">104,114 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Depreciation and amortization expense for the three and nine months ended September 30, 2024 was $5.1 million and $15.4 million, respectively, and $4.1 million and $11.4 million for three and nine months ended September 30, 2023, respectively, of which amortization related to internal-use software, was $3.6 million and $11.0 million for the three and nine months ended September 30, 2024, respectively, and $3.1 million and $8.6 million, for the three and nine months ended September 30, 2023, respectively. During the three and nine months ended September 30, 2024, internal-use software, both in service and in development, increased by $8.6 million and $27.5 million, respectively. This increase is related to enhancements in the Company's core technology, products and services and artificial intelligence, as well as investment in future technology supporting the Zio Monitor System, the Company's next generation biosensor technology platform. During the three and nine months ended September 30, 2024, the Company recorded an impairment charge of $0.6 million within impairment charges in the Company's unaudited condensed consolidated statements of operations related to internal-use software in development not expected to be completed. No impairment charge related to internal-use software has been recognized for the three and nine months ended September 30, 2023.</div><div style="margin-top:6pt">Accrued Liabilities</div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">Accrued liabilities consisted of the following (in thousands):</div><div style="margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Accrued payroll and related expenses</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">39,524 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,656 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued vacation</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,110 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">8,608 </td><td style="background-color:#ffffff;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:top">Accrued expenses</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,845 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">14,891 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Claims payable</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,125 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">4,578 </td><td style="background-color:#ffffff;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:top">Accrued employee share purchase plan contributions</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,963 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">1,037 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div>Accrued state and foreign income and sales taxes</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,662 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,877 </td><td style="background-color:#ffffff;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:top">Accrued professional services fees</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,729 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,715 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total accrued liabilities</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">73,958 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">83,362 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">Inventory consisted of the following (in thousands):</div><div style="margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Raw materials and work-in-progress</div></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,769 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,299 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Finished goods</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,263 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,674 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">15,032 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,973 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>67690006299000082630007674000150320001397300<div style="margin-top:6pt;text-align:justify;text-indent:36pt">Long-term strategic investments consisted of the following (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Strategic loan investments</div></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">55,563 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"><div>Strategic equity investment</div></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,496 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,000 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:6pt">Total</div></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,059 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,000 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>5556300003496000300000059059000300000<div style="margin-top:6pt;text-indent:36pt">Other assets consisted of the following (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">PCBAs</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38,608 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38,987 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Cloud computing arrangements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,612 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,959 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,320 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,093 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,540 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">45,039 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>38608000389870005612000495900013200001093000455400004503900OP1Y42000009900000240000054000000<div style="margin-bottom:6pt;margin-top:6pt;text-indent:36pt">Property and equipment, net consisted of the following (in thousands):</div><div style="margin-bottom:6pt;margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Laboratory and manufacturing equipment</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,588 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,007 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Computer equipment and software</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,219 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,905 </td><td style="background-color:#ffffff;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:top">Furniture and fixtures</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,182 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></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:bottom">4,020 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Leasehold improvements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27,121 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">24,885 </td><td style="background-color:#ffffff;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:top"> Internal-use software in service </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">77,101 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">61,980 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Internal-use software in development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,123 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">43,701 </td><td style="background-color:#ffffff;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:top">Construction in progress</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,986 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">10,119 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total property and equipment, gross</td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">188,320 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">154,617 </td><td style="background-color:#ffffff;border-top:0.5pt solid #000;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:top">Less: accumulated depreciation and amortization</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(65,930)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">(50,503)</td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total property and equipment, net</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">122,390 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">104,114 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
9588000600700042190003905000418200402000027121000248850007710100061980000561230004370100099860001011900018832000015461700065930000505030(
style="margin-top:6pt;text-align:justify;text-indent:36pt">Accrued liabilities consisted of the following (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></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, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Accrued payroll and related expenses</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">39,524 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">47,656 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued vacation</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,110 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">8,608 </td><td style="background-color:#ffffff;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:top">Accrued expenses</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,845 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">14,891 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Claims payable</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,125 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">4,578 </td><td style="background-color:#ffffff;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:top">Accrued employee share purchase plan contributions</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,963 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">1,037 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Accrued state and foreign income and sales taxes </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,662 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,877 </td><td style="background-color:#ffffff;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:top">Accrued professional services fees</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,729 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,715 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Total accrued liabilities</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-

align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">73,958 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">83,362 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 39524000476560007110000860800012845000148910002125000457800019630001037000366200028770006729000371500073958000833620000COMMITMENTS AND CONTINGENCIES Leases The Company leases office, manufacturing, and clinical centers under non-cancelable operating leases which expire on various dates through 2033. These leases generally contain scheduled rent increases or escalation clauses and renewal options. Operating lease ROU assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. The operating lease ROU assets also include any lease payments made to the lessor at or before the commencement date as well as variable lease payments which are based on a consumer price index. The Company is also subject to variable lease payments related to janitorial services and electricity which are not included in the operating lease ROU asset as they are based on actual usage. The Company recognizes operating lease expenses, generally on a straight-line basis over the lease period. During the nine months ended September 30, 2024, there were no material changes to the leases from those described in Note 8, Commitments and Contingencies, included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Contractual obligations under operating lease liabilities were as follows (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.415%"><tr><td style="width:1.0%"></td><td style="width:83.164%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.636%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"> Year Ended December 31: </td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> 2024 (remainder of the year) </td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">3,867 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,633 </td><td style="background-color:#ffffff;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:top">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,096 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,492 </td><td style="background-color:#ffffff;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:top"><div>2028</div></td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,385 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">47,101 </td><td style="background-color:#ffffff;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:top">Total lease payments</td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">115,574 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26,033)</td><td style="background-color:#ffffff;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">Total lease liabilities</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">89,541 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
 Legal Proceedings From time to time, the Company is involved in claims and legal proceedings or investigations, that arise in the ordinary course of business. Such matters could have an adverse impact on the Company's reputation, business, and financial condition and divert the attention of its management from the operation of the Company's business. These matters are subject to many uncertainties and outcomes that are not predictable. On February 1, 2021, a putative class action lawsuit was filed in the United States District Court for the Northern District of California (the "Court") alleging that the Company and its former Chief Executive Officer, Kevin M. King, violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder. On August 2, 2021, the lead plaintiff filed an amended complaint, and filed a further amended complaint on September 24, 2021. The amended complaint names as defendants, in addition to the Company and Mr. King, its former Chief Executive Officer, Michael J. Coyle, and former Chief Financial Officer and former Chief Operating Officer, Douglas J. Devine. The purported class in the amended complaint includes all persons who purchased or acquired the Company's common stock between August 4, 2020 and July 13, 2021, and seeks unspecified damages purportedly sustained by the class. On October 27, 2021, the Company filed a motion to dismiss, which the Court granted on March 31, 2022, entering judgment in favor of the Company and the other defendants. On April 29, 2022, the original named plaintiff appealed to the Ninth Circuit Court of Appeals. On October 11, 2023, after briefing by the parties and oral argument, the Ninth Circuit dismissed the appeal for lack of jurisdiction. The appellant filed a petition for rehearing en banc, which was denied on December 6, 2023. On April 16, 2024, the original named plaintiff appealed the Ninth Circuit's decision regarding jurisdiction to the United States Supreme Court (the "Supreme Court") and, on May 20, 2024, the Company waived its right to provide a statement of opposition with respect to the issue of jurisdiction. On June 4, 2024, the Supreme Court requested the Company provide a statement of opposition, which was due August 2, 2024. On October 7, 2024, the Supreme Court denied the plaintiff's petition for appeal, thereby ending the matter. On February 6, 2024, a second putative class action lawsuit was filed in the Court alleging that the Company's current Chief Executive Officer, Quentin Blackford, the Company's former Chief Financial Officer, Brice Bobzien, and our former Chief Financial Officer and former Chief Operating Officer, Mr. Devine violated Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 promulgated thereunder, and seeks unspecified damages purportedly sustained by the class. On July 19, 2024, an amended complaint was filed, naming the Company, Mr. Blackford, Mr. Bobzien, Mr. Devine, our Chief Commercial Officer Chad Patterson, our former Chief Technology Officer Mark Day, and our Chief Medical Officer, Chief Scientific Officer, and Executive Vice President of Product Innovation, Mintu Turakhia, as defendants. On October 7, 2024, a second amended complaint was also filed to include events from the recent FDA inspections. The Company believes the above securities class action lawsuits to be without merit and plans to continue to defend itself vigorously. On March 26, 2021, the Company received a grand jury subpoena from the U.S. Attorney's Office for the Northern District of California requesting information related to communications with FDA and the Company's products and services. On September 13, 2021, the Company received a second subpoena requesting additional information. On April 4, 2023, the Company received a Subpoena Duces Tecum from the Consumer Protection Branch, Civil Division of the U.S. Department of Justice (the "DOJ"), requesting production of various documents regarding the Company's products and services. The Company has been cooperating fully on these matters. On July 1, 2024, the DOJ filed with the United States District Court for the Northern District of California a Petition for Order to Show Cause and Application for Enforcement with respect to the production of certain documentary materials which the Company asserts are protected by legal privileges. The Company intends to defend its privilege assertions over such materials in its response to the DOJ's petition. On February 20, 2024, Welch Allyn, a subsidiary of Hill-Rom Holdings, Inc. which was acquired by Baxter International, Inc., filed a lawsuit against the Company in the United States District Court for the District of Delaware, alleging that the Company's Zio devices infringe certain of its patents and that the Company's infringement was willful. The Company filed a motion to dismiss Welch Allyn's willful infringement claims on April 11, 2024. Welch Allyn filed an amended complaint on April 24, 2024 that continued to allege that the Company's devices infringe certain of its patents and that the Company's infringement was willful. The Company filed a motion to dismiss Welch Allyn's willful infringement allegations found in the amended complaint on June 12, 2024. Welch Allyn seeks money damages and attorneys' fees. The Company believes this lawsuit is without merit and plans to defend itself vigorously. Technology License Agreement On August 30, 2024, the Company entered into a Technology License Agreement (the "License Agreement") with BioIS, pursuant to which (i) the Company will receive a perpetual fully paid up license to certain of BioIS' intellectual property, technology and products for research, development and commercialization of potential next generation products and services in certain fields of use, including an exclusive license to develop and commercialize pulse oximetry, accelerometry, and trending non-invasive blood pressure technologies for use within the Company's ambulatory cardiac monitoring products and services, and (ii) the Company and BioIS agreed to negotiate in good faith a supply agreement for pulse oximetry hardware. Under the terms of the License Agreement, during the third quarter of 2024 the Company paid BioIS an upfront fee of

*$15.0 million in cash consideration. In connection with the License Agreement, the Company also purchased an aggregate of $40.0 million of convertible promissory notes from BioIS (the "Convertible Notes"), of which $20.0 million of the convertible promissory notes ("Milestone Notes") were designated for satisfaction of the Company's regulatory milestone payment obligations. The Milestone Notes, plus accrued and unpaid interest, if any, shall be cancelled, if outstanding, upon the achievement of the regulatory milestones up through December 31, 2026. The Company has recorded a charge for $32.1 million for acquired IPR&D in the Company's unaudited condensed consolidated statements of operations for the three and nine months ended September 30, 2024, which includes the upfront fee of $15.0 million as well as contingent consideration of $17.1 million related to the regulatory milestones. Additionally, BioIS is eligible to receive low single digit royalty payments on annual net sales of certain products in the home sleep testing field, subject to certain adjustments specified in the License Agreement. Development Agreement On September 3, 2019, the Company entered into a Development Collaboration Agreement with Verily Life Sciences LLC, an Alphabet company ("VLS") and Verily Ireland Limited ("VIL" and together with VLS, "Verily") (such Development Collaboration Agreement, as amended by Amendment No. 1 dated April 26, 2021 and Amendment No.2 dated January 24, 2022, the "Development Agreement"). The Development Agreement involves joint development and production of intellectual property between the Company and Verily. Each participant has primary responsibility for certain aspects of development and approval, with all processes to be performed at each respective party's own cost. Costs incurred by the Company in connection with the Development Agreement will be expensed as research and development expense in accordance with ASC 730, Research and Development. The Company and Verily will develop certain next-generation atrial fibrillation ("Afib") screening, detection, or monitoring products pursuant to the Development Agreement, which products will involve combining Verily's and the Company's technology platforms and capabilities. Under the terms of the Development Agreement, the Company paid Verily an upfront fee of $5.0 million in 2019. In addition, the Company agreed to make additional milestone payments to Verily up to an aggregate of $12.75 million upon achievement of various development and regulatory milestones over the term of the Development Agreement. The Company has achieved milestones tied to payments totaling $11.0 million to date and may make additional payments over the term of the Development Agreement of $1.75 million, subject to the achievement of specified milestones. No payments were made during the three and nine months ended September 30, 2024 and 2023.</div><div style="margin-top:6pt;text-indent:36pt">The Development Agreement provides each party with licenses to use certain intellectual property of the other party for development activities in the field of Afib screening, detection, or monitoring. Ownership of developed intellectual property will be allocated to the Company or Verily depending on the subject matter of the underlying developed intellectual property, and, for certain subject matter, shall be jointly owned.</div><div style="margin-top:6pt">Indemnifications</div><div style="margin-top:6pt;text-indent:36pt">In the ordinary course of business, the Company enters into agreements pursuant to which it agrees to indemnify customers, vendors, lessors, business partners, and other parties with respect to certain matters, including losses arising out of the breach of such agreements, services to be provided by the Company, or from intellectual property infringement claims made by third parties. Pursuant to such agreements, the Company may indemnify, hold harmless and defend an indemnified party for losses suffered or incurred by the indemnified party. Some of the provisions will limit losses to those arising from third party actions. In some cases, the indemnification will continue after the termination of the agreement. The maximum potential amount of future payments the Company could be required to make under these provisions is not determinable. The Company has also entered into indemnification agreements with its directors and officers that may require the Company to indemnify its directors and officers against liabilities that may arise by reason of their status or service as directors or officers to the fullest extent permitted by applicable law. The Company currently has directors'-and officers'-insurance.</div><div style="margin-top:6pt;text-indent:36pt">Contractual obligations under operating lease liabilities were 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:99.415%"><tr><td style="width:1.0%"></td><td style="width:83.164%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.636%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"><div>Year Ended December 31,</div></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>2024 (remainder of the year)</div></td><td style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;padding:2px 0;text-align:right;vertical-align:bottom">3,867 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,633 </td><td style="background-color:#ffffff;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:top">2026</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,096 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,492 </td><td style="background-color:#ffffff;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:top"> 2028 </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,385 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">47,101 </td><td style="background-color:#ffffff;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:top">Total lease payments</td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">115,574 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Less: imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26,033)</td><td style="background-color:#ffffff;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">Total lease liabilities</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">89,541 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
3867000156330001609600016492000163850004710100011557400026033000895410001500000040000000200000003210000032100000150000001710000017100000560000000.0150.0.falsefalse10-Q0001819994--12-31Q3false2024-09-30false0.01.0E8.0E8.0E8

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:6pt">The following table summarizes the components of interest expense and the effective interest rate for the 2029 Notes for the periods shown (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:33.493%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.743%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.526%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.743%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.526%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.745%"></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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:top"><div>Contractual coupon interest</div></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,535 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,731 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Amortized debt issuance costs </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">738 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">1,890 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;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:top"> Total interest expense recognized on senior convertible notes due 2029 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,273 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,621 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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 #000000;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 #000000;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 #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Effective interest rate </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.0 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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:bottom">2.0 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> On March 7, 2024, the Company completed an offering of $661.3 million aggregate principal amount of unsecured senior convertible notes with a stated interest rate of 1.50% and a maturity date of September 1, 2029. The proceeds include the full exercise of the option granted by the Company to the initial purchasers of the 2029 Notes to purchase up to an additional $86.3 million aggregate principal amount of notes. Interest on the 2029 Notes is payable semi-annually in arrears on March 1 and September 1 of each year, beginning on September 1, 2024. The net proceeds from the offering, after deducting initial purchasers' discounts and costs directly related to the offering, were approximately $643.8 million. The initial conversion rate of the 2029 Notes is 6.7927 shares per $1,000 principal amount of notes, which is equivalent to a conversion price of approximately $147.22 per share, subject to adjustments. The 2029 Notes may be settled in cash, stock, or a combination thereof, solely at the Company's discretion. The Company used net proceeds from the offering to purchase capped calls, as well as repayment of the Company's outstanding debt which is described below. In addition, the Company also used net proceeds from the offering to repurchase shares of the Company's common stock. Refer to Note 10, Stockholders' Equity for further details relating to the Company's shares repurchase. No principal payments are due on the 2029 Notes prior to maturity. Other than restrictions relating to certain fundamental changes and consolidations, mergers or asset sales and customary anti-dilution adjustments, the indenture relating to the 2029 Notes (the "Indenture") includes customary terms and covenants, including certain events of default after which the 2029 Notes may be due and payable immediately. The Company uses the if-converted method for assumed conversion of the 2029 Notes to compute the weighted-average shares of common stock outstanding for diluted earnings per share, when applicable. Conversion Rights at the Option of the Holders Holders of the 2029 Notes who convert their notes in connection with a make-whole fundamental change (as defined in the Indenture) or convert their 2029 Notes called (or deemed called) for redemption in connection with any optional redemption are, under certain circumstances, entitled to an increase in the conversion rate. Additionally, in the event of a fundamental change (as defined in the Indenture), holders of the 2029 Notes may require the Company to repurchase for cash all or a portion of their notes at a price equal to 100% of the principal amount of notes, plus any accrued and unpaid interest to, but excluding, the repurchase date. <div

style="margin-top:6pt;text-indent:36pt">Holders of the 2029 Notes may convert all or a portion of their notes prior to the close of business on the business day immediately preceding June 1, 2029, in multiples of $1,000 principal amount, only under the following circumstances: (1) during any calendar quarter commencing after the calendar quarter ending on June 30, 2024 (and only during such calendar quarter), if the last reported sale price of the Company's common stock for at least 20 trading days (whether or not consecutive) during a period of 30 consecutive trading days ending on the last trading day of the immediately preceding calendar quarter is greater than or equal to 130% of the conversion price of the 2029 Notes on each applicable trading day; (2) during the five business day period after any five consecutive trading day period (the "measurement period") in which the trading price (as defined in the Indenture) per $1,000 principal amount of the 2029 Notes for each trading day of that measurement period was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate of the 2029 Notes on such trading day; (3) if the Company calls any or all 2029 Notes for redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the redemption date, but only with respect to the 2029 Notes called (or deemed called) for redemption; or (4) upon the occurrence of specified corporate events as specified in the Indenture. On or after June 1, 2029, until 5:00 p.m., New York City time, on the second scheduled trading day immediately preceding September 1, 2029, holders of the notes may convert the 2029 Notes, in multiples of $1,000 principal amount, at their option regardless of the foregoing circumstances. Conversion Rights at Our Option The Company may not redeem the 2029 Notes prior to September 5, 2027. On or after September 5, 2027 and prior to June 1, 2029, the Company may redeem at its option for cash all or any portion of the 2029 Notes, at the redemption price, if the last reported sale price of the Company's common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during any 30 consecutive trading day period ending on, and including, the trading day immediately preceding the date on which the Company provides the redemption notice. The redemption price will be equal to 100% of the principal amount of the 2029 Notes, plus accrued and unpaid interest, if any, to, but excluding, the redemption date. 2029 Capped Call Transactions On March 4, 2024, in connection with the offering of the 2029 Notes, the Company entered into privately negotiated capped call transactions (the "2029 Capped Calls") with certain financial institutions. The 2029 Capped Calls will cover, subject to anti-dilution adjustments substantially similar to those applicable to the 2029 Notes, the number of shares of the Company's common stock that will initially underlie the 2029 Notes. The 2029 Capped Calls are expected generally to reduce potential dilution to the Company's common stock upon conversion of the 2029 Notes and/or offset any cash payments that the Company could be required to make in excess of the principal amount of converted 2029 Notes, as the case may be, with such reduction and/or offset subject to a cap. The 2029 Capped Calls have an initial cap price of $218.10 per share, subject to adjustments, which represents a premium of 100% over the closing price of the Company's common stock of $109.05 per share on the Nasdaq Global Select Market on March 4, 2024. The Company completed the purchase of the 2029 Capped Calls on March 7, 2024, for the amount of $72.4 million. The cost to purchase the 2029 Capped Calls was recorded as a reduction to additional paid-in capital in the Company's consolidated balance sheets, as the 2029 Capped Calls met the criteria for classification within stockholders' equity. Braidwell Debt On January 3, 2024 (the "Closing Date"), the Company entered into the Credit, Security and Guaranty Agreement (the "Braidwell Credit Agreement") with Braidwell Transactions Holdings LLC – Series 5 ("Braidwell"), which provided for a senior secured term loan in an aggregate principal amount of up to $150.0 million (the "Braidwell Term Loan Facility"). An initial tranche of $75.0 million ("Initial Loan") was funded on the Closing Date. In addition to the Initial Loan, the Braidwell Term Loan Facility included an additional tranche of $75.0 million, which was accessible by the Company through the one year anniversary of the Closing Date, so long as the Company satisfied certain customary conditions. The Braidwell Term Loan Facility had a maturity date of January 3, 2029 (the "Maturity Date") and provided, at the Company's election, for the option to have a portion of interest added to principal rather than paid in cash during the term of the loan, with principal and accrued interest due at the Maturity Date. On March 7, 2024, in connection with the offering of the 2029 Notes, the Company used approximately $80.2 million of the net proceeds for the repayment in full of the $75.0 million outstanding Initial Loan, as well as interest, fees and expenses associated with terminating the agreement. Interest expense for the three and nine months ended September 30, 2024 was nil and $1.8 million, respectively. Interest expense for the nine months ended September 30, 2024 consisted of contractual coupon interest and amortized debt issuance costs of $1.6 million and $0.2 million, respectively. The Company incurred $5.6 million of fees and expenses relating to the repayment of the Initial Loan and the termination of the Braidwell Credit Agreement, inclusive of unamortized debt origination costs, which has been recorded within loss on extinguishment of debt in the Company's unaudited condensed consolidated statements of operations for the nine months ended September 30, 2024. SVB Term Loan In October 2018, the Company entered into the Third Amended and Restated Loan and Security Agreement ("SVB Loan Agreement") with Silicon Valley Bank ("SVB"). Under the SVB Loan Agreement, the Company had borrowed $35.0 million and had made repayments through March 2022, at which time the outstanding balance was $18.5 million. On March 28, 2022, the Company entered into a Second Amendment ("2022 Amendment") to its SVB Loan Agreement which provided for a term loans facility in the aggregate principal amount of up to $75.0 million (the "2022 Term Loans"), of which $35.0 million was borrowed at closing and a portion of the proceeds was used to pay in full the outstanding balance of $18.5 million under the SVB Loan Agreement. None of the remaining $40.0 million of the 2022 Term Loans was borrowed up through December 31, 2023. The 2022 Amendment also amended the terms of the revolving credit line under the SVB Loan Agreement, which provided for an aggregate principal amount of $25.0 million. On January 3, 2024, in connection with the entry into the Braidwell Credit Agreement, the Company used approximately $37.8 million of the net proceeds for the repayment in full of the $35.0 million outstanding principal balance as well as interest, fees and expenses associated with terminating the agreement. Upon termination of the SVB Loan Agreement, SVB's security interest in the Company's assets and property was released. Interest expense for three and nine months ended September 30, 2023 was $0.8 million and $2.5 million, respectively. Contractual coupon interest for the three and nine months ended September 30, 2023 was $0.8 million and $2.2 million, respectively. Amortized debt issuance costs for the three and nine months ended September 30, 2023 were $0.1 million and $0.3 million, respectively. Interest expense, contractual coupon interest, and amortized debt issuance costs for the three and nine months ended September 30, 2024 was nil. The Company incurred $2.0 million of fees and expenses relating to the termination of the SVB Loan Agreement, which has been recorded within loss on extinguishment of debt in the Company's unaudited condensed consolidated statements of operations during the nine months ended September 30, 2024.</div>0.0150<div style="margin-top:6pt">The carrying amounts of the Company's 2029 Notes were as follows (in thousands):</div><div style="margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:66.249%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.859%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.860%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Principal amount</div></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">661,250 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div>Unamortized debt issuance costs</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(15,429)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"><div>Carrying amount of senior convertible notes due 2029</div></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">645,821 </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 66125000001542900006458210000 The following table summarizes the components of interest expense and the effective interest rate for the 2029 Notes for the periods shown (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:33.493%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.743%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.526%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.743%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.381%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.743%"></td><td style="width:0.1%"></td><td

style="width:0.526%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.745%"></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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:top"> Contractual coupon interest </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,535 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,731 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Amortized debt issuance costs </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">738 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">1,890 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#ffffff;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:top"> Total interest expense recognized on senior convertible notes due 2029 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,273 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,621 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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 #000000;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 #000000;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 #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top"> Effective interest rate </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.0 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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:bottom">2.0 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table>
2535000057310000738000018900000327300007621000000.02000.0200661300000.0150863000006438000000147.221100020301.305510000.9810001.3020301218.1011000560000035000000185000007500000035000000185000004000000025000000378000003500000080000025000008000000220000010000030000000000-20000000INCOME TAXES The Company recorded a tax provision related to its U.S. state taxes and its foreign subsidiaries during the three and nine months ended September 30, 2024 and 2023. Due to the uncertainties surrounding the realization of the U.S. deferred tax assets through future taxable income, the Company has provided a full valuation allowance and, therefore, no benefit has been recognized for the net operating loss carryforwards and other deferred tax assets. 0STOCKHOLDERS' EQUITY Treasury Shares On March 7, 2024, the Company used approximately $25.0 million of the net proceeds from the 2029 Notes offering to repurchase 229,252 shares of the Company's common stock at a purchase price of $109.05 per share via privately negotiated transactions effected through one of the initial purchasers or its affiliate. Repurchased shares of the Company's common stock are held as treasury shares until they are reissued or retired. 250000002292521 09.05STOCK-BASED COMPENSATION The following table summarizes the total stock-based compensation expense included in the unaudited condensed consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023 (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.391%"><tr><td style="width:1.0%"></td><td style="width:40.058%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.907%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.313%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.718%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.722%"></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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:top">Cost of revenue</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-

align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">709 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,236 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,421 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,584 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,163 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,370 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">10,551 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">7,912 </td><td style="background-color:#ffffff;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:top">Selling, general and administrative</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,286 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">16,402 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">46,998 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">42,862 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total stock-based compensation expense</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,158 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21,008 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,970 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">53,358 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Restricted Stock Units and Performance-Based Restricted Stock Units As of September 30, 2024, there was a total of 1.5 million awards outstanding and total unamortized compensation cost of $121.9 million, net of estimated forfeitures, related to restricted stock units ("RSUs"), which the Company expects to recognize over a weighted average period of 1.7 years. As of September 30, 2024, there was a total of 0.9 million awards outstanding and total unamortized compensation cost of $36.0 million, net of estimated forfeitures, related to performance based RSUs ("PRSUs"), which the Company expects to recognize over a weighted average remaining period of 1.4 years. PRSUs are based on the maximum number of PRSUs issuable in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria. Market-based PRSUs The Company grants PRSUs to its key executives. PRSUs can be earned in accordance with the performance equity program for each respective grant. In February 2024, the Company granted market-based PRSUs to senior executive officers. These PRSUs to be earned will be based on the cumulative annual growth rate ("CAGR") of annual unit volume calculated between fiscal year 2026 and fiscal year 2023 and measured against performance thresholds, as well as a relative comparison of the S&P Healthcare Equipment Select Industry Index to the Company's Total Shareholder Return ("TSR"). The grant date fair value of the TSR was based on the expected term of 2.8 years, interest risk free rate of 4.4%, implied volatility of 67.95% and no dividend yield. These February 2024 awards are subject to the recipient senior executive officer's continued employment through the vesting date of March 16, 2027. Options As of September 30, 2024, the Company had a total of 0.3 million options outstanding. As of September 30, 2024, the options were fully vested. Employee Stock Purchase Plan As of September 30, 2024, the Company had $2.6 million of unrecognized compensation expense that will be recognized over a weighted average period of 0.6 years.</div><div style="margin-top:6pt;text-indent:36pt">The following table summarizes the total stock-based compensation expense included in the unaudited condensed consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023 (in thousands):</div><div style="margin-top:6pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:98.391%"><tr><td style="width:1.0%"></td><td style="width:40.058%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.907%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.313%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.718%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.394%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.722%"></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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:0.5pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:0.5pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:0.5pt 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:top">Cost of revenue</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">709 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,236 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0

1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,421 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,584 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,163 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">3,370 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">10,551 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">7,912 </td><td style="background-color:#ffffff;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:top">Selling, general and administrative</td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,286 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">16,402 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">46,998 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">42,862 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total stock-based compensation expense</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,158 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">21,008 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59,970 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">53,358 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
709000123600024210002584000316300033700001055100079120001328600016402000469980004286200017158000210080005997000053358000150000012190000PLOSS PER SHARE As the Company had net losses for the three and nine months ended September 30, 2024 and 2023, all potential common shares were determined to be anti-dilutive. The following table sets forth the computation of the basic and diluted net loss per share during the three and nine months ended September 30, 2024 and 2023 (in thousands, except per share data): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;text-align:text-bottom;width:96.637%"><tr><td style="width:1.0%"></td><td style="width:40.201%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.272%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.405%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.272%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.405%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.969%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.405%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.971%"></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:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Numerator:</td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt 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:0.5pt 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:0.5pt 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:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Net loss</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(46,182)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(27,116)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(111,956)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(84,707)</td><td style="background-color:#ffffff;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:top">Denominator:</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><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 2px 12.25pt;text-align:left;vertical-align:top">Weighted-average shares used to compute net loss per common share, basic and diluted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,262 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">30,607 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">31,147 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">30,470 </td><td style="background-color:#ffffff;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:top">Net loss per common share, basic and diluted</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(1.48)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.89)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3.59)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2.78)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The Company applies the if-converted method in computing the effect of the Company's senior convertible notes on diluted net income per share. For periods in which the Company reports net income, the numerator of the diluted per share computation is adjusted for interest expense and amortization of debt issuance costs, net of tax, and the denominator is adjusted for the weighted average number of shares into which each of the Company's senior convertible notes could be converted. The effect is only included in the calculation of diluted net income per share for those senior convertible notes which reduce net income per share. The following outstanding shares of potentially dilutive securities have been excluded from diluted net loss per common share for the three and nine months ended September 30, 2024 and 2023 because their inclusion would be anti-dilutive (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:97.514%"><tr><td style="width:1.0%"></td><td style="width:38.480%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.342%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.399%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.042%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.399%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.843%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.549%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.846%"></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:#dbdbdb;padding:2px 1pt;text-align:left;vertical-align:top">Options to purchase common stock</td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">290 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">307 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">290 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">307 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> RSUs and PRSUs1 </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,378 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,747 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,378 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,747 </td><td style="background-color:#ffffff;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:top"> Senior convertible notes </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,492 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">4,492 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,160 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,160 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:19.883%"><tr><td style="width:1.0%"></td><td style="width:98.900%"></td><td style="width:0.1%"></td></tr><tr style="height:5pt"><td colspan="3" style="border-bottom:0.5pt solid #000;padding:0 1pt"></td></tr></table> 1PRSUs are based on the maximum number of PRSUs in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria and relative TSR, as discussed in Note 11, Stock-Based Compensation. The following table sets forth the computation of the basic and diluted net loss per share during the three and nine months ended September 30, 2024 and 2023 (in thousands, except per share data): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:96.637%"><tr><td style="width:1.0%"></td><td style="width:40.201%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.272%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.405%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.272%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.405%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.969%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.405%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.971%"></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:0 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:top">Numerator:</td><td colspan="3" style="background-color:#dbdbdb;border-top:0.5pt 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:0.5pt 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:0.5pt 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:0.5pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Net loss</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(46,182)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(27,116)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(111,956)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(84,707)</td><td style="background-color:#ffffff;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:top">Denominator:</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><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 2px 12.25pt;text-align:left;vertical-align:top">Weighted-average shares used to compute net loss per common share, basic and diluted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,262 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">30,607 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">31,147 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">30,470 </td><td style="background-color:#ffffff;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:top">Net loss per common share, basic and diluted</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(1.48)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.89)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3.59)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2.78)</td><td style="background-color:#dbdbdb;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> -46182000-27116000-111956000-84707000312620003126200030607000306070003114700031147000030470000030470000-1.48-1.48-0.89-0.89-3.59-3.59-2.78-2.78 The following outstanding shares of potentially dilutive securities have been excluded from diluted net loss per common share for the three and nine months ended September 30, 2024 and 2023 because their inclusion would 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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:top">Options to purchase common stock</td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">290 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">307 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">290 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#dbdbdb;padding:0 1pt"></td><td colspan="2" style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">307 </td><td style="background-color:#dbdbdb;border-top:0.5pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> RSUs and PRSUs1 </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,378 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,747 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,378 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">2,747 </td><td

style="background-color:#ffffff;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:top"> Senior convertible notes </td><td colspan="2" style="background-color:#dbdbdb;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,492 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">4,492 </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></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:bottom">— </td><td style="background-color:#dbdbdb;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,160 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,160 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,054 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:19.883%"><tr><td style="width:1.0%"></td><td style="width:98.900%"></td><td style="width:0.1%"></td></tr><tr style="height:5pt"><td colspan="3" style="border-bottom:0.5pt solid #000;padding:0 1pt"></td></tr></table> 1PRSUs are based on the maximum number of PRSUs in the key executive grant agreements. The actual number of PRSUs awarded will be based on company performance criteria and relative TSR, as discussed in Note 11, Stock-Based Compensation.
* 2900003070002900003070002378000274700023780002747000449200004492000071600003054000716000030540000falsefalsefalsefalse*